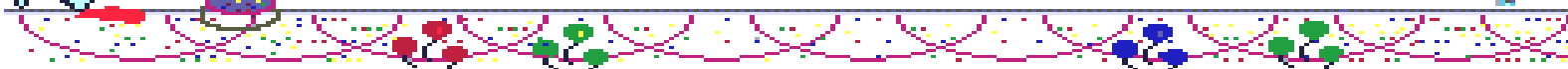
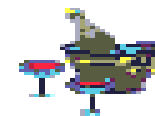




# *Northeast Michigan Community Mental Health Authority* *Board Meetings - January 2022*




## Happy New Year



All meetings are held at the Board's Main Office Board Room located at 400 Johnson St in Alpena unless otherwise noted.

\* Meeting held in the Administrative Conference Room

 Board Meeting, Thursday, January 13 @ 3:00 p.m.

 Recipient Rights Advisory Committee\*, Wednesday, January 19 @ 3:00 p.m.

**NORTHEAST MICHIGAN COMMUNITY MENTAL HEALTH AUTHORITY BOARD**  
**BOARD MEETING**  
January 13, 2022 at 3:00 p.m.

**A G E N D A**

- I. Call to Order**
- II. Roll Call & Determination of a Quorum**
- III. Pledge of Allegiance**
- IV. Appointment of Evaluator**
- V. Acknowledgement of Conflict of Interest**
- VI. Information and/or Comments from the Public**
- VII. Approval of Minutes..... (See pages 1-6)**
- VIII. Educational Session – Adult Case Management.....(Mariah Giese)**
- IX. Consent Agenda..... (See page 7)**
  - 1. Blue Horizons Management Agreement**
  - 2. Assistance to Independence Home Care Services, LLC**
- X. January Monitoring Reports**
  - 1. Emergency Executive Succession 01-006... (See page 8)**
- XI. Board Policies Review and Self Evaluation**
  - 1. Emergency Executive Succession 01-006... [Review]..... (See page 9)**
  - 2. Executive Director Role 03-001..... [Review & Self Evaluation].... (See page 10)**
- XII. Linkage Reports**
  - 1. CMHAM**
    - a. Winter Board Conference [Feb 8 & 9 Virtual] ..... (Verbal)**
  - 2. Northern Michigan Regional Entity**
    - a. Meeting Minutes for December 22.. ..... (Verbal)**
    - b. Meeting Minutes for November 24.. ..... (See pages 11-16)**
- XIII. Operation Report..... (See page 17)**
- XIV. Chair’s Report**
  - 1. By-Law Update..... (See pages 18-29)**
- XV. Director’s Report..... (Verbal)**
- XVI. Information and/or Comments from the Public**
- XVII. Information and/or Comments for the Good of the Board**
- XVIII. Next Meeting – Thursday, February 10 at 3:00 p.m.**
  - 1. Set February Agenda..... (See page 30)**
  - 2. Meeting Evaluation ..... All**
- XIX. Adjournment**

**MISSION STATEMENT**

To provide comprehensive services and supports that enable people to live and work independently.

**Northeast Michigan Community Mental Health Authority Board  
December 9, 2021**

**I. Call to Order**

Chair Eric Lawson called the meeting to order in the Board Room at 3:00 p.m.

**II. Roll Call and Determination of a Quorum**

Present: Robert Adrian, Geyer Balog, Bonnie Cornelius, Roger Frye, Lynnette Grzeskowiak, Judy Jones, Terry Larson, Eric Lawson, Gary Nowak, Pat Przeslawski

Absent: Les Buza (excused), Terry Small (excused)

Staff & Guests: Lisa Anderson, Carolyn Bruning, Lee Ann Bushey, Connie Cadarette, Mary Crittenden, Rebekah Duhaime, Erin Fletcher, Lynne Fredlund, Ruth Hewett, Larry Patterson, Nena Sork, Jen Whyte

**III. Pledge of Allegiance**

Attendees recited the Pledge of Allegiance as a group.

**IV. Appointment of Evaluator**

Pat Przeslawski was appointed as evaluator for this meeting.

**V. Acknowledgement of Conflict of Interest**

There was no conflict of interest declared.

**VI. Information and/or Comments from the Public**

There were no comments presented.

**VII. Educational Session – Compliance Update**

Jen Whyte reviewed the Compliance requirements of the Agency. She reported there are seven elements required for compliance – 1) Code of Conduct Standards, Policies and Procedures; 2) Compliance Program Administration; 3) Training, Screening and Evaluation; 4) Developing Effective Lines of Communication; 5) Monitoring, Auditing and Internal Reporting; 6) Discipline and 7) Investigations, Documentation Process and Corrective Action Plans. She reviewed each of the elements with Board members. She reviewed the responsibilities of Board members related to compliance. She reports education and training are very important.

Service documentation requirements per the Medicaid provider manual were reviewed. She reported the Agency still has some paper documents and it is very important staff write legibly. Documentation requires various elements to be incorporated into the individual's record.

Jen Whyte reviewed the compliance reporting requirements with the Board. Reporting includes analysis of paid claims; audits performed; overpayments collected; identification and investigation of fraud, waste and abuse; corrective action plans implemented; provider disenrollment and contract terminations.

Jen reports the Medicaid Verification Audit was conducted by the NMRE and for the first 3 quarters our score overall was 97%.

**VIII. Approval of Minutes**

*Moved by Gary Nowak, supported by Geyer Balog, to approve the minutes of the October 14, 2021 meeting as presented.* Motion carried.

**IX. Consent Agenda**

**A. Merit Service Agreement**

**B. Mill Creek Lease Agreement**

*Moved by Roger Frye, supported by Gary Nowak, to approve the Consent Agenda as presented.* Roll call vote: Ayes: Robert Adrian, Geyer Balog, Bonnie Cornelius, Roger Frye, Lynnette Grzeskowiak, Judy Jones, Terry Larson, Eric Lawson, Gary Nowak, Pat Przeslawski; Nays: None; Absent: Les Buza, Terry Small. Motion carried.

**X. FY 21-22 Budget Amendment #1**

Connie Cadarette reported initially the Board approved a continuation budget and this amendment will incorporate the revenues based on information from the NMRE. She notes the revenues are projected at \$36,372,756. Connie reviewed the FTE portion of the budget amendment. She reviewed many of the changes required with the implementation of the new cost allocation methods. She noted the increase in FTEs does not mean that the positions are all filled. It is the hopes and dreams of having a full staff as needs were identified.

Larry Patterson reviewed the various increases made to the expense portion of the budget. He noted there are many line items being removed due to the cost allocation changes as well. Expenses for these line items will be incorporated in other various lines. He reported computer equipment increased. The depreciation expenses increased due to the various purchases and building improvements made during the last fiscal year.

Bob Adrian inquired about the Social Security Opt Out. The Agency contributes the same amount into a 401 account. Connie Cadarette noted some of the dollars also buys a long-term disability policy as the employees do not qualify for social security disability.

*Moved by Gary Nowak, supported by Judy Jones, to approve FY 22 Budget Amendment #1 as presented.* Roll call vote: Ayes: Robert Adrian, Geyer Balog, Bonnie Cornelius, Roger Frye, Lynnette Grzeskowiak, Judy Jones, Terry Larson, Eric Lawson, Gary Nowak, Pat Przeslawski; Nays: None; Absent: Les Buza, Terry Small. Motion carried.

