



Administrative Office, 105 Hall Street, Suite A, Traverse City, MI 49684

Board of Director's Meeting Minutes

December 17, 2009

6:00 PM

1. CALL TO ORDER:

Northern Lakes Community Mental Health, 105 Hall Street, Traverse City, Michigan. Called to order at 6:06 p.m. by Jack Mahank.

Board Members Present: Jack Mahank, Dave Stephenson, Melissa Fournier, Les Barnes, Jane Whitney, Bill Ancel, Al Cambridge, Mary Lee Pakieser, Beth Friend, Pat McLaughlin, David Marshall, Helen Stimson, and Nina Zamora.

Board Members Absent: Don Halvorsen (advance notice), Juanita Farr (advance notice) and Frank Tosiello (advance notice).

Others Present: Greg Paffhouse, Chief Executive Officer; Deb Lavender, Executive Secretary; Bill Slavin, Chief Managed Care Officer; Jane Swartout, Compliance Officer; Jon Bennett, Recipient Rights Officer; Mary Hubbard, Chief Operations Officer for Children and Families; Joanie Blamer, Chief Operations Officer for Crawford, Missaukee, Roscommon and Wexford Counties; Jim Eckert; Kristy Sumera; Chris Endres and David; Cheryl Buyze; and Ken Brehmer, Contract Manager.

The Pledge of Allegiance was spoken.
David Marshall was appointed as timekeeper. Confirmation of a Quorum.

2. APPROVAL OF AGENDA: 7:20 item RRAC move up to 6:45 item as item E.

MOTION:	Approve the Agenda of December 17, 2009 Board of Director's Meeting with the following change: move 7:20 p.m. item Recipient Rights Advisory Committee to 6:45 p.m. as item E.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Mary Lee Pakieser
SECONDER:	David Marshall

3. CONFLICT OF INTEREST DECLARATION:

No Board members declared a conflict of interest for tonight's business.

4. CONSENT AGENDAS – MANAGEMENT AND BOARD:

A. Consideration of Management Consent Agenda

MOTION:	Approve the Management Consent Agenda of December 17, 2009.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Dave Stephenson
SECONDER:	Mary Lee Pakieser

B. Consideration of Board Consent Agenda – Request to remove item #5 Financial Statement and item #7 CEO Report from the Board Consent Agenda.

MOTION:	Approve the Board Consent Agenda of December 17, 2009 including 2,3,4 and 6.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Melissa Fournier
SECONDER:	David Marshall

Financial Statements - Clarification of how the budget reduction would affect Northern Lakes in relationship to programs/services and funding. Centers for Medicaid and Medicare Services have not yet approved the new waiver and we have not received additional Medicaid dollars.

MOTION:	Receive and File the Financial Statements.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Bill Ancel
SECONDER:	Mary Lee Pakieser

CEO Report – Greg provided clarification relative to the recommendations identified from the General Fund Workgroup to ensure persons who have the severity of need receive the services. An update was provided on the changes to the Traverse City building and the status of individuals who received services from the Senior Program.

MOTION:	Receive and File the Chief Executive Officer Report.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	David Marshall
SECONDER:	Pat McLaughlin

5. OWNERSHIP LINKAGE:

A. *Citizen Comment* – Chris Endres and David encouraged the Board to continue respite services for families to support keeping their children at home. She identified that they are sorry to see the Family Friend Respite services end.

Cheryl Buyze identified the importance of Family Friend Respite services for families who have children with special needs. She related her experience as a social worker identifying the amount of research on the importance of respite services for families with children with special needs. She spoke as a parent of the duality of the overwhelming emotions and responsibilities and the feeling of wanting to protect their child. She identified it is more difficult to entrust their children into the care of others and that they are very particular of the kind of respite their children have. The most significant respite for all of them are places they know the families, that the families know their children and that those places are going to know what to do with their child. She noted her appreciation for the Family Friend Respite program for herself and others and encouraged the Board to consider the significance of Family Friend Respite.

