

NORTHPOINTE HEALTHCARE SYSTEMS BOARD OF DIRECTORS

Regular Monthly Meeting

MINUTES

715 Pyle Drive; Kingsford, Michigan

April 19, 2012 - 4:00 p.m.

CALL TO ORDER/ROLL CALL:

Karen Raether, Board Chairperson, called the meeting to order at 4:00 p.m. Cindy Adrian, Administrative Assistant, 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>
		<u>Absent</u>				<u>Absent</u>	
Connors, Peggy	X			Luhtanen, Joan	X		
DeDie, William		X		Martin, Ann	X		
DeGrave, Marylee	X			Negro, Mari		X	
Erickson, Peggy	X			Raether, Karen	X		
Hofer, Millie	X			Spence, Christine		X	
Lang, Bernie	X						

REPRESENTING ADMINISTRATION: K. Thekan, B. Adrian, L. Dionne, C. Adrian

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

PUBLIC COMMENTS – No public comments

APPROVAL OF THE AGENDA: There were no additions to the agenda

ACTION: Moved to approve the agenda as presented.

Motion by: J. Luhtanen; supported by P. Connors. **Motion carried unanimously.**

APPROVAL OF THE MINUTES:

There were no additions or corrections to the minutes from the regular Board of Directors meeting on March 22, 2012.

ACTION: A motion was made to dispense with reading the minutes from the March 22, 2012 regular Board of Directors meeting and approve as written.

Motion by: P. Connors; supported by M. DeGrave. **Abstain:** A. Martin **Motion carried.**

PRESENTATION: Anderson Tackman Annual Audit Report

Karen Raether introduced Mr. Alan Stotz, an auditor from Anderson, Tackman & Company. Mr. Stotz reviewed Northpointe's FY2010-11 audit report. Discussion ensued and questions were addressed by Mr. Stotz.

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

ELECTION OF OFFICERS

Nominating Committee Report: As Chairperson of the Nominating Committee, Peggy Erickson reviewed the report from the April 11, 2012 Nominating Committee meeting. Ms. Erickson presented the slate of nominees for officers and stated that the nominees recommended were the current slate of officers as they are now: Karen Raether-Chairperson; Joan Luhtanen-Vice-Chairperson; Christine Spence-Treasurer; Peggy Connors-Secretary; and Bernie Lang-Parliamentarian. Ms. Erickson also stated that she had contacted the current slate of officers prior to the Nominating Committee meeting to see if they were interested in retaining their seat and all of them indicated affirmatively. Elections were as follows:

- Ms. Thekan opened the floor for other nominations for the position of Chairperson. Millie Hofer nominated Mari Negro for position of Chairperson and stated that in the short time that Ms. Negro has served on the Board she has made important contributions, i.e., improved Board practices, identified language in Board Policies and Board By-Laws which were corrected and her intense commitment to mental health issues will bring a fresh prospective while moving the Board forward. Ms. Thekan called for any other nominations two times.

ACTION: By a hand vote for Chairperson: K. Raether-7; M. Negro-1

Ms. Thekan stated that by virtue of the above vote, Karen Raether was reappointed as Board Chairperson.

K. Raether, as newly re- elected Board chairperson, resumed the Board chairperson position.

- Chairperson Raether opened the floor for other nominations for the position of Vice-Chairperson. Chairperson

Raether called for any other nominations three times.

ACTION: Hearing no other nominations, it was moved by M. DeGrave; supported by P. Erickson to close nominations at this time and cast a unanimous ballot for Joan Luhtanen for Vice-Chairperson.

Motion carried unanimously.

- Chairperson Raether opened the floor for other nominations for the position of Treasurer. Chairperson Raether called for any other nominations three times.

ACTION: Hearing no other nominations, it was moved by P. Connors; supported by J. Luhtanen to close nominations at this time and cast a unanimous ballot for Christine Spence for Treasurer.

Motion carried unanimously.

- Chairperson Raether opened the floor for any other nominations for the position of Secretary. Chairperson Raether called for any other nominations three times.

ACTION: Hearing no other nominations, it was moved by M. DeGrave; supported by P. Erickson to close nominations at this time and cast a unanimous ballot for Peggy Connors for Secretary.

Motion carried unanimously.

K. Raether stated that Bernie Lang will be named as Parliamentarian with the Board committee appointments under the Chairperson Activity Report.

