

NORTHPOINTE HEALTHCARE SYSTEMS BOARD OF DIRECTORS

Regular Meeting

MINUTES

715 Pyle Drive, Kingsford, MI

April 13, 2017 - 4:00 p.m.

CALL TO ORDER/ROLL CALL:

J. Nelson, Chairperson, called the meeting to order at 4:00 p.m. Cindy Adrian, Administrative Assistant conducted the roll call.

<u>MEMBERS</u>	<u>Present</u>	<u>Excused</u>	<u>Absent</u>	<u>MEMBERS</u>	<u>Present</u>	<u>Excused</u>	<u>Absent</u>
		<u>Absent</u>				<u>Absent</u>	
Dehn, Janet	X*			Nelson, John	X		
Hofer, Millie	X			Pasternak, Nancy	X		
Luhtanen, Joan	X			Peretto, Patti	X		
Martin, Ann	X			Phillips, Patricia	X		
McCole, Gerald	X			Schinderle, Katie	X**		
Negro, Mari	X			Zevitz, Michael Dr.	X		

* Video television conference from the Northpointe Menominee office

** Per telephone – present at 4:15 p.m.

REPRESENTING ADMINISTRATION: J. Doll, C. Adrian

John Nelson introduced and welcomed Nancy Pasternak, new Northpointe Board member from Iron County, to the Board.

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

PUBLIC COMMENTS - None

APPROVAL OR AMEND AGENDA

Chairperson Nelson asked for approval and amend of agenda.

A motion was made by M. Negro supported by M. Hofer to approve the agenda.

A motion was made by M. Negro supported P. Phillips to amend the agenda under New Business Finance c). Network Storage for Virtual Servers.

ACTION: Moved to approve the amended agenda.

Motion by: M. Negro, supported by P. Phillips to approve agenda as amended.

Motion carried unanimously.

APPROVAL OF REGULAR BOARD MEETING MINUTES

Chairperson Nelson asked for a motion to approve the March 23, 2017 regular Board meeting minutes.

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

Motion by: G. McCole supported by A. Martin to approve the 3-23-17 regular Board meeting minutes.

Motion carried unanimously.

Jill Doll, Northpointe Interim CEO, took over the meeting as election of officers took place.

ELECTION OF OFFICERS - Nomination from the Floor

- Jill Doll, Interim CEO, opened the floor for nominations for the position of Chairperson. J. Nelson nominated M. Negro for position of Chairperson.

Jill Doll called for nominations for Chairperson 2nd time.

G. McCole nominated J. Luhtanen for position of Chairperson.

Jill Doll called for nominations for position of Chairperson 3rd time.
 P. Phillips nominated M. Negro for position of Chairperson.

DISCUSSION: Both nominees were willing to accept nomination for Chair. Board members stated they would like to ask questions of the two nominated candidates. Question was asked regarding viewpoint of a Northpointe waiting list of which both candidates stated they were not in favor of. Question regarding length of time on the Board and their strongest point for leading Board: M. Negro stated she has been on the Board for approximately 8 years, has been parliamentarian and has a strong grasp regarding rules and has demonstrated this in the past. J. Luhtanen stated she has been on the Board since 2002, previously served on the Stakeholder Committee, has an inherent interest and felt she could guide members in whatever function she could serve to help raise awareness of mental health issues.

K. Schinderle present at 4:15 p.m.

ROLL CALL VOTE:

<u>MEMBERS</u>	<u>Luhtanen</u>	<u>Negro</u>	<u>MEMBERS</u>	<u>Luhtanen</u>	<u>Negro</u>
Dehn J.		X	Pasternak N.	X	
Hofer M.		X	Peretto P.	X	
Luhtanen J.	X		Phillips P.		X
Martin A.	X		Schinderle K.	X	
McCole G.	X		Zevitz M.		X
Negro M.		X	Nelson J.		X

J. Doll stated split vote by a count of 6 votes for J. Luhtanen and 6 votes for M. Negro.

Second Roll Call Vote was conducted due to split vote.

ROLL CALL VOTE:

<u>MEMBERS</u>	<u>Luhtanen</u>	<u>Negro</u>	<u>MEMBERS</u>	<u>Luhtanen</u>	<u>Negro</u>
Dehn J.		X	Pasternak N.	X	
Hofer M.		X	Peretto P.	X	
Luhtanen J.	X		Phillips P.		X
Martin A.	X		Schinderle K.	X	
McCole G.	X		Zevitz M.		X
Negro M.		X	Nelson J.		X

J. Doll stated again split vote by a count of 6 votes for J. Luhtanen and 6 votes for M. Negro.

Due to 2nd split Roll Call Vote, coin toss was conducted and J. Luhtanen was elected Chairperson.

J. Luhtanen, as newly elected Chairperson, assumed the Chairperson position.

- Chairperson Luhtanen opened the floor for nominations for the position of Vice-Chairperson.
ACTION: A motion was made by G. McCole, supported by M. Zevitz to nominate M. Negro for Vice-Chairperson.
 Chairperson Luhtanen called for any other nominations three times.
ACTION: A motion was made by M. Zevitz, supported by M. Hofer to close nominations for Vice-Chairperson and cast a unanimous ballot for M. Negro as Vice-Chairperson.
Motion carried unanimously.

