

**BOARD OF DIRECTORS
REVISED MEETING MINUTES
Thursday, June 20, 2013, 6:00 p.m.
DeWitt Township Hall, 1401 Herbison Rd., DeWitt, MI**

Staff Present:

Bob Sheehan, Judy Hazle, Jana Baylis, Judi Cates, Barb Starling, Al Way, Liz Holcomb, Kim Zimmerman, Pam Keyes, Chuck Dougherty, Mary Clissold

Public Present:

No public present.

CALL TO ORDER:

Board Chair Joe Brehler called the meeting to order at 6:00 p.m. without a quorum present.

ROLL CALL:

Board Members Present:

Joe Brehler, Maxine Thome, Paul Palmer, Kam Washburn, Sara Clark Pierson, Kay Randolph-Back, Raul Gonzales, Kay Pray, Dianne Holman, Deb De Leon

Board Members Absent:

Chris Swope (notified staff of absence); Stephen Manchester (notified staff of absence)

The meeting opened with the following informational item because of no quorum:

STATUS UPDATE-Region 5:

Kay Pray reported that she attended the last Mid-State Health Network work meeting. She commented that the new MSHN Board she will serve on will follow Roberts Rules of Order. Joe Brehler reported he has concerns. He feels that people still view the new Board as a policy board, and also there are revisions still needed to documents they will help guide the Board.

Bob Sheehan stated that he and other CEO's from the Mid-State Health Network region met with Lynda Zeller recently for a discussion on the importance of equity.

Maxine Thome joined the meeting at 6:08 p.m. making a quorum.

PREVIOUS MEETING MINUTES:

MOVED by Paul Palmer and SUPPORTED by Raul Gonzales to approve the meeting minutes of May 16, 2013. MOTION CARRIED unanimously.

ADOPTION OF AGENDA:

MOVED by Paul Palmer and SUPPORTED by Maxine Thome to adopt the agenda removing item #2-DCH Semi Annual Recipient Rights Report under the Recipient Rights Committee. MOTION CARRIED unanimously.

PUBLIC COMMENT ON AGENDA ITEMS:

No comment.

DIRECTORS REPORT:

Bob Sheehan reviewed his written Executive Directors report of June, 2013 with the Board. Paul Palmer updated the Board on the Medicaid Expansion hearings. He commented that over the summer the Senate Majority leader will appoint a workgroup to meet on this issue.

Sara Clark Pierson joined the meeting at 6:15 p.m.

Dianne Holman joined the meeting at 6:21 p.m.

Mr. Sheehan reviewed historical costs of health care from 2000-2011. In addition he noted that there has been a loss of employer paid insurance. There is also an increase of individuals on Medicaid. Mr. Sheehan commented that Michigan Medicaid General Fund has been flat while health inflation is increasing.

COMMITTEE REPORTS:

Program and Planning:

New Expense Contract: Patrice Weber, Brighter Horizons AFC (CMHA-CEI)

ACTION:

MOVED by Raul Gonzales and SUPPORTED by Paul Palmer that the Board of Directors of Community Mental Health Authority of Clinton, Eaton, Ingham Counties authorize CMHA-CEI to enter into a new contract with Patrice Weber to purchase specialized residential services from the Brighter Horizons AFC for the period of June 1, 2013 through December 31, 2015 and pay a daily rate of \$45.82, \$64.96 or \$86.10.

No discussion. MOTION CARRIED unanimously.

New Expense Contract: Mary Dalton, Dalton AFC (CMHA-CEI)

ACTION:

MOVED by Raul Gonzales and SUPPORTED by Kay Randolph-Back that the Board of Directors of Community Mental Health Authority of Clinton, Eaton, Ingham Counties authorize CMHA-CEI to enter into a new contract with Mary Dalton to purchase specialized residential services from the Dalton AFC for the period of May 1, 2013 through December 31, 2015 and pay a daily rate of \$45.82, \$64.96 or \$86.10.

No discussion. MOTION CARRIED unanimously.