**XI. November/December Monitoring Report**

**1. Treatment of Individuals Served 01-002**

Ruth Hewett reviewed the reports with Board members noting this report is consistent with previous reports. The annual report is included in the materials and is a draft as it is due to the state by month end. The results of the Recipient Rights audit is also included in the meeting materials.

Ruth Hewett reported on the Annual Report the Rights Committee has a portion to identify if there are any recommendations to the Board and the Committee noted there were no recommendations.

**2. Budgeting 01-004**

Connie Cadarette reviewed the Statement of Revenue and Expense for month ending September 30, 2021 noting it is a preliminary close or soft close. She reported we did get someone in accounts payable and got the Agency caught up so the dollar amount going back to the NMRE has significantly been reduced. She noted there will be dollars sent back to the state and most is due to the state not requiring spend-downs to be paid.

Larry Patterson reviewed the variances in the expense line items noting contract residential expenses are overspent. Capital equipment overspending is due to the extra purchases made in the last fiscal year. He notes there may still be some additional capital expenses this year as the supply chain issues impacted delivery and some items had not arrived prior to the end of the fiscal year.

**3. Financial Condition 01-005**

Connie Cadarette noted this report is a preliminary Statement of Net Position for month ending September 2021. She reported the Agency had a position net income of \$296,534. There are 46 days of cash on hand. Should there be no income coming in, the Agency could operate for this amount of time. Gary Nowak questioned how this Agency would shut down should the funding

stop. Nena Sork reported the programs not mandated would be the first to close. Gary Nowak stressed the importance of all to contact their legislative representatives to voice their opposition to the Bills 597 & 598 currently being considered in Lansing.

**4. Grants or Contracts 01-011**

Board members reviewed the monitoring report related to Grants and Contracts. Morgan Hale was not available at the meeting to provide further explanation. This report is an annual report and compares to last year's monitoring report.

**5. Ends 04-001**

This report addresses the Ends the Board established for fiscal year 2021. The sub-ends were reviewed.

Sub-end #1: Children with serious emotional disturbances served by Northeast will realize significant improvement in their conditions.

- A. Increase the number of children receiving home-based services, reducing the number of children receiving targeted case management services. Current percentage in each program is 33% in home-based services and 67% in targeted case management. Goal is to reach 80% in home-based services.

*Status:* The data related to this sub-end reflects the staff shortages experienced by the agency in the Children's Services program. The percentage was increased from the 33% to 64% by fiscal year end even with staff shortages. Nena Sork reported we would be conducting a face-to-face interview for an individual next week to fill the Children's Services Supervisor position. A telephone interview held this week with the individual was promising.

Sub-end #2: Individuals needing independent living supports will live in the least restrictive environment.

- A. Development of one additional contract residential provider within our catchment area to increase capacity for persons requiring residential placement.

*Status:* The Agency continues to promote development of residential facilities within the catchment area; however, due to the COVID pandemic and staff shortages we were unable to develop any new residential facilities during the 2020-2021 fiscal year. The Agency worked with Premier Care to develop a facility previously operated by Changes AFC; however, this effort fell through, in part, due to staffing needs.

- B. Development of additional supported independent services for two individuals currently living in licensed Foster Care.

*Status:* This part of the sub-end was met fully.

The remaining sub-ends were all met related to the Behavioral Health Home, Financial Outcomes and Community Education.

***Moved by Lynnette Grzeskowiak, supported by Gary Nowak, to accept the November/December Monitoring Reports as presented.*** Motion carried.

**XII. Board Policies Review & Self-Evaluation**

**1. Treatment of Individuals Served 01-002**

There were no revisions or comments provided.

**2. Staff Treatment 01-003**

There were no revisions or recommendations for revisions.

### **3. Grants or Contracts 01-011**

Eric Lawson reported this policy includes some language to address the need to authorize the director to execute EGrAMS through the State of Michigan with notification to the Board as the requests are made with narrow turnaround times.

*Moved by Roger Frye, supported by Pat Przeslawski, to approve proposed revisions to Policy 01-011 as presented.* Motion carried.

### **4. Board Member Recognition 02-011**

Eric Lawson noted this policy was recently revised to address awards for 20+ years Board members. Board members had no recommended revisions for this policy.

### **5. Board Member Orientation 02-015**

Board members reviewed this policy. Geyer Balog reported he felt he was oriented very well. There are many elements to the policy. Eric Lawson noted he believes multiple board members have enough knowledge in Board Governance to train new board members when the need arises.

## **XIII. Linkage Reports**

### **1. Community Mental Health Association of Michigan (CMHAM)**

#### **a. Fall Board Conference Update**

Bonnie Cornelius reported the fall conference was very good. Roger Frye reported there was a lot of material covered. Diane Hayka reported the budgeting for BoardWorks was very informative by Carol Mills. Lynnette Gzreskowiak reported she felt the first full day was very educational. Nena Sork noted there were some staff attending and this was very good. It is hoped more can do so in the future.

### **2. Northern Michigan Regional Entity (NMRE)**

#### **a. Board Meeting November 24, 2021, October 27, 2021 and September 22, 2021**

Gary Nowak again stressed the importance of Board members and staff voicing concern about the Bills 597 and 598 passing. Gary Nowak and Roger Frye noted the NMRE is in good financial shape. Bob Adrian reported several counties have submitted resolutions to the Governor to oppose the bills.

Roger Frye reported the SUD Board spent a lot of the liquor tax dollars. Bob Adrian reported there is also opioid dollars coming to the counties due to the award from the recent lawsuit.

The minutes from the October 27<sup>th</sup> and September 22<sup>nd</sup> meeting were included with the materials mailed for this meeting.

### **3. Advisory Council Update**

The minutes from the Advisory Council were distributed at this meeting.

## **XIV. Operations report**

Mary Crittenden reviewed the data from the October and November reports, noting the month of October there were 57 routine requests for services, one emergent, one urgent, 58 crisis and 60 prescreens. November had 63 routine requests for services, 1 emergent, one urgent, 44 crisis and 63 prescreens.

Pat Przeslawski requested clarification on the number of totals for the month, year and average monthly. The total of individuals receiving services for October was 1,054 and the total for November was 1,027.

Nena Sork reported the number of services provided are great considering the staff shortage.

**XV. Nomination / Board Member Composition Committee Report**

Gary Nowak noted the committee met. Letters were sent to the He reported officer positions for next year were discussed. Their recommendation will be to keep the officers as they are at this time. This will result in not having to meet again in the spring.

**XVI. Chair's Report**

**1. By-Law Review**

Eric Lawson noted last year there was some revisions made to the by-laws last year. Pat Przeslawski noted last year's revision was thorough. Board members felt there was no need for further revisions.

Eric Lawson inquired about the duties of the chair indicating the chair "shall be an ex officio member of all committees" suggesting it should be changed to "may be an ex officio member of all committees" with exception of the Nomination / Board Member Composition Committee.

The Open Meetings Act (OMA) restricts action of Board members when they are participating in the meeting remotely. Board members suggested revising this section to be in concert with the Open Meetings Act mandates.

A revised by-law document to address the above concerns will be presented at the January meeting in a strike and underline format.

**XVII. Director's Report**

**1. Director Update**

Nena Sork reviewed the meetings she attended since the last meeting. She noted the NMRE Board members will get financials from the five members' boards and she is very proud of how Northeast finished.

Nena Sork reported leadership training has been provided to managers by Jackie Krawczak. The Agency will continue to focus on providing additional training to staff this fiscal year. She reported the Agency will continue to review the average salaries and will be making adjustments to assure our staff are average and comparable to the other similar agencies in the area.

