

NORTHPOINTE HEALTHCARE SYSTEMS BOARD OF DIRECTORS

Regular Monthly Meeting

MINUTES

715 Pyle Drive, Kingsford, Michigan

December 16, 2010 - 4:00 p.m.

CALL TO ORDER/ROLL CALL:

Karen Raether, Board Chairperson, called the meeting to order at 4:05 p.m. Mary Wendt, Board Secretary, conducted the roll call. Ms. Raether stated that Karen Thekan would not be present at today's Board meeting due to her brother being ill and asked board members to keep Ms. Thekan in their prayers.

<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			Luhtanen, Joan	X		
DeDie, William	X			Martin, Ann	X		
DeGrave, Marylee	X			Negro, Mari	X		
Farragh, Elizabeth	X			Raether, Karen	X		
Hofer, Millie	X			Plumley, Robert	X		
Lang, Bernie	X			Spence, Christine	X		

REPRESENTING ADMINISTRATION: B. Adrian, T. Wendt, J. Pelc, L. Dionne, M. Wendt

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

PUBLIC COMMENTS - No public comments

APPROVAL OF THE AGENDA: There were no additions to the agenda. Karen Raether stated that Brian Bousely, Menominee County Administrator, was present at today's Board meeting and would be participating under New Business.

ACTION: Moved to approve the agenda as presented.

Motion by: M. DeGrave; supported by J. Luhtanen. **Motion carried unanimously**

APPROVAL OF THE MINUTES:

There were no additions or corrections to the minutes from the Regular Board of Directors meeting on November 18, 2010.

ACTION: A motion was made to dispense with reading the minutes from the November 18, 2010 Regular Board of Directors meeting and approve as written.

Motion by: P. Connors; supported by M. DeGrave. **Motion carried unanimously.**

FINANCE COMMITTEE REPORT - C. Spence

Ms. Spence highlighted the following from the Finance Committee meeting minutes:

1. **ISSUE:** Review Check Disbursement Report

The check disbursement report in the amount of \$1,210,114.96 was reviewed and recommended for Board approval.

ACTION: A motion was made by C. Spence, supported by M. Negro to approve the check disbursement report for bills paid in the amount of \$1,210,114.96 as presented.

ROLL CALL VOTE:

<u>MEMBERS</u>	<u>YES</u>	<u>NO</u>	<u>MEMBERS</u>	<u>YES</u>	<u>NO</u>
Connors, Peggy	X		Luhtanen, Joan	X	
DeDie, William	X		Martin, Ann	X	
DeGrave, Marylee	X		Negro, Mari	X	
Farragh, Elizabeth	X		Raether, Karen	X	
Hofer, Millie	X		Plumley, Robert	X	
Lang, Bernie	X		Spence, Christine	X	

Motion carried unanimously.

2. **ISSUE:** Review Financial Reports – Preliminary September 2010 & November 2010

The preliminary September 2010 financial report was reviewed. The September financial report is preliminary as Bill Adrian is still waiting for information to close out the fiscal year. The November 2010 financial statement was reviewed and recommended for Board approval.

ACTION: A motion was made by C. Spence, supported by M. DeGrave to approve the November 2010 financial report.

ROLL CALL VOTE:

<u>MEMBERS</u>	<u>YES</u>	<u>NO</u>	<u>MEMBERS</u>	<u>YES</u>	<u>NO</u>
Connors, Peggy	X		Luhtanen, Joan	X	
DeDie, William	X		Martin, Ann	X	
DeGrave, Marylee	X		Negro, Mari	X	
Farragh, Elizabeth	X		Raether, Karen	X	
Hofer, Millie	X		Plumley, Robert	X	
Lang, Bernie	X		Spence, Christine	X	

Motion carried unanimously.