CEO REPORT

Karen Thekan stated that her April 2012 CEO Report was in Board packets; she provided the following updates and highlights:

Federal/State Activity:

- The autism bill was signed into law on April 18 and further information on this was provided by Ms. Thekan.
- Ms. Thekan asked Board members if they wished to send a letter to Debbie Stabenow regarding an e-mail Ms. Thekan sent to them on the legislation for "Excellence in Mental Health Act" which introduces Federally Qualified Community Behavioral Health Center designations. Discussion ensued and consensus was to not send a letter at this time and wait until further information on this issue is provided.
- Ms. Thekan stated that on May 17-18 there is a Board Association reform meeting in Lansing and May 17 is the Northpointe Board meeting in Menominee. Ms. Thekan providing three options regarding the Board Association reform meeting: 1) She does not have to attend this meeting and would ask another individual from the U.P. to go; 2) The Board meeting on May 17 could still be held and Bill Adrian would be present in Ms. Thekan's absence; or 3) The Board meeting could be rescheduled to the following week. Discussion ensued and consensus is that the May 17 regularly scheduled Board meeting still be held and Mr. Adrian would be present in Ms. Thekan's absence.
- Ms. Thekan and Mari Negro attended the Board Association Executive Board meeting on April 13, via the phone, and provided information from this meeting.

Local Activity:

- The annual NAMI/Northpointe Educational event will be held on May 10 at Bay West College. Everyone is invited to attend the event, there is no cost for the event, call Mary Wendt to register.
- The Lighthouse, Northpointe's children home, is located in Kingsford and is owned/managed by Bill Wakeham. Mr. Wakeham lives in Houghton and will be retiring so Northpointe will now be taking the Lighthouse over as a Northpointe home. The home will be staffed by Northpointe, is a valuable home to keep open, and is also used as respite. Northpointe will rent the home from Mr. Wakeham.
- Jennifer Wade is the new Menominee County Supervisor, replacing Dave Block. Ms. Wade will be present at the May 17 Board meeting in Menominee to meet the Board.
- The Board Association Spring conference is scheduled for May 21-23 and if anyone is interested in attending it they should contact Mary Wendt by May 8.

FINANCE COMMITTEE REPORT – P. Connors

Ms. Connors highlighted the following from the Finance Committee meeting minutes:

1. ISSUE: Review Check Disbursement Report

The check disbursement report in the amount of \$1,581,200.63 was reviewed and recommended for Board approval.

ACTION: A motion was made by M. Hofer, supported by P. Connors to approve the check disbursement report for bills paid in the amount of \$1,581,200.63 as presented.

ROLL CALL VOTE:

<u>MEMBERS</u>	<u>YES</u>	<u>NO</u>	<u>MEMBERS</u>	<u>YES</u>	<u>NO</u>
Connors, Peggy	X		Luhtanen, Joan	X	
DeDie, William			Martin, Ann	X	
DeGrave, Marylee	X		Negro, Mari		
Erickson, Peggy	X		Raether, Karen	X	
Hofer, Millie	X		Spence, Christine		
Lang, Bernie	X				

Motion carried unanimously.

2. **ISSUE:** Review Financial Report – March 2012

The committee reviewed the March 2012 financial report and recommended for Board approval.

ACTION: A motion was made by M. Hofer, supported by M. DeGrave to approve the March 2012 financial report.

ROLL CALL VOTE:

<u>MEMBERS</u>	<u>YES</u>	<u>NO</u>	<u>MEMBERS</u>	<u>YES</u>	<u>NO</u>
Connors, Peggy	X		Luhtanen, Joan	X	
DeDie, William			Martin, Ann	X	
DeGrave, Marylee	X		Negro, Mari		
Erickson, Peggy	X		Raether, Karen	X	
Hofer, Millie	X		Spence, Christine		
Lang, Bernie	X				

Motion carried unanimously.

3. **ISSUE:** Contract(s)/Agreement(s)

The committee reviewed the following contracts and recommended for Board approval.

#	Name of Contract	Purpose of Contract	Date of Contract	Old Rate	New Rate	Change
A.	Cornerstone Residential	Specialized Residential	5/1/12 – 4/30/13	\$180 & \$250	\$195 & \$250/day	Inc. of \$15/day
This is a renewal agreement for two residents living downstate. Rate is determined by the home they are in and the staffing pattern.						
B.	Birchwood AFC	Specialized Residential	3/21/12 – 12/31/12	\$19.80	\$26.40/day	Inc. of \$6.60
This is an addendum to adjust the rate for one individual with increased care needs.						
C.	Heartland Manor	Specialized Residential	4/6/12 – 9/30/12	n/a	\$22.64/day	n/a
This is an addendum to add a new resident to the home.						
D.	Guardian Trac Financial Services	Fiscal Intermediary	6/1/12 – 5/31/13	Consumer with consumer-hired employees - \$125/mo. One-time enrollment fee for new consumer(s) w/ payroll - \$100/event	same	n/a
Renewal agreement for fiscal intermediary services. This FI service works with 3 of our consumers.						

