

NORTHPOINTE HEALTHCARE SYSTEMS BOARD OF DIRECTORS

Regular Meeting

MINUTES

715 Pyle Drive, Kingsford, MI

November 29, 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			Phillips, Patricia	X		
Roberge, Robert	X			Zevitz, Michael Dr.	X		
Martin, Ann	X			Korpi, Thomas	X		
McCole, Gerald	X			Luhtanen, Joan	X		

* Video conference from the Northpointe Menominee office

** Telephone attendance

REPRESENTING ADMINISTRATION: Bill Adrian, B. 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 requested addition of Payment for attending the Executive Board Meetings in Lansing under New Business.

ACTION: Moved to approve agenda as amended.

Motion by: G. McCole supported by P. Phillips to approve agenda as amended.

Motion carried unanimously.

APPROVAL OF REGULAR BOARD MEETING MINUTES

ACTION: Moved to approve 11-19-18 Special Meeting and 11-8-18 Regular Board meeting minutes.

Motion by: M. Negro supported by G. McCole to approve the 11-19-18 Special meeting and 11-8-18 Regular meeting minutes as presented.

Motion carried unanimously.

PRESENTATION – MACMHB Boardworks DVD – Fundamentals

DVD of Boardworks Fundamentals played for Board. More lessons will be planned for future meetings. Longer lessons will be broken into several meetings.

ACTION ITEMS

- **Finance**

#	Name of Contract	Contract Type	Date of Contract	Old Rate	New Rate	Change
A	TRICO	Lease	10-1-18 to 9-30-18	\$1,356.29/month	\$1,356.29/month	None
B	TRICO Vocational	Vocational	10/1/18 to 9/30/19	Out of Home pre-voc habilitation - \$12.51/hr. Monitoring at Distance - \$12.96/hr. Supported integrated employment Enclave or Mobile work - \$37.68/hr. Individual Placement - \$38.74/hr.	\$12.64/hour then \$12.89/hour \$13.08/hour then \$13.35/hour \$38.06/hour then \$38.81/hour \$39.13/hour then \$39.90/hour	1% increase for 6 months with additional 2% for final 6 months.

C	Case Management of MI	Case Management of MI	10/1/18 to 9/30/18	Case Management Individual Therapy \$60.00/unit \$62.00/encounter Group Therapy \$40.11/encounter Treatment Planning \$53.00/encounter Assess for Behavioral Health \$200/encounter Psych Eval \$150.00/encounter Med Review/Physician/NP \$77.75/encounter Medicine Injection \$21.00/encounter Health Assessment \$100.00/encounter RN Services \$29.91/unit Annual CSM Assessment \$110.00/encounter Multidisciplinary Eval \$20.60/encounter Support Coordination \$63.00/unit	\$60.00/unit	Case Management Individual Therapy \$60.00/unit \$62.00/encounter Group Therapy \$40.11/encounter Treatment Planning \$53.00/encounter Assess for Behavioral Health \$200/encounter Psych Eval \$150.00/encounter Med Review/Physician/NP \$77.75/encounter Medicine Injection \$21.00/encounter Health Assessment \$100.00/encounter RN Services \$29.91/unit Annual CSM Assessment \$110.00/encounter Multidisciplinary Eval \$20.60/encounter Support Coordination \$63.00/unit	None
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a) Contract Grid 11-8-18 (*TRICO Lease, TRICO Vocational, Case Management of MI*)

ACTION: Moved to approve Contract Grid 11-8-18.

Motion by: M. Negro supported by P. Phillips to approve Contract Grid 11-8-18 as presented.

Motion carried unanimously.

NEW BUSINESS (Discussion only)

- **CEO Hiring Update**

Request by B. Adrian to move CEO update to Action Item at present meeting.

Motion by: M. Negro supported by A. Martin to move CEO update to Action Item at present meeting.

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

Motion carried unanimously.

J. Luhtanen, Board Chairperson, and B. Adrian, Interim CEO, met with J. Cescolini to negotiate contract wages and start date. Negotiated wage of \$100,000 for first year and increase to \$104,000 for second year with a start date of Monday, December 3, 2018 presented for consideration. B. Adrian's last day will be Friday, November 30, 2018 in office but available for any questions she may have.

Motion by: G. McCole supported by T. Korpi to accept terms of contract and hire J. Cescolini as CEO.

Motion carried unanimously.

- **Finance**

a) **Check Disbursement – October 2018**

Outcome: Action Item at next meeting.

b) **11-29-18 Contract Grid (Schlaud AFC)**

Outcome: Action Item at next meeting.

- **Great Lakes Center for Autism Treatment and Research – New Contract**

B. Adrian requested approval to enter into a contract with Great Lakes Center for Autism Treatment and Research. Contract to specify parents are responsible for room and board and must participate in treatment with Northpointe team and facility. Miscellaneous questions addressed. B. Adrian requested this be moved to an Action Item at present meeting and permission to sign when it arrives based on rates provided to Board.

