

NORTHPOINTE HEALTHCARE SYSTEMS BOARD OF DIRECTORS

Regular Monthly Meeting

MINUTES

715 Pyle Drive, Kingsford, MI

April 25, 2013 - 4:00 p.m.

CALL TO ORDER/ROLL CALL:

Karen Raether, Board Chairperson, called the meeting to order at 4:05 p.m. Ms. Raether introduced and welcomed Dr. Janet Dehn, new Board member representing Menominee County; Board members and staff present introduced themselves to Dr. Dehn. Mary Wendt, Board Secretary, conducted the roll call.

<u>MEMBERS</u>	<u>Present</u>	<u>Excused</u> <u>Absent</u>	<u>MEMBERS</u>	<u>Present</u>	<u>Excused</u> <u>Absent</u>
Connors, Peggy	X		Martin, Ann	X (4:20pm)	
DeDie, William	X		Negro, Mari	X	
Dehn, Janet	X		Nelson, John	X	
Erickson, Peggy	X		Raether, Karen	X	
Hofer, Millie	X(via phone)		Spence, Christine	X	
Luhtanen, Joan	X		Zevitz, Michael, Dr.	X	

REPRESENTING ADMINISTRATION: K. Thekan, B. Adrian, T. Wendt, J. Pelc, L. Dionne, M. Haavisto, M. Wendt, G. Takala (via video television conference)

PLEDGE OF ALLEGIANCE - The Pledge of Allegiance to the Flag was recited by all

PUBLIC COMMENTS - No public comments

APPROVAL OF THE AGENDA:

(Request for additional agenda items or for any items contained in the consent agenda to be removed from the consent agenda and placed on the regular agenda for discussion).

The were no additions to the agenda.

ACTION: Moved to approve the agenda as presented.

Motion by: P. Erickson; supported by P. Connors. **Motion carried unanimously**

Mari Negro asked that the Northpointe Written Plan for Professional Services be added to the agenda from the Planning Committee Meeting Report.

ACTION: P. Erickson rescinded her motion, P. Connors rescinded her support.

The agenda was amended to remove from the consent agenda the Northpointe Written Plan for Professional Services from the Planning Committee Meeting Report to the agenda.

ACTION: Moved to approve the amended agenda as presented.

Motion by: P. Erickson; supported by P. Connors. **Motion carried unanimously**

APPROVAL OF THE CONSENT AGENDA:

(Consent agenda items are being presented for review and action by a single vote without discussion. If a member believes that an item requires discussion, then a request is made to pull that one item from the Consent Agenda and to add it to the regular agenda as an item to be discussed).

- a. Approval of the minutes from the March 28, 2013 regular monthly Board meeting
- b. Finance Committee Meeting Report-4/15/13
- c. Recipient Rights Committee Meeting Report-4/15/13
- d. Planning Committee Meeting Report-4/15/13

The consent agenda was amended to add the Northpointe Plan for Professional Services from the Planning Committee Meeting Report to the agenda.

ACTION: Moved to approve the amended consent agenda as presented.

Motion by: P. Connors; supported by M. Negro. **Motion carried unanimously.**

A. Martin present at 4:20 p.m.

PRESENTATION: Mr. Alan Bolter-Michigan Association of Community Mental Health Boards (MACMHB) Mr. Alan Bolter, MACMHB Associate Director, presented and reviewed information on Medicaid expansion in the State of Michigan, Governor Snyder’s recent executive orders, and sequestration cuts. Questions were addressed by Mr. Bolter.

Karen Thekan, Northpointe CEO, took over the meeting as election of officers took place.

ELECTION OF OFFICERS

Chris Spence, reviewed the report from the April 16, 2013 Nominating Committee meeting. Elections were as follows:

- Ms. Thekan opened the floor for nominations for the position of Chairperson.
 - ACTION:** A motion was made by C. Spence, supported by P. Connors to nominate Karen Raether for chairperson. Ms. Thekan called for any other nominations three times.
 - ACTION:** A motion was made by M. Negro, supported by M. Hofer to nominate John Nelson for chairperson.
 - ACTION:** A motion was made by M. Negro, supported by C. Spence to close nominations for chairperson.
 - DISCUSSION:** Peggy Connors stated that she thinks it is great that there are two individuals that would like to be chairperson as this position takes a lot of time. Ms. Connors further stated that Ms. Raether has had a lot of experience, has been dedicated to the Board, has led Northpointe through some tough times and also that it is commendable that a new Board member would like to be the chairperson. Mari Negro stated that she would like to hear from the two above candidates as to why they think they would be an effective chair and why they should be the chair. Ms. Raether stated that she has been on the Menominee and Northpointe Mental Health Boards since 1980, has been very active, and has the history for chairperson. Ms. Raether also stated that she has a background in mental health and has also been active on the Board at the U.P. and State levels. Ms. Raether has an interest and this is why she is on the mental health board as her main concern is for the individuals that receive services from Northpointe. Ms. Raether stated that she wants Northpointe to stay strong and she is first in line to give everything to see that this continues to happen. Mr. Nelson stated that he has a long history from his experience with child welfare/adult services, seeing the gaps there are in the system, and has been an advocate for expanded coverage. Mr. Nelson also stated that he has had a lot of experience putting agencies together so there is not a duplication of services and to get a clear picture of what is needed in the community, what is being provided, and most importantly what is not being provided. Mr. Nelson is a firm believer in approaching courts, hospitals, and Pinecrest, to see if services being provided are adequate. Mr. Nelson stated that he has a strong belief that with the budgetary times this is one of the areas that he has a lot of knowledge and experience with and he would be beneficial because of the changes that are being made within the system as far as funding programs or recommendations to not fund programs. Mr. Nelson further stated that he has a strong political voice about what is needed for those who may not have it all and believes that he can bring something a little different to the Board.

