



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

Board of Director's Meeting Minutes

September 17, 2009

6:30 PM

1. CALL TO ORDER:

Elmwood Township Hall, 10090 E. Lincoln, Traverse City, Michigan. Called to order at 6:30 p.m. by Jack Mahank.

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

Board Members Absent: Pat McLaughlin (advance notice) and Les Barnes (advance notice).

Others Present: Greg Paffhouse, Chief Executive Officer; Deb Lavender, Executive Secretary; Bruce Bridges, Chief Financial Officer; Harold Meeuwes, Lead Maintenance Worker; David Branding, Director of Quality Management; Val Bishop, Chief Operating Officer for Crawford, Missaukee, Roscommon and Wexford Counties; Bill Slavin, Chief Managed Care Officer; Jane Swartout, Compliance Officer; Jon Bennett, Recipient Rights Officer; Mary Hubbard, Chief Operating Officer for Children and Families; Julie Burleigh, Wright Street Home; Nancy Schornack, Jones Lake Home; Carol Sluck, Woodland Home; Christine Maxbauer, Grand Traverse County Commission; Maxine Pekkala; and Sarah Ham, Central High School.

The Pledge of Allegiance was spoken. Beth introduced Chris Maxbauer. Jack introduced Sarah from Central High School in Traverse City who was attending for her Civics class.

Frank Tosiello appointed as timekeeper. Confirmation of a Quorum.

2. APPROVAL OF AGENDA:

MOTION:	Approve the Agenda of September 17, 2009 Board of Director's Meeting as presented.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Mary Lee Pakieser
SECONDER:	Beth Friend

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 – Noted change in format (approve or receive and file) which clarifies action.

MOTION:	Approve the Management Consent Agenda of September 17, 2009.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Don Halvorsen
SECONDER:	David Marshall

B. Consideration of Board Consent Agenda – A request was made to remove the Chief Executive Officer’s Report from the Board Consent Agenda.

MOTION:	Approve items 2,3,4,5 on the Board Consent Agenda of September 17, 2009.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Dave Stephenson
SECONDER:	Bill Ancel

Greg identified the acronym for QAAP (Quality Assurance Assessment Program – Provider Tax). Greg provided a summary relative to the closing of the Traverse City Senior Program and identified staff are working on transition plans for consumers. Greg reported that Northern Lakes may have been the only CMH that directly operated this type of program (as it began with the closing of Traverse City Regional Psychiatric Hospital) and the Governor’s Executive Order removed all categorical funding. Greg summarized the ruling in the Mason and Oceana County building lease case and identified that we will get a formal letter asking us (as the PIHP since this includes Medicaid) to make payment. We would then need to work with West Michigan to provide the payment. Information will be brought back to the Board once received.

MOTION:	Approved to Receive and File the CEO Report.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Don Halvorsen
SECONDER:	Mary Lee Pakieser

5. OWNERSHIP LINKAGE:

A. Citizen Comment

Maxine Pekkala identified concerns about the closing of the Traverse City Senior Program and asked if it was possible to make some kind of payment for the program to remain open. Greg indicated that the amount of dollars to support this program is pretty large and would be difficult to do that. We have had discussions to ensure that everyone has their needs met (most receive other services already) and whether there could be special activities or outreach visits. Greg noted his appreciation for her coming to share those concerns. Greg responded to a question from Juanita regarding adult day programs in Grand Traverse County.

B. Ownership Communication

None.

6. CONSIDERATION OF PIHP ITEMS:

A. Report on 9/10/09 MDCH and PIHP Meeting

Bill Slavin referenced the agenda included in the packet.

B. Report on Initial MDCH ARR Team Meeting

Bill referenced communication in the packet.

C. 2009 HSAG Preliminary Compliance Monitoring Report

A preliminary summary was included in the packet for information.

Bill responded to questions regarding eligibility issues for the insured, uniformity, spend downs, and performance for HSAG review. No action is needed at this time until the final report is received. Greg provided an update on the status of receiving our Medicaid rates.

7. ASSURANCE OF ORGANIZATIONAL PERFORMANCE:

A. Receipt of CEO Monitoring Report

Policy 1-2-01 Consumer Services-full compliance.

MOTION:	Receive and File the Monitoring Report 1-2-01 Consumer Services.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Mary Lee Pakieser
SECONDER:	Juanita Farr

B. New Operational Worries

Concern was noted regarding the reconfiguration of the management structure although was confident of the CEO managing. Keep informed of the changes that are occurring by the legislature related to the reductions to the budget and a reduction of CMH boards from 46 to 18.

C. September Monitoring Assignment

Monitoring report 1-1-01 Consumer and Community Ends should be completed and turned in. Clarification regarding the scoring system on the attachments.

Monitoring report 1-2-03 Compensation of the Employed Workforce should be completed and turned in. It was noted the information provides a better understanding of the Defined Benefit Pension Plan. Greg provided an update from the last report regarding funding of the plan.