B. *Ownership Communication*

None.

6. CONSIDERATION OF PIHP ITEMS:

A. *FY 10 Medicaid Contract*

The Board reviewed at the Committee of the Whole meeting the Medicaid Contract and the recommended language changes.

MOTION:	The Board authorized the CEO to sign the Medicaid Contract with the Department of Community Health and use Option #2 in the Cover Letter.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Les Barnes
SECONDER:	Dave Stephenson

B. *MDCH Quarterly Meeting with PIHPs*

Referenced the agenda for the PIHP Quarterly meeting with the Department of Community Health that was held on December 16. There were three broad question areas discussing direction, finances, and planning for the future. The General Fund funding has been flat

funded in CMH and adjusting for inflation we are working with revenues the same as 1965 (pre Medicaid). There will be no increased revenues. Who will be served and how to be served will have to be changed. Will need to engage in dialogue with the Department about services, will proceed with the Application for Renewal and Recommitment (ARR) expectations and program improvements. MDCH expressed concern about continuing day programs and sheltered workshops for developmentally disabled individuals. It was noted that the changes will be significant and won't be temporary. There was discussion about the management responsibility of the PIHPs and sharing administrative functions.

C. FY 08 West Michigan CMHS Compliance Examination Appeal

An appeal has been made to address an issue where a charge was made to General Fund in error for what should have been a Medicaid service. There would be significant financial accounting to address if the appeal is not supported. We will keep the Board informed of the status.

7. ASSURANCE OF ORGANIZATIONAL PERFORMANCE:

A. Receipt of CEO Monitoring Report

Policy 1-2-00 Global Executive Limitations Policy – The Board felt there was 100% compliance with the policy.

MOTION:	Receive and File the Monitoring Report 1-2-00 Global Executive Limitations Policy.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Les Barnes
SECONDER:	Pat McLaughlin

B. New Operational Worries

None.

C. December Monitoring Assignment

Monitoring report 1-2-06 Community Resources should be completed and turned in. Concern expressed about cuts being made in healthcare, that we be cautious of relying too much on alternative provider systems, e.g., free clinics and to ensure that the Board continues to be accountable.

8. BOARD MEANS SELF-ASSESSMENT:

A. Receipt of Board Monitoring Report

Policy 1-3-02 Governance Style Policy – Thirteen out of fourteen Board members felt we were in compliance (93%). Referenced the comments. Policy 1-3-04 Annual Workplan Policy – The Board felt there was 100% compliance with the policy.

MOTION:	Receive and File the Monitoring Report 1-3-02 Governance Style Policy and 1-3-04 Annual Work Plan Policy.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Nina Zamora
SECONDER:	David Marshall

B. December Monitoring Assignment

Monitoring report 1-3-01 Board Job Description should be completed and turned in.

9. GOVERNANCE POLICIES DISCUSSION AND ASSESSMENT:

A. Ends

None.

B. Executive Limitations

MOTION:	The Board authorized the CEO to sign the General Fund Contract with the Department of Community Health.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Les Barnes
SECONDER:	Helen Stimson

C. *Board/CEO Linkage*
None.

D. *Governance Process/Ownership Linkages*
Nominating & Leadership Development Committee Report – A meeting was held by telephone on December 10. The first item discussed was Board members whose terms expire on March 31, 2010. All Board members present, with expiring terms, expressed their interest in remaining on the Board for another term. A letter will be written on behalf of the Board members to the County Commissions expressing Board members willingness to be reappointed. A review occurred of the procedure for appointment of members by the Grand Traverse County Commission.

A schedule of topics for the “Year of the Child” was shared with the Board identifying dates and topics for 2010 for the Board Workplan.

MOTION:	The Board approved the “Year of the Child” Topics of Discussion for 2010/11 as listed on agenda page 47.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Mary Lee Pakieser
SECONDER:	Dave Stephenson

The 2010 Monitoring Schedule was presented which is consistent with the 2009 schedule.

