

NORTHPOINTE HEALTHCARE SYSTEMS BOARD OF DIRECTORS

Regular Meeting

MINUTES

715 Pyle Drive, Kingsford, MI

August 9, 2018 – 4:30 p.m.

CALL TO ORDER/ROLL CALL:

Joan Luhtanen, Chairperson, called the meeting to order at 4:30 p.m.; Kelly Stankevich, Administrative Assistant, conducted the roll call.

| <u>MEMBERS</u> | <u>Present</u> | <u>Excused Absent</u> | <u>Absent</u> | <u>MEMBERS</u> | <u>Present</u> | <u>Excused Absent</u> | <u>Absent</u> |
|-----------------------|-----------------------|----------------------------------|----------------------|-----------------------|-----------------------|----------------------------------|----------------------|
| 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 | | |
| Martin, Ann | X | | | Luhtanen, Joan | X | | |
| McCole, Gerald | X | | | | | | |

* Video conference from the Northpointe Menominee office

** Telephone attendance

REPRESENTING ADMINISTRATION: Bob Ducoli, K. Stankevich

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

PUBLIC COMMENTS - None

APPROVAL OR AMEND AGENDA

Chairperson Luhtanen asked for approval or amendment of agenda. Addition of amended 8-9-18 Contract Grid to New Business under Financial.

ACTION: Moved to approve agenda as amended.

Motion by: J. Hafeman supported by M. Negro to approve agenda as amended.

Motion carried unanimously.

APPROVAL OF REGULAR BOARD MEETING MINUTES

ACTION: Moved to approve 7-26-18 regular Board meeting minutes.

Motion by: G. McCole supported by P. Phillips to approve the 7-26-18 regular Board meeting minutes as presented.

Motion carried unanimously.

PRESENTATION – Proposed Emergency Services Policy Revision Presenter: Jennifer Kenny

When a salaried ES staff is unable to provide coverage (i.e. sick time, vacation), on-call rotation in each county provide coverage currently. Clinician numbers in each county are disproportionate, so request to change policy allowing one staff person to receive hourly compensation from each county while providing coverage in 2 counties proposed. This is a cost neutral option to the agency. Miscellaneous questions addressed.

PRESENTATION 2 – New Phone Systems

Presenter: Brent Johnson

Current phone systems are outdated. Savings comparison of using cloud-based versus in house systems reviewed. Option 1 recommendation has no contract, and all Northpointe phone charges would be together in one monthly bill. Belgium Point will be the pilot site. B. Johnson will report outcome to Board at the September 13 meeting for approval to move forward with all other sites. Miscellaneous questions addressed.

ACTION ITEMS

• **Finance**

a) Check Disbursement – June 2018

ACTION: Motion by J. Hafeman supported by M. Hofer to approve the June 2018 Check Disbursement as presented.

Motion carried unanimously.

b) Financial Statement – June 2018

Miscellaneous questions addressed. B. Ducoli, CFO, informed Board of bonus monies to General Fund arriving within a few weeks. Monies were incentives from State for meeting standards. Recommended readdressing the Workforce Analysis once monies arrive.

ACTION: Motion by G. McCole supported by J. Hafeman to approve the June 2018 Financial Statement as presented.

Motion carried unanimously.

• **Property Management Plan**

Discussed potential sale of homes requiring extensive repairs and creating a plan for individuals in these buildings. Board requests outstanding loan amounts and property sale estimates for buildings in question. Miscellaneous questions addressed.

ACTION: Motion by G. McCole supported by J. Hafeman to approve the Property Management Plan.

Motion carried unanimously.

NEW BUSINESS (Discussion only)

J. Luhtanen, Board Chairperson, conducted New Business as follows:

• **Interim CEO Update**

Chairperson Luhtanen requested moving contract for Bill Adrian, Interim CEO to an ACTION item at present meeting allowing for a start date of August 10. Contracted salary of Interim CEO is \$99,100.00 prorated.

ACTION: Motion by J. Hafeman supported by M. Negro to move Interim CEO contract to an ACTION item at present meeting.

Roll call conducted by K. Stankevich, Administrative Assistant

| ROLL CALL VOTE | YES | NO | | YES | NO |
|----------------|-----|----|-----------|-----|----|
| Negro | X | | Pasternak | X | |
| Hafeman | X | | Phillips | X | |
| Hofer | X | | Zevitz | X | |
| Martin | X | | Luhtanen | X | |
| McCole | X | | | | |

ACTION: Motion by M. Negro supported by J. Hafeman to hire B. Adrian as Interim CEO effective August 10, 2018, with a salary of \$99,100.00 and flexible schedule until a permanent CEO is hired.

