

NORTHPOINTE HEALTHCARE SYSTEMS BOARD OF DIRECTORS

Regular Meeting

MINUTES

715 Pyle Drive, Kingsford, MI

May 24, 2018 – 4:30 p.m.

CALL TO ORDER/ROLL CALL:

Joan Luhtanen, Chairperson, called the meeting to order at 4:30 p.m.; Kelly Stankevich, Administrative Assistant, conducted the roll call.

<u>MEMBERS</u>	<u>Present</u>	<u>Excused Absent</u>	<u>Absent</u>	<u>MEMBERS</u>	<u>Present</u>	<u>Excused Absent</u>	<u>Absent</u>
Dehn, Janet	X			Negro, Mari	X		
Hafeman, Jan	X			Pasternak, Nancy	X		
Hofer, Millie	X			Peretto, Patti	X		
Roberge, Robert	X			Phillips, Patricia	X		
Martin, Ann	X			Zevitz, Michael Dr.	X		
McCole, Gerald	X			Luhtanen, Joan	X		

* Video conference from the Northpointe Menominee office

** Telephone attendance

REPRESENTING ADMINISTRATION: J. McCarty, K. Stankevich

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

PUBLIC COMMENTS

K. Fayas from HIS, Inc. discussed the hardships of running an AFC home. He expressed to the board his concerns regarding the level of care process used by Northpointe to determine placement of individuals in his home as being unfair.

APPROVAL OR AMEND AGENDA

Chairperson Luhtanen asked for approval or amendment of agenda.

Chairperson Luhtanen requested the CMHAM Strategic Plan be placed under Miscellaneous Reports

Chairperson Luhtanen requested that after calling for the CEO contract vote, regardless of outcome, Board members refrain from comment as she is seeking permission to engage legal counsel on behalf of the Board further down the agenda to ensure proper procedure is followed.

ACTION: Moved to approve agenda as amended.

Motion by: M. Negro supported by J. Hafeman to approve agenda as amended.

Motion carried by majority. 11-1

APPROVAL OF REGULAR BOARD MEETING MINUTES

Chairperson Luhtanen asked for a motion to approve the April 26, 2018 regular Board meeting minutes and the 5-10-18 Special Board meeting minutes.

A. Martin requested the wages listed under Board Comments on 4-26-18 meeting minutes be checked and changed for accuracy reflective of Board's vote.

M. Negro stated the header for 5-10-18 meeting minutes needed to read Special Board meeting.

ACTION: Moved to approve 4-26-18 and 5-10-18 minutes with corrections.

Motion by: M. Negro supported by J. Hafeman to approve the 4-26-18 and 5-10-18 Board meeting minutes.

Motion carried unanimously.

PRESENTATION – Parent Support Partner Services - Presented by Lynda Reid

L. Reid addressed the Board regarding the Parent Support Partner Service program. Explained the purpose of the program and how services are delivered. Miscellaneous questions addressed.

ACTION ITEMS

- **CEO Contract**

ACTION: Motion by M. Negro supported by P. Phillips to not renew CEO contract at this time, and have Chairperson Luhtanen send out 60-day notice, effective immediately.

J. Dehn and M. Hofer reminded members of CEO’s very good evaluation last year and requested clarification of any changes. No response from members. M. Hofer reminded members of discussion about family members being pleased with care. G. McCole requested clarification that after vote legal counsel would be sought; Chairperson Luhtanen stated this was an item on agenda under Discussion.

Chairperson Luhtanen requested a roll call:

ROLL CALL VOTE	YES	NO		YES	NO
Dehn		X	Pasternak	X	
Hafeman	X		Phillips	X	
Hofer		X	Peretto	X	
Martin	X		Roberge	X	
McCole		X	Zevitz	X	
Negro	X		Luhtanen	X	

Motion carried by majority.

M. Negro requested tally of final vote. A. Martin and K. Stankevich replied 9-3.

- **Finance**

a) Check Disbursement – March 2018

ACTION: Motion by G. McCole supported by J. Hafeman to approve the March 2018 - Check Disbursement.