She informed the Board of a change in the Agency's flexible medical provider. Currently the Agency has an agreement with Flex Administrators to provide COBRA services; BASIC provides the flexible medical benefit. Basic has changed their system processes making them a less attractive provider. She reports the services BASIC provides can also be provided by Flex Administrators. She reports Flex is less expensive per enrollee. She reports BASIC software is not very user friendly. The change BASIC imposed was to get refunds back on their card versus a check or direct deposit. She reported the Agency's benefits employee does not have access to the BASIC system any longer. It was decided to transfer the flexible medical benefit to Flex Administrators beginning January 1. This was not a new contract as we already have an agreement with the provider; it will just roll this benefit to Flex Administrator and remove it from BASIC. Nena Sork reported she did discuss this with the Board Chair prior to making this decision. Gary Nowak suggested the power of decisions such as this be incorporated into the by-laws as well as the other recommendations made earlier.

**2. QI Council Update**

The minutes for the October 18, 2021 meeting were included in the mailed materials for this meeting. There were no concerns or questions from Board members.

**XVIII. Information and/or Comments from the Public**

Geyer Balog reported he will be running for state representative for the districts this Agency currently covers.

**XIX. Information and/or Comments for the Good of the Board**

Eric Lawson reports the CMHA Weekly Update will no longer be mailed with Board materials. The updates are posted on the CMHAM website weekly. For members requesting hard copies of the updates, Diane will make hard copies to have at the Board meeting for members. Roger Frye and Gary Nowak requested hard copies be available for them at the meeting.

Gary Nowak wished all a Merry Christmas.

Nena Sork announced Lee Ann Bushey will be retiring before the January meeting with 42 years of service. Board members voiced their congratulations and best wishes, noting she will be sorely missed.

**XX. Next Meeting**

The next regularly scheduled meeting of Northeast Michigan Community Mental Health Authority Board will be held Thursday, January 13, 2022 at 3:00 p.m.

**1. Set January Agenda**

The January agenda items were reviewed.

**XXI. Evaluation of Meeting**

Pat Przeslawski reported the meeting started on time. Pat Przeslawski reported the compliance report was good. It made Board members aware of all their responsibilities and the reporting requirements related to compliance.

**XXII. Adjournment**

*Moved by Pat Przeslawski, supported by Gary Nowak, to adjourn the meeting.* Motion carried. This meeting adjourned at 4:25 p.m.

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Bonnie Cornelius, Secretary

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Eric Lawson, Chair

Diane Hayka  
Recorder



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INTEROFFICE MEMORANDUM

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**TO:** Board Members  
**FROM:** Nena Sork  
**SUBJECT:** Consent Agenda  
**DATE:** January 3, 2022

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**I. Contracts/Agreements**

**A. Blue Horizons Management Agreement**

This is a continuation of the Blue Horizons Management Agreement. The total contract is \$19,128.00. The monthly payment will be \$1,594.00 per month. This is \$912.00 more per year due to fees adjusted by the State of Michigan. This is the amount the Blue Horizons' Board will pay our Agency to manage the services provided at that home. We recommend approval.

**B. Assistance to Independence Home Care Services, LLC**

Assistance to Independence (ATI) Home Care Services, LLC currently works with other community mental health agencies in southern Michigan and will be expanding their services to our region. ATI Home Care will provide individuals served by our Agency with community living supports (CLS). We have negotiated a rate of \$24.50 per hour for CLS services. We recommend approval.

**POLICY CATEGORY:**  
**POLICY TITLE AND NUMBER:**  
**REPORT FREQUENCY & DUE DATE:**

Executive Limitations  
Emergency Executive Succession  
Annual: January 2022

**POLICY STATEMENT:**

In order to protect the board from sudden loss of the Executive Director services, the Executive Director may not have less than one other executive familiar with board and Executive Director issues and processes.

- **Interpretation**

I interpret the policy to require plans to address two possible scenarios: 1) the temporary assumption of the Executive Director’s responsibilities during, for example, a brief period of illness, and 2) the assumption of these responsibilities if the Executive Director’s position were to be suddenly vacated.

- **Status**

“Scenario 1” In the event of a temporary absence there should not be a significant problem with the current administrative staffing available at the agency. The Leadership Teams [Management and Clinical Leadership], our program managers and clinical staff are competent and capable of managing services on a day-to-day basis. The Chief Operations Officer would be the designee for any necessary signatures to operate the day-to-day business needs of the organization.

In “Scenario 2” situations, Mary Crittenden (Chief Operations Officer) with assistance of the Leadership Teams [Management and Clinical Leadership] and Erin Fletcher (Clinical Director) is well qualified to step in as interim director while the Board considered its options. With many long-standing members of the Administrative Team, I am confident the operations would not be adversely impacted, under Ms. Crittenden’s guidance.

**SUMMARY:**

We are fortunate to have a strong contingent of management staff members, many of whom have been employed for a lengthy period of time, on whom the Board will be able to rely if need be.

**Board Review/Comments**

Reasonableness Test: Is the interpretation by the Executive Director reasonable?

Data Test: Is the data provided by the Executive Director both relevant and compelling?

Fine-tuning the Policy: Does this report suggest further study and refinement of the policy?

Other Implications: Does this report suggest the other policies may be necessary?

**NORTHEAST MICHIGAN COMMUNITY MENTAL HEALTH AUTHORITY  
POLICY & PROCEDURE MANUAL**

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EXECUTIVE LIMITATIONS

(Manual Section)

**EMERGENCY EXECUTIVE SUCCESSION**

(Subject)

Board Approval of Policy  
Last Revision of Policy Approved

August 8, 2002  
January 9, 2020

●1 **POLICY:**

In order to protect the board from sudden loss of Executive Director services, the Executive Director may not have less than one other executive familiar with board and Executive Director issues and processes.

●2 **APPLICATION:**

The Northeast Michigan Community Mental Health Authority Board

●3 **DEFINITIONS:**

●4 **REFERENCES:**

●5 **FORMS AND EXHIBITS:**

**NORTHEAST MICHIGAN COMMUNITY MENTAL HEALTH AUTHORITY  
POLICY & PROCEDURE MANUAL**

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**BOARD STAFF RELATIONSHIP**

(Manual Section)

**EXECUTIVE DIRECTOR ROLE**

(Subject)

Board Approval of Policy  
Last Revision to Policy Approved by Board:

August 8, 2002  
January 09, 2020

●1 **POLICY:**

The Executive Director is accountable to the board acting as a body. The board will instruct the Executive Director through written policies, delegating to him or her interpretation and implementation of those policies.

●2 **APPLICATION:**

The Northeast Michigan Community Mental Health Authority Board

●3 **DEFINITIONS:**

●4 **REFERENCES:**

●5 **FORMS AND EXHIBITS:**

**NORTHERN MICHIGAN REGIONAL ENTITY  
BOARD OF DIRECTORS MEETING  
10:00AM – NOVEMBER 24, 2021  
GAYLORD BOARDROOM**

<b>ATTENDEES:</b>	<b>Roger Frye, Ed Ginop, Randy Kamps, Christian Marcus, Mary Marois, Gary Nowak, Jay O'Farrell, Justin Reed, Richard Schmidt, Karla Sherman Don Smeltzer, Joe Stone</b>
<b>VIRTUAL ATTENDEES:</b>	<b>Gary Klacking (West Branch)</b>
<b>ABSENT:</b>	<b>Terry Larson, Don Tanner</b>
<b>NMRE/CMHSP STAFF:</b>	<b>Joanie Blamer, Amy Christie, Erin King, Eric Kurtz, Diane Pelts, Pamela Polom, Brandon Rhue, Sara Sircely, Nena Sork, Deanna Yockey, Carol Balousek, Lisa Hartley</b>
<b>GUESTS:</b>	<b>Angela Klinske, Elise Pelletier</b>

**CALL TO ORDER**

Let the record show that in the absence of Chairman Tanner, Vice-Chair Ed Ginop called the meeting to order at 10:00AM.