- Chairperson Luhtanen opened the floor for nominations for the position of Secretary.
ACTION: A motion was made by M. Negro, supported by A. Martin to nominate P. Phillips for Secretary.

Chairperson Luhtanen called for any other nominations three times.

ACTION: A motion was made by A. Martin, supported by M. Hofer to close nominations for Secretary and cast a unanimous ballot for P. Phillips as Secretary.

Motion carried unanimously

- Chairperson Luhtanen opened the floor for nominations for the position of Treasurer.
ACTION: A motion was made by M. Negro, supported by A. Martin to nominate G. McCole for Treasurer.

Chairperson Luhtanen called for any other nominations three times.

ACTION: A motion was made by A. Martin, supported by P. Peretto to close nominations for Treasurer and cast a unanimous ballot for G. McCole as Treasurer.

Motion carried unanimously

PRESENTATION – Network Storage for Virtual Servers

Brent Johnson of the IT Dept. reviewed with the Board the Network Storage for Virtual Servers. The current system has been failing intermittently and has capacity constraints. He reviewed options to replace the existing centralized storage environment that would provide high-speed shared storage including sufficient capacity and performance, fault tolerance and compatibility with existing technology. Miscellaneous questions were addressed regarding the various products available and the support that is offered by the vendor.

ACTION ITEMS

- **Finance**

a) Check Disbursement – February, 2017

ACTION: A motion was made by G. McCole supported by M. Negro to approve the Check Disbursement for February, 2017.

Motion carried unanimously.

b) FY16-17 Annual Budget

ACTION: A motion was made by M. Hofer supported by A. Martin to approve the FY16-17 Annual Budget.

Motion carried unanimously.

- **Effective Date of Start Time of Meetings**

ACTION: A motion was made by G. McCole supported by M. Negro that effective date of 5:00 p.m. start time of Board meetings commence April 27, 2017.

Motion carried unanimously.

A. Martin left meeting 4:45 p.m.

- **MERS Defined Benefit Plan Closure Draft**

ACTION: A motion was made by M. Negro supported by G. McCole to approve the MERS Defined Contribution Plan Adoption Agreement for all new hires.

Motion carried unanimously.

- **Use of Vocational and Employment Services Policy**

ACTION: A motion was made by M. Negro supported by P. Peretto to approve the Use of Vocational and Employment Services policy.

Motion carried unanimously.

- **Northpointe Board Appointments**

- a) **Parliamentarian**

Chairperson Luhtanen asked if there were any Board members interested in serving as Parliamentarian for the Board. M. Negro stated that she would be interested in continuing to serve as Parliamentarian if no one else was interested.

Chairperson Luhtanen appointed Mari Negro as Parliamentarian.

- b) **NorthCare Governing Board**

Chairperson Luhtanen asked if there were any Board members interested in serving on the NorthCare Governing Board. G. McCole stated he was interested in serving on the NorthCare Governing Board to represent Dickinson County. P. Peretto stated that A. Martin had expressed an interest in serving on the NorthCare Governing Board to represent Dickinson County. M. Negro stated she would like to continue on the NorthCare Governing Board to represent Menominee County. J. Luhtanen asked if there were any Iron County Board members interested in serving on the NorthCare Board with no interest shown.

Chairperson Luhtanen appointed G. McCole, A. Martin and M. Negro to the NorthCare Governing Board and M. Negro to be the representative on the NorthCare CEO Search Committee.

- c) **Recipient Rights Committee**

Chairperson Luhtanen asked if there were any Board members interested in serving on the Recipient Rights Committee. M. Negro stated she would like to continue to serve on the Recipient Rights Committee.

Chairperson Luhtanen appointed M. Negro to the Recipient Rights Committee.

- d) **Great Lakes Executive Committee**

Chairperson Luhtanen asked if there were any Board members interested in serving on the Great Lakes Executive Committee. J. Luhtanen stated she has served on this committee and would like to continue on the Great Lakes Executive Committee.

- e) **Great Lakes Conference Voting Delegates**

Chairperson Luhtanen stated that any Board member attending the conference will be a voting delegate and if more than 4 Board members attend then 4 Board members will be selected at that time.

Jill Doll conducted New Business as follows:

NEW BUSINESS (Discussion only)

- **Finance**

- a) **Financial Statement - February, 2017**

Reviewed Financial Statement – February, 2017. Consensus of the Board is that this item will move forward to the next meeting for approval.

Outcome: Action item for next meeting

- b) **Contracts 4-13-17 (*Bellin Hospital; Bonnie Daligga*)**

Reviewed and discussed the contracts for 4-13-17. Miscellaneous questions addressed regarding contract with Bonnie Daligga who provides infant mental health reflective supervision.

