

NORTHPOINTE HEALTHCARE SYSTEMS BOARD OF DIRECTORS
Regular Meeting
MINUTES
715 Pyle Drive, Kingsford, MI
December 17, 2015 - 4:00 p.m.

CALL TO ORDER/ROLL CALL:

John Nelson, Chairperson, called the meeting to order at 4:02 p.m. Mary Wendt, Board Secretary, conducted the roll call.

<u>MEMBERS</u>	<u>Present</u>	<u>Excused</u> <u>Absent</u>	<u>Absent</u>	<u>MEMBERS</u>	<u>Present</u>	<u>Excused</u> <u>Absent</u>	<u>Absent</u>
DeDie, William		X		Negro, Mari	*X		
Dehn, Janet	*X			Nelson, John	X		
Freeman, Peggy	X			Peretto, Patti	X		
Hofer, Millie	*X			Phillips, Patricia	X		
Luhtanen, Joan	X			Spence, Christine	**X		
Martin, Ann	X			Zevitz, Michael, Dr.	X		

*(video television conference from the Northpointe Menominee office)

***(phone)

REPRESENTING ADMINISTRATION: J. McCarty, B. Adrian, M. Wendt

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

PUBLIC COMMENTS - No public comments

APPROVAL OR AMEND AGENDA

Chair Nelson asked for a motion to approve the agenda.

ACTION: Moved to approve the agenda as presented.

Motion by: P. Freeman, supported by J. Luhtanen to approve the agenda.

Chair Nelson asked if there were any additions to the agenda. Jennifer McCarty stated she would like to add Ad Hoc Committee Report, a contract amendment from Michigan Department Health & Human Services (MDHHS) for fiscal year (FY) 2016, and Bellin Health Near-Site Services.

ACTION: Moved to approve the amended agenda.

Motion by: A. Martin, supported by J. Luhtanen to approve the amended agenda. **Motion carried unanimously.**

APPROVAL OF REGULAR BOARD MEETING MINUTES

Chair Nelson asked for a motion to approve the December 10, 2015 regular Board meeting minutes.

ACTION: Moved to approve the regular Board meeting minutes as presented.

Motion by: A. Martin, supported P. Phillips to approve the minutes. **Motion carried unanimously.**

PRESENTATION - No presentation

ACTION ITEMS

a) Check Disbursement Report-October 2015

ACTION: A motion was made by J. Luhtanen, supported by P. Freeman to approve the check disbursement report. **Motion carried unanimously.**

b) Financial Statement-October 2015

ACTION: A motion was made by J. Luhtanen, supported by P. Phillips to approve the financial statement. **Motion carried unanimously.**

c) Contracts-December 10, 2015

ACTION: A motion was made by J. Luhtanen, supported by A. Martin to approve the contracts. **Motion carried unanimously.**

Jennifer McCarty conducted New Business as follows:

NEW BUSINESS (Discussion only)

• **Finance**

- a) Check Disbursement-November 2015
Bill Adrian reviewed the following check per Board member request: #76270-practioner services. Consensus of the Board is that this item will move forward to the next meeting for approval.
- b) Financial Statement-October 2015
Miscellaneous questions were addressed by Bill Adrian. Consensus of the Board is that this item will move forward to the next meeting for approval.
- c) Back-Up System for Computer System-Purchase Proposal
The proposal to purchase a computer system back-up was reviewed by Bill Adrian. Janet Dehn asked if this system would back up to a "cloud" and what ownership does Northpointe have of their data/information once it is in the "cloud". Discussion ensued and miscellaneous questions were addressed by Mr. Adrian. Mr. Adrian stated that he will provide clarification regarding the information/data that is backed up to the "cloud". Consensus of the Board is that this item will move forward to the next meeting for approval pending further clarification regarding the information/data that is backed up to the "cloud".
- d) Contract Amendment from MDHHS for FY2016
Jennifer McCarty highlighted the changes to the MDHHS contract amendment for FY2016. The contract amendment is due by January 1, 2016 to MDHHS. Discussion ensued and miscellaneous questions were addressed by Ms. McCarty.

ACTION: A motion was made by J. Luhtanen, supported by P. Freeman to move this issue to an action item.

ROLL CALL VOTE:

MEMBERS	YES	NO	MEMBERS	YES	NO
DeDie, William			Negro, Mari	X	
Dehn, Janet	X		Nelson, John	X	
Freeman, Peggy	X		Peretto, Patti	X	
Hofer, Millie	X		Phillips, Patricia	X	
Luhtanen, Joan	X		Spence, Christine	X	
Martin, Ann	X		Zevitz, Michael, Dr.	X	

Motion carried unanimously.