**ROLL CALL**

Let the record show that Terry Larson and Don Tanner were excused for the meeting on this date; all other Board Members were in attendance.

**PLEDGE OF ALLEGIANCE**

Let the record show that the Pledge of Allegiance was recited as a group.

**ACKNOWLEDGEMENT OF CONFLICT OF INTEREST**

Let the record show that no Conflicts of Interest to any of the meeting agenda items were declared.

**APPROVAL OF AGENDA**

Let the record show that Mr. Ginop called for any additions or corrections to the meeting Agenda; none were proposed.

**MOTION BY GARY NOWAK TO APPROVE THE NORTHERN MICHIGAN REGIONAL ENTITY BOARD OF DIRECTORS MEETING AGENDA FOR NOVEMBER 24, 2021; SUPPORT BY ROGER FRYE. MOTION CARRIED.**

**APPROVAL OF PAST MINUTES**

Let the record show that the October minutes of the NMRE Governing Board were included in the materials for the meeting on this date.

**MOTION BY MARY MAROIS TO APPROVE THE MINUTES OF THE OCTOBER 27, 2021 MEETING OF THE NORTHERN MICHIGAN REGIONAL ENTITY BOARD OF DIRECTORS; SUPPORT BY KARLA SHERMAN. MOTION CARRIED.**

## CORRESPONDENCE

- 1) The minutes of the November 4, 2021 PIHP CEO meeting.
- 2) The CMHAM 2022 meeting calendar.
- 3) MDHHS Michigan Psychiatric Care Improvement Project (MPCIP) November 2021 Update.
- 4) MDHHS Michigan Integration Efforts November 2021 Update.
- 5) MDHHS October 28, 2021 Children's Services Discussion.
- 6) Crisis Stabilization Units in Michigan Concept Paper.
- 7) MiCAL – PIHP/CMHSP/CCBHC Care Coordination Requirements.
- 8) Email correspondence from CMHAM dated November 9, 2021 about the "Recommendation of CMHA and Provider Alliance: Response to MDHHS re: Medicaid Bulletin MSA 21-39."
- 9) Medicaid Provider L Letter 21-76 dated November 16, 2021 regarding FY22 Direct Care Worker Wage Increases.
- 10) Article from UpNorthLive by Marc Shollett dated November 10, 2021 titled, "Addicted Michigan: Narcan Vending Machine Is Just One Step in Emergent Need."
- 11) The draft minutes of the November 10, 2021 NMRE Regional Finance Committee meeting.

Mr. Kurtz drew attention to the CMHAM Board Association/Provider Alliance email regarding MSA Bulletin 21-39. CMHA, the CFI CMH Contract Negotiation team, the PIHP Contract Negotiation Team, and the Provider Alliance leadership see this bulletin as "not binding on the providers in the CMH and PIHP provider network, nor on the state's CMHs and PIHPs, until contract negotiations, between MDHHS and the state's CMHs and PIHPs are completed with agreement reached as to these financial reporting requirements." The Contract Negotiation teams have requested the legal opinion from MDHHS and Milliman that backs their position.

Mr. Kurtz also highlighted L 21-76 which increases wages for direct care workers by \$2.35 per hour (plus and additional \$0.29 administrative fee) through September 30, 2022.

The UpNorthLive article by Marc Shollett regarding Narcan quotes NMRE Managing Director of Substance Use Disorder Services, Sara Sircely.

## ANNOUNCEMENTS

Let the record show that Justin Russell, newly appointed NMRE Board Member from Northern Lakes CMHA was introduced and welcomed to the Board.

## PUBLIC COMMENTS

Let the record show that the members of the public attending the meeting virtually were recognized.

## REPORTS

### **Executive Committee Report**

Let the record show that no meetings of the NMRE Executive Committee have occurred since the October Board Meeting.

### **CEOs Report**

The NMRE CEO Monthly Report for November 2021 was included in the materials for the meeting on this date. Mr. Kurtz noted his attendance at the North Country CMHA Board Retreat on November 18<sup>th</sup>.

## September 2021 Preliminary Financial Report

- Traditional Medicaid showed \$204,540,431 in revenue, and \$179,768,235 in expenses, resulting in a net surplus of \$24,772,196. Medicaid ISF was reported as \$7,738,320 based on the final FSR. Medicaid Savings was reported as \$4,515,675.
- Healthy Michigan Plan showed \$31,573,008 in revenue, and \$25,685,577 in expenses, resulting in a net surplus of \$5,887,431. HMP ISF was reported as \$7,058,552 based on the Final FSR. HMP savings was reported as \$0.
- Net Position\* showed net surplus Medicaid and HMP of \$30,659,626. Medicaid carry forward was reported as \$4,515,675. The total Medicaid and HMP Current Year Surplus was reported as \$28,251,301. Medicaid and HMP combined ISF was reported as \$14,796,872; the total Medicaid and HMP net surplus, including carry forward and ISF was reported as \$43,048,173.
- Health Home showed \$508,884 in revenue, and \$482,681 in expenses, resulting in a net surplus of \$26,203.
- SUD showed all funding source revenue of \$21,305,769, and \$18,878,106 in expenses, resulting in a net surplus of \$2,427,663. Total PA2 funds were reported as \$6,146,019.

FY21 Financial Closeout based on the Interim FSR showed:

Summary of Total Savings/Lapse	Total Lapse	Total Earned Savings	Total Savings Corridor	% of Savings by Funding
1. Total Disposition of Medicaid Savings/Lapse	\$6,396,060	\$11,296,664	\$17,296,724	69%
2. Total Disposition of Healthy Michigan Savings/Lapse		\$5,061,832	\$5,061,832	31%
3. Total Savings/Lapse	\$6,396,060	\$16,358,496	\$22,754,556	100%

The estimated direct care wage surplus was reported as \$8.6M.

Ms. Yockey explained that the NMRE will be fully funded at \$16,358,496 and can carry forward an additional \$16,358,496 of surplus funding into FY22 (first dollars spent); a lapse of \$6,396,060 is expected.

FY22 Budget Outlook showed a revenue drop for the first payment of FY22:

	Sept Average per Member	Oct Average per Member	Average Decrease per Member	% Decrease
HMP Unenrolled	72.27	63.19	(9.08)	-14.4%
HMP Enrolled	52.94	48.99	(3.95)	-8.1%
Medicaid Unenrolled	237.05	225.30	(11.75)	-5.2%
Medicaid Enrolled	103.62	96.36	(7.27)	-7.5%

September to October HSW revenue decreased by \$199K (\$2.4M annualized).

September to October Medicaid & HMP showed a \$1.2M decrease (\$14.4M annualized).

Mr. Kurtz recognized that eligibility continues to rise. It was noted that when redeterminations and spenddowns resume, rates will need to be adjusted accordingly. Even with the decreased revenue, a lapse is likely for FY22.

