



Board of Directors Meeting Minutes

April 18, 2024

1:00 p.m.

Board Members Present: Ben Townsend, Greg McMorrow, Mary Marois, Al Cambridge, Ruth Pilon, Tom Bratton, Ty Wessell, Dean Smallegan, Penny Morris, Shawn Kraycs, Dave Freedman, Carol Blake, Tony Lentych, Lynn Pope, Eric Ostergren, Kate Dahstrom

Others Present: Brian Martinus, Stacy Maiville, Jeremiah Williams, Kim Silbor, Kari Barker, Mark Crane, Brian Newcomb, Darryl Washington, Nancy Stevenson, Neil Rojas, Dan Mauk, Vickie McDonald, Hilary Repphuan, Joe Barkman, Haider Kazim, Dave Simpson, Richard Carpenter, Cindy Petersen, Clarisse Hartnett-Manny, Haider Kazim, Becky Brown, Justin Reed, Hali McRoberts, Erica Longstreet, Unknown- (multiple)

Virtual: Aimee Horton Johnson, Terri Henderson, Lisa Holmes, Amanda Ritchie, Alyssa Heider, Melanie Schopieray, Tiffany Fewins, Lynn Pope, Mark Draeger, Rob Palmer, Erica Smith, Kellee Hoag, Pamella Petroelje, Abby Schonfeld, Becky Brown, Deb Freed, Ann Ketchum, Teresa Cooper, Robert Sheehan, Amanda Taylor, Lisa Jones, Amanda Ritchie, Rob Veale, Kasie Morse, Melissa Trout, Jennifer Wisnieski, Travis Merz, Jan Pytlowany, Dean Baldwin, Mardi Link, Lori Barnard, Mats Andtbacka, Eric Kurtz, Aaron Fader, Sophorn Klingelsmith, April Weinrick, Heather Sleight, Lori Stendel, Keli Macintosh, Kathy Sanders, Angie Schroeder, Manda Clements, Pat MacIntosh, Kiley Fields, Cindy Evans, Aimee Bunbury, Alexandra Hawcroft, Chloe Sandy, Chloressa McCuien, Dawn Smith, Emily Friske, Barbara Lentz, Ann Ketchum, Barb McNitt, Lena B., Pam Harris, Leane Letts, Judi Crane, Laura Argyle

Call to Order: Mr. Ben Townsend called the meeting to order at 1:00 p.m.

Approval of the Agenda:

Additions:

- Discussion - Ad hoc Committee for North Hope CRU closure
- Discussion – Letter of reassurance for staff and consumers
- iPad use training

MOTION:	Approve the agenda with additions
RESULT:	ADOPTED. [UNANIMOUS]
MOVER:	T. Lentych
SECONDER	D. Smallegan

Conflict of Interest: Mr. Cambridge requested that the contracts be considered separately so he does not experience a conflict.

Consent Agenda Items:

- Board of Directors Meeting Minutes March 21, 2024
- Committee of the Whole Meeting Minutes March 21, 2024

MOTION:	Accept consent agenda
RESULT:	ADOPTED. [UNANIMOUS]
MOVER:	C. Blake
SECONDER	T. Lentych

Public Comment:

Cynthia Petersen, Public Relations Specialist; Traverse City: Spoke about May is Mental Health Month events. She encourages the Board and community members to attend the Adult & Youth Mental Health First Aid training, which is open to anyone. More information about that training and other upcoming events and training are located on the NLCMHA website under the events calendar.

Nancy Stevenson, Chief Clinical Officer; Traverse City: Expressed frustration with the Board. She would like the Board to truly focus on its mission as a Board, which is not to manage the agency but to concentrate its limited ability on where it can make the most positive impact. She stated that she is extremely disappointed with the actions and behavior of Board members. Several Board members do not honor or respect the policies to which they are supposed to adhere. For example, a Board member recently contacted and tried to coerce NLCMHA staff to challenge Munson’s position after they were dissatisfied with Munson’s services. This is an unfair and unethical position to put a Northern Lakes staff member in. Ms. Stevenson would like the Board to treat the staff with dignity, respect, and appreciation.

Report of Officers:

Recipient Rights Director: Brian Newcomb, Director of the Office of Recipient Rights, gave his department update. Mr. Newcomb highlighted areas of his report. The ORR team finished 153 investigations since he submitted his report. The agency is 100% in compliance. The substantiation rate since October 1, 2023, is 50%.