Finance:

Expense Contract Renewal: Relias Learning (CMHA-CEI)

ACTION:

MOVED by Kam Washburn and SUPPORTED by Sara Clark Pierson that the Board of Directors of Community Mental Health Authority of Clinton, Eaton, Ingham Counties authorize CMHA-CEI to renew its contract with Relias Learning (formerly Essential Learning) to purchase web-based online training services for CMHA-CEI staff for the period August 1, 2013 through July 31, 2018 at an annual membership fee of \$47,647.12.

No discussion. MOTION CARRIED unanimously.

Lease Expense Renewal: 551 Courthouse Drive, Charlotte, MI (CMHA-CEI)

ACTION:

MOVED by Kam Washburn and **SUPPORTED** by Kay Randolph-Back that the Board of Directors of Community Mental Health Authority of Clinton, Eaton, Ingham Counties authorize CMHA-CEI to renew the lease for the property at 551 Courthouse Drive, Eaton County, Charlotte Michigan, from Eaton County 1045 Independence Blvd., Charlotte, Michigan for the period of July 1, 2013 through June 30, 2018 and pay as follows:

CMH-CEI shall pay to the Lessor for the demised premises during the following five year lease period:

July 1, 2013 thru June 30, 2018 Fifty Two Thousand Eight Hundred Thirty Three dollars (\$52,833.00) --per annum and payable in installments of Four Thousand Four Hundred Two dollars and Seventy Five Cents (\$4402.75) per month.

Joe Brehler commented that the Eaton County Board of Commissioners already adopted this contract. **MOTION CARRIED** unanimously.

Lease Expense Renewal: 4902 South Cedar St., Lansing, MI (CMHA-CEI)

ACTION:

MOVED by Kam Washburn and **SUPPORTED** by Maxine Thome that the Board of Directors of Community Mental Health Authority of Clinton, Eaton, Ingham Counties authorize CMHA-CEI to lease 455 square feet of office space at the property of 4902 South Cedar Street, Ingham County, Lansing Michigan from Susan McClees owner of Victory Clinical Services Inc which resides at 4902 South Cedar Street Lansing Michigan in Ingham County, for the period of July 1, 2013 through June 30, 2014 and pay as follows:

CMHA-CEI shall pay to the Lessor for the demised premises: the sum of Ten Dollars and Eighteen Cents per square foot (\$10.18), or the sum of Four Thousand Six Hundred Thirty One Dollars and Ninety Cents (\$4631.90) per annum and payable in installments of Three Hundred Eighty Five Dollars and Ninety Nine Cents (\$385.99) per month. Installment, payments shall be made during the month for which the installment is applicable.

No discussion. **MOTION CARRIED** unanimously.

New Lease Expense: Galewood Elementary, Classrooms 101 and 103, 512 Lovett St., Charlotte, MI (CMHA-CEI)

ACTION:

MOVED by Kam Washburn and **SUPPORTED** by Dianne Holman that the Board of Directors of Community Mental Health Authority of Clinton, Eaton, Ingham Counties authorize CMHA-CEI to lease the property at Galewood Elementary School, Classrooms 101 and 103 at 512 Lovette Street, Eaton County, Charlotte Michigan 48813 from Eaton Intermediate School District, 1790 East Packard Highway, Eaton County, Charlotte, Michigan 48813 for the period of July 1, 2013 through June 30, 2018 and pay as follows:

CMH-CEI shall pay to the Lessor for the demised premises during the following five year lease period:

July 1, 2013 thru June 30, 2018 Ten Thousand dollars (\$10,000.00) --per annum and payable in installments of Eight Hundred Thirty Three dollars and Thirty Three Cents (\$833.33) --per month. Installment payments shall be made during the month for which the installment is applicable.

No discussion. **MOTION CARRIED** unanimously.

Amendment #2 of CMHA-Coordinating Agency Substance Use Disorder Provider Contracts (CMHA-CA)

ACTION:

MOVED by Kam Washburn and **SUPPORTED** by Sara Clark Pierson that the Board of Directors of Community Mental Health Authority of Clinton, Eaton, Ingham Counties, in its role as Board of Directors of the Substance Abuse Coordinating Agency (CA), approve Amendment #2 for the SUD Providers to purchase SUD services for the period of October 1, 2012 through September 30, 2013.