**MOTION BY RANDY KAMPS TO RECEIVE AND FILE THE NORTHERN MICHIGAN REGIONAL ENTITY MONTHLY FINANCIAL REPORT FOR SEPTEMBER 2021; SUPPORT BY JOE STONE. MOTION CARRIED.**

**Operations Committee**

The minutes from November 23, 2021 were distributed during the meeting on this date. Mr. Kurtz highlighted the discussion about increasing crisis care in the region. He and Christine Gebhard met with Dr. Ibrahim and Jill LeBourdais, PA about developing an adult Crisis Residential Unit, potentially in Gaylord. Mr. Kurtz stressed that the facility would be designed for use by Region 2. Conversations also continue with Munson to partner on the creation of a crisis center open to individuals served by the NMRE; Mr. Russell agreed that there is a need in Traverse City. Dr. Ibrahim is also looking to convert a designated (AuSable Valley) COVID home into a children’s respite center.

**NMRE SUD Oversight Board Report**

The minutes of the November 8, 2021 NMRE Substance Use Disorder Oversight Board meeting were included in the materials for the meeting on this date. Liquor tax requests will be discussed under “New Business.”

**NEW BUSINESS**

**PA2 Requests**

- 1) 53<sup>rd</sup> Circuit Recovery Court & The Salvation Army - \$6,000 – Cheboygan County – Transitional Housing
- 2) 13<sup>th</sup> Circuit Court Community Corrections & Grand Traverse County Finance – \$34,100 – Grand Traverse County – Recovery Coaching
- 3) 13<sup>th</sup> Circuit Court Community Corrections & Grand Traverse County Finance – \$31,500 – Grand Traverse County – Supportive Recovery Housing

**MOTION BY JOE STONE TO APPROVE THE REQUESTS FOR LIQUOR TAX FUNDS RECOMMENDED BY THE NORTHERN MICHIGAN REGIONAL ENTITY SUBSTANCE USE DISORDER OVERSIGHT BOARD ON NOVEMBER 8, 2021 IN THE TOTAL AMOUNT OF SEVENTY-ONE THOUSAND SIX HUNDRED DOLLARS (\$71,600.00); SUPPORT BY MARY MAROIS. MOTION CARRIED.**

**CHS Coalition Updated Budget Amounts**

Update budgets were included in the materials for the meeting on this date. The net difference was provided as (\$4,639).

County	Project	Amount Requested	Amount Approved	Updated Request	Net Difference
Crawford	Coalition	\$20,725	\$20,725	\$34,676	\$13,951
Iosco	Coalition	\$33,871	\$33,871	\$33,865	(\$6)
Oscoda	Coalition	\$17,499	\$17,499	\$18,996	\$1,497
Roscommon	Coalition	\$42,447	\$42,447	\$22,366	(\$20,081)

**MOTION BY MARY MAROIS TO APPROVE THE REVISED REQUESTED AMOUNTS BY CATHOLIC HUMAN SERVICES FOR FISCAL YEAR 2022 PREVENTION COALITION FUNDING FOR CRAWFORD, IOSCO, OSCODA, AND ROSCOMMON COUNTIES; SUPPORT BY RANDY KAMPS. MOTION CARRIED.**



## **Rural Exemption**

An update was requested from the Board. Mr. Kurtz clarified that the terminology is actually a "Rural Exception." Mr. Kurtz stated there is a rural exception for managed care which is a state prerogative. Whenever a subgroup or group of Medicaid individuals is mandatorily enrolled in managed care, there is a requirement that there is a choice of at least two health plans (for comprehensive medical services) per geographic area. The rural exception comes into play when the area doesn't support two health plans because competition doesn't really exist. In Michigan, the Upper Peninsula Health Plan received the only Rural Exception granted.

A second category of exceptions exists under managed care. Because behavioral health is a managed care carve-out, the state had requested (1998 and 2002) that, due to the nature of behavioral health, there wasn't a competitive need for two PIHPs to be within state defined regions, therefore waiving freedom of choice for those individuals under the 1915(b) and subsequently the 1115 waivers.

Mr. Kurtz suggested that focusing on rural exceptions for waiving criteria associated with evidence-based best practices (staffing ratios, etc.) would be an effective strategy. Mr. Kurtz proposed that The State Office of Rural Health weigh in during the 30-day notice for Medicaid policy promulgation. A legislative champion would be needed to move these recommendations into state policy.

## **CMHAM Special Assessment**

The Community Mental Health Association's Voluntary Special Assessment to support expanded advocacy work dated November 2021 was included in the materials for the meeting on this date. The funds received by CMHA, through this special assessment will be used "to strengthen what is already a sophisticated and multi-component advocacy capacity. This strengthened advocacy capacity is needed now to match the level of threats and opportunities faced by the state's CMHs and PIHPs and those served."

The NMRE Operations Committee passed a motion to have the NMRE contribute on behalf of the Region. Finance Officers have discussed whether participation in the voluntary special assessment can be charged to Medicaid (CMHAM has indicated that it can). Mr. Kurtz indicated that he would need a dues invoice based on projected increased expenses.

Mr. Stone stated that entities can contact CMHAM and request an invoice. Mr. Kamps suggested circling back to Bob Sheehan for a legal opinion. Mr. Kurtz noted that Performance Bonus Incentive Payment (PBIP) dollars could be used to make the contribution. Mr. Kurtz stressed the need to highlight the PIHPs in advocacy efforts.

**MOTION BY MARY MAROIS TO AUTHORIZE THE NORTHERN MICHIGAN REGIONAL ENTITY TO MAKE A ONE-TIME PAYMENT OF FORTY THOUSAND DOLLARS (\$40,000.00) TO THE COMMUNITY MENTAL HEALTH ASSOCIATION OF MICHIGAN ON BEHALF OF ITSELF AND THE FIVE MEMBER COMMUNITY MENTAL HEALTH SERVICES PROGRAMS; SUPPORT BY KARLA SHERMAN. ROLL CALL VOTE.**

**"Yea" Votes:** R. Frye, E. Ginop, R. Kamps, G. Klacking, C. Marcus, M. Marois, G. Nowak, J. O'Farrell, J. Reed, R. Schmidt, K. Sherman, D. Smeltzer, J. Stone

**"Nay" Votes:** Nil

**MOTION CARRIED.**

## OLD BUSINESS

### **Senate Bills 597 & 598/House Bills 4925-4929 – The Latest**

This topic was covered previously under the CMHAM Special Assessment.

## PRESENTATION

### **Lambert Public Relations Update**

The Board requested a status update from the Lambert Public Relations firm. NMRE Compliance Officer, Tema Pefok, was in attendance to provide an update on NMRE staff's efforts and Angela Klincke (Senior Director), and Elise Pelletier (Manager) joined the meeting to provide an update from Lambert PR.

- Biweekly meetings are occurring between NMRE and Lambert staff.
- The NMRE's response to SB 597 & 598 was sent to 155 individuals including sheriffs, prosecutors, county administrators, boards of commissioners, judges, and legislators.
- The NMRE is working with Lambert to restructure its website to raise awareness of NMRE and target its primary audiences of media, legislators, and the community.
- The NMRE is working with its Member CMHSPs and Lambert to secure testimonials for the media and eventually the website.
- The NMRE provided Lambert with data such as number of members served, number employed, performance indicator data, etc. to share with interested parties.
- The NMRE collaborated with the Lambert representatives to set up a television interview for Sara Sircely with UpNorthLive, which was syndicated to its sister stations across the state.

## COMMENTS

### **Board**

Mr. Stone commented that CMHAM invoked a special assessment when 298 was a threat to the system.

Mr. Kamps requested an update on progress being made on recovery in addiction, specifically focusing on suboxone, which will be put on the December meeting Agenda.