Chief Executive Officer Report: Brian Martinus, Interim Chief Executive Officer, reviewed his report with the Board. Mr. Martinus explained the process for no-shows. The agency is looking at additional ways to encourage consumers to make their appointments. Mr. Martinus also clarified that if people give public comment, Mr. Martinus does reach out to them and follow up. If it is appropriate for him to follow up with notification to the Board, he will. However, some items are confidential, and he cannot share that information with the Board if he wants to respect the privacy of individuals. He commented that the staff is doing an excellent job providing services. Mr. Martinus and staff members explained the efficiencies, access, and the current status of AOT to the Board.

Chief Financial Officer Report: Laura Argyle, Deputy Chief Financial Officer, went over the finance report with the Board. The full report was included in the packet.

Ms. Argyle noted that liquid assets continue to be positive and about the same as it was last year. The state will be making some adjustments to the rates as of April 1, 2024. There is a general fund overspend of \$ 380,000, which they continue to explore how to resolve. With the exception of the general funds, things are beginning to stabilize.

MOTION: **Receive the financial report, excluding the contracts.**

RESULT: **ADOPTED. [UNANIMOUS]**

MOVER: **A. Cambridge**

SECONDER **D. Freedman**

Richard Carpenter of the Rehmann Group gave an overview of the changes in the financial policies. Some financial policy changes his team has made are:

- Revised and combined the Financial Plan and Management Policy
- Enhanced the Reconciliation Policy
- Budget Policy
- Procurement Policy
- Combined Location Access, Content of Records, and Length of Time Retained into a single policy
- New Cardholder agreement
- Sliding Fee Requirements
- Electronic Access

Mr. Carpenter touched base on the largest change in the financial policies, which is the Purchasing and Procurement Policy.

- The CEO would have the authority to enter into a contract that would have already been approved within the budget approval process.

- Anything over \$100,000 would have to come to the Board for approval. The agency would have to go through a formal bidding process and get Board approval. Items less than \$100,00 would be at the discretion of the Chief Executive Officer. The Chief Financial Officer and Contracts Manager would have a \$50,000 threshold, and the Directors would have a \$5,000 threshold with the approval of the CEO. Anything over \$25,000 is federally required to have three quotes.

The Board requested the new policy in writing to be emailed to them before the next Board meeting so they can review, discuss, and possibly vote on it at the May Board meeting.

The Board Chair welcomed and recognized two new Board members, Lynn Pope (Missaukee), and Shawn Kraycs (Crawford).

Committee Reports:

RRAC Update & Minutes:

The minutes of the RRAC were in the packet. Tony Lentych, Chairperson of the RRAC gave recent updates. He also noted that the RRAC is still in need of one more consumer from Grand Traverse County to join the committee. Mr. Lentych requested protections from the Board for the Office of the Recipient Rights. The ORR team will be offering Recipient Rights new hire training to the full Board in the near future.

MOTION:	Receive the RRAC Minutes.
RESULT:	ADOPTED. [UNANIMOUS]
MOVER:	T. Lentych
SECONDER	D. Smallegan

NMRE Update: Ruth Pilon gave an overview of the last NMRE Board meeting she attended. The NMRE voted to recommend that NLCMHA divest the Mi Choice Waiver program and Integrated Health Clinic as soon as possible. Recently, some CMH CEOs met to discuss CCBHC; many voiced that the models set up rural areas for failure. MDHHS needs to consider geography and population. The NMRE voted on a resolution as to why CCBHC does not work for rural Michigan and what could go in place of it in our region. The resolution is available in the NMRE minutes.

Ad Hoc Budget Committee:

The Ad hoc Budget Committee will re-establish itself and meet in June, July, and August. The members will be: Al Cambridge (Chair), Tom Bratton, Ty Wessell, and Ben Townsend.

MOTION:	Approve the Ad Hoc Budget Committee.
RESULT:	ADOPTED. [UNANIMOUS]
MOVER:	T. Lentych
SECONDER	P. Morris

Unfinished Business:

The Board reviewed and voted on the CEO Response to Monitoring Reports and acknowledged their monitoring assignments.

MOTION: Receive the findings that the Board is 100% in compliance with Policy 1.0 Consumer and Community Ends.

RESULT: ADOPTED. [UNANIMOUS]

MOVER: D. Smallegan

SECONDER C. Blake

MOTION: Receive the findings that the Board is 90% in compliance with Policy 3.3 Board Member Code of Conduct.

RESULT: ADOPTED. [UNANIMOUS]

MOVER: C. Blake

SECONDER D. Freedman

MOTION: Receive the findings that the Board is 90% in compliance with Policy 3.6 Board Chair Functions.

