

**NORTHPOINTE HEALTHCARE SYSTEMS BOARD OF DIRECTORS**

**Regular Meeting**

**MINUTES**

**715 Pyle Drive, Kingsford, MI**

**April 23, 2015 - 4:00 p.m.**

**CALL TO ORDER/ROLL CALL:**

John Nelson, Chairperson, called the meeting to order at 4:00 p.m. Mary Wendt, Board Secretary, 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>
DeDie, William	X (4:30 p.m.)			Negro, Mari	X		
Dehn, Janet	X			Nelson, John	X		
Freeman, Peggy	*X			Peretto, Patti	X		
Hofer, Millie	X			Spence, Christine	X		
Luhtanen, Joan	**X			Zevitz, Michael, Dr.	X		
Martin, Ann	X						

\*(phone)

\*\* (video television conference from the Northpointe Iron River office)

**REPRESENTING ADMINISTRATION:** B. Adrian, M. Wendt

John Nelson introduced and welcomed Patti Peretto, new Northpointe Board member from Iron County, to the Board. Board members introduced themselves to Ms. Peretto. Ms. Peretto stated that she is an Iron County Commissioner, previously served on the Northpointe Board approximately 10 years ago, and is looking forward to working with the Board.

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

**PUBLIC COMMENTS** - No public comments

**APPROVAL OR AMEND AGENDA**

There were no additions to the agenda.

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

**Motion by:** A. Martin, supported by M. Negro to approve the agenda. **Motion carried unanimously**

**APPROVAL OF PREVIOUS BOARD MEETING MINUTES**

There were no additions to the April 9, 2015 Board meeting minutes.

**ACTION:** Moved to approve the April 9, 2015 Board meeting minutes as presented.

**Motion by:** M. Negro, supported by M. Hofer. **Motion carried unanimously**

**PRESENTATION** - Northpointe Fiscal Year (FY) 2014 Annual Audit Report-Alan Stotz

John Nelson introduced Mr. Alan Stotz, an auditor from Anderson, Tackman & Company. Mr. Stotz reviewed the Northpointe FY2014 audit report. Questions were addressed by Mr. Stotz.

**ACTION ITEMS**

• **Finance**

- a) Check Disbursement Report-Period ending April 1, 2015

**ACTION:** A motion was made by M. Negro, supported by M. Hofer to approve the check disbursement report period ending April 1, 2015. No discussion. **Motion carried unanimously.**

- b) Contracts-April 9, 2015

**ACTION:** A motion was made by M. Hofer, supported by J. Dehn to approve the April 9, 2015 contracts. No discussion. **Motion carried unanimously.**

Bill DeDie - present at 4:30 p.m.

- **Personnel**

- a) **Speech Therapist Pay Range & Job Description**

John Nelson asked if there were any questions regarding the above issue. Mari Negro stated she is unclear how the need can be determined for a full-time speech therapist and was also unclear when reading the job description if this staff would be hands-on or just oversee staff to implement the hands-on. Bill Adrian stated that this job includes both - it is hands-on and oversees staff to implement the hands-on program for all individuals that have a speech program. Mr. Adrian stated that one reason that a full-time speech therapist is being looked for is that currently the contract speech therapist is employed elsewhere and only has the availability to do Northpointe work at nights and weekends. It is difficult for the contract speech therapist to meet with staff, and see clients to do an evaluation; which the programs are based on, during daytime work hours. Mr. Adrian stated that the main objective by having a speech therapist on staff during daytime work hours will be so they can meet with staff, be more accessible to clients, participate in treatment team meetings, and be more hands-on with the clients other than just monitoring data sheets. At this point in time the contract speech therapist does evaluations, write programs, and monitors data sheets off the programs. Discussion ensued and miscellaneous questions were addressed by Mr. Adrian.

**ACTION:** A motion was made by J. Dehn supported by M. Hofer to approve the speech therapist pay range and job description.

**DISCUSSION:** Janet Dehn stated that an issue that was previously discussed is are the children with Autism able to get services soon enough and asked if these are not provided services by the Intermediate School District. Mr. Adrian stated the Autism program at Northpointe is for ages 0-4 years and these individuals are not involved in the school district yet. Ms. Negro asked if more documentation can be provided to show that Northpointe can support a full-time speech therapist. Mr. Adrian stated that from talking with case managers and supervisors there are plenty of cases at Northpointe that a speech therapist could provide services for. Discussion ensued and miscellaneous questions were addressed by Mr. Adrian.

**Motion carried unanimously.**

Bill Adrian conducted New Business as follows:

**NEW BUSINESS (Discussion only)**

- **Finance**

- a) **Check Disbursement Report-through April 15, 2015**

Bill Adrian asked if there were any questions regarding the check disbursement report. Ann Martin stated that Mr. Adrian had previously mentioned that as long as Northpointe was around \$170,000.00 in health and dental expenses we were okay and on this month's report this expense is higher. Mr. Adrian stated that the health and dental expense for this month does not reflect Northpointe's re-insurance that will be "kicking in". Mr. Adrian further stated that Northpointe has a re-insurance agreement if the medical expenses for an individual goes over \$45,000.00 the re-insurance will "kick in". Millie Hofer asked a question regarding Stuart Wilson, CPA, for self-determination. Mr. Adrian stated that Mr. Wilson is the fiscal intermediary for self-determination individuals. Self-determination individuals hire their own workers and the fiscal intermediary pays the workers that the individual hires; these workers are not employees of Northpointe but employees of the individual. Mr. Adrian also reviewed the following: #73734-\$9,268.00 which was for inpatient hospitalization services and #73721-\$756.00 which was a transportation cost to transport an individual to a hospital. Miscellaneous questions were addressed by Mr. Adrian. Consensus of the Board is that this item will move forward to the next meeting for approval.