Mr. Marcus announced a forum on November 30<sup>th</sup> for commissioners to get feedback for the next December 17<sup>th</sup> task force for juvenile justice meeting and the mental health aspect of cost allocations.

Mr. Smeltzer shared that he heard an interesting story on Interlochen Public Radio about the mental health system in Italy; the government is attempting to shut down the community-based system (similar to our CMH system) and move to privatization.

### **Staff/CMHSP CEOs**

Ms. Pelts expressed thanks for the Leadership at NMRE and the collegiality with which the NMRE, the Member CMHSPs, and the Boards work.

Ms. Pefok requested that she be contacted if anyone sees the NMRE or the public behavioral health system being misrepresented in the media or other outlets.

## MEETING DATES

The next meeting of the NMRE Board of Directors was scheduled for 10:00AM on December 22, 2021.

## ADJOURN

Let the record show that Mr. Ginop adjourned the meeting at 11:55AM.

	Program	Individuals served December 2021 (12/1/21 - 12/31/21)	Individuals served in the Past Year (1/1/21 - 12/31/21)	Running Monthly Average(year) (1/1/21 - 12/31/21)
1	Access / Crisis / Prescreens	57 - Routine 0 - Emergent 1 - Urgent 101 - Crisis 49 - Prescreens	670 - Routine 5 - Emergent 7 - Urgent 686 - Crisis 688 - Prescreens	56 - Routine 0 - Emergent 1 - Urgent 56 - Crisis 56 -Prescreens
2	Doctors' Services	397	1420	410
3	Case Management			
	Older Adult (OAS)	110	272	102
	MI Adult	103	375	132
	MI ACT	26	72	27
	Home Based Children	17	68	49
	MI Children's Services	63	135	127
	IDD	165	418	165
4	Outpatient Counseling	125(28/97)	336	146
5	Hospital Prescreens	49	688	56
6	Private Hospital Admissions	10	229	19
7	State Hospital Admissions	0	2	0
8	Employment Services			
	IDD	46	80	46
	MI	18	58	18
	Touchstone Clubhouse	92	103	83
9	Peer Support	38	60	40
10	Community Living Support Services			
	IDD	82	151	78
	MI	51	102	59
11	CMH Operated Residential Services			
	IDD Only	57	62	58
12	Other Contracted Resid. Services			
	IDD	34	39	32
	MI	35	45	36
13	Total Unduplicated Served	990	2348	1049

County	Unduplicated Individuals Served Since January 2021
Alcona	251
Alpena	1440
Montmorency	265
Presque Isle	300
Other	69
No County Listed	23

# **NORTHEAST MICHIGAN COMMUNITY MENTAL HEALTH AUTHORITY**

## **BYLAWS**

### **PREAMBLE**<sup>[DH1]</sup>

Recognizing the responsibility of the Alcona, Alpena, Montmorency, and Presque Isle County Boards of Commissioners to provide suitable mental health services to the above named counties, the boards of commissioners have duly appointed a Community Mental Health Board as a Mental Health Authority according to Public Act 258, 1974, as amended.

Recognizing further the responsibility of this Authority in upholding the best interests of the citizens through concerted effort in providing and maintaining mental health services in accordance with Public Act 258, 1974, as amended, the Northeast Michigan Community Mental Health Authority hereby organizes in conformity with bylaws and regulations herein-stated.

For the purpose of these bylaws, whenever the term "Authority" shall appear, it shall be interpreted to mean the Northeast Michigan Community Mental Health Authority, who shall have authority in the government of the county mental health services for the above-mentioned counties. Whenever the term "Board" shall appear, it shall be interpreted to mean the Board of Directors of the Northeast Michigan Community Mental Health Authority. Whenever the term "Department" is used, it shall be interpreted to mean the Michigan Department of Health and Human Services.

### **ARTICLE I - NAME**

The name of this Board shall be the NORTHEAST MICHIGAN COMMUNITY MENTAL HEALTH AUTHORITY.

### **ARTICLE II - MISSION**

To provide comprehensive services and supports that enable people to live and work independently.

### **ARTICLE III - DUTIES**

This community mental health authority shall:

- A. Examine and evaluate the mental health needs of the counties it represents and the public and nonpublic services necessary to meet those needs.

Approved by the Northeast Board – March 10, 1994

Last revision approved by the Northeast Board – February 11, 2021

- B. Review and approve an annual plan and budget for the program. (The format and documentation of the annual plan and budget shall be as specified by the Department.)
- C. Provide and advertise a public hearing on the annual plan and budget.
- D. Submit to each board of commissioners a copy of the Board's needs assessment, annual plan and requests for new State funds.
- E. Take such actions as it deems necessary and appropriate to secure private, federal, and other public funds to help support the program.
- F. Approve and authorize contracts for services.
- G. Review and evaluate the quality, effectiveness, and efficiency of services being provided by the program.
- H. Appoint an executive director of the community mental health program who shall meet standards of training and experience as established by the Department in Administrative Rules.
- I. Establish general policy guidelines within which the director shall execute the program.
- J. Subject to the provisions of Chapter II of Public Act 258, 1974, as amended, the Authority may enter into contracts for purchase of mental health services with private or public agencies.

Contracts may be entered into with any facility or entity of the Michigan Department of Health and Human Services with the approval of the Michigan Department of Health and Human Services.

## **ARTICLE IV- MEMBERSHIP**

### **Section 1. Appointment**

The county boards of commissioners of the counties involved, being Alcona, Alpena, Montmorency, and Presque Isle, shall establish a 12-member community mental health authority board of directors. Each board of commissioners shall appoint the board members from its county.

### **Section 2. Composition**

The composition of the Board shall be as specified in the Mental Health Code, section 222.

### **Section 3. Terms; Vacancies; Removal of Member**

The term of office of a board member shall be three (3) years from April 1 of the year of appointment. Vacancies shall be filled for unexpired terms in the same manner as original appointments. Board members are encouraged to attend all board meetings. If a Board member misses two consecutive meetings without advance notice to the Board Chairperson or his or her designee, a letter from the Board Chairperson will be sent to the board member inquiring about the member's intent to fulfill his or her term of office. If no response is received within 30 days, a second letter will be sent with a copy to the Chairperson of the appointing County Commission. If no response is received within 30 days, a letter will be sent to the Chairperson of the appointing County Commission requesting the removal of the board member according to the requirements of the Mental Health Code, § 224, which states in part: A board member may be removed from office by the appointing board of commissioners for neglect of official duty or misconduct in office.

## **ARTICLE V - OFFICERS**

### **Section 1. Officers; Election; Term of Office**

The officers of this Board shall consist of a Chair, Vice-Chair, and Secretary who shall perform the duties usually pertaining to such offices or as provided by the Board. All officers shall be elected for a term of one year and shall hold office until the next regular election; such election to be held at the April meeting of each year.

The annual election of Board Members to Board Offices shall be conducted in the following manner:

- By the October Meeting prior to the April election, the Chair will recommend to the Board, subject to the approval of the Board, a "Board Officers Nominating Committee", a Special Committee of the Board which shall exist for the sole purpose of nominating candidates to fill the positions of the Board's Offices; that Committee as needed to fill Board vacancies, the Chair will appoint a "Nomination/Board Member Composition Committee," which shall consist of at least four and no more than six Board Members, preferably one from each county.

This Committee shall review the terms of all Board members with terms expiring and identify the need for individuals with lived experience or a family member of an individual with lived experience for potential appointments. The committee shall attempt to recruit or identify candidates for membership who meet the requirements of Section 222 (1) of the Mental Health Code. These recommendations shall be communicated to the county Boards of Commissioners as necessary by the Board's Chair or his/her designee.

