

NORTHPOINTE HEALTHCARE SYSTEMS BOARD OF DIRECTORS

Regular Meeting

MINUTES

715 Pyle Drive, Kingsford, MI

September 8, 2016 - 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 | | | Negro, Mari | X | | |
| Hamm, Ray | X | | | Nelson, John | X | | |
| Hofer, Millie | X | | | Peretto, Patti | X | | |
| Luhtanen, Joan | X | | | Phillips, Patricia | X | | |
| Martin, Ann | X | | | Schinderle, Katie | X | | |
| McCole, Gerald | X | | | Zevitz, Michael Dr. | X 5:10 | | |

REPRESENTING ADMINISTRATION: J. McCarty, B. Ducoli, C. Adrian

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 or amend of agenda.

ACTION: Moved to approve the agenda as presented.

Motion by: M. Negro, supported by K. Schinderle to approve agenda.

Motion carried unanimously.

APPROVAL OF REGULAR BOARD MEETING MINUTES

Chairperson Nelson asked for a motion to approve the August 11, 2016 and August 25, 2016 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 minutes.

Motion carried unanimously.

PRESENTATION - David Hansley, IS Dept.

Mr. Hansley reviewed with the Board an upcoming Microsoft Volume Licensing 3-year contract renewal in the amount of \$59,404.86/year. The program allows Northpointe to be a part of Software assurance in which Northpointe would receive all upgrades, revisions and fixes as they become available for free throughout the duration of the contract. The current contract expires 9/30/16. Discussion ensued and questions were addressed. Consensus of the Board is to review Board By-Laws/Policies and if needed put this item out for bid with action at next Board meeting.

ACTION ITEMS

None

Jennifer McCarty conducted New Business as follows:

NEW BUSINESS (Discussion only)

• **Finance**

a) Check Disbursement Report-July, 2016

No questions regarding the check disbursement report. Consensus of the Board is that this item will move forward to the next meeting for approval.

OUTCOME: Action item for next meeting

b) Financial Statement-July, 2016

Miscellaneous questions were addressed regarding the financial statement.

ACTION: A motion was made by M. Negro, supported by G. McCole for the financial statement to 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 | | Negro, M. | X | |
| Hamm, R. | X | | Peretto, P. | X | |
| Hofer, M. | X | | Phillips, P. | X | |
| Luhtanen, J. | X | | Schinderle, K. | X | |
| Martin, A. | X | | Nelson, J. | X | |
| McCole, G. | X | | | | |

Motion carried unanimously.

ACTION: A motion was made by P. Phillips, supported by J. Dehn to approval the financial statement for July, 2016.

ROLL CALL VOTE:

| <u>MEMBERS</u> | <u>YES</u> | <u>NO</u> | <u>MEMBERS</u> | <u>YES</u> | <u>NO</u> |
|----------------|------------|-----------|----------------|------------|-----------|
| Dehn, J. | X | | Negro, M. | X | |
| Hamm, R. | X | | Peretto, P. | X | |
| Hofer, M. | X | | Phillips, P. | X | |
| Luhtanen, J. | X | | Schinderle, K. | X | |
| Martin, A. | X | | Nelson, J. | X | |
| McCole, G. | X | | | | |

Motion carried unanimously.

c) Contracts-August 25, 2016

| # | Name of Contract | Contract Type | Date of Contract | Old Rate | New Rate | Change |
|---|---|-------------------------|------------------|----------------------------------|------------|------------------------|
| A. | MI Rehabilitation Services (Dickinson-Iron) | Cash Match Agreement | 10/1/16-9/30/17 | \$5,227.00 | Same | n/a |
| This is a cash match agreement. We put in \$5227.00 GF. The State puts in \$14,132.00, for a total of \$19,359.00 for the rehabilitation program. | | | | | | |
| B. | Cornerstone/Hernandez AFC | Specialized Residential | 10/1/16-9/30/17 | \$190-\$200/diem | \$210/diem | \$10/per diem increase |
| This is a renewal for Specialized Residential services. | | | | | | |
| C. | Virginia Freeborn | Psychologist | 10/1/16-9/30/17 | \$75/hr. \$35/hr. travel time | Same | n/a |
| This is a renewal agreement for Behavior Management Committee services. | | | | | | |
| D. | Great Northern Home Care | Respite & CLS | 9/1/16-8/31/17 | H2015-CLS \$3.75/15 min. unit | Same | n/a |