Motion by: M. Negro supported by G. McCole to move approval of a contract with Great Lakes Center for Autism Treatment and Research and authorize CEO to sign said contract, once received, to an Action Item at present meeting.

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

Motion carried unanimously.

Motion by: M. Negro supported by P. Phillips to approve a contract with Great Lakes Center for Autism Treatment and Research and authorize CEO to sign said contract upon receipt.

Motion carried unanimously.

- **Employee Recognition Program Policy**

Discussed policy written and suggestions from members. Miscellaneous questions addressed.

Outcome: Action item for next meeting.

- **Reimbursement for CEO candidate travel expenses**

Candidate submitted travel expenses at the request of B. Adrian per policy on recruitment cost reimbursement.

Motion by: M. Negro supported by A. Martin to move Reimbursement of recruitment expenses submitted by candidate to an Action Item at present meeting.

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

Motion carried unanimously.

Motion by: M. Negro supported by G. McCole to approve payment of recruitment expenses submitted by M. Marcotte for \$618.00.

Motion carried unanimously.

- **2019 Tentative Board meeting schedule**

Discussed tentative dates proposed.

Motion by: M. Negro supported by P. Phillips to move 2019 Tentative Board meeting schedule to Action Item at present meeting.

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

Motion carried unanimously.

Motion by: M. Negro supported by T. Korpi to approve proposed 2019 meeting schedule as presented.

Motion carried unanimously.

- **Board by-laws and policies**

G. McCole requested Board by-laws and policy discussion be placed on hold until after the 1st of the new year. New government will be in place in all 3 counties and the new Northpointe CEO and CFO will be on board at that time. He recommends an Ad Hoc Committee be formed to review and propose changes prior to the March 22nd renewal date. M. Negro believes the entire Board should be involved.

Outcome: Will return to agenda on the first meeting in January 2019 as discussion item to determine if Ad Hoc Committee or entire Board will review.

- **Intake Contract – Gogebic**

B. Adrian requested moving a contract with Gogebic for Intakes be moved to an Action Item at present meeting. Staff hired to do intakes in Iron County will not be licensed for one to three months. No pricing for services available at this time but would like to have in place immediately to make certain Northpointe meets the indicator for incentive program and does not lose on general fund monies.

Motion by: G. McCole supported by R. Roberge to move Gogebic Intake Contract to Action Item at present meeting.

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

Motion carried unanimously.

Motion by: G. McCole supported by T. Korpi to approve Gogebic Intake Contract without contract rates in the event it becomes necessary prior to returning contract to the Board with rates included.

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

Motion carries in 6/5 vote.

B. Adrian announced that the Director of Nursing position was offered to Amber Lindholm and she has accepted with a start date in January.

B. Adrian announced that the Director of Finance position is being offered to Jane Lindow. She has not spoken with Human Resources yet regarding this position.

- **Payment for attending Executive Board meetings in Lansing**

G. McCole requested payment for expenses incurred on August 2 and 3, 2018 and for future expenses on December 6 and 7, 2018 for travelling to attend the Executive Board meetings in Lansing. Executive meetings are not addressed under Board Policies and occur six times per year.

Outcome: Board recommends attending meetings by phone as accomplished by members in the past. G. McCole will continue to pay for travel himself.

MISCELLANEOUS BOARD/COMMITTEE REPORTS

- **CMHAM 2018 Fall Conference Report – G. McCole**

M. Hofer thanked G. McCole for his written conference summary.

Outcome: Place on file.

- **NorthCare Governing Board Minutes 10-10-18**
Outcome: Place on file.

PUBLIC COMMENTS

S. Hoke, whose individual hopes to begin treatment at Great Lakes Center, stated that she and M. Buffington toured the facility and was very impressed. She feels this option will benefit the consumer in ways we are currently unable to onsite. They both plan to visit the facility quarterly during the consumers stay and to help parents during the transition. She thanked the Board for approving the contract.

Kevin Pirlot, Dickinson County’s newly elected Commissioner, introduced himself in case he is appointed to be the new Northpointe representative replacing A. Martin.

BOARD COMMENTS

R. Roberge commented that the hiring process for the new CEO went very well and he hopes to have an equally successful process in place for the annual evaluation. J. Luhtanen stated that her intention is to have an Ad Hoc Committee formed to work on this so there are no misunderstandings on expectations between the Board and the new CEO.

M. Hofer thanked B. Ducoli for his work as Northpointe’s CFO. The Board wished him well in his upcoming retirement.

J. Luhtanen reminded members that the NAMI Christmas Party is going to be on December 13, 2018 at the Maranatha Church at noon.

J. Luhtanen thanked B. Adrian and B. Ducoli again for their services to Northpointe.

ADJOURN

ACTION: Motion by G. McCole supported by P. Phillips to adjourn meeting.
Motion carried unanimously.

Meeting adjourned at 5:55 p.m.

The next Regular Board meeting is scheduled for Thursday, December 13, 2018 in Kingsford, Michigan at 4:30 p.m.

Joan Luhtanen, Chairperson

Patricia Phillips, Secretary

Kelly Stankevich, Administrative Assistant