8. BOARD MEANS SELF-ASSESSMENT:

A. Receipt of Board Monitoring Report - 1-4-02 Accountability – full compliance.

MOTION:	Receive and File the Monitoring Report 1-4-02 Accountability.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Mary Lee Pakieser
SECONDER:	Don Halvorsen

B. September Monitoring Assignment

None.

9. GOVERNANCE POLICIES DISCUSSION AND ASSESSMENT:

A. Ends

Carver material is repetitive and identified that Ends can change. Times as they change will require change.

B. Executive Limitations

FY 10 Capital Budget

MOTION:	Approve the Capitalization Plan Budget for FY 09/10 in the amount of \$952,590.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Juanita Farr
SECONDER:	Bill Ancel

Responded to questions regarding the Traverse City Building renovation. Requested a funding plan for the Capitalization budget to identify sources of funding.

Management Severance Option

MOTION:	Approve the Proposed Management Severance Option.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	David Marshall
SECONDER:	Al Cambridge

Identified savings will be realized in 2011 for the manager severance option. This will help us address what is expected to be a severe FY 11 State budget problem.

C. Board/CEO Linkage

None.

D. Governance Process/Ownership Linkages

FY 2009 – 2013 Strategic Plan – Corrections were made to the document and have distributed through the collaborative bodies to receive input. Shared response received.

MOTION:	Approve the FY 2009-2013 Strategic Plan as presented.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Dave Stephenson
SECONDER:	Mary Lee Pakieser

The plan is a working document and will be changed over the years as needed. Greg referenced that when we look at the strategic plan it should make sense as we work to accomplish our Ends.

CEO Compensation – The Board had discussion last Spring following completion of the Agency Performance Evaluation and there was a decision based on the budget uncertainties to deter to the September board meeting. Greg requested to delay any salary increases and allow him to provide the Board with advance notice to decrease his salary as required to address budget challenges.

MOTION:	Approve the CEO's recommendation not to increase the CEO's salary at this time.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	David Marshall
SECONDER:	Mary Lee Pakieser

No action was taken in regards to decreasing the CEO's salary. Board members expressed their gratitude to the CEO for his recommendation and proposal. The Board's policy identifies that the CEO's salary will be reviewed the month following the agency evaluation.

Cost of Governance – Per Diem

MOTION:	Accept Option 2 – NLCMH Board meeting attendance shall be paid at \$40 per meeting. Board committee attendance shall be paid at \$30 per meeting. Board conference attendance shall be paid at \$60 for each conference and travel day. Should a Board member attend multiple meetings in one day, he/she shall receive a \$60 maximum that day.
RESULT:	MOTION WAS WITHDRAWN.
MOVER:	Dave Stephenson
SECONDER:	Mary Lee Pakieser

Current per diem is aligned with Grand Traverse County at \$70 for a full day over four hours and \$35.00 under four hours. Greg reviewed West Michigan CMH policy.

MOTION:	NLCMH Board meeting attendance shall be paid at \$40 per meeting. Board committee attendance shall be paid at \$30 per meeting. Board conference attendance shall be paid at \$60 for each conference and travel day. Committee of the Whole and Board meeting will be considered as one meeting.
RESULT:	VOTE: 5 YES; 8 NO. MOTION FAILED.
MOVER:	David Marshall
SECONDER:	Mary Lee Pakieser

MOTION:	Accept Option One – For FY 10 a full day per diem rate shall be \$50/day and the partial day per diem rate shall be \$25.00.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Juanita Farr
SECONDER:	Jane Whitney

Referenced policy changes. Commissioner representatives identified current practice related to per diem or salaries. Board members identified their commitment to assist in our budget reduction planning recognizing there are economic difficulties.

10. OWNERSHIP LINKAGE:

A. *Citizen Comment:* Sarah provided comments related to the meeting.

11. ANNOUNCEMENTS/BOARD MEMBER REPORTS:

- Report was provided on the "Make It Happen" Conference held in Cadillac in early September. Greg noted it was a Recovery retreat and celebration that was held for two days where many people were recognized in our system change. Nina and Frank were recognized for Leading by Example.
- Celebration at Club Cadillac was held in anticipation of their ICCD Certification.
- County of Commission Survey was revised with the additional surveys received.

MOTION:	Approved to Receive and File the 2009 County Commission Survey and forward on to the counties.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Mary Lee Pakieser
SECONDER:	Juanita Farr

12. MEETING EVALUATION:

- #1- We spent our time on the most important governance topics: majority satisfactory.
- #2- We encouraged diversity of viewpoints: majority excellent.
- #3- Our decisions were made collectively: majority excellent.
- #4- The Board used its time effectively: majority satisfactory.
- #5- What is the most important thing the Board could do to improve our function as a Board? not discussed.

13. NEXT MEETING AGENDA:

October agenda items: follow agenda.

14. ADJOURNMENT:

MOTION:	Adjourn the meeting.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Melissa Fournier
SECONDER:	Juanita Farr

The meeting adjourned at 8:00 p.m.

Respectfully Submitted,

Debra Lavender, Recording Secretary