| | | | | | | |
|--|--------------------------------|--------------|---------------------|--|------------------------|------------------------|
| | | | | T1005-Respite \$3.63/15 min. unit | \$4.38/15 min. unit | \$.75/unit increase |
| This is a renewal agreement for Respite and CLS services for several Individuals through self-determination. | | | | | | |
| E. | Dr. Larry Pollock | Psychologist | 10/1/16- 9/30/18 | \$135/Encounter & yearly stipend of \$100 | Same | n/a |
| This is a renewal agreement. Northpointe needs a fully licensed psychologist on staff for BCBS purposes. | | | | | | |
| F. | NLJ Physical Therapy Clinic | PT Services | 10/1/16- 9/30/17 | \$80/eval. \$55 for trainings, treatment monitoring and follow-up visits | Same | n/a |
| This is a renewal agreement for PT services. | | | | | | |

Miscellaneous questions were addressed.

ACTION: A motion was made by M. Negro supported by G. McCole for contracts to 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 | | Negro, M. | X | |
| Hamm, R. | X | | Peretto, P. | X | |
| Hofer, M. | X | | Phillips, P. | X | |
| Luhtanen, J. | X | | Schinderle, K. | X | |
| Martin, A. | X | | Nelson, J. | X | |
| McCole, G. | X | | | | |

Motion carried unanimously.

ACTION: A motion was made by G. McCole, supported by K. Schinderle to approval the 8-25-16 contracts.

ROLL CALL VOTE:

| <u>MEMBERS</u> | <u>YES</u> | <u>NO</u> | <u>MEMBERS</u> | <u>YES</u> | <u>NO</u> |
|----------------|------------|-----------|----------------|------------|-----------|
| Dehn, J. | X | | Negro, M. | X | |
| Hamm, R. | X | | Peretto, P. | X | |
| Hofer, M. | X | | Phillips, P. | X | |
| Luhtanen, J. | X | | Schinderle, K. | X | |
| Martin, A. | X | | Nelson, J. | X | |
| McCole, G. | X | | | | |

Motion carried unanimously.

- **Application for Vacancies on Stakeholders Committee**

There are currently 3 openings on the 12 member Stakeholder Committee. The Board reviewed three (3) applications received for current vacancies. Miscellaneous questions were addressed regarding experience/background.

Outcome: Action item for next meeting.

- **Voting Delegates (4) Great Lakes Regional Mental Health Association Conference**

Discussion ensued regarding the GLRMHA conference on September 11 & 12th. Currently 5 Board members are attending the full conference but only 4 Board members are eligible to vote and need to be appointed.

Action: A motion was made by M. Negro supported by G. McCole for voting delegates to 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 | | Negro, M. | X | |
| Hamm, R. | X | | Peretto, P. | X | |
| Hofer, M. | X | | Phillips, P. | X | |
| Luhtanen, J. | X | | Schinderle, K. | X | |
| Martin, A. | X | | Nelson, J. | X | |
| McCole, G. | X | | | | |

Motion carried unanimously.

Action: A motion was made by M. Negro supported by J. Dehn to appoint R. Hamm, G. McCole, J. Dehn and J. Luhtanen as the 4 voting delegates to the GLRMHA conference.