ACTION: A motion was made by A. Martin, supported by P. Phillips to approve the MDHHS contract amendment for FY2016. No discussion.

ROLL CALL VOTE:

MEMBERS	YES	NO	MEMBERS	YES	NO
DeDie, William			Negro, Mari	X	
Dehn, Janet	X		Nelson, John	X	
Freeman, Peggy	X		Peretto, Patti	X	
Hofer, Millie	X		Phillips, Patricia	X	
Luhtanen, Joan	X		Spence, Christine	X	
Martin, Ann	X		Zevitz, Michael, Dr.	X	

Motion carried unanimously.

• **New Board Member Orientation Sample-Draft**

A draft of a general meeting template was provided and review by Jennifer McCarty. The template will be used for new Board members so they feel better prepared to participate in meetings. Discussion ensued and input was provided for a change to #V-Approve or Amend Agenda: need a motion to support the approval of the agenda or motion to support amended agenda. Consensus of the Board is that this item will move forward to the next meeting for approval with the changes provided.

• **Board By-Laws**

The recommended changes to the Board By-Laws were reviewed by Jennifer McCarty. Consensus of the Board is that this item will move forward to the next meeting for approval.

- **Board Policies**

There were no changes made to the Board Policies. Consensus of the Board is that this item will move forward to the next meeting for approval.

- **CEO Report**

There was no verbal CEO update provided.

- **Bellin Health Near-Site Services**

Jennifer McCarty reviewed a power point presentation proposal from Associated Financial Group. This proposal is for near-site services at Bellin Health in Dickinson and Menominee Counties for Northpointe employees who take Northpointe health insurance. At this point in time this would not be an option for Iron County as there are no Bellin providers in this area. Northpointe is looking at different ways to help consider the cost of healthcare for the agency; not only on the agency side but also on the employee side. This proposal is to utilize a clinic near Northpointe for employees to attend, i.e., for healthcare services, preventative care, etc. A lengthy discussion ensued regarding this proposal and miscellaneous questions were addressed by Ms. McCarty. Consensus of the Board is that further information and clarification should be provided on this issue for further discussion.

John Nelson, Chairperson, assumed the Chairperson position.

MISCELLANEOUS BOARD/COMMITTEE REPORTS

- John Nelson stated that NorthCare does not record their meetings so he cannot get verbatim what they had to say about the Northpointe Board. Mari Negro asked that since NorthCare does not record their meetings is there a possibility that Northpointe could video record the meeting? Jennifer McCarty stated the Northpointe video-tele conferencing equipment does not have the capability of recording. Discussion ensued. Ms. Negro stated the Northpointe representatives on the NorthCare Board have the opportunity to request that NorthCare begin recording their meetings.
- Ad Hoc Committee Report
An Ad Hoc Committee report, from the December 16, 2015 meeting, was provided and reviewed by Jennifer McCarty. The FSLA proposed changes, staff retention, and future planning were discussed. There are no formal recommendations for full Board by the Ad Hoc Committee at this time as more information needs to be gathered. The Ad Hoc committee will schedule a meeting when additional information has been gathered.

PUBLIC COMMENTS

- Christy Harvey, Northpointe Care Manager, stated that she is glad that different cost savings for staff are being looked at and loves her job. Ms. Harvey voiced her concerns regarding the longer she works at Northpointe the further behind she seems to be getting, i.e., higher health insurance costs, no cost of living raise, larger caseloads and stated she is also speaking on behalf of some of her co-workers as they feel the same way.
- Kathy Johnson, Northpointe Care Manager, stated that she supports what Ms. Harvey provided and reiterated Ms. Harvey's concerns.

BOARD COMMENT

- Mari Negro stated she thanked the two employees that stepped up to discuss what was bothering them and appreciated this.
- Joan Luhtanen stated that the Great Lakes fall conference in September 2016 will be held at Pine Mountain Lodge in Iron Mountain. Ms. Luhtanen also wished everyone a Merry Christmas from her and her son.
- Millie Hofer provided her written report from the Fall Conference in Traverse City and stated that if anyone would like further information from the conference to contact her.
- John Nelson stated he appreciated Pat Phillips and Mari Negro stepping up to be on the Ad Hoc Committee. Ms. Nelson also wished everyone a Merry Christmas and Happy Hanukah.

ADJOURN

A motion was made by M. Negro, supported by P. Phillips to adjourn the meeting. **Motion carried unanimously.**

Meeting adjourned at 5:20 p.m. The next regular Board meeting is scheduled for Thursday, January 14, 2016 in Kingsford, Michigan at 4:00 p.m.

John Nelson, Chairperson

Mari Negro, Secretary

Mary Wendt, Board Secretary