Roll Call Vote

	Nelson	Raether		Nelson	Raether
Connors, Peggy		X	Martin, Ann		X
DeDie, William		X	Negro, Mari	X	
Dehn, Janet	X		Nelson, John	X	
Erickson, Peggy		X	Raether, Karen		X
Hofer, Millie	X		Spence, Christine		X
Luhtanen, Joan		X	Zevitz, Michael, Dr.	X	

Ms. Thekan stated that by a count of 7 votes for Ms. Raether and 5 votes for Mr. Nelson; Ms. Raether was elected chairperson. **Motion carried.**

Ms. Raether, as newly elected Board chairperson, assumed the chairperson position.

M. Hofer excused at 4:55 p.m.

- Chairperson Raether opened the floor for nominations for the position of Vice-Chairperson.
 - ACTION:** A motion was made by C. Spence, supported by A. Martin to nominate Joan Luhtanen for Vice-Chairperson. Chairperson Raether called for any other nominations three times.
 - ACTION:** A motion was made by A. Martin, supported by P. Erickson to close nominations at this time and cast a unanimous ballot for Joan Luhtanen as Vice-Chairperson. **Motion carried unanimously.**

- Chairperson Raether opened the floor for nominations for the position of Treasurer.
ACTION: A motion was made by P. Connors, supported by J. Luhtanen to nominate Chris Spence for Treasurer.
Chairperson Raether called for any other nominations three times.
ACTION: A motion was moved by P. Connors; supported by J. Luhtanen to close nominations at this time and cast a unanimous ballot for Chris Spence as Treasurer. **Motion carried unanimously.**
- Chairperson Raether opened the floor for nominations for the position of Secretary.
ACTION: A motion was made by C. Spence; supported by J. Luhtanen to nominate Peggy Connors for Secretary.
Chairperson Raether called for any other nominations three times.
ACTION: A motion was made by C. Spence; supported by J. Luhtanen to close nominations at this time and cast a unanimous ballot for Peggy Connors for Secretary. **Motion carried unanimously.**

CEO REPORT

Karen Thekan stated that her April 2013 CEO Report was in Board packets; she provided the following updates and highlights:

State/Federal Activity:

- Information was provided from Governor Snyder's April 15 press release regarding sequestration and the three main areas that would take the brunt of cuts: education, public health, and Department of Human Services.

Regional Activity:

- Information from a regional meeting that was held with the coordinating agency to discuss consolidation of services was provided.

Local Activity:

- Bill Adrian and Karen Thekan attended the April 9 Iron County Commissioner meeting to present the Northpointe annual report.
 - The medical module implementation in ELMER (electronic medical record) will "go-live" on May 6.
- Miscellaneous questions were addressed by Ms. Thekan.

NORTHPOINTE WRITTEN PLAN FOR PROFESSIONAL SERVICES

Mari Negro stated that her question regarding the above plan was in reference to page 33 – staff qualifications which talks about nurse practitioners being under the supervision of the medical director. Ms. Negro further stated that since the Northpointe medical director was not on-site she had questions regarding how this is accomplished. Karen Thekan stated that the nurse practitioners have a separate collaborative agreement with Dr. Razdan as their clinical supervisor and meetings are held with all of them via video-conferencing, phone consultations, etc. to do case consultations, etc. Ms. Thekan stated that since Dr. Razdan is on contract, a contract provider cannot directly supervise administrative employees so on paper Ms. Thekan is the administrative supervisor of the nurse practitioners and approves their time cards, time off, etc. Ms. Negro stated that the wording should be changed to reflect that Dr. Razdan is the clinical supervisor. Discussion ensued and miscellaneous questions were addressed by Ms. Thekan.