No discussion. **MOTION CARRIED** unanimously.

Deb De Leon joined the meeting at 6:44 p.m.

New Expense Contract: Edge Partnerships and Appointees to the Branding Work Group (CMHA-CEI)

ACTION:

MOVED by Kam Washburn and **SUPPORTED** by Raul Gonzales that the Board of Directors of Community Mental Health Authority of Clinton, Eaton, Ingham Counties authorize CMHA-CEI to enter into a contract with Edge Partnerships, to purchase marketing and branding services from Edge Partnerships for work to start no sooner than July 1, 2013 and pay no more than \$30,000 for a negotiated set of services and deliverables.

No discussion. **MOTION CARRIED** unanimously.

ACTION:

MOVED by Kam Washburn and **SUPPORTED** by Raul Gonzales that the Chairperson of the Community Mental Health Authority of Clinton, Eaton, Ingham Counties Board of Directors appoint up to four members of the CMHA-CEI Board of Directors, to be named at the June 2013 meeting of the CMHA-CEI Board of Directors, to serve on the Branding Work Group. The duties of this group include: the determination the stakeholder groups from which guidance will be sought in the identification of key brand components; the review and approval, or at the direction of the Board of Directors, recommend to the Board, the marketing position statement and/or creative brief which will provide the foundation for the development of the organization's brand; the review, and subsequent to review, the development of recommendations to the Board of Directors, on the name and logo to be adopted. Joe Brehler named along with himself Kam Washburn, Chris Swope, Sara Clark Pierson to this committee. **MOTION CARRIED** unanimously.

Mid-State Health Network –Conflict of Interest and Board Appointment Resolutions (CMHA-CEI)

ACTION:

MOVED by Kam Washburn and **SUPPORTED** by Sara Clark Pierson that the Board of Directors of Community Mental Health Authority of Clinton, Eaton, Ingham Counties pass:

- the resolution approving the Conflict of Interest Policy related to the appointment of representatives from the Community Mental Health Authority of Clinton, Eaton, and Ingham Counties to the Board of Directors of the Mid-State Health Network
- the resolution appointing representatives from the Community Mental Health Authority of Clinton, Eaton, and Ingham Counties to the Board of Directors of the Mid-State Health Network and approving the Conflict of Interest Waiver for these appointments
- the resolution approving the Conflict of Interest Waiver for the role that the Executive Director of the Community Mental Health Authority of Clinton, Eaton, and Ingham Counties will play on the Operations Council of the Mid-State Health Network.

No discussion. **MOTION CARRIED** unanimously.

New Revenue Contract: Fiduciary for Pre-Award Start-Up Costs for Mid-State Health Network (CMHA-CEI)

ACTION:

MOVED by Kam Washburn and **SUPPORTED** by Kay Randolph-Back that the Board of Directors of Community Mental Health Authority of Clinton, Eaton, Ingham Counties authorize CMHA-CEI to enter into agreements with the CMHs which make up Mid-State Health Network, under which CMHA-CEI will, serving as the fiduciary, pay up to \$1,82 million for Pre-Award Start-Up cost for Mid-State Health Network and be reimbursed for the costs according to one of three options listed below in order of preference/priority.

Option 1: Mid-State Health Network will seek approval from MDCH to allow reimbursement to CMHA-CEI for authorized pre-award start-up expenses in 2013 using current year Medicaid funds projected to be lapsed by Mid-State Health Network affiliate CMHSPs if available.

Option 2: CMHA-CEI shall seek reimbursement from Mid-State Health Network, subsequent to January 1, 2014, for all pre-award start-up costs incurred.

Option 3: If neither Option 1 nor Option 2 are permissible, CMHA-CEI shall furnish an invoice to each CMHSP on or about January 1, 2014 for one twelfth (1/12) of the total amount of authorized. It is the intent of the staff of CMHA-CEI and the other eleven CMHs which make up Mid-State Health Network to have the cost of this contract borne equally by all twelve CMHs forming Mid-State Health Network. The cost to CMHA-CEI, and to the other eleven CMH partners, is estimated to be no greater than (\$1.82 million/12) \$151,667.