- By the March meeting, that Committee shall report its recommendations to the Board for its members' consideration prior to the April election meeting.
- During the April Meeting, a slate of candidates for the Board's three offices shall be placed in nomination first by the Nomination/Board Member Composition Committee, which shall give its report at the call of the Chair.
- Election of the Board's Chair for the next year shall be the first election, and shall be conducted by the current Chair, who shall state the Nomination/Board Member Composition Committee's nomination, then ask if there are any [further] nominations from the floor; if/when none is heard after *three* such invitations, then the Chair shall declare that nominations are closed and the election may proceed.
- Balloting may be by voice, by show-of-hands or by roll call at the request of any Board member, as the Board may determine in advance or by its majority vote at any time during the election process; a majority of votes cast shall determine the outcome of the election.
- Following the election of a new Chair (and assuming the current Chair does not succeed to the office), the immediate-past-Chair shall relinquish the chair to the new Chair, who shall conduct the balance of the elections in the same manner.
- Elections then proceed in this order:  
Vice-Chair... then Secretary.
- Newly-elected officers assume their offices immediately upon elections.
- If questions of procedure arise before or during the meeting or elections, the Board shall resolve these questions via reference to its By-Laws, Policies and/or Robert's Rules.

## **Section 2. Duties**

**Chair** - The Chair shall be the presiding officer at all meetings of the Board; ~~shall may~~ be an ex officio member of all committees with the exception of the Nomination / Board Member Composition Committee; shall appoint the Chair of the standing and special committees; shall sign and execute in the name of the Board; shall call meetings of the Board; shall work with the Executive Director to create the meeting agenda; and shall perform such other duties as are required by the Board. The Executive Director shall consult with the Chair on matters related to contracts or benefit providers when necessary.

**Vice-Chair** - The Vice-Chair, in the event of the incapacity or absence of the Chair, shall assume the duties prescribed to the Chair. In the absence of the Chair from a

meeting of the Board, the meeting shall be called to order by one of the officers of the appointed Board, designated as temporary Chair, in the following order of precedence:

Vice Chair ... then Secretary.

If the Chair does arrive, the temporary Chair shall surrender the chair to him/her.

**Secretary** - The Secretary or his/her designee shall send appropriate notices, shall act as custodian of all records and reports, and shall be responsible for the keeping and reporting of adequate records of all meetings of the Board.

### **Section 3. Additional Officers**

The Board may elect or appoint such other officers or agents as it may deem necessary for the transaction of business of the Board, and for terms to expire the same as other officers provided for in these Bylaws.

### **Section 4. Removal of an Officer**

The Board may remove an Officer for just cause by the majority of the Board (7). A member removed from office shall remain a member of the Board unless he or she is removed from the Board by the appointing board of commissioners according to Article IV, Section 3.

### **Section 5. Replacement of an Officer**

Should an Officer be unable to finish their term of office, the Board Chair will appoint a replacement for the position vacated, preferably from the same County to assure equal representation on the Executive Committee. If the appointee rejects the appointment, the Chair will appoint another Board member.

## **ARTICLE VI - MEETINGS**

### **Section 1. Regular Meetings**

The board of directors of Northeast Michigan Community Mental Health Authority shall hold at least twelve regular meetings annually at a time and place to be designated by the Chair of the Board. All meetings of the Board shall be open to the public and shall be held in a place available to the general public. All meetings shall be held in accord with 1976 P.A. Act 267 (the "Open Meetings Act") and 1976 P.A. 422 (the "Freedom of Information Act"). Within ten days after the April meeting of the Board in each year, the Secretary shall post a public notice stating the dates, times and places of its regular meetings.



If there is a change in the schedule of regular meetings of the Board, there shall be posted within three days after the meeting at which the change is made, a public notice stating the new dates, times, and places of its regular meetings.

Upon written request, at the same time a public notice of meeting is posted, the Secretary shall provide a copy of the public notice of that meeting to any newspaper published in the state and to any radio and television station located in the state, free of charge.

Other requirements pertaining to regular meetings of this Board contained in Public Act 267, 1976 shall be adhered to.

The agenda for regular meetings of the Board may include the following:

- Call to Order
- Roll Call and Determination of a Quorum
- Pledge of Allegiance
- Appointment of Evaluator
- Acknowledgement of Conflict of Interest
- Information and/or Comments from the Public
- Board Training
- Approval of Minutes
- Consent Agenda
- Monitoring Reports
- Policy Review, Approval & Self-Evaluation (if any)
- Linkage Reports
- Operation Report (if any)
- Chair's Report
- Director's Report
- Information and/or Comments from the Public
- Information and/or Comments for the Good of the Board
- Next Meeting – Setting Agenda
  - Meeting Evaluation
- Adjournment

## **Section 2. Special Meetings**

Special meetings of the Board may be called by the Chair or upon written request of any three members of the Board filed with the Secretary or his/her designee. Notices of a special meeting shall be given by one of the following means or as required by the Open Meetings Act:

- a. Personal notice by telephone or otherwise to each Board member at least 24 hours before such meeting.
- b. Public notice at least eighteen hours before such meeting, stating date, time, and place.

c. As otherwise determined by the Chair.

Each notice of a special meeting shall state the time, place, and purpose thereof.

The agenda for special meetings of the Board may include the following:

- Call to Order
- Roll Call and Determination of a Quorum
- Statement of Purpose of Meeting
- Transaction of Business According to Stated Purpose
- Adjournment

### **Section 3. Closed Meetings**

A 2/3 majority roll call vote of appointed Board members shall be required to call a closed session, for purposes stated in Section 8, Public Act 267, 1976. The roll call vote and the purpose or purposes for calling the closed meeting shall be entered into the minutes of the meeting at which the vote is taken.

### **Section 4. Meeting by Remote Communication**

A Board member may participate in a meeting by conference telephone or any similar communication equipment through which all persons participating in the meeting can hear each other. Participation in a meeting pursuant to this Section constitutes presence in person at the meeting to allow for per diem disbursements. Members participating via telephonic or video conferencing are restricted from voting, deliberation toward decisions or counting in quorum determination unless the Open Meetings Act waives the rules to allow remote accommodations due to such acts as a 'State of Emergency.' Exception to this rule in the Open Meetings Act is if the member is absent due to military duty.

### **Section 5. Minutes**

The Board shall keep minutes of each meeting showing the date, time, place, members present, members absent, any decisions made at a meeting open to the public, and the purpose or purposes for which a closed session is held. The minutes shall include all roll call votes taken at the meeting.

Minutes shall be public records open to public inspection and shall be available at the address designated on posted public notices pursuant to Section 1. Copies of the minutes shall be available to the public at a reasonable estimated cost for printing and copying.

Proposed minutes shall be available for public inspection no later than eight (8) business days after the meeting to which the minutes refer. Approved minutes shall be

available for public inspection not later than five (5) business days after the meeting at which the minutes are approved by the Board.

A separate set of minutes shall be taken by the Secretary or his/her designee at the closed meeting; these minutes shall not be available to the public, and shall only be disclosed if required by a civil action filed under Section 10, 11, or 13 of Public Act 267, 1976. These minutes may be destroyed one year and one day after approval of the minutes of the regular meeting at which the closed meeting was approved.

### **Section 6. Materials to be Furnished Board Members**

Insofar as possible, all members of the Board shall be mailed a copy of the proposed agenda and copies of all material to be considered at regular Board meetings in advance of such meetings; however, any Board member or the Director may place an item on the agenda by requesting the Chair to include such item or items.