ROLL CALL VOTE:

| <u>MEMBERS</u> | <u>YES</u> | <u>NO</u> | <u>MEMBERS</u> | <u>YES</u> | <u>NO</u> |
|----------------|------------|-----------|----------------|------------|-----------|
| Dehn, J. | X | | Negro, M. | X | |
| Hamm, R. | X | | Peretto, P. | X | |
| Hofer, M. | X | | Phillips, P. | X | |
| Luhtanen, J. | X | | Schinderle, K. | X | |
| Martin, A. | X | | Nelson, J. | X | |
| McCole, G. | X | | | | |

Motion carried unanimously.

- **Longevity Pay**

Discussion ensued and questions addressed regarding longevity pay policy and proposed total payout amount of \$61,200. Longevity payment would be made the last payday of September (9/23/16).

Action: A motion was made by G. McCole supported by P. Phillips for longevity pay to 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 | | Negro, M. | X | |
| Hamm, R. | X | | Peretto, P. | X | |
| Hofer, M. | X | | Phillips, P. | X | |
| Luhtanen, J. | X | | Schinderle, K. | X | |
| Martin, A. | X | | Nelson, J. | X | |
| McCole, G. | X | | | | |

Motion carried unanimously.

Action: A motion was made by M. Negro supported by P. Phillips to approve longevity pay in the amount of \$61,200.00 to be paid the last payday of September 9/23/16.

ROLL CALL VOTE:

| <u>MEMBERS</u> | <u>YES</u> | <u>NO</u> | <u>MEMBERS</u> | <u>YES</u> | <u>NO</u> |
|----------------|------------|-----------|----------------|------------|-----------|
| Dehn, J. | X | | Negro, M. | X | |
| Hamm, R. | X | | Peretto, P. | X | |
| Hofer, M. | X | | Phillips, P. | X | |
| Luhtanen, J. | X | | Schinderle, K. | X | |
| Martin, A. | X | | Nelson, J. | X | |
| McCole, G. | X | | | | |

Motion carried unanimously.

M. Zevitz present at 5:10 p.m.

- **On-Call Pay for Clinical Staff Policy**

Discussion ensued regarding rationale for change to On Call Pay for Clinical Staff policy due to upcoming FLSA changes effective 12/1/16. All salary non-exempt staff must be paid for actual hours worked under the new FLSA law, Northpointe will no longer be able to pay a per diem amount for an emergency screening. Options presented were exempt staff can continue to be paid a per diem or can be paid an hourly rate at the same rate as their current salary allows for emergency screenings. Board decision is necessary for making a determination of appropriate compensation of emergency services provision by the salary exempt staff in addition to changing the salary non-exempt staff payment to be in compliance with the law changes. Concern was expressed that paying staff differently would create and emphasize a divide in the work force on how clinical staff are paid to do the exact same work and staff are not adequately compensated in situations where they may be working many hours to provide emergency services for a fixed rate of pay.

Outcome: Consensus of the Board is to email J. McCarty any questions/additional information requested and further review the On-Call policy changes at next meeting.

- **Vacation Policy**

Discussed and reviewed the impact the FLSA changes would have in regards to the Vacation policy. Vacation will be accrued as earned however at the end of the fiscal year, if changes are made in the Vacation policy, there will no longer be a payout of hours exceeding 200 as the agency does not have additional funding to support the additional costs that will be incurred to be in compliance with the new overtime pay rules.

Outcome: The Board will review for further consideration.

- **FY16 Contract Amendment**

Northpointe received a FY16 Contract Amendment that requires action before September 16, 2016. No impact for Northpointe regarding changes but needs Board approval.

Action: A motion was made by M. Negro supported by K. Schinderle for FY16 Contract Amendment to 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 | | Negro, M. | X | |
| Hamm, R. | X | | Peretto, P. | X | |
| Hofer, M. | X | | Phillips, P. | X | |
| Luhtanen, J. | X | | Schinderle, K. | X | |
| Martin, A. | X | | Zevitz, M. | X | |
| McCole, G. | X | | Nelson, J. | X | |

Motion carried unanimously.

Action: A motion was made by M. Negro supported by P. Phillips to approve the FY16 Contract Amendment.

