

**NORTHPOINTE HEALTHCARE SYSTEMS BOARD OF DIRECTORS**

**Regular Meeting**

**MINUTES**

**715 Pyle Drive, Kingsford, MI**

**February 21, 2019 – 4:00 p.m.**

**CALL TO ORDER/ROLL CALL:**

Joan Luhtanen, Chairperson, called the meeting to order at 4:03 p.m.; Kelly Stankevich, Administrative Assistant, conducted the roll call.

<b><u>MEMBERS</u></b>	<b><u>Present</u></b>	<b><u>Excused Absent</u></b>	<b><u>Absent</u></b>	<b><u>MEMBERS</u></b>	<b><u>Present</u></b>	<b><u>Excused Absent</u></b>	<b><u>Absent</u></b>
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		
Pirlot, Kevin	X			Korpi, Thomas	X		
McCole, Gerald	X			Luhtanen, Joan	X		

\* Video conference from the Northpointe Menominee office

\*\* Telephone attendance

**REPRESENTING ADMINISTRATION:** J. Cescolini, J. Lindow, K. Stankevich

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

**PUBLIC COMMENTS** – None

**APPROVAL OR AMEND AGENDA**

J. Luhtanen requested addition of Recommendation from Endowment Committee as Discussion item under CEO Report.

J. Cescolini requested Attorney Client Privileged Opinion issued by Bonnie Toskey of Cohl, Stoker, and Toskey dated 2/20/19 be changed to 2/21/19. J. Cescolini reminded Board members to return the annual self-study signatures sent out in January to K. Stankevich, Administrative Assistant.

**ACTION:** Moved to approve agenda as amended.

**Motion by:** M. Negro supported by K. Pirlot to approve agenda as amended.

**Motion carried unanimously.**

**APPROVAL OF REGULAR BOARD MEETING MINUTES**

**ACTION:** Moved to approve 1-24-19 Regular, 2-5-19 Special, and 2-8-19 Special Board meeting minutes.

J. Dehn not present for voting on 2/5/19. Remove from minutes.

**Motion by:** J. Hafeman supported by N. Pasternak to approve the 1-24-19 Regular, 2-5-19 Special with corrections and 2-8 Special Board meeting minutes as presented.

**Motion carried unanimously.**

**PRESENTATION** – Dr. Kangas, NorthCare CEO

Dr. Kangas, new NorthCare CEO, presented his personal and professional experience, observations made thus far, and funding concerns noted. States the Upper Peninsula needs to present a solid agenda in Lansing and advocates for mental health care for all. Discussed the structural changes he is making at NorthCare in leadership and integrated health care on his agenda. Miscellaneous questions addressed.

Dr. Zevitz arrived at 4:15 p.m.

**ACTION ITEMS**

- **Board By Laws and Policies**

**Outcome:** Return to next agenda. Meet at 4:00 p.m. to begin.

- **Finance**

a) **Check Disbursement – December 2018**

**ACTION:** Moved to approve Check Disbursement – December 2018

**Motion by:** G. McCole supported by M. Hofer to approve Check Disbursement – December 2018

**Motion carried unanimously.**

#	Name of Contract	Contract Type	Date of Contract	Old Rate	New Rate	Change
A	Stuart Wilson	FI	4-1-19-to 3-31-20	Individuals who engage own staff - \$137.50/mo. Individuals not engaging own staff - \$50.00/mo Individuals with budget of \$0-\$1000=\$8.00/mo. Budget of \$1000-\$1800 = \$35.00/mo. Budget of \$1800 or more = \$137.50/mo.	Individuals who engage own staff - \$137.50/mo. Individuals not engaging own staff - \$50.00/mo Individuals with budget of \$0-\$1000=\$8.00/mo. Budget of \$1000-\$1800 = \$35.00/mo. Budget of \$1800 or more = \$137.50/mo.	None

**b) Contract Grid 1-24-19** (*Stuart Wilson, FI*)

**ACTION:** Moved to approve Contract Grid 1-24-19

**Motion by:** M. Negro supported by J. Hafeman to approve Contract Grid 1-24-19 as presented.

**Motion carried unanimously.**

- **Dr. Razdan Contract Amendment**

Several options presented to Board Members. Miscellaneous questions addressed. More information requested.

**Outcome: Return to next agenda.**

**NEW BUSINESS (Discussion only)**

- **Finance**

- a) **Financial Statement – September 2018 year-end**

Miscellaneous questions addressed.

**Outcome:** Action Item for next meeting

- b) **Financial Statement – December 2018**

Miscellaneous questions addressed.

