

**NORTHPOINTE HEALTHCARE SYSTEMS BOARD OF DIRECTORS**

**Regular Meeting**

**MINUTES**

**715 Pyle Drive, Kingsford, MI**

**March 26, 2015 - 4:00 p.m.**

**CALL TO ORDER/ROLL CALL:**

Karen Rather, Chairperson, called the meeting to order at 4:00 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>
Connors, Peggy	X			Martin, Ann	X		
DeDie, William	X			Negro, Mari	X		
Dehn, Janet	X			Nelson, John		X	
Freeman, Peggy	X			Raether, Karen	X		
Hofer, Millie	X			Spence, Christine	X		
Luhtanen, Joan	X			Zevitz, Michael, Dr.	X		

**REPRESENTING ADMINISTRATION:** 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**

Bill Adrian asked that the agenda be amended to add under New Business - an additional contract under Finance.

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

**Motion by:** M. Negro, supported by P. Freeman to approve the amended agenda. **Motion carried unanimously**

**APPROVAL OF PREVIOUS BOARD MEETING MINUTES**

There were no additions to the March 12, 2015 Board meeting minutes.

**ACTION:** Moved to approve the March 12, 2015 Board meeting minutes as presented.

**Motion by:** J. Luhtanen, supported by P. Freeman. **Motion carried unanimously**

**PRESENTATION** - No presentation

**ACTION ITEMS**

• **Finance**

- a) Check Disbursement Report-Period ending March 5, 2015

**ACTION:** A motion was made by M. Negro, supported by P. Connors to approve the check disbursement report period ending March 5, 2015. No discussion. **Motion carried unanimously.**

- b) Contract-March 12, 2015

**ACTION:** A motion was made by J. Dehn, supported by M. Hofer to approve the March 12, 2015 contract. No discussion. **Motion carried unanimously.**

Bill Adrian conducted New Business as follows:

**NEW BUSINESS (Discussion only)**

• **Finance**

- a) Check Disbursement Report-through March 13, 2015

Bill Adrian asked if there were any questions regarding the check disbursement report. No discussion. Consensus of the Board is that this item will move forward to the next meeting for approval.

- b) Contracts-March 26, 2015

Bill Adrian reviewed the following contracts and addressed miscellaneous questions.

#	Name of Contract	Contract Type	Date of Contract	Old Rate	New Rate	Change
A.	Guardian Trac	Fiscal Intermediary	5/1/15-9/30/15	\$50-\$125/mo.	Same	n/a

GT currently provides fiscal intermediary services to 19 individuals. The monthly rate is determined by the individual's budget. The larger the budget, the greater the monthly fee.

B.	Jim's Escort Service	Transportation	4/1/15-3/31/16	\$1.05/mi.; \$1.40/mi. if extra staff required; \$15.00/hr. for extended wait time	Same	n/a
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This is a transportation service that is used when no other option is available. Typically to and from the hospital. "Extended wait time" begins after the first hour.

C.	Jim's Escort Lawn Care	Lawn Care	6/1/15-10/31/15	\$30.00/event	\$45.00/event	\$15.00
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This is for lawn care at the Menominee office. The old rate was mowing only. The new rate is to include trimming.

Mr. Adrian stated the additional contract is as follows: Northpointe has been renting office space for \$350.00/month from Whispering Pines in Powers to provide services in the northern part of the county.

Mr. Adrian further stated that services have increased at the Powers office and he contacted Whispering Pines and they are willing to rent 2 additional offices and continued use of their conference room for an extra \$500.00/month which would bring the total rent to \$850.00/month. Miscellaneous questions were addressed by Mr. Adrian. Consensus of the Board is that the contracts will move forward with the additional contract to the next meeting for approval.

c) February 2015 Financial Report

Bill Adrian asked if there were any questions regarding the February 2015 financial report. No discussion. Consensus of the Board is that this item will move forward to the next meeting for approval. Mr. Adrian stated that Northpointe received \$126,736.00 from the supplemental appropriation of General Fund (GF) from the State for the rest of the fiscal year. Miscellaneous questions were addressed by Mr. Adrian.