ROLL CALL VOTE:

| <u>MEMBERS</u> | <u>YES</u> | <u>NO</u> | <u>MEMBERS</u> | <u>YES</u> | <u>NO</u> |
|----------------|------------|-----------|----------------|------------|-----------|
| Dehn, J. | X | | Negro, M. | X | |
| Hamm, R. | X | | Peretto, P. | X | |
| Hofer, M. | X | | Phillips, P. | X | |
| Luhtanen, J. | X | | Schinderle, K. | X | |
| Martin, A. | X | | Zevitz, M. | X | |
| McCole, G. | X | | Nelson, J. | X | |

Motion carried unanimously.

- **FY17 MDHHS Contract**

Reviewed the FY17 MDHHS Contract that was due 9/2/16. An extension was requested due to no quorum at 8/25/16 Board meeting.

Action: A motion was made by M. Negro supported by M. Schinderle for FY17 MDHHS Contract to 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 | | Negro, M. | X | |
| Hamm, R. | X | | Peretto, P. | X | |
| Hofer, M. | X | | Phillips, P. | X | |
| Luhtanen, J. | X | | Schinderle, K. | X | |
| Martin, A. | X | | Zevitz, M. | X | |
| McCole, G. | X | | Nelson, J. | X | |

Motion carried unanimously.

Action: A motion was made by M. Negro supported by P. Phillips to approve the FY17 MDHHS Contract.

ROLL CALL VOTE:

| <u>MEMBERS</u> | <u>YES</u> | <u>NO</u> | <u>MEMBERS</u> | <u>YES</u> | <u>NO</u> |
|----------------|------------|-----------|----------------|------------|-----------|
| Dehn, J. | X | | Negro, M. | X | |
| Hamm, R. | X | | Peretto, P. | X | |
| Hofer, M. | X | | Phillips, P. | X | |
| Luhtanen, J. | X | | Schinderle, K. | X | |
| Martin, A. | X | | Zevitz, M. | X | |
| McCole, G. | X | | Nelson, J. | X | |

Motion carried unanimously.

- **Annual CEO Evaluation**

Reviewed annual CEO evaluation. M. Hofer commended J. McCarty on doing good job; G. McCole agreed. J. Dehn commented that some of her responses were limited due to the fact that it has been a short period of time and Board members are not always aware of all community activities; happy with service and once longer period of time can respond more appropriately.

- **Annual Board/Self Evaluation**

Reviewed annual Board/Self Evaluation per Board By-Laws.

- **CEO Report**

Reviewed CEO report with Board. Additional information provided: 1) NorthCare audit results were changed due to an error on scoring and Northpointe actually received 97%; 2) Informed Board that a 2001 Dodge Ram lift van was donated to Northpointe and a thank you will be sent on behalf of the Board.

J. Nelson, assumed the Chairperson position.

MISCELLANEOUS BOARD/COMMITTEE REPORTS

- **Consultation Draft of Performance Indicator Report 2nd Quarter**

Report to be placed on file

- **Stakeholders Minutes 8-2-16**

Report to be placed on file

PUBLIC COMMENTS

Kathy Johnson, NBHS case manager, thanked the Board for approval of longevity pay and expressed concerns regarding the upcoming FLSA changes and the impact it will have on staff. She is strongly encouraging the Board to go back to Committee and ask more questions regarding upcoming policy changes.

Jane Lindow, NBHS finance specialist, thanked the Board for approval of longevity pay and emphasized this is important to staff who may be at the top of their pay scale.

BOARD COMMENT

M. Negro thanked staff for speaking out and the need for the Board to further explore these issues.

J. Luhtanen stated Mental Health Awareness week is October 2 – 8th and would like to see community involvement informing them of Northpointe services.

ADJOURN

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

Motion carried unanimously.

Meeting adjourned at 5:50 p.m.

The next regular Board meeting is scheduled for Thursday, September 22, 2016 in Kingsford, Michigan at 4:00 p.m.

John Nelson, Chairperson

Mari Negro, Secretary

Cindy Adrian, Administrative Assistant