

**NORTHPOINTE HEALTHCARE SYSTEMS BOARD OF DIRECTORS**

**Regular Meeting**

**MINUTES**

**715 Pyle Drive, Kingsford, MI**

**March 21, 2019 – 4:00 p.m.**

**CALL TO ORDER/ROLL CALL:**

Joan Luhtanen, Chairperson, called the meeting to order at 4:37 p.m.; K. Stankevich, Administrative Assistant, conducted the roll call.

<b><u>MEMBERS</u></b>	<b><u>Present</u></b>	<b><u>Excused Absent</u></b>	<b><u>Absent</u></b>	<b><u>MEMBERS</u></b>	<b><u>Present</u></b>	<b><u>Excused Absent</u></b>	<b><u>Absent</u></b>
Dehn, Janet	X			Negro, Mari	X		
Hafeman, Jan	X			Pasternak, Nancy**	X		
Hofer, Millie	X			Phillips, Patricia	X		
Roberge, Robert	X			Zevitz, Michael Dr.	X		
Pirlot, Kevin	X			Korpi, Thomas	X		
McCole, Gerald**	X			Luhtanen, Joan	X		

\* Video conference from the Northpointe Menominee office

\*\* Telephone attendance

**REPRESENTING ADMINISTRATION:** J. Cescolini, J. Lindow, K. Stankevich

**PLEDGE OF ALLEGIANCE** – The Pledge of Allegiance to the Flag was recited by all.

**PUBLIC COMMENTS**

**APPROVAL OR AMEND AGENDA**

Endowment fund request, LPC Contract, Engagement Survey added under New Business. Article from Eagle Herald added to Board Comments.

**ACTION:** Moved to approve agenda as amended.

**Motion by:** J. Hafeman supported by P. Phillips to approve agenda as amended.

**Motion carried unanimously.**

N. Pasternak left meeting.

**APPROVAL OF REGULAR BOARD MEETING MINUTES**

**ACTION:** Moved to approve 3-21-19 minutes as presented.

**Motion by:** M. Negro supported by M. Hofer to approve the 3-21-19 minutes as presented.

**Motion carried unanimously.**

**PRESENTATION** - None

**ACTION ITEMS**

- **Board By Laws and Policies**

Reviewed Board Policies in work session prior to regular meeting. M. Hofer recommends using Hiawatha's attachment to by-laws for Board self-evaluations. She also recommended using the Code of Ethics contained in Hiawatha's by-laws.

**Outcome:** Members to receive new copy of Board Member Code of Conduct. Continue to review and meet at 4:00 p.m. for work session prior to next regular Board meeting.

- **Finance**

- a) **Check Disbursement – January 2019**

**ACTION:** Moved to approve Check Disbursement – January 2019

**Motion by:** J. Hafeman supported by M. Hofer to approve Check Disbursement – January 2019

**Motion carried unanimously.**

**b) Financial Statement – January 2019**

**ACTION:** Moved to approve Financial Statement – January 2019

**Motion by:** J. Hafeman supported by M. Hofer to approve Financial Statement – January 2019

**Motion carried unanimously.**

• **Strategic Plan mission, vision, values, high-level objectives, and logo**

Discussed Plan as presented. Miscellaneous questions addressed.

**ACTION:** Moved to proceed with presented Strategic Plan Missions, Visions, Values, High-Level Objectives, and Logo with CEO presenting signage costs at future Board meeting.

**Motion by:** M. Negro supported by P. Phillips to proceed with presented Strategic Plan Missions, Visions, Values, High-Level Objectives, and Logo with CEO presenting signage costs at future Board meeting. .

**NEW BUSINESS (Discussion only)**

• **Finance**

a) **Check Disbursement – February 2019**

Miscellaneous questions addressed.

**Outcome:** Action Item for next meeting

b) **Funding Summary through December 2018**

Miscellaneous questions addressed.

**Outcome:** Action Item for next meeting.

• **Strategic Plan: Next Steps**

Leadership team working on goals and actions for high-level objectives to present to the Board.

**Outcome:** Will bring Plan to Board for approval when completed by Leadership Team.

• **Contract Providers**

Northpointe is reviewing current providers to ensure service utilization is appropriate. Providers whose cost exceeds alternative procurement of services will be discontinued.

**Outcome:** More to come.

• **Genoa Pharmacy**

National company looking to assist with medication and distribution needs Northpointe has. Free service to Northpointe. Miscellaneous questions addressed.

**Outcome:** Company will do presentation at the next Regular Board meeting.

• **CEO Report**

Review of report with miscellaneous questions addressed.

**Outcome:** Informational

• **Policies (Conversion to document management system)**

Members reviewed new policy and procedure templates necessary to meet the system requirements for Lucidoc.

**Motion by:** M. Negro supported by J. Hafeman to move Policy/Procedure Lucidoc templates to an ACTION item at present meeting.