- **Delegation Agreement with NorthCare**

Bill Adrian stated this agreement essentially spells out what NorthCare will do and what Northpointe will do. The agreement has been standard for the last few years with no changes and one of the main repeating parts of the agreement is that NorthCare will conduct a site visit at Northpointe annually. Mr. Adrian stated that the NorthCare site visit this year is scheduled for July 28, 2015. Discussion ensued and miscellaneous questions were addressed by Mr. Adrian. Consensus of the Board is that this item will move forward to the next meeting for approval.

- **Salary Adjustment for Interim CEO**

Janet Dehn asked Bill Adrian what the increased responsibilities are for him taking over as interim CEO. Mr. Adrian stated that it is only his fourth day as interim CEO and at this time this is hard to quantify. Joan Luhtanen stated that Mr. Adrian's current salary is \$96,100.00 and Ms. Thekan's salary was \$105,706.00 and suggested that a salary adjustment for Mr. Adrian be met somewhere in the middle of these two dollar amounts. Discussion ensued.

**ACTION:** A motion was made by M. Hofer, supported by P. Freeman to move the Salary Adjustment for Interim CEO to an action item.

**ROLL CALL VOTE:**

MEMBERS	YES	NO	MEMBERS	YES	NO
Connors, Peggy	X		Martin, Ann	X	
DeDie, William	X		Negro, Mari	X	
Dehn, Janet	X		Nelson, John		
Freeman, Peggy	X		Raether, Karen	X	
Hofer, Millie	X		Spence, Christine	X	
Luhtanen, Joan	X		Zevitz, Michael, Dr.	X	

**Motion carried unanimously.**

**ACTION:** A motion was made by M. Hofer, supported by P. Connors to approve that the interim CEO receive a 5% increase to their current salary which will be retroactive to March 23, 2015.

**ROLL CALL VOTE:**

MEMBERS	YES	NO	MEMBERS	YES	NO
Connors, Peggy	X		Martin, Ann	X	
DeDie, William	X		Negro, Mari	X	
Dehn, Janet	X		Nelson, John		
Freeman, Peggy	X		Raether, Karen	X	
Hofer, Millie	X		Spence, Christine	X	
Luhtanen, Joan	X		Zevitz, Michael, Dr.	X	

**Motion carried unanimously.**

• **Flat Rate Increase**

Bill Adrian stated at the last Board meeting the Board looked at a percentage increase for employees and for this meeting he provided information on a flat rate increase for employees. Mr. Adrian reviewed the flat rate increase information which ranged from \$.07/hour to \$.44/hour and how much these amounts reflect between what would be used from Medicaid and GF dollars. Millie Hofer stated that she has a concern regarding GF funding as the GF dollars are designed to serve the severely mentally ill patients and money is taken from here and there from GF funding for other causes. Ms. Hofer further stated that she cannot justify taking money away from a very sparse fund and putting it into another cost at this time. Ms. Hofer asked if maybe this issue should wait until the fiscal year ends to see where Northpointe stands financially. Ms. Hofer stated that she is not against employees receiving a raise - she is concerned about the GF money which was designed for the severely mentally ill. Karen Raether stated that money invested in good employees benefits Northpointe consumers; if employees are not paid they will go somewhere else. Janet Dehn asked if the home manager's home salary was raised recently. Mr. Adrian stated the home managers and assistant home managers salary range were raised recently but their salary is 100% Medicaid funded. Mr. Adrian further stated that he sees the GF population shrinking as more people are signing up for Healthy Michigan and at some point in time everyone will have some sort of insurance coverage. Mr. Adrian stated at this point in time, with the additional supplemental appropriation of GF dollars, Northpointe should be fine in this aspect for this fiscal year. Joan Luhtanen stated that she thinks something should be given to employees as it is long over-due and to show appreciation to them. Ms. Luhtanen stated that as long as Northpointe can afford to give an increase that they should definitely invest in the employees. Mari Negro stated that she likes the flat rate increase and this is a good way to go. Peggy Freeman stated that Northpointe does have very hard working employees. Ms. Freeman stated that looking at the counties they have given raises to their employees which has not been easy for them, especially Menominee, and other mental health agencies in the region have also given raises to their employees. Ms. Freeman further stated, to the credit of the Board, they made a decision to not having a waiting list and take care of all individuals who were supported by GF funds. The staff did step up to the plate and looked at alternative ways to provide services to the GF population and there is not a waiting list. Discussion ensued and miscellaneous questions were addressed by Mr. Adrian. Consensus was to conduct a "straw poll" as to what flat rate increase to move forward to the next meeting for approval: 6 in favor of \$.30/hour; 5 in favor of \$.23/hour. This item will move forward to the next meeting for approval for a flat rate increase of \$.30/hour for employees.

