



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

Board of Director's Meeting Minutes

January 21, 2010

6:00 PM

1. CALL TO ORDER:

Northern Lakes Community Mental Health, 527 Cobbs Street, Cadillac with video conference to 105 Hall Street, Traverse City, Michigan. Called to order at 6:14 p.m. by Jack Mahank.

Board Members Present: Cadillac - Jack Mahank, Dave Stephenson, Melissa Fournier, Les Barnes, Jane Whitney, Bill Ancel, Al Cambridge, Don Halvorsen and Juanita Farr; Traverse City - Mary Lee Pakieser, Beth Friend, Pat McLaughlin, David Marshall, Helen Stimson, Frank Tosiello and Nina Zamora.

Board Members Absent: none

Others Present: Cadillac - Greg Paffhouse, Chief Executive Officer; Deb Lavender, Executive Secretary; Bill Slavin, Chief Managed Care Officer; Jane Swartout, Compliance Officer; Mary Hubbard, Chief Operations Officer for Children and Families; Bill Woodward, Residential Program Specialist; Julie Burleigh, Wright Street Home; Rosemary Pierson, Residential Services Supervisor; Justin Vogler, Seneca Place Home. Traverse City – Jon Bennett, Recipient Rights Officer; Terri Kely, Chief Operations Officer for Grand Traverse and Leelanau Counties; Joanie Blamer, Chief Operations Officer for Crawford, Missaukee, Roscommon and Wexford Counties; Dave Branding, Director of Quality Improvement; and Kristy Sumera.

The Pledge of Allegiance was spoken.
Melissa Fournier was appointed as timekeeper. Confirmation of a Quorum.

2. APPROVAL OF AGENDA: Remove action on the Board By-Laws at 6:45 p.m.

MOTION:	Approve the Agenda of January 21, 2010 with the change.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Les Barnes
SECONDER:	Jane Whitney

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 January 21, 2010.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Juanita Farr
SECONDER:	Dave Stephenson

B. Consideration of Board Consent Agenda – There was a request to remove item 4 - Financial Statements from the Board Consent Agenda.

MOTION:	Approve the Board Consent Agenda of January 21, 2010 items 2,3,5,6.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Bill Ancel
SECONDER:	Les Barnes

Item 4 – Reference was made to the Financial Statements relative to Medicaid capitation and Habilitation Waiver. As of January there is more than one million dollars in advances owed to our affiliation. In part this is due to the new software system that the State is putting in place for Medicaid. The Centers for Medicaid and Medicare have not approved the waiver and we have not heard anything about rebasing which may not be retroactive to October 1, 2009.

MOTION:	Approved to Receive and File the Financial Statements.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Dave Stephenson
SECONDER:	Don Halvorsen

5. OWNERSHIP LINKAGE:

A. *Citizen Comment* –
None.

B. *Ownership Communication*
None.

6. CONSIDERATION OF PIHP ITEMS:

A. *Managed Care Advisory Committee Report*

Bill Slavin provided a report on the January 12 Managed Care Advisory Committee meeting. The paramount issue discussed was the Medicaid pass through that was discussed earlier today. Bill provided an update on other issues that were discussed: administrative efficiencies as a PIHP, implementation of the Application for Renewal and Recommitment (ARR), DCH Site Review scores, how we compare to other PIHPs on the fingertip report, and the building lease issues with West Michigan CMH. Responded to questions regarding utilization and cost associated with Medicaid substance abuse with trends by county; status of potential consolidations; and the DCH fingertip report.

7. ASSURANCE OF ORGANIZATIONAL PERFORMANCE:

A. *Receipt of CEO Monitoring Report*

Policy 1-2-06 Community Resources Policy – Clarification was provided relative to comments on the monitoring report. It was noted when partnering with physical health and mental health we need to ensure that all standards of care must be equal to State standards. As the economy worsens and as patients are driven out of the current known system that we also have some alternative care environments. When patients are moving out of legitimate care systems and they are having to resort on volunteer systems there may be a tendency for standards of care not to be as rigid. If we are going to partner with those health care systems we have to be very clear what we are doing with the health care systems. We have to be very clear if standards of care are not being met that we are duty bound to protect our clients but also citizens at large. There was 100% compliance with policy 1-2-06 Community Resources.