The CMHs with which CMHA-CEI will make these agreements include: Bay-Arenac Behavioral Health, Huron County Community Mental Health Authority, Montcalm County Community Mental Health Authority, Newaygo County Community Mental Health Authority, Community Mental Health for Central Michigan, Gratiot County Community Mental Health Authority, Lifeways Community Mental Health Authority, Ionia County Community Mental Health Authority, Saginaw County Community Mental Health Authority, Shiawassee County Community Mental Health Authority, and Tuscola County Community Mental Health Authority.

No discussion. MOTION CARRIED unanimously.

Acceptance of Steady State Budget Projections for Fiscal Year 2013-2014 (CMHA-CEI)

ACTION:

MOVED by Kam Washburn and **SUPPORTED** by Dianne Holman that the Board of Directors of Community Mental Health Authority of Clinton, Eaton, Ingham Counties accepts the Steady State Budget Projections for Fiscal Year 2013/2014.

No discussion. MOTION CARRIED unanimously.

Human Resources:

Sara Clark Pierson commented she did not have a quorum at the Human Resources (HR) Committee meeting so the HR committee is moving forward action items and requesting approval from the Board.

Second Quarter Grievance Report (CMHA-CEI)

ACTION:

MOVED by Sara Clark Pierson and **SUPPORTED** by Paul Palmer that the Board of Directors of the Community Mental Health Authority of Clinton, Eaton, Ingham Counties accept the Second Quarter Grievance Report from the period of January 1, 2013 through March 31, 2011.

No discussion. **MOTION CARRIED** unanimously.

Second Quarter Diversity Initiative/EEO Report (CMHA-CEI)

ACTION:

MOVED by Sara Clark Pierson and **SUPPORTED** by Paul Palmer that the Board of Directors of the Community Mental Health Authority of Clinton, Eaton, Ingham Counties accept the Second Quarter Diversity Initiative/EEO Report from the period of January 1, 2013 through March 31, 2013.

No discussion. **MOTION CARRIED** unanimously.

Executive Director Performance Evaluation (CMHA-CEI)

ACTION:

MOVED by Sara Clark Pierson and **SUPPORTED** by Kam Washburn to adopt the same Executive Director Evaluation form presented.

Discussion ensued.

Kay Randolph-Back presented the following friendly amendment to the evaluation form:

Language change to item number 14:

14. Benchmark/Goals.

Should the Board amend and/or add to the preceding 13 items for use when it reviews the Executive Director's performance next year? (For example, should the review cover staff positions filled, increase in diversity of staff, resolution of findings from a recipient rights investigation, resolution of Auditor General's performance audit?) If "yes," then please offer concrete suggestions for amending or adding to current items.

Sara Clark Pierson made it a friendly amendment. Proposed amendment with the language change to item #14 was unanimously adopted.

Recipient Rights:

Quarterly Report – Jan. 1, 2013 – March 31, 2013 (CMHA-CEI)

ACTION:

MOVED by Kay Pray and **SUPPORTED** by Paul Palmer to approve the Recipient Rights Quarterly Report of January 1, 2013 – March 31, 2013.

MOTION CARRIED unanimously.

Executive Committee:

No report.

OLD BUSINESS:

No old business.

NEW BUSINESS:

- Card announcing open house for the new primary care clinic
- Maxine Thome commented that the hearing advocate will attend and present at the July Board meeting and it was agreed that CMHA-CEI staff will move their presentation schedule back.

PUBLIC COMMENT:

No comment.

ADJOURNMENT:

The meeting was adjourned at 7:05 p.m.

The next meeting of the Board of Directors is scheduled for July 18th, 6:00 p.m. at the Community Mental Health Board, 812 E. Jolly Rd, Lansing, MI.

Minutes submitted by:

Judy Hazle
Executive Secretary