- b) **Contract-April 23, 2015**

Mr. Adrian asked if there were any questions regarding the following contract. No discussion.

	<b>Name of Contract</b>	<b>Contract Type</b>	<b>Date of Contract</b>	<b>Old Rate</b>	<b>New Rate</b>	<b>Change</b>
A.	Dale Schmeisser	Dietician	5/1/15-4/30/16	\$50/hr.	Same	n/a
This is a renewal for dietary services for our homes and consulting to outpatient for a maximum of 44 hrs./mo.						

Consensus of the Board is that this contract will move forward to the next meeting for approval.

- c) **March 2015 Financial Report**

Mr. Adrian stated that March is the half-way point of Northpointe's fiscal year and we are approximately \$172,000.00 to the good. Mr. Adrian stated that Northpointe will be receiving back approximately \$1 million in Medicaid dollars from Northpointe's Medicaid fund savings that can be used in this fiscal year. Mr. Adrian also stated that Northpointe has received their General Fund (GF) supplement of \$126,000.00.

Mr. Adrian asked if there were any questions regarding the March 2015 financial report. No discussion. Consensus of the Board is that this item will move forward to the next meeting for approval.

- **Michigan Association of Community Mental Health Boards (MACMHB)-Special Assessment**

Bill Adrian stated the MACMHB is asking for \$1,500.00 from community mental health agencies to fund a special project. Discussion ensued. Consensus of the Board is to not move this issue forward.

- **Board Appointment to Northpointe Recipient Rights Committee**

John Nelson asked if there were any Board members interested in serving on the Northpointe Recipient Rights Committee. Mari Negro stated that she was interested as she has been a Board member appointed to this committee in the past.

**ACTION:** A motion was made by M. Hofer, supported by A. Martin to move the Board appointment to the Northpointe Recipient Rights Committee to an action item.

**ROLL CALL VOTE:**

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

**Motion carried unanimously.**

**ACTION:** A motion was made by A. Martin, supported by M. Hofer to appoint Mari Negro to the Northpointe Recipient Rights Committee. **Motion carried unanimously.**

- **Appoint Parliamentarian**

John Nelson asked if there were any Board members interested in serving as Parliamentarian for the Board. Ann Martin asked Patti Peretto if she would be interested in being appointed. Ms. Peretto stated that she has served on county boards and how the Northpointe meeting is conducted is different than these meetings so she would not be the right person at this time to be appointed. Janet Dehn asked Mari Negro if she would be interested in being appointed. Ms. Negro stated that she would be interested in serving as Parliamentarian if no one else was interested.

**ACTION:** A motion was made by A. Martin, supported by M. Hofer to move the appointment of the Parliamentarian to an action item.

**ROLL CALL VOTE:**

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

**Motion carried unanimously.**

**ACTION:** A motion was made by M. Hofer, supported by A. Martin to appoint Mari Negro as Board Parliamentarian. **Motion carried unanimously.**

- **Ad Hoc Committee-CEO Search**

John Nelson handed out information that was provided by Mari Negro regarding selecting the right chief executive officer, questions and answers for candidates, and stated that this was for informational purposes. Ms. Negro stated the information she provided was from looking for information on interviewing potential candidates and thought that some of the questions were fitting and could be used if the Board would like to. Mr. Nelson stated at the last meeting the Ad Hoc committee status was discussed: should the Ad Hoc Committee cease to exist, what is their responsibility, does everyone want to participate or volunteer to participate in the candidate's interview. Mr. Nelson stated that every candidate interviewed will need to be interviewed and rated by the same group of people. Mari Negro stated that all Board members should be given the opportunity to participate in candidate interviews if they wish to do so and will have to commit to the interview process no

matter how long it takes. Discussion ensued. Consensus is that the Ad Hoc Committee will develop a procedure and process for interviewing CEO candidates and an evaluation to score candidates on. If any Board member would like to provide input regarding interview questions they should give them to the Ad Hoc Committee. An Ad Hoc meeting will be scheduled to develop a procedure and process and evaluation to score candidates on. The full Board will be provided with the date of the next Ad Hoc Committee meeting and meeting information should a Board member want to attend.

Ann Martin - excused at 5:20 p.m.

John Nelson, Chairperson, assumed the Chairperson position

**MISCELLANEOUS BOARD/COMMITTEE REPORTS**

- Northpointe Agency Fund Endowment Report
- Recipient Rights Committee Report
- NorthCare Governing Board Meeting Report

Consensus of the Board is to place the above reports on file. No discussion.

**PUBLIC COMMENTS** - No public comments

**BOARD COMMENT**

- Peggy Freeman stated that she would like to commend and congratulate Bill Adrian and his staff on the great job they did on receiving a good Northpointe audit report.
- Janet Dehn stated that Alan Stotz did a good job on presenting the audit report.

**ADJOURN**

A motion was made by J. Dehn, supported by M. Negro to adjourn the meeting. Meeting adjourned at 5:25 p.m.

The next regular Board meeting is scheduled for **May 14, 2015 in Kingsford, Michigan at 4:00 p.m.**

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John Nelson, Chairperson

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Mari Negro, Secretary

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Mary Wendt, Board Secretary