Insofar as possible, all members of the Board shall be mailed copies of the agenda to be considered at special Board meetings, unless this requirement shall be waived by unanimous consent of all Board members.

### **Section 7. Quorum and Voting**

One-half plus one of the appointed Board members, which shall include one officer, shall constitute a quorum of the Board. Consistent with Robert's Rules of Order, motions made during Board and committee meetings shall require a second in order to be considered. The affirmative vote of the majority of the votes cast shall be required for the passage of any motion or resolution at any meeting of the Board or its committees. The Chair of the Board will be allowed to vote.

It shall be the prerogative of any Board member to require a roll call vote on any motion.

### **Section 8. Decorum during Debate**

Board members shall confine their remarks to the question, be courteous in their language and behavior, not arraign the motives of another board member and emphasize it is not the individual, but the measure which is subject of debate. The Chair will assure enforcement of these behavioral guidelines.

The Chair shall call to order any person who is being disorderly by speaking or otherwise disrupting the meeting proceedings by failing to be courteous, by speaking longer than a reasonable time or by speaking vulgarities. Such person shall thence be warned by the Chair that he/she may be expelled from the meeting and he/she shall not be permitted to speak further at the same meeting except upon special request of the board. If the person continues to be disorderly and disrupt the meeting, the Board

Chair or a designee shall contact local law enforcement to have said individual removed from the meeting. No person shall be removed from a public meeting except for an actual breach of the peace committed at the meeting.

## **ARTICLE VII - COMMITTEES**

The Board of Directors shall establish the following standing committees: Executive Committee and Recipient Rights Committee. The standing committees shall perform such functions and duties as designated by the Board.

At the annual organizational meeting of the Board, the Chair of the Board shall appoint the Chair and members of the standing committees; those persons shall be members of the Board, except that the Recipient Rights Committee membership may include Community Mental Health Board members, staff personnel, government officials, attorneys, mental health consumer interest group representatives, or other persons, at the discretion of the Board Chair.

The Chair shall appoint the chair and members of special committees, subject to the approval of the Board; those persons need not be members of the Board, shall be counted for quorum and shall be eligible to vote on committee matters. The Chair of the Board shall be the only ex officio member of any and all standing committees, shall be included in counting for quorum, if present, and shall be eligible to vote.

The Board may establish such other committees as it deems proper.

All standing and special committees shall meet upon the call of the committee Chair, with the concurrence of the Board Chair, to consider whatever business is before said committee in order to recommend appropriate action to the Board.

Committees of the Board may meet by teleconference providing all requirements of the Open Meetings Act are met including providing and announcing a location at which members of the public may attend and hear the entire deliberations of the committee and all committee members.

Matters reported by a committee may be reported with a recommendation for Board action, or solely for the information of the Board.

Tenure on standing committees shall be for a one-year term beginning in April or until the appointment of a new committee; however, nothing herein shall be construed to prevent reappointment of any committee member.

Nothing contained in this Article shall be construed to deny any Board member the right to attend any meeting of any standing or special committee.

For Board committees a quorum shall be defined as equal to at least fifty percent (50%) of the committee membership.

Notices to the public regarding committee meetings shall be posted pursuant to Section 5, Public Act 267 of 1976, and Article VI of these Bylaws.

### **Section 1. Executive Committee**

The Executive Committee shall consist of four members: the Chair, Vice-Chair, Secretary of the Board and immediate past Chair. If the immediate past Chair is no longer a current member of the Board, the Board shall elect an additional board member to serve as an at-large member of the Committee. It is the preference of the Board to have all four counties represented on the Committee. This committee shall have authority to act on behalf of the Board during the period between meetings of the Board, subject to any prior limitation imposed by the Board and with the understanding that all matters of major importance be referred to the Board.

At the request of the board (by consensus or majority vote) or the Chair, this Committee may research and apprise Board members of proposed, pending and current legislation pertaining to mental health services, and shall recommend a Board position.

### **Section 2. Recipient Rights Committee**

This Committee shall advise the Board and Director concerning implementation of policy as it relates to the Recipient Rights system and shall review the operation of the Office of Recipient Rights in accordance with Section 757 of the Mental Health Code. This Committee shall serve as the Appeals Committee under Section 784. Preference is to have at least two Board representatives as members of this Committee.

## **ARTICLE VIII - DIRECTOR OF COMMUNITY MENTAL HEALTH AUTHORITY**

The Director of the Northeast Michigan Community Mental Health Authority shall be selected by the Board. The Director shall be given the necessary authority and responsibility to operate all mental health services and carry out all policies as may be adopted by the Board, or any of its committees to which it has delegated authority. The Director shall ensure that appropriate orientation programs for new Board members and continuing education programs for all Board members are carried out and shall represent the Board in all areas in which the Board has not formally designated some other person to so act.

## **ARTICLE IX - MISCELLANEOUS**

### **Section 1. Amendment and Adoption of Bylaws**

These Bylaws may be amended or repealed by the affirmative vote of a majority of the members of the Board present at any regular or special meeting of the Board if notices of the proposed amendment or repeal are contained in the written notice of the meeting, such notice to be given prior to such a meeting by ordinary mail. Bylaws may also be amended without notice by a three-fourths vote of the Board members present.

## **Section 2. Rules of Order**

Robert's Rules of Order shall be the parliamentary guideline for all matters of procedure not specifically covered by the Bylaws or by specific rules or procedures adopted by this Board.

## **Section 3. Conflict of Interest**

No Board member shall in any way be a contractor for purposes of remuneration of this Authority or its contracting agencies unless a competitive bid process is utilized, the Board member discloses the association and affiliation, and a two-thirds (2/3) majority vote of the Board supports such a contract.

## **Section 4. Employment**

Employment of a Board member or any member of his or her immediate family is prohibited.

## **Section 5. Suspension of Rules**

The rules governing all matters of procedure of the Board provided in the Bylaws and in subsequent governing resolutions may be temporarily suspended at any time by the unanimous consent of the members present to facilitate the accomplishment of any legal objectives of the Board.

## **Section 6. Depository**

As a Mental Health Authority, the Board may act as its own depository of funds, or, at its discretion, designate a county willing to act as depository.

## **Section 7. Per Diem and Reimbursement**

Board members shall be paid in accord with the payment schedule for Northeast Michigan Community Mental Health Authority.

## **Section 8. Assurances**

With respect to both employment practices and services rendered, the Authority will not discriminate against persons because of religion, race, color, national origin, age, sex,

height, weight, marital status, political affiliation, sexual orientation or physical or mental handicap.

No service or program provided by the Authority will be withheld from any person on the basis of residence in a county other than Alcona, Alpena, Montmorency, and Presque Isle counties. If a person cannot meet financial obligations incurred by such program or service, the county of residence will be billed.

## FEBRUARY AGENDA ITEMS

### **Policy Review**

Asset Protection 01-007

### **Policy Review & Self-Evaluation**

Board Committee Principles 02-005

Delegation to the Executive Director 03-002

### **Monitoring Reports**

Treatment of Consumers 01-002 (Recipient Rights Report)

Staff Treatment 01-003 (Turnover Report)

Budgeting 01-004 (Finance Report)

Financial Condition 01-005 (CPA Audit Report)\*\*\*

Asset Protection 01-007 (CPA Audit Report)\*\*\*

### **Activity**

### **Ownership Linkage**

### **Educational Session**

\*\*\* This will be delayed due to late onset of audit