MOTION:	The Board approved the 2010 Monitoring Schedule as presented.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Dave Stephenson
SECONDER:	Les Barnes

The 2010 Annual Planning Calendar was developed to include topics that would be discussed at Committee of the Whole and Board meetings identifying frequency and month for the reports. It was identified that the Board had decided to remove the Board Member Playbook Scenario and would be replaced with Ownership Linkage.

MOTION:	The Board approved to Strike the Board Member Playbook Scenario from the 2010 Planning Calendar wherever they occur.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Melissa Fournier
SECONDER:	Mary Lee Pakieser

MOTION:	The Board approved the 2010 Annual Planning Calendar.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Melissa Fournier
SECONDER:	Les Barnes

Request to discuss the 2010 Board meeting Schedule prior to discussing the Application/Interview Process for Recipient Rights. There was agreement to the change. The Nominating & Leadership Development Committee requested that the CEO check into the legality as to whether or not the Board would be required to meet every month. The informal comments by the legal counsel were shared. Board members discussed whether there was an advantage to meeting less frequently and whether the work can be done in less than 12 meetings a year.

MOTION:	To secure a legal opinion regarding the issue of mandated meetings not to spend more than \$700.
RESULT:	Motion Rejected (3 yes, 10 no)
MOVER:	Mary Lee Pakieser
SECONDER:	David Marshall

MOTION:	The Board approved the 2010 Board Meeting Schedule as developed by the Nominating Leadership Development Committee
RESULT:	ADOPTED (12 yes, 1 no)
MOVER:	Bill Ancel
SECONDER:	Jane Whitney

It was suggested when meeting in Cadillac in November we not have dinner at Club Cadillac and that we move the dinner at Club Cadillac to earlier in the year. Video conferencing is available as requested. Requested to add to a future agenda looking at having longer meetings and consider meetings during the day, etc.

Last month the Board had requested that the Nominating and Leadership Development Committee look at the applications for individuals interested in being appointed to the Recipient Rights Advisory Committee and bring forth no more than two candidates for each available seat (one seat for Crawford/Roscommon Counties and one seat for Grand Traverse/Leelanau Counties). A review occurred and the committee narrowed down to two nominations for each vacancy. The committee asked for direction as to the process to use to appoint members. The application/interview process was reviewed.

MOTION:	The Board authorized the Nominating and Leadership Development Committee to Conduct Interviews and make a Recommendation to the Board.
RESULT:	MOTION PASSED (11 yes, 1 no)
MOVER:	David Marshall
SECONDER:	Melissa Fournier

E. Recipient Rights Advisory Committee – No action needed.

MOTION:	Receive and File the Recipient Rights Advisory Committee Meeting Minutes.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Les Barnes
SECONDER:	Beth Friend

10. OWNERSHIP LINKAGE:

A. Citizen Comment:

Kristy Sumera shared comments about assuring there are fair waiting lists and that the Board make fair decisions as it makes budget cuts as there is real concern about who receives services.

Jim Eckert commented about services and commended the Board for their work.

11. ANNOUNCEMENTS/BOARD MEMBER REPORTS:

- Board members shared their comments regarding the paintings from the Art Show held in Traverse City in November.

12. MEETING EVALUATION:

- #1- We spent our time on the most important governance topics: majority was satisfactory
- #2- We encouraged diversity of viewpoints: majority was excellent
- #3- Our decisions were made collectively: majority was excellent
- #4- The Board used its time effectively: majority was satisfactory
- #5- What is the most important thing the Board could do to improve our function as a Board? none.

13. NEXT MEETING AGENDA:

January agenda items: regular agenda.

14. ADJOURNMENT:

MOTION:	Adjourn the meeting.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Jane Whitney
SECONDER:	David Marshall

The meeting adjourned at 8:10 p.m.

Respectfully Submitted,

Debra Lavender, Recording Secretary