ACTION: A motion was made by M. Negro; supported by P. Erickson to approve the Written Plan for Professional Services with the change as stated above. **Motion carried unanimously.**

PERSONNEL COMMITTEE MEETING REPORT

Peggy Erickson stated that the Personnel Committee met on April 15 and continued their discussion on wage scales. Ms. Erickson further stated that based on feedback from the Board meeting and previous Personnel Committee meetings there were many questions regarding what should be done in regards to staff wages. Ms. Erickson stated that there are now four separate issues that are being recommended for discussion: 1) eliminate the pay for performance payment and implement two versions of step pay scales: one step pay scale will be longer in length than the other for higher paid staff. The step pay scales will be provided to the Board for review/approval before implementation; 2) on an annual basis the Finance Committee will review an across the board increase to the step pay scales based upon what funds are available and make a recommendation to the full Board; 3) eliminate the top of the pay scale payment effective as of August 1, 2013; and 4) continue longevity as is. Ms. Erickson asked for a discussion if there was any further feedback for the Personnel Committee to take under consideration. Discussion ensued and miscellaneous questions were addressed by Ms. Erickson and Ms. Thekan. Consensus is for the Personnel Committee to work on the above four issues and present information to the Board at their May meeting.

NEW BUSINESS

- Proposed Fiscal Year (FY) 2014 MACMHB Budget & Dues
Karen Raether stated that the MACMHB proposed budget was being reviewed as Mari Negro and Millie Hofer are the voting delegates at the April 29 MACMHB spring conference in Grand Rapids. Karen Thekan stated that Northpointe MACMHB dues went up \$2.00 and provided information on how community mental health agencies are assessed their dues. Miscellaneous questions were addressed by Ms. Thekan.
ACTION: A motion was made by P. Connors; supported by M. Negro to approve that voting delegates, Millie Hofer and Mari Negro, vote affirmatively for the proposed FY2014 MACMHB budget. **Motion carried unanimously.**
- Policy Review Change
Karen Thekan stated that the current Northpointe practice has been that the Board approves all new policies and revisions to Human Resource and Finance statement policies. With NorthCare becoming the new regional entity they will need to have a new accreditation from the Utilization Review Accreditation Commission (URAC). Ms. Thekan stated that one of the requirements of URAC is that all policies and any significant changes to policy statements will need to be Board approved. Ms. Thekan stated that it is being recommended to have the Planning Committee begin looking at one section of current policies at a time, i.e., clinical, administrative, etc. and then recommend these policies for Board approval. It will take time to review all policies as there are currently 387 policies to review. Discussion ensued and miscellaneous questions were addressed by Ms. Thekan. The Planning Committee will begin reviewing a section of policy statements at their June meeting and then come to the Board for full approval.
- Northpointe Board By-Laws and Northpointe Board Policies-Change
Ms. Thekan stated that it is being recommended to change language in the Board Policies and Board By-Laws in regards to the above policy review change. Ms. Thekan reviewed the changes in the Board Policies and Board By-laws regarding this. Ms. Thekan reviewed additional revisions to the Board By-Laws regarding number of votes as it references a section that no longer exists and that the Nominating committee be added as a standing committee as it was not listed in the opening statement of standing committees. Discussion ensued regarding if the Nominating Committee is a standing committee and was there a need to have a nominating committee. Consensus is that the Nominating Committee should be eliminated from the Board By-Laws and in the future nominations will be done from the floor. The Board By-Laws and Board Policies will be approved at the May Board meeting.

UNFINISHED BUSINESS – No unfinished business

CHAIRPERSONS REPORT - K. Raether

- The Great Lakes Executive Committee met via a phone meeting on April 22 to continue discussing the Fall Great Lakes Conference. The conference will be held September 8-10 in Houghton and once information is finalized it will be sent out.
- The NorthCare Application for Participation documents were signed by Ms. Raether and Ms. Thekan.
- Ms. Raether thanked the Nominating Committee of Mari Negro, Peggy Connors, and Chris Spence.
- The following committee appointments were made:

Finance Committee

Chris Spence-Chairperson
Peggy Connors
Millie Hofer
John Nelson
Dr. Michael Zevitz
Karen Raether

Personnel Committee

Peg Erickson-Chairperson
Joan Luhtanen
Ann Martin
Karen Raether

Planning Committee

Joan Luhtanen-Chairperson
Bill DeDie
Janet Dehn
Millie Hofer
Karen Raether

Recipient Rights Committee

Mari Negro

Parliamentarian

Ann Martin

NorthCare Advisory Council

Mari Negro
Karen Raether
Dr. Michael Zevitz

BOARD PREROGATIVE/AMBASSADOR MOMENT

- Joan Luhtanen provided information on a child psychiatrist.
- Karen Thekan stated that everyone received a copy of the Northpointe annual audit report. The audit will be presented by Alan Stotz from Anderson Tackman at the May

- Board meeting.
 - John Nelson asked about information in the audit report regarding the net assets available for MERS and actuarial value. Discussion ensued.
 - Peg Erickson provided information from a meeting that she recently attended in Manistee where they are putting the final touches on a community health center that includes medical care, behavioral care, and dental care all in one building representing integrated health care.

PUBLIC COMMENTS - No public comments

ADJOURNMENT

Chairperson Raether stated the meeting adjourned. Meeting adjourned at 6:08 p.m.

The next regular monthly Board meeting is scheduled for **Thursday, May 30, 2013 in Kingsford, Michigan at 4:00 p.m.**

Karen Raether, Chairperson

Peggy Connors, Secretary

Mary Wendt, Board Secretary