3. ISSUE: Contract(s)/Agreement(s)

#	Name of Contract	Purpose of Contract	Date of Contract	Old Rate	New Rate	Change
a.	Carrie Zigman	Speech Services	1/1/11 – 12/31/11	\$55/hr direct & \$49/hr indirect	\$57.75/hr – direct & \$51.50/hr indirect	\$2.75/hr-direct \$2.50/hr-indirect
This is a renewal agreement for the services of a speech and language therapist. Ms. Zigman currently works approx 40 hours/month and serves 18 consumers.						
b.	John Zinger, II	Snow Removal	10/1/10 – 5/1/11	\$50/hr	\$50/hr	n/a
This is a renewal agreement for an individual to provide snow removal services at all of the Iron River sites.						
c.	Carlson Medical Clinic	Medical Services to Maple Ridge	1/1/11 – 1/31/12	\$200/hr	\$200/hr	No Change
Dr. Carlson provides medical services to the residents of Maple Ridge that are over and above standard appointments. She averages 1 ½ hr per month.						
d.	Dr. Dennis Ziemba	Medical Services in Dickinson Co. Residential	1/1/11 – 12/31/12	\$300/mo	\$300/mo	No change
Dr. Ziemba provides medical services to the residents of Belgium Pointe and The Pines that are over and above standard appointments.						
e.	Pine Rest Christian Mental Health Service and Saint Mary's Hospital	Inpatient Psychiatric Services	10/1/10 – 9/30/11	Pine Rest – \$798.00 St. Mary's - \$769.00	Pine Rest - \$852.00 St. Mary's - \$822.00	Increase Pine Rest – \$56 St Mary's - \$53
This is a renewal agreement for inpatient psychiatric services. This hospital is located in Grand Rapids, MI,						
f.	Waste Management of Michigan	Non Hazardous Waste Disposal	12/1/10 – 11/30/13	\$148.75/mo	\$160.65/mo	Increase of \$11.90
This is a renewal agreement for waste disposal for the Iron River Office.						
g.	Cherith Counseling, LC	Outpatient Counseling	11/1/10 – 10/31/11	\$60.00/hr	\$70/hr	Increase of \$10/hr
This contract was reviewed at the November Board meeting. Cherith Counseling is now requesting a \$10/hr increase due to the need for added insurance. This is a self-determination arrangement for one person, through a single case agreement, who will receive services from Cherith Counseling instead of NBHS.						

ACTION: A motion was made by C. Spence, supported by M. DeGrave to approve all contracts as noted above.

DISCUSSION: Millie Hofer stated she brought up at the Finance Committee meeting that there was a discrepancy between the hourly rate of Penny Gregg and Carrie Zigman who are both speech therapists. Ms. Hofer stated that one is charging \$65/hour and one is charging \$57.75/hour and would like this noted. Miscellaneous questions were addressed by Bill Adrian.

ROLL CALL VOTE:

MEMBERS	YES	NO	MEMBERS	YES	NO
Connors, Peggy	X		Luhtanen, Joan	X	
DeDie, William	X		Martin, Ann	X	
DeGrave, Marylee	X		Negro, Mari	X	
Farragh, Elizabeth	X		Raether, Karen	X	
Hofer, Millie	X		Plumley, Robert	X	
Lang, Bernie	X		Spence, Christine	X	

Motion carried unanimously.

4. Miscellaneous

- Bill Adrian provided that Northpointe will be reviewing how AFC provider contracts are paid. This will give Northpointe a better measurement of how much care an individual is actually receiving so this information can then be more accurately built into their treatment plan. Northpointe needs to better document what they buying from AFC contract providers to have this relate back to an individual's treatment plan and as this review process is done there will be some changes in Northpointe's residential AFC contracts. Mr. Adrian stated that for clarification purposes this particular process will be used for non-specialized residential AFC providers.