MOTION:	Receive and File the Monitoring Report 1-2-06 Community Resources Policy.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Les Barnes
SECONDER:	Don Halvorsen

B. *New Operational Worries*
None.

C. *January Monitoring Assignment*

Monitoring Report 1-2-04 Financial Management should be completed and turned in. Responded to question regarding unfunded MERS pension liability.

8. BOARD MEANS SELF-ASSESSMENT:

A. *Receipt of Board Monitoring Report*

Policy 1-3-01 Board Job Description Policy – In compliance with policy 1-3-01 Board Job Description.

MOTION:	Receive and File the Monitoring Report 1-3-01 Board Job Description Policy.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Dave Stephenson
SECONDER:	Don Halvorsen

B. *January Monitoring Assignment*

Monitoring Report 1-3-09 CEO Compensation to be completed and turned in. Monitoring Report 1-3-10 Board Member Conflict of Interest should be completed and turned in.

9. GOVERNANCE POLICIES DISCUSSION AND ASSESSMENT:

A. *Ends*

None.

B. *Executive Limitations*

MOTION:	The Board approved the FY 09 Annual Compliance Report as presented.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Juanita Farr
SECONDER:	Jane Whitney

MOTION:	The Board approved the FY 10 Compliance Work Plan.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Juanita Farr
SECONDER:	David Marshall

C. *Board/CEO Linkage*

None.

D. *Governance Process/Ownership Linkages*

None.

10. OWNERSHIP LINKAGE:

A. *Citizen Comment:*

None.

11. ANNOUNCEMENTS/BOARD MEMBER REPORTS:

- At the last Learning Community meeting a presentation was given on the Recovery based system and the group worked on priorities of where we go in the future.
- Member Services meeting was held today and concern was expressed about participation of our legislators at the Board Association Conference.
- Board members identified participation at the February Board Association Conference to be held in Lansing.

Recipient Rights Complaint -# FY2010-042 was received. The process for investigation was reviewed. There are two options to consider 1) to send on to

another CMH Office of Recipient Rights, or, 2) send to the Department of Community Health for investigation.

MOTION:	The Board approved to forward Recipient Rights Complaint FY 2010-042 on to the Department of Community Health.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Melissa Fournier
SECONDER:	Dave Stephenson

Complaint # FY2009-157 was received.

MOTION:	The Board approved to forward Recipient Rights Complaint FY 2009-157 on to the Department of Community Health.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Melissa Fournier
SECONDER:	Pat McLaughlin

MACMHB Strategic Planning – Les reported that he attended the Board Association Executive Board meeting on January 8 in Lansing. The day was spent discussing strategic planning for 2010. There were five areas identified and the next meeting will be held on February 12 to develop strategies to implement the five priorities. Comments to be shared with the Association for priority #5 – how do you operationalize deeper more effective relationships? There is a need for more concrete terms.

Greg referenced the issue document (attached to his CEO Report), providing clarification regarding the respite question to help understand the issue. He identified that he would be having a meeting with parents to have further discussion. There were no additional questions and it was noted that this document was helpful in providing an overview.

Referenced other documents included in the Board Packet: the summary of the public hearing that was held by Northern Lakes; Grand Vision Agreement; and our letter submitted with the FY 10 Medicaid Contract.

12. MEETING EVALUATION:

- #1- We spent our time on the most important governance topics: majority was excellent.
- #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 excellent.
- #5- What is the most important thing the Board could do to improve our function as a Board? none.

13. NEXT MEETING AGENDA:

February 18 agenda items: Four Board members identified they would not be attending the February meeting. Applicants for the Recipient Rights Advisory Committee are being recontacted regarding interest and we will coordinate with the Nominating Leadership Development Committee to set up a meeting and will bring back to the meeting following that meeting. Concerns were expressed about the video conference connection. No additional items were added for next month's agenda.

14. ADJOURNMENT:

MOTION:	Adjourn the meeting.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Jane Whitney
SECONDER:	Don Halvorsen

The meeting adjourned at 7:28 p.m.

Respectfully Submitted,

Jack Mahank, Chairperson

Armandina Zamora, Board Secretary

Debra Lavender, Recording Secretary