**Outcome:** Action Item for next meeting.

- c) **Contract Grid 2-21-19** (*Bedford Specialized Care, Birchwood AFC, Diane Roell, NP*)

#	Name of Contract	Contract Type	Date of Contract	Old Rate	New Rate	Change
A	Bedford Specialized Care	CLS Supported Housing	2-22-19 to 2-21-20	\$95.00/per diem	\$95.00/per diem	None
B	Birchwood AFC	Residential	1-1-19 to 12-31-19	Based on individual needs	Based in individual needs	None
C	Diane Roell, RN	Nurse Practitioner – psych services	3-1-19 to 2-28-20	New Contract	\$105.00/hour	New

**Motion by:** J. Hafeman supported by M. Negro to move Contract Grid 2-21-19 to ACTION item at present meeting.

ROLL CALL conducted by K. Stankevich, Administrative Assistant

ROLL CALL VOTE	YES	NO		YES	NO
Dehn	X		Pasternak	X	
Hafeman	X		Negro	X	
Hofer	X		Roberge	X	
Pirlot	X		Zevitz	X	
McCole	X		Korpi	X	
Luhtanen	X				

**Motion by:** M. Negro supported by J. Hafeman to approve Contract Grid 2-21-19 as presented.  
**Motion carried unanimously.**

- **LPC Contract**

**Outcome:** Return to next agenda as discussion item.

- **B. Ducoli Letter Discussion**

**Outcome:** Return to next agenda as a discussion item.

- **Recipient Rights Application**

Miscellaneous questions addressed. Board members want to develop an official application that gives more background information on applicants during the review of Board By Laws and Policies.

**Motion by:** M. Negro supported by K. Pirlot to move Recipient Rights Application to an ACTION item at present meeting.

ROLL CALL conducted by K. Stankevich, Administrative Assistant

ROLL CALL VOTE	YES	NO		YES	NO
Dehn	X		Pasternak	X	
Hafeman	X		Negro	X	
Hofer	X		Roberge	X	
Pirlot	X		Zevitz	X	
McCole	X		Korpi	X	
Luhtanen	X				

**Motion by:** M. Negro supported by K. Pirlot to approve the application of M. Christopherson to the Recipient Rights Committee.

**Motion carried unanimously.**

- **CEO Report**

J. Cescolini reviewed report with Board. Miscellaneous questions addressed.

**Outcome:** Informational

- **Endowment Committee Requests**

J. Lindow states the Endowment Committee met earlier today and approved the following items for Board review:

\$65.00 for individual without insurance to use the Smiles on Wheels program for dental work.

\$200.00 for gas and food cards for individual whose mother is in the hospital.

\$100.00 for gas cards for individual needing transportation from new home placement to foster home where children live.

**Motion by:** M. Negro supported by J. Hafeman to move Endowment Committee requests to ACTION item at the present meeting.

ROLL CALL conducted by K. Stankevich, Administrative Assistant

ROLL CALL VOTE	YES	NO		YES	NO
Dehn	X		Pasternak	X	
Hafeman	X		Negro	X	

Hofer	X	Roberge	X
Pirlot	X	Zevitz	X
McCole	X	Korpi	X
Luhtanen	X		

**Motion by:** M. Negro supported by J. Hafeman to approve all 3 Endowment Fund Committee recommendations for a total of \$365.00.

**Motion carried unanimously.**

• **Closed Session**

J. Hafeman requested a motion to go into closed session to review and discuss Attorney Client Privileged Opinion issued by Bonnie Toskey of Cohl, Stoker, and Toskey dated 2/21/19.

**ACTION:** Moved to enter closed session.

**Motion by:** J. Hafeman supported by M. Hofer to go into closed session at 5:31 p.m.

ROLL CALL conducted by K. Stankevich, Administrative Assistant

ROLL CALL VOTE	YES	NO		YES	NO
Dehn	X		Pasternak	X	
Hafeman	X		Negro	X	
Hofer	X		Roberge	X	
Pirlot	X		Zevitz	X	
McCole	X		Korpi	X	
Luhtanen	X				

**CLOSED SESSION**

**ACTION:** Motion by T. Korpi supported by M. Negro to terminate closed session.

ROLL CALL conducted by K. Stankevich, Administrative Assistant

ROLL CALL VOTE	YES	NO		YES	NO
Dehn	X		Pasternak	X	
Hafeman	X		Negro	X	
Hofer	X		Roberge	X	
Pirlot	X		Zevitz	X	
McCole	X		Korpi	X	
Luhtanen	X				

**Motion carried unanimously.**

The Board Member Meeting reconvened into Open Session at 6:07 p.m.

**MISCELLANEOUS BOARD/COMMITTEE REPORTS**

- CMHAM Weekly Updates 1-18-19  
**Outcome:** Informational.
- CMHA Weekly Update 1-25-19  
**Outcome:** Informational.
- RR Annual Report 2018  
**Outcome:** Informational.
- NorthCare Governing Board Meeting Minutes 1-16-19  
**Outcome:** Place on file.
- Stakeholder’s Community Needs Assessment Survey  
**Outcome:** Return to C. Luse.

**PUBLIC COMMENTS** – None

**BOARD COMMENTS**

J. Luhtanen encouraged Board members to donate to the P.A.C. if possible.

M. Negro thanked J. Cescolini for her diligent work during this difficult time and noted that the culture of Northpointe is changing for the better.

**ADJOURN**

**ACTION:** Motion by G. McCole supported by R. Roberge to adjourn meeting.

**Motion carried unanimously.**

Meeting adjourned at 6:17 p.m.

The next Regular Board meeting is scheduled for Thursday, March 7, 2019 in Kingsford, Michigan at 4:00 p.m.

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Joan Luhtanen, Chairperson

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Patricia Phillips, Secretary

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Kelly Stankevich, Administrative Assistant