PLANNING COMMITTEE REPORT - J. Luhtanen

1. **ISSUE:** Stakeholder Advisory Committee Meeting Report

The December 7, 2010 Stakeholder Advisory Committee meeting was held at the Kingsford office and committee members were provided with a presentation on supported employment; the results from the MDCH site review results were reviewed; the 4th quarter Outcomes Report was reviewed; suggestions for improvement and a complaint was reviewed; the October and November CEO reports were discussed; the CAFAS level of functioning test was provided and reviewed; and the annual Christmas potluck was held. **ACTION:** Information

2. **ISSUE:** Vote for New Stakeholder Committee Members

Joan Luhtanen stated that information on applicants for Stakeholder Advisory Committee vacancies were provided for review. Ms. Luhtanen stated there are 5 openings for primary members and there are 5 individuals to fill these vacancies: Sue Kyllonen, Jean Massie, Dean Brunnet, Kristena Estebo, and Paul Suchovski. **ACTION:** A motion was made by J. Luhtanen, supported by M. DeGrave to approve to the reappointments of Sue Kyllonen, Jean Massie, Dean Brunnet, Kristena Estebo and the new appointment of Paul Suchovski to the fill the 5 openings for primary members on the Stakeholder Advisory Committee. **Motion carried unanimously.** Ms. Luhtanen stated that there are also 3 openings for secondary members on the Stakeholder Advisory Committee and 7 applicants for these openings. Lisa Dionne stated that the committee is comprised of 12 members and at least half of the committee needs to be primary members and the remainder of the committee can be secondary consumers. Discussion ensued and miscellaneous questions were addressed by Ms. Dionne. **ACTION:** A motion was made by J. Luhtanen, supported by A. Martin to approve the reappointments of Nancy Pasternak and Mel Levin and the new appointment of Hugo Latvala to the Stakeholder Advisory Committee to fill the 3 openings for secondary members on the Stakeholder Advisory Committee. **Motion carried unanimously.**

3. **ISSUE:** 4th Quarter Outcomes Report

The 4th Quarter Outcomes report was reviewed by Lisa Dionne. Miscellaneous questions were addressed by Ms. Dionne. **ACTION:** Information

4. **ISSUE:** Board Members Responsibilities ("A Board Member's Approach to the Job")

Joan Luhtanen stated that the above information was provided by Millie Hofer so all Board members could review it. Ms. Luhtanen stated that this information was interesting and a good review as to what a Board member's responsibility is. Ms. Luhtanen stated that Karen Thekan did provide information from a recent Dickinson Community Foundation meeting where a presentation was done by Judy Watson-Olson on Board training. Ms. Luhtanen stated that Ms. Thekan contacted Ms. Watson-Olson to see if she could provide a 1-2 hour training for the Northpointe Board. The cost of this training would be \$445.00. Discussion ensued and questions were addressed by Ms. Luhtanen. **ACTION:** A motion was made by M. DeGrave, supported by M. Negro to approve that a special Board meeting be scheduled for Ms. Watson-Olson to present on Board training at a cost of \$445.00.

ROLL CALL VOTE:

MEMBERS	YES	NO	MEMBERS	YES	NO
Connors, Peggy	X		Luhtanen, Joan	X	
DeDie, William	X		Martin, Ann	X	
DeGrave, Marylee	X		Negro, Mari	X	
Farragh, Elizabeth	X		Raether, Karen	X	
Hofer, Millie	X		Plumley, Robert	X	
Lang, Bernie	X		Spence, Christine	X	

Motion carried unanimously.

5. **ISSUE:** Board Association By-Laws

Joan Luhtanen stated that Board Association By-Laws were presented for information regarding the issue of Board member voting delegates at Board Association conferences. Board Association voting issues are voted on at the May and October Board Association conference. Ms. Luhtanen stated that Karen Thekan contacted Mike Vizena, at the Board Association, to inquire if voting issues could be provided sooner for review by Northpointe Board members before a Board Association conference is held. Mr. Vizena provided that they will now be providing voting issues sooner so they can be reviewed. Discussion ensued and miscellaneous questions were addressed by Karen Raether. **ACTION:** Information

6. **Miscellaneous**

- Lisa Dionne provided Northpointe's Annual Report to Board members. Ms. Dionne stated that the report should be reviewed and will then be discussed at the next Planning Committee and Board meetings.
- Bill DeDie stated that the annual NAMI Christmas party will be held on Friday, December 17 at 11:00 a.m. at the Marantha Church in Kingsford and everyone is invited to attend this event.

CHAIRPERSONS REPORT

Karen Raether stated that she did not have any specific issues to report on this month.