RESULT: ADOPTED. [UNANIMOUS]

MOVER: C. Blake

SECONDER D. Freedman

Further Bylaws Discussion & Vote:

- Change/strike the word super majority from all sections

It is so moved to remove the word super majority from the bylaws.

MOTION: Article 14 - Change the number of votes of hiring of the CEO from 10 to 11.

RESULT: ADOPTED. 1 Nay

MOVER: A. Cambridge

SECONDER M. Marois

MOTION: Article 15, Section 1 - change the proposed amendment of Bylaws from 5 calendar days to 30.

RESULT: ADOPTED.

MOVER: B. Townsend

SECONDER T. Lentych

-Article 4, Section 4 - change the first line to primary and secondary instead of primary or secondary. Unanimous consent was given.

MOTION: Article 7, section 6. Change to "Notify the Board members and County Commissioners as soon as practical and no later than ten business days from when the CEO first becoming aware of any of the following circumstances. Add IT breach to the list if circumstances.

RESULT: ADOPTED. [UNANIMOUS]

MOVER: D. Freedman

SECONDER T. Lentych

A table of contents was requested for the bylaws.

MOTION: Approve the Bylaws as the Board has identified.

RESULT: Roll call vote - ADOPTED. [UNANIMOUS]

MOVER: M. Marois

SECONDER T. Lentych

New Business:

RRAC Protections Vote

MOTION: Move that the Board protects the Recipient Rights Director and his team from adverse actions.

RESULT: ADOPTED. [UNANIMOUS]

MOVER: B. Townsend

SECONDER L. Pope

Additional Ad Hoc Committees:

Ms. Dahlstrom expressed her desire to develop an ad hoc committee as to why the Hope CRU failed. Chairperson Ben Townsend mentioned that he will discuss this with the CEO to identify if this is necessary.

Mr. Freedman recommended the idea to develop an ad hoc committee to look at the development of the Wellness Center. Mr. Smallegan commented that the CEO already provides monthly updates for this information, and if the Board needs further clarification, they can simply ask the CEO for more information instead of creating ad hoc committees for every subject.

Letter of Assurance to Mi Choice and IHC staff and Consumers:

A letter of reassurance for the staff and consumers was discussed. The attorney expressed concern that this may be putting the CEO in an unfair position and urged the Board to hear Mr. Martinus's input before they make promises.

Mr. Martinus explained the process. He stated that consumers will have a choice in their new providers. Additionally, he is working closely with HR and the union to find other positions and solutions for the staff affected within the agency.

The CEO and Medical Director are engaged with community partners to partner with the IHC.

Mr. Martinus stated, "The most important thing is that we are working with the staff members and consumers to find the best solution."

Mr. Townsend commented that he will discuss the matter with Mr. Martinus and bring it back to the Board next month.

Education:

IT & Security Update: Dan Mauk, Chief Information Officer, gave the Security Report.

Mr. Mauk explained the emphasis his department and the agency puts on network security. His report highlighted administrative, physical, and technical safeguards, as well as the two security incidents that happened this past year.

Human Resources Update: Neil Rojas, Chief Human Resource Officer, presented the Human Resources team update.

Mr. Rojas reviewed where his team is currently, what they have been working on, and where they are headed. The team has accomplished several projects over the past few months, such as the new lactation rooms for each office, workers comp policy, ADA updates and creating the handbook. Over the past six months, the agency has gone from 40 open positions to 11. The current turnover rate is 8.7%; last year, it was 23.2%. Mr. Rojas praised the work of his team and noted that they have been collaborating with other departments to help the agency meet its goals.

The first draft of the employee handbook is finished, with an estimated completion in January 2025.

Public Comment:

Justin Reed, Traverse City: He was on the ad hoc committee for NLCMH. Finds the recent Board of Commissioners Ad hoc Committee meeting interesting. Looking at the Mental Health Act.

Hali McRoberts, Community Liaison NLCMHA, Traverse City: Commented that there is a discrepancy between what the board said last month and this month. Would like the board to consider finding a more consistent path forward.

Announcements/Board Comments/Presentations:

In the near future, possibly in June, there will be a Board member iPad training.

Friday, 4/26, at 6:30 pm, Twin Lakes Park, Gilbert Lodge, Catholic Human Services will give a presentation about human trafficking.

Adjourn: 4:21 pm

Next Meeting: May 16, 2024, Houghton Lake

Respectfully Submitted,

Stacy Maiville, Executive Secretary

Ben Townsend, Chairperson

* Action Items

NOTICE: If any person with a disability needs accommodations, please call the CEO's Office three days prior to the posted meeting date.