Motion carried unanimously.

• **CEO Hiring Update**

Question regarding education requirement in current job description addressed.

Outcome: Continue to work on desired criteria for new CEO. Chairperson Luhtanen and Interim CEO B. Adrian to establish a timeline for process.

- **Finance**

a) Contract Grid 8-9-18 Amended (*Insight Telepsychiatry, Great Plains Upgrade*)

Miscellaneous questions addressed. Board request to schedule a presentation on use of telehealth services.

ACTION: Motion by J. Hafeman supported by M. Negro to move Great Plains contract to an ACTION item at present meeting.

Roll call conducted by K. Stankevich, Administrative Assistant

| ROLL CALL VOTE | YES | NO | | YES | NO |
|----------------|-----|----|-----------|-----|----|
| Negro | X | | Pasternak | X | |
| Hafeman | X | | Phillips | X | |
| Hofer | X | | Zevitz | X | |
| Martin | X | | Luhtanen | X | |
| McCole | X | | | | |

| | | | | | | |
|--|--------------|----------|----------------------|-----|--|-----------------|
| B. | Great Plains | Software | 8/10/18 one-time fee | \$0 | \$8,970-\$12,090 plus specialized fees This is a one-time fee | \$ 8,970-12,090 |
| Required update to financial software. | | | | | | |

ACTION: Motion by J. Hafeman supported by M. Negro to approve Great Plains upgrade as presented.
Motion carried unanimously.

- **Board Member Questions/Responses**

Question regarding building rental costs addressed.

Outcome: Complete

- **Personnel**

Discussed concerns that providing monthly detailed information regarding staff departures would not allow for staff anonymity.

Outcome: Continue to provide basic information monthly with a more detailed report provided Quarterly.

- **Proposed Emergency Services Policy Revision**

Outcome: ACTION item for next meeting.

- **Utilization Management Plan FY18/19**

Discussion on new data analysis and QI role in performance indicator reports. Miscellaneous questions addressed.

Outcome: ACTION item for next meeting.

- **Performance Improvement Plan FY18/19**

Miscellaneous questions addressed.

Outcome: ACTION item for next meeting.

- **NorthCare Audit Results**

- a) **VI.2.4 Plan of Correction**

- NorthCare has requested a Plan of Correction regarding approval of payments higher than the negotiated rates with HIS, Inc. Members acknowledged overruling advice given at time of contract renewal. Plans to correct include advising HIS, Inc. to adjust staffing and spending prior to next year's contract renewal, as level of care needs for individuals in home do not support current rates assigned.

- Outcome:** Interim CEO to present an outline of clear actions needed to rectify situation at next Board meeting.

MISCELLANEOUS BOARD/COMMITTEE REPORTS

- CMHAM – Analysis of Insufficiency of State Funding

- Outcome:** Informational

- Impact of 2014 State GF Budget Cut

- Outcome:** Informational

- NorthCare Board Meeting Minutes 7-11-18

- A. Martin discussed the percentage that governs Medicaid for Northpointe has gone from 17.25% to 17.12%. Also stated she felt there was inadequate information regarding NorthCare's 3% wage increase for 27 employees and she voted no.

- Outcome:** Place on file.

PUBLIC COMMENTS - None

BOARD COMMENTS –

A. Martin requested a discussion on how to use what happened with previous CEO as an opportunity to improve as a Board. M. Negro stated cannot use what happened prior; however, can discuss what qualities are desired in new CEO.

J. Luhtanen reminded members to return Board Self Evaluations prior to next meeting.

J. Luhtanen requested all members wishing to attend the GLRMH conference in Harris, MI, register prior to August 24, 2018.

J. Luhtanen requested confirmation that the employee surveys would be presented at the next meeting from T. Wendt. Confirmation given.

G. McCole inquired about employee wage increases being placed back on agenda. As soon as information is available, B. Ducoli will present to Board.

A. Martin will be unable to attend meeting on August 23, 2018, and hopes Commissioner Stevens will attend in her place.

ADJOURN

Motion by P. Phillips supported by J. Hafeman to adjourn meeting.

Motion carried unanimously.

Meeting adjourned at 6:14 p.m.

The next Regular Board meeting is scheduled for Thursday, August 23, 2018 in Kingsford, Michigan at 4:30 p.m.

Joan Luhtanen, Chairperson

Patricia Phillips, Secretary

Kelly Stankevich, Administrative Assistant