PRESENTATION: No presentation

CEO REPORT

Karen Raether stated that Karen Thekan's CEO report was in Board packets. If anyone had questions regarding her report they can contact Bill Adrian.

OLD BUSINESS – No old business

NEW BUSINESS

- Discussion of the Open Forum Letter in the *Menominee Eagle Herald* Dated: December 6, 2010
DISCUSSION: Bill Adrian stated that this above issue was put on as an informational item. Mr. Adrian further stated that at the December 14, 2010 Menominee County Board meeting it was requested by that Board to have the Northpointe Board try to resolve the above issue themselves. Mr. Adrian stated that hopefully the issue can be resolved at tonight's Board meeting and Northpointe can get back to the business at hand. Karen Raether stated that she does apologize to the Northpointe Board and staff for an incident/misunderstanding that recently took place which has escalated far beyond to what it should have. Ms. Raether stated that she is concerned that this issue has preoccupied the Board and derailed Board member duties. A lengthy discussion ensued. Brian Bousley stated that this issue needs to be resolved internally, if at all possible, and if brought back to the Menominee County Board the recommendation may be to remove all four Menominee County Northpointe Board members and this would be unfair to everyone. Mr. Bousley stated that the Northpointe Board By-Laws and Policies need to be changed to add a process on how a grievance should be handled. A lengthy discussion ensued once again. Ms. Negro stated that she is willing to let this issue drop if a process on how a grievance is handled is added to the By-Laws that spells the process out in no uncertain terms. Ms. Negro further stated that the By-Laws are to protect each Board member individually and as a whole.
ACTION: A motion was made by P. Connors, supported by R. Plumley that all parties involved agree to consider the conflict among Board members that occurred on October 19, 2010 at the Traverse City conference resolved. A grievance procedure will be written into the Northpointe by-Laws and Policies to be approved by the Board.

ROLL CALL VOTE:

<u>MEMBERS</u>	<u>YES</u>	<u>NO</u>	<u>MEMBERS</u>	<u>YES</u>	<u>NO</u>
Connors, Peggy	X		Luhtanen, Joan	X	
DeDie, William	X		Martin, Ann	X	
DeGrave, Marylee	X		Negro, Mari	X	
Farragh, Elizabeth	X		Raether, Karen	X	
Hofer, Millie	X		Plumley, Robert	X	
Lang, Bernie	X		Spence, Christine	X	

Motion carried unanimously.

DISCUSSION: Consensus is that the Board By-Laws and Policies will be updated to add a process of how a grievance is handled and will be an agenda item for the January 17, 2011 Planning Committee meeting. Ms. Negro asked Planning Committee members to bring ideas on By-Laws or grievance procedures that they may have from their place of employment for review. Mr. Adrian stated that he will also call the regional U.P. community health board to get samples of their Board By-Laws and Policies. Mr. Bousley provided the following suggestions for a grievance process: it should be decided who the grievance will be brought to first; everything needs to be written and documented; once the grievance is brought to the proper individual a timeframe is needed to resolve the grievance; and if it is not resolved internally what will the next step be. Mr. Bousley stated that if at possible grievances should be done in-house.

BOARD PREROGATIVE

- Ann Martin thanked everyone involved, in the above issue under New Business, that they were big enough to come to the above resolution at tonight's meeting. Ms. Martin asked Bill Adrian if Northpointe was at a point in time to provide how the fiscal year ended. Mr. Adrian stated that he is still waiting for information to close out the fiscal year and he will be providing an end of year fiscal year report at the January 2011 Board meeting.

PUBLIC COMMENTS

- Brian Bousley stated that he did want to see the above issue resolved and steps taken where this will not be an issue again by putting a grievance process in place into the By-Laws.

ADJOURNMENT

Chairperson Raether stated the meeting adjourned. Meeting adjourned at 5:51 p.m.

The next regular monthly Board meeting is scheduled for January 20, 2011 in **Kingsford, Michigan beginning at 4:00 p.m.**

Karen Raether, Chairperson

Peggy Connors, Secretary

Mary Wendt, Board Secretary