ACTION: A motion was made by P. Connors, supported by M. Hofer to approve all contracts as noted above.

ROLL CALL

<u>MEMBERS</u>	<u>YES</u>	<u>NO</u>	<u>MEMBERS</u>	<u>YES</u>	<u>NO</u>
Connors, Peggy	X		Luhtanen, Joan	X	
DeDie, William			Martin, Ann	X	
DeGrave, Marylee	X		Negro, Mari		
Erickson, Peggy	X		Raether, Karen	X	
Hofer, Millie	X		Spence, Christine		
Lang, Bernie	X				

Motion carried unanimously.

4. **ISSUE:** Board Per Diem

The committee reviewed the Board Policy regarding the wording for Board per diems. A question had been raised previously by Mari Negro whether or not the Board was in compliance with the Mental Health Code regarding per diem rates. Ms. Thekan provided that this issue was researched (information was received from the Board Association and several community mental health (CMH) agencies) and Northpointe is in compliance but the language in the Board Policy needs to be made clearer. The committee recommended to change the language in the Board Policy to clarify the per diem rate.

ACTION: A motion was made by P. Connors, supported by M. Hofer to change the wording in the Board policy regarding Board per diem to: Members will be paid \$40 for meetings less than 4 hours and \$60 for meetings over 4 hours or multiple meetings on the same day. **Motion carried unanimously.**

5. **Miscellaneous**

- The audit report from last year and this year were reviewed and miscellaneous questions were addressed regarding them.

RECIPIENT RIGHTS ADVISORY COMMITTEE REPORT – K. Raether

Ms. Raether highlighted the following from the Recipient Rights Advisory Committee meeting minutes:

- Election of officers was held and Loren Veeseer was re-elected as Chairperson and Debbie Eichhorn was re-elected as Vice-Chairperson.
- The operating budget was reviewed.
- The quarterly Recipient Rights report was reviewed.
- The semi-annual State report was reviewed.
- A Recipient Rights Appeals meeting was scheduled for April 27, 2012 at 12:00 noon
- The July 16, 2012 Recipient Rights meeting will be rescheduled to Thursday, July 12, 2012 to coincide with the Department of Community Health Recipient Rights audit as the audit review team would like to meet with Recipient Rights Committee members.

PLANNING COMMITTEE REPORT - Ms. Luhtanen

Ms. Luhtanen highlighted the following from the Planning Committee meeting minutes:

1. **ISSUE:** Exercise Program for Consumers-YMCA

An update was provided to the committee by Theresa Harvey, Northpointe Director of Nursing, on the health and wellness group implemented for consumers across all three counties. Currently there are 9 participants in the Dickinson County wellness group and a smoking cessation group will soon be implemented.

ACTION: Information

2. **ISSUE:** Drop-In Center-Menominee

Karen Thekan is currently working with the new Menominee County Director, Jennifer Wade, on developing these services in Menominee.

ACTION: Information

3. **ISSUE:** Stakeholder Committee Meeting Report

The Stakeholder Committee meeting was held in Kingsford on April 3, 2012 and Lisa Dionne highlighted the following from the meeting: there was a DIVER presentation; the 1st quarter Outcomes Report was reviewed; information on three State Surveys was provided; information from the Dual Eligible Conference was discussed; Suggestions for Improvement/Grievances were discussed; and an application for one vacancy on the Stakeholder Committee was reviewed. The Planning Committee recommended that the applicant, Darlene Hehn, be appointed for the vacancy.

ACTION: A motion was made by J. Luhtanen, supported by M. DeGrave to approve the appointment of Darlene Hehn to the Stakeholder's Advisory Committee. **Motion carried unanimously.**

4. **ISSUE:** First Quarter Outcomes Report

The following performance indicators for the first quarter Outcomes Report were reviewed by Lisa Dionne: New indicators for ACT employment; IPOS; Home Based; Community Housing; and Proxy Measures. Discussion ensued and miscellaneous questions were addressed by Ms. Dionne and Karen Thekan.