ROLL CALL conducted by K. Stankevich, Administrative Assistant

ROLL CALL VOTE	YES	NO		YES	NO
Dehn	X				
Hafeman	X		Negro	X	
Hofer	X		Roberge	X	
Pirlot	X		Zevitz	X	
McCole	X		Korpi	X	
Luhtanen	X		Phillips	X	

**Motion by:** M. Negro supported by J. Hafeman to approve the Lucidoc template for policy/procedure as presented.

**Motion carried unanimously.**

- **Endowment Fund request**

J. Lindow requested emergency fund disbursement for an individual with transportation needs.

**Motion by:** J. Hafeman supported by R. Roberge to move Endowment Fund request to an ACTION item at present meeting.

ROLL CALL conducted by K. Stankevich, Administrative Assistant

ROLL CALL VOTE	YES	NO		YES	NO
Dehn	X				
Hafeman	X		Negro	X	
Hofer	X		Roberge	X	
Pirlot	X		Zevitz	X	
McCole	X		Korpi	X	
Luhtanen	X		Phillips	X	

**Motion by:** M. Negro supported by R. Roberge to approve the emergency disbursement of \$235.00 to help the individual.

**Motion carried unanimously.**

**LPC Contract**

To provide therapy services during periods of extreme need. Will be assisting in Menominee.

**Motion by:** M. Negro supported by P. Phillips to move LPC Contract to an ACTION item at present meeting.

ROLL CALL conducted by K. Stankevich, Administrative Assistant

ROLL CALL VOTE	YES	NO		YES	NO
Dehn	X				
Hafeman	X		Negro	X	
Hofer	X		Roberge	X	
Pirlot	X		Zevitz	X	
McCole	X		Korpi	X	
Luhtanen	X		Phillips	X	

**Motion by:** M. Negro supported by P. Phillips to approve the LPC Contract as presented at \$36.50/hour on an as needed basis.

**Motion carried unanimously.**

- **Engagement Survey Demonstration**

Discussed impression of demonstration given prior to meeting. Cost of \$6,000.00 for survey and tool and results are independent of Northpointe. Results are immediately measurable.

**Outcome:** CEO meeting with other companies to have demonstrations. Board requests reviews of companies be included.

- **CEO Performance Appraisal Draft**

Request to table pending approval of Strategic Plan.

**Outcome:** Tabled pending approval of Strategic Plan.

**ACTION:** Moved to enter closed session.

**Motion by** M. Negro supported by P. Phillips to go into closed session at 5:48 p.m. to review and discuss an attorney-client privileged Opinion letter dated March 7, 2019, issued by Attorney Bonnie G. Toskey of Cohl, Stoker and Toskey, P.C., Lansing, Michigan pursuant to MCL 15.268(h)

ROLL CALL conducted by K. Stankevich, Administrative Assistant

ROLL CALL VOTE	YES	NO		YES	NO
Dehn	X				
Hafeman	X		Negro	X	
Hofer	X		Roberge	X	
Pirlot	X		Zevitz	X	
McCole	X		Korpi	X	
Luhtanen	X		Phillips	X	

**Motion carried unanimously.**

**CLOSED SESSION**

**ACTION:** Motion by M. Negro supported by P. Phillips to terminate closed session.

ROLL CALL conducted by K. Stankevich, Administrative Assistant					
ROLL CALL VOTE	YES	NO		YES	NO
Dehn	X				
Hafeman	X		Negro	X	
Hofer	X		Roberge	X	
Pirlot	X		Zevitz	X	
McCole	X		Korpi	X	
Luhtanen	X		Phillips	X	

**Motion carried unanimously.**

The Board Member Meeting reconvened into Open Session at 5:58 p.m.

**MISCELLANEOUS BOARD/COMMITTEE REPORTS**

None.

**PUBLIC COMMENTS**

J. Heath thanked J. Cescolini for financial presentation and his newfound understanding of where monies come from and how they are spent. Stated he enjoys coming to the Board meetings and thanked them for caring so much.

**BOARD COMMENTS**

M. Hofer presented an article from the Eagle Herald dated March 2, 2019. Article focusses on Pathways interview and expresses what mental health in a community is all about. Discussed helping more completely if individuals were seen sooner.

J. Luhtanen sent congratulations and Board appreciation to Angela Coan for being Northpointe’s Employee of the Month.

J. Luhtanen thanked G. McCole for all his work on the Board over the last few years.

**ADJOURN**

**ACTION:** Motion by J. Hafeman supported by K. Pirlot to adjourn meeting.

**Motion carried unanimously.**

Meeting adjourned at 6:05 p.m.

The next Board meeting is scheduled for Thursday, April 4, 2019 in Kingsford, Michigan at 4:00 p.m. to discuss Board Policies and By-Laws with the regular meeting beginning at 4:30 p.m.

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Joan Luhtanen, Chairperson

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Patricia Phillips, Secretary

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Kelly Stankevich, Administrative Assistant