

NORTHPOINTE HEALTHCARE SYSTEMS BOARD OF DIRECTORS

Regular Meeting

MINUTES

715 Pyle Drive, Kingsford, MI

June 14, 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</u> <u>Absent</u>	<u>Absent</u>	<u>MEMBERS</u>	<u>Present</u>	<u>Excused</u> <u>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, Bob Ducoli, K. Stankevich

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

PUBLIC COMMENTS - None

APPROVAL OR AMEND AGENDA

Chairperson Luhtanen asked for approval or amendment of agenda.

G. McCole drafted a letter to the Board and requested addition of his written letter to be placed for discussion after ‘Contracting for Interim CEO’.

ACTION: Moved to approve agenda as amended.

Motion by: J. Hafeman supported by P. Philips to approve agenda as amended.

Motion carried unanimously.

APPROVAL OF REGULAR BOARD MEETING MINUTES

Chairperson Luhtanen asked for a motion to approve the May 24, 2018 regular Board meeting minutes.

A. Martin requested explanation of the process for Board minutes corrections. Board minutes are presented in draft form for approval. If corrections are necessary, they are completed prior to posting on the website and entering into the binder for signatures. Corrections do not appear in the minutes of the following meeting.

ACTION: Moved to approve 5-24-18 regular Board meeting minutes.

Motion by: J. Hafeman supported by G. McCole to approve the 5-24-18 regular Board meeting minutes.

Motion carried unanimously.

M. Zevitz arrived to meeting at 4:40 p.m.

PRESENTATION – **Quarterly Outcomes Report** **Presenter: C. Luse**

C. Luse reviewed information from Quarterly Outcomes Report for the 2nd Quarter. M. Negro requested Plan of Correction be issued for ACT community service guidelines. QI to discuss ways to improve service dropout rates.

Miscellaneous questions addressed.

ACTION ITEMS

- **Finance**

a) Check Disbursement – April 2018

ACTION: Motion by M. Negro supported by J. Hafeman to approve the April 2018 - Check Disbursement.

Motion carried unanimously.

b) Financial Statement – April 2018

ACTION: Motion by J. Hafeman and supported by M. Negro to approve the April 2018 - Financial Statement.

Motion carried unanimously.

c) Contract Grid 5-24-18 (*Waste Management, MDHHS/CMHSP FY18*)

#	Name of Contract	Contract Type	Date of Contract	Old Rate	New Rate	Change
A.	Waste Management	Non-hazardous waste removal	3/31/18 – 4/1/19	\$211.28 - Boyington St. IR \$105.64 - 401 10 th Ave. Men \$ 72.63 - 703 N. 2 nd Ave. IR	\$246.42 \$123.77 \$ 90.10	\$35.14 \$18.13 \$17.47
B.	MDHHS/CMHSP Managed Mental Health Supports and Services FY2018 Amendment	Managed mental health support and services	10/1/17 - 9/30/18	Based on total funding available for managed mental health supports and services as identified in the annual Legislative Appropriation.	Based on total funding available for managed mental health supports and services as identified in the annual Legislative Appropriation.	None

ACTION: Motion by J. Hafeman supported by G. McCole to approve 5-24-18 Contract Grid as presented.

Motion carried unanimously.

d) Miscellaneous Board Member Finance Questions

J. Luhtanen requested CFO to explain his rationale for recommending to hold on wage increases until later in the fiscal year, as he was not present during the discussion at the last meeting. R. Ducoli reviewed the current GF funding and reasons for waiting until closer to year end to make a decision; will provide a better picture of actual monies available for increases.

- **Telecommuting/Device and Media Control Procedures**

Requested changes from Board members via email discussed. Small corrections requested.

ACTION: Once corrections are completed, a clean copy will be reviewed at next meeting.

- **Northpointe Compliance Plan FY18**

Miscellaneous questions addressed.

ACTION: Provide a clean copy at next meeting for review.

- **Vehicle Purchase – Bids**

ACTION: Motion by M. Negro supported by R. Roberge to purchase recommended 2018 Transit Wagon XL for \$ 41,102.00.

Motion carried unanimously.

NEW BUSINESS (Discussion only)

- **Contracting for Interim CEO**

The Board for legal advice on any new contracts retained attorney Peter Cole. Discussed the need to define expectations and job description of new CEO prior to seeking out a candidate. M. Negro stated after the last Board meeting she sent email to all Board members regarding contacting Bill Adrian to become the interim CEO and B. Adrian appeared willing to discuss terms at that time.

ACTION: Motion by M. Negro supported by P. Phillips to make extending a contractual offer to B. Adrian for interim CEO position an ACTION item at present meeting.

Roll call conducted by K. Stankevich, Administrative Assistant

<u>ROLL CALL VOTE</u>	<u>YES</u>	<u>NO</u>		<u>YES</u>	<u>NO</u>
Dehn	X		Pasternak	X	
Hafeman	X		Phillips	X	
Hofer	X		Roberge	X	
Martin	X		Zevitz	X	
McCole	X		Luhtanen	X	
Negro	X				

Motion carried unanimously.

ACTION: Motion by M. Negro supported by R. Roberge to have Chairperson Luhtanen contact B. Adrian to discuss terms for a contract as interim CEO.

Motion carried unanimously.

- **G. McCole Letter**

Letter requested returning Board meetings to once a month and having subcommittees to review individual topics. Discussed purpose and role of the Board. Requests made for direction on what members roles are supposed to be. By-laws to be reviewed with attorney.