Motion carried unanimously.

b) Financial Statement – March 2018

ACTION: Motion by G. McCole and supported by J. Hafeman to approve the March 2018 - Financial Statement.

Motion carried unanimously.

c) Summary Fund report

Discussion with Workforce Analysis below.

d) Miscellaneous Board Member Finance Questions

Questions from regular and special meetings addressed. Insurance coverage for mobile devices reviewed.

- **Workforce Analysis – Recommendation 2**

Recommendation to wait until closer to year-end to determine monies available for wage increases.

Review of options presented to Board on ways to reduce GF expenditures. Board support prior to action was requested.

ACTION: Motion by J. Hafeman seconded by M. Negro to follow recommendation to wait until closer to year-end before making a final decision. Bring back on last agenda of August for discussion. CFO to present at next meeting regarding the General Fund to provide information on expenditures for this fiscal year.

Motion carried unanimously.

- **Telecommuting/Device and Media Control Procedures**
Discussion of changes made. More clarity that senior Administrative staff will be in office during normal business hours requested. Miscellaneous questions addressed.
ACTION: Complete changes and return to next agenda.

Jennifer McCarty conducted New Business as follows:

NEW BUSINESS (Discussion only)

- **CEO Report**
Outcome: Informational
- **Finance**
 - e) **Check Disbursement** – April 2018
Miscellaneous questions addressed.
Outcome: Action item for next meeting.
 - f) **Financial Statement** – April 2018
Miscellaneous questions addressed.
Outcome: Action item for next meeting.
 - g) **Contract Grid 5-24-18** (*Waste Management, MDHHS/CMHSP FY18*)
Miscellaneous questions addressed.
Outcome: Action item for next meeting.
 - h) **Miscellaneous Board Member Finance Questions** - None
- **Northpointe Compliance Plan FY18**
Minor changes to plan discussed.
Outcome: Action item for next meeting.
- **Vehicle Purchase**
Request to have Fleet Management Plan made a priority. Request for information regarding how many wheelchairs each van can hold. Miscellaneous questions addressed.
Outcome: Action item for next meeting. A column for “met all requirements” to be added to the grid used for presenting bids to the Board.
- **Northpointe Legal Counsel**
Motion by: R. Roberge seconded by M. Negro to move retaining legal counsel for the Board to an action item.

Chairperson Luhtanen requested a roll call:

ROLL CALL VOTE	YES	NO		YES	NO
Dehn	X		Pasternak	X	
Hafeman	X		Phillips	X	
Hofer	X		Peretto	X	
Martin	X		Roberge	X	
McCole	X		Zevitz	X	
Negro	X		Luhtanen	X	

Motion carried unanimously.

Motion by: M. Negro seconded by J. Hafeman to grant Chairperson Luhtanen the authority to contact and retain legal counsel pertaining to the CEO contract on behalf of the Board.
 Chairperson Luhtanen requested a roll call:

ROLL CALL VOTE	YES	NO		YES	NO
Dehn	X		Pasternak	X	
Hafeman	X		Phillips	X	
Hofer	X		Peretto	X	
Martin	X		Roberge	X	
McCole	X		Zevitz	X	
Negro	X		Luhtanen	X	

Motion carried unanimously.

MISCELLANEOUS BOARD/COMMITTEE REPORTS

- NorthCare Governing Board Minutes – April 11, 2018
Outcome: Place on file.
 CMHAM Strategic Plan 2018-2023
 G. McCole submitted a report from the Spring Conference, and intends to submit another report after more information is received.
Outcome: Place on file.

PUBLIC COMMENTS – J. Lindow, finance specialist for Northpointe, answered a Board finance question.

BOARD COMMENTS - None

ADJOURN

A motion was made by M. Negro and supported by J. Hafeman to adjourn the meeting.
Motion carried unanimously.

Meeting adjourned at 5:45 p.m.

A Regular Board meeting is scheduled for Thursday, June 14, 2018 in Kingsford, Michigan at 4:30 p.m.

 Joan Luhtanen, Chairperson

 Patricia Phillips, Secretary

 Kelly Stankevich, Administrative Assistant