	Name of Contract	Contract Type	Date of Contract	Old Rate	New Rate	Change
A.	Bellin Hospital	Hospital	1/1/17 - 12/31/17	Inpatient per diem \$ 1187.50 Psych Diag. Eval. \$ 126.46 Initial Hosp. Care Lvl 1 \$ 60.63 Initial Hosp. Care Lvl 2 \$ 66.79 Initial Hosp. Care Lvl 3 \$ 76.46 Sub. Hosp. Care Lvl 1 \$ 20.62 Sub. Hosp. Care Lvl 2 \$ 25.82 Sub. Hosp. Care Lvl 3 \$ 40.42 Hosp. Discharge day <30min. \$ 37.97 Hosp. Discharge day >30min. \$ 78.42 Electroconvulsive Therapy, 1 seiz. \$ 159.36 (authorized only)	Inpatient per diem \$ 1311.25 Psych Diag. Eval \$ 126.46 Initial Hosp. Care Lvl 1 \$ 60.63 Initial Hosp. Care Lvl 2 \$ 66.79 Initial Hosp. Care Lvl 3 \$ 76.46 Sub. Hosp. Care Lvl 1 \$ 20.62 Sub. Hosp. Care Lvl 2 \$ 25.82 Sub. Hosp. Care Lvl 3 \$ 40.42 Hosp. Discharge day<30 min. \$ 37.97 Hosp. Discharge day>30min. \$ 78.42 Electroconvulsive Therapy,1seiz \$ 159.36 (authorized only)	\$ 123.75 \$ 0 \$ 0
B.	Bonnie Daligga	Reflective Supervision	1/1/17 – 12/31/18	\$75.00/hr for infant mental health certification and \$60.00/hr for individual reflective supervision	\$75.00/hr for infant mental health certification and \$60.00/hr for individual reflective supervision	\$0

OUTCOME: Action item for next meeting

c) Network Storage for Virtual Servers

Discussion regarding network storage for virtual servers occurred during presentation by Brent Johnson.

ACTION: A motion was made by M. Zevitz supported by P. Phillips that proposals for Network Storage for Virtual Servers become an action item at the present meeting.

ROLL CALL VOTE:

<u>MEMBERS</u>	<u>YES</u>	<u>NO</u>	<u>MEMBERS</u>	<u>YES</u>	<u>NO</u>
Dehn J.	X		Peretto P.	X	
Hofer M.	X		Phillips P.	X	
Luhtanen J.	X		Schinderle K.	X	
McCole G.	X		Zevitz M.	X	
Negro M.	X		Nelson J.	X	
Pasternak N.	X				

Motion carried unanimously.

ACTION: A motion was made by J. Nelson supported by M. Negro to grant the bid for the Network Storage for Virtual Servers to OptioData Nimble Storage Hybrid in the amount of \$58,970.

ROLL CALL NOTE:

<u>MEMBERS</u>	<u>YES</u>	<u>NO</u>	<u>MEMBERS</u>	<u>YES</u>	<u>NO</u>
Dehn J.	X		Peretto P.	X	
Hofer M.	X		Phillips P.	X	
Luhtanen J.	X		Schinderle K.	X	
McCole G.	X		Zevitz M.	X	
Negro M.	X		Nelson J.	X	
Pasternak N.	X				

Motion carried unanimously.

- **Recruitment and Retention**

Discussed and reviewed the recruitment and retention information that was previously presented at a Board meeting and need to revisit now that a budget has been established for FY16-17. J. Doll stated there is currently 36 unfulfilled positions across all counties and also shared with the Board an anonymous letter received regarding employees' feelings regarding pay, burnout due to staff shortage, etc. Consensus was further detailed information is needed regarding proposed pay increases including benefit packages and proposed cuts if budget is decreased.

OUTCOME: B. Ducoli, CFO to put together as much detailed information as possible on a 4% increase and a \$1.00/hour increase to be presented to the Board for further review.

J. Luhtanen assumed the Chairperson position.

MISCELLANEOUS BOARD/COMMITTEE REPORTS

- Northpointe FY-2016 Annual Audit Report
Presentation to be conducted at the April 27, 2017 Board meeting by Alan Stoltz. Report to be placed on file.

PUBLIC COMMENTS

- Donna Raboin, care manager, expressed her concern regarding retention of clinical staff due to Northpointe wages not being competitive with other local agencies.

BOARD COMMENT

- M. Negro stated she would like to have placed on the next Board agenda clarification regarding Northern Pines (previously Powers Activity Center) and the possibility of this facility closing.
- J. Nelson stated he will be resigning from the Northpointe Board effective tomorrow April 14, 2017. He stated he has enjoyed serving for the last 4 years and it has been a privilege to serve as Chair and wished the Board all the best.
- M. Hofer thanked J. Nelson for his service on the Northpointe Board and will be missed.

ADJOURN

A motion was made by G. McCole, supported by M. Negro to adjourn the meeting.

Motion carried unanimously.

Meeting adjourned at 5:32 p.m.

The next regular Board meeting is scheduled for Thursday, April 27, 2017 in Kingsford, Michigan at 5:00 p.m.

Joan Luhtanen, Chairperson

Mari Negro, Secretary

Cindy Adrian, Administrative Assistant