Outcome: Special meeting to be held July 12, 2018 at 3:30. Additional topic requests will be sent to Administrative Assistant for placement on agenda.

Jennifer McCarty conducted New Business as follows:

- **Finance**

a) Contract Grid 6/14/18 (*Forever Friendship, UPHIE**)

ACTION: Motion by J. Hafeman supported by P. Phillips to move UPHIE contract to action item at the present meeting.

Roll call conducted by K. Stankevich, Administrative Assistant

<u>ROLL CALL VOTE</u>	<u>YES</u>	<u>NO</u>		<u>YES</u>	<u>NO</u>
Dehn	X		Pasternak	X	
Hafeman	X		Phillips	X	
Hofer	X		Roberge	X	
Martin	X		Zevitz	X	
McCole	X		Luhtanen	X	
Negro	X				

Motion carried unanimously.

#	Name of Contract	Contract Type	Date of Contract	Old Rate	New Rate	Change
B.	UPHIE	Health Information Exchange	Will be the date the final signature is obtained from all 5 CMH's and NorthCare	\$8500.00 annual membership and usage fee	\$1500 1-time fee to support HL7 lab results \$150.00 annual maintenance \$1000.00 annual membership fee \$7500.00 annual fee for all credentialed providers and authorized staff usage	\$1500 1-time fee \$150.00 annual maintenance fee None None

ACTION: Motion by G. McCole supported by M. Negro to approve UPHIE contract as presented.
Motion carried unanimously.

b) Board Member Finance Questions/Responses

None at this time.

- General Fund-Expenditure Summary Report

CFO reviewed detailed General Fund usage reports from the last 5 years showing we have ended with a GF deficit all years except 2015. 2016 and 2017 ended with lessor deficit than years previous to 2015. B. Ducoli noted this summary goes with the options for savings presented by J. McCarty at previous meeting. Miscellaneous questions addressed.

Outcome: Board members to review for potential cost savings measures to implement.

- NBHS Internet Service Provider Rural Healthcare Funding *

Presented grant proposal to members.

ACTION: Motion by G. McCole supported by M. Negro to move NBHS Internet Funding to ACTION item at the present meeting.

Roll call conducted by K. Stankevich, Administrative Assistant

<u>ROLL CALL VOTE</u>	<u>YES</u>	<u>NO</u>		<u>YES</u>	<u>NO</u>
Dehn	X		Pasternak	X	
Hafeman	X		Phillips	X	
Hofer	X		Roberge	X	
Martin	X		Zevitz	X	
McCole	X		Luhtanen	X	
Negro	X				

Motion carried unanimously.

B. Johnson, IS Manager, explained purpose of grant. Currently receive Rural Healthcare Grant, and to continue next year, Northpointe needs a firm commitment to a provider by September. Next year's grant funding will cover approximately 45% of cost and be renewed yearly.

ACTION: Motion by M. Negro supported by J. Hafeman to approve recommended Option 1 PFN for 24-month contract. Cost is \$825/mo. for Kingsford, \$390/mo. for Iron River, and \$390/mo. for Menominee, as well as a one-time installation fee of \$250/site. Rural Healthcare Funding to help offset costs depending on the amount allotted.

Motion carried unanimously.

- Fleet Management Plan
Fleet management plan reviewed. Board commended J. Heath for his hard work compiling information. Board requested looking at government leasing/purchasing through MDOT and financing through a bank to begin replacing vehicles in poor condition. Discussed purchasing vehicles before necessary to allow ordering of what is needed versus what is on the lot. Miscellaneous questions addressed.
Outcome: Return as Action item on next agenda.

M. Hofer left meeting at 6:20 p.m.

- Septic System Bids*
ACTION: Motion by G. McCole supported by M. Negro to move Septic System bids to Action item at present meeting.

Roll call conducted by K. Stankevich, Administrative Assistant

<u>ROLL CALL VOTE</u>	<u>YES</u>	<u>NO</u>		<u>YES</u>	<u>NO</u>
Dehn	X		Pasternak	X	
Hafeman	X		Phillips	X	
Hofer	X		Roberge	X	
Martin	X		Zevitz	X	
McCole	X		Luhtanen	X	
Negro	X				

Motion carried unanimously.

ACTION: Motion by M. Negro supported by G. McCole to award project to Spigarelli Excavating as recommended for \$6,300.00.

Motion carried unanimously.

- CEO Report
Miscellaneous questions addressed. Employee survey results will be provided to Board.
Outcome: Informational

MISCELLANEOUS BOARD/COMMITTEE REPORTS

NorthCare Board Minutes – May 2018

Outcome: Place on file.

PUBLIC COMMENTS

J. Heath, Facilities Manager, requested Board consider hiring a grant writer/seeker to assist with various grant needs.

BOARD COMMENTS

Chairperson Luhtanen reminded members that Great Lakes Rural Mental Health would be having a speaker from Washington D. C. September 9-11. NAMI is planning a picnic at Cowboy Lake July 26th, noon. Everyone is invited to attend.

R. Roberge noted the change in Medicaid for MI recipients. Although it will not affect everyone, some recipients will need to be employed or in training to receive benefits.

ADJOURN

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

Motion carried unanimously.

Meeting adjourned at 6:30p.m.

A Special Board meeting is scheduled for Thursday, July 12, 2018 in Kingsford, Michigan at 3:30 p.m.

A Regular Board meeting is scheduled for Thursday, June 28, 2018 in Kingsford, Michigan at 4:30 p.m.

Joan Luhtanen, Chairperson

Patricia Phillips, Secretary

Kelly Stankevich, Administrative Assistant