ACTION: Information

5. **ISSUE:** Northpointe Written Plan for Professional Services

Joan Luhtanen stated that this plan is updated and reviewed by the Board on an annual basis. Ms. Dionne reviewed the changes to the plan and addressed miscellaneous questions.

ACTION: A motion was made by J. Luhtanen, supported by P. Connors to approve the Northpointe Written Plan for Professional Services. **Motion carried unanimously.**

6. **ISSUE:** Northpointe Annual Performance Improvement Plan

Joan Luhtanen stated that this plan is updated and reviewed by the Board on an annual basis. Ms. Dionne reviewed changes to the plan and addressed miscellaneous questions.

ACTION: A motion was made by P. Connors, supported by P. Erickson to approve the Northpointe Annual Performance Improvement Plan. **Motion carried unanimously.**

7. **ISSUE:** Northpointe Accessibility & Accommodations Plan

Joan Luhtanen stated that this plan is updated and reviewed by the Board on an annual basis and reviewed the changes to it. Miscellaneous questions were addressed by Lisa Dionne and Karen Thekan.

ACTION: A motion was made by P. Connors, supported by B. Lang to approve the Northpointe Accessibility & Accommodations Plan. **Motion carried unanimously.**

8. **ISSUE:** Northpointe Quality Assessment & Performance Improvement Plan (QAPIP)

Joan Luhtanen stated that the QAPIP is updated and reviewed by the Board on an annual basis. Ms. Dionne reviewed changes to the QAPIP and addressed miscellaneous questions.

ACTION: A motion was made by B. Lang, supported by P. Erickson to approve the Northpointe QAPIP Plan. **Motion carried unanimously.**

9. **Miscellaneous**

- Joan Luhtanen offered suggestions for gathering community input.

A. Martin excused at 6:00 p.m.

CHAIRPERSONS REPORT - K. Raether

- The NorthCare Advisory Committee met on April 3, 2012: the Dual Eligible Public Forum was discussed; the NorthCare annual performance report was reviewed; and the by-laws will be reviewed at the July 9, 2012 NorthCare Advisory meeting.
- On April 11, 2012 Ms. Raether participated in a nominating phone call with the Board Association as officer elections will be held at the spring conference. The Board Association spring conference is scheduled May 21-23 in Dearborn and Ms. Raether stated that Mari Negro and she will be named as delegates for this conference.
- The following committee appointments were made:

Finance Committee

Chris Spence-Chairperson
Peggy Connors
Millie Hofer
Mari Negro
Karen Raether

Personnel Committee

Peg Erickson-Chairperson
Bernie Lang
Joan Luhtanen
Ann Martin
Chris Spence
Karen Raether

Planning Committee

Joan Luhtanen-Chairperson
Bill DeDie
Marylee DeGrave
Karen Raether

Recipient Rights Committee

Marylee DeGrave

Parliamentarian

Bernie Lang

- A Great Lakes Rural Mental Health Association meeting is scheduled for April 26, 2012 in Kingsford.
- Reminder that the May 17, 2012 Board meeting will be held at the Northpointe Menominee office. The meeting can be video-television conferenced from the Iron River and Kingsford offices if Board members cannot it to Menominee.

UNFINISHED BUSINESS – No unfinished business

NEW BUSINESS - No new business

BOARD PREROGATIVE/AMBASSADOR MOMENT

- Peggy Connors stated that Laurie Bal provided excellent services in helping an individual with their mother who recently entered a nursing home.

P. Connors excused at 6:10 p.m.

- Peg Erickson stated that she met with Chip Johnson, a member of the Manistee Behavioral Health Board-Central Wellness, to discuss their integrated model on care delivery. Ms. Erickson stated that she will provide more information on this topic at the next Board meeting.
- Bernie Lang asked if everyone had received information on The Crossing Rivers Support Group from the Marinette area. This group provides support for depression, abuse, bullying, mental illness, stress, suicidal

thoughts and are requesting Northpointe involvement. Karen Thekan stated that she does not have information on this support group and will check into it.

- A Personnel Committee meeting is scheduled for Wednesday, May 9, 2012 at 3:00 p.m.

PUBLIC COMMENTS - No public comments

ADJOURNMENT

Chairperson Raether stated the meeting adjourned. Meeting adjourned at 6:15 p.m.

The next regular monthly Board meeting is scheduled for May 17, 2012 in Menominee, Michigan at 4:00 p.m.

Karen Raether, Chairperson

Peggy Connors, Secretary

Cindy Adrian, Administrative Assistant

Mary Wendt, Board Secretary