Karen Raether, Chairperson, assumed the Chairperson position

**MISCELLANEOUS BOARD/COMMITTEE REPORTS** - No committee reports

**PUBLIC COMMENTS**

- Margaret Stauber stated when the Board was talking salary she has to say that the staff in the homes are really important people. This is the reason that our young people/adults do as well as they do in the homes and if there are poor staff, consumers will not be given what they need. Salary should not be everything but it is very important to people in this day and age and it strongly needs to be looked at to give staff what they need. Ms. Stauber provided information on an individual she is guardian of that resides in one of Northpointe's home.

**BOARD COMMENT**

- Karen Raether stated that a Great Lakes Executive meeting was held on March 24. If Northpointe wants to be represented on the Executive Committee they will need to appoint someone. Ms. Raether stated that she has talked to Joan Luhtanen regarding this representation and Ms. Luhtanen has expressed interest in this. This appointment to the Great Lakes Executive Committee will move forward for approval at the next board meeting. Ms. Raether stated that Great Lakes delegates should also be named at the Northpointe April reorganizational

meeting. In the past Northpointe has not named delegates and Ms. Raether strongly urged the Board to name delegates this year who will then be able to vote at the fall Great Lakes conference. This issue will move forward for approval at the next board meeting. Ms. Raether stated that Jim Turbo, from Copper Country, has volunteered to fill in as president of the Great Lakes Association until elections take place in the fall. Ms. Raether stated that on March 25 she participated in the Board Association Nominating Committee and at this point in time, Bill Davie from Marquette, is the only person running for president. Miscellaneous questions were addressed by Ms. Raether.

- Joan Luhtanen stated that she wanted to thank Peggy Connors and Karen Raether for all of their years of service on the Northpointe Board.
- Millie Hofer stated that she want to thank Ms. Connors and Ms. Raether also for all of their hard work and that they have done their job well.
- Peggy Connors wished the Board success and stated that after reading the glowing reports from the last meeting regarding Ms. Thekan she feels bad that she left. Ms. Connors further stated that she hopes the Board will be able to replace the CEO position with the integrity, experience, knowledge, and humanness that Ms. Thekan possessed.
- Peggy Freeman stated she wanted to thank Ms. Connors and Ms. Raether for all of their years of service and commitment to the consumers and everyone associated with Northpointe. Ms. Freeman stated that they have represented Northpointe well at the local, regional and State level. Ms. Freeman wished them well in their future endeavors.
- Bill Adrian thanked Ms. Connors and Ms. Raether for their years of service on the Northpointe Board and provided them with a Certificate of Appreciation.
- Karen Raether thanked everyone for their kind words and stated that she will miss serving on the Board.

#### **ADJOURN**

Karen Raether, Chairperson, stated the meeting adjourned. Meeting adjourned at 5:10 p.m.

The next regular Board meeting is scheduled for **April 9, 2015 in Kingsford, Michigan at 4:00 p.m.**

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Karen Raether, Chairperson

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Peggy Connors, Secretary

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Mary Wendt, Board Secretary