

**Northeast Michigan Community Mental Health Authority Board
Board Meeting [In-Person, Zoom, Uber Conference]**

January 14, 2021

I. Call to Order

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

II. Seating of Board Members

Terry Small - Alcona County

Lynnette Greskowiak – Alpena County

The newly appointed Board member for Alcona County did not attend this meeting.

III. Roll Call and Determination of a Quorum

Present: In Person: Les Buza, Roger Frye, Lynnette Greskowiak, Terry Larson, Eric Lawson

Via Zoom:

Via Uber Conference: Bonnie Cornelius, Judy Jones, Pat Przeslawski

Absent: Albert LaFleche, Gary Nowak (excused), Robert Adrian

Staff & Guests: Dennis Bannon, Carolyn Bruning, Lee Ann Bushey, Connie Cadarette, Mary Crittenden, Erin Fletcher, Lynne Fredlund, Morgan Hale, Ruth Hewett, Cacey Humphrey, Cheryl Kobernik, Larry Patterson, Nena Sork, Jen Whyte

IV. Pledge of Allegiance

Attendees recited the Pledge of Allegiance as a group.

V. Appointment of Evaluator

Lynnette Greskowiak was appointed as evaluator of this meeting.

VI. Acknowledgement of Conflict of Interest

There was no conflict of interest to acknowledge.

VII. Information and/or Comments from the Public

No information or comments were presented.

VIII. Approval of Minutes

Moved by Pat Przeslawski, supported by Bonnie Cornelius, to approve the minutes of the December 10, 2020 meeting as presented. Roll call vote: Ayes: Les Buza, Bonnie Cornelius, Roger Frye, Lynnette Greskowiak, Judy Jones, Terry Larson, Eric Lawson, Pat Przeslawski; Nays: None; Absent: Bob Adrian, Albert LaFleche, Gary Nowak. Motion carried.

IX. Educational Session – Section 928 (Local Match Draw Down)

At the request of Board members at the December meeting, the impact of Section 928 for the Northeast Board is the Educational Session for this meeting. Nena Sork provided a historical timeline of the process the state initiated several years ago related to the use of local match dollars sent to the state to in turn use those dollars to draw down a greater amount of Medicaid dollars. It was later identified by the Centers for Medicare and Medicaid Services (CMS) that the State cannot require the community mental health boards to use the local funds in this manner. In total, Northeast will send the State \$199,580 in local match dollars in FY21, leaving around \$80,000 for local match dollars for services.

By using the local funds, the State is able to secure more Medicaid dollars from the federal government. The State uses this higher amount in the methodology for determining the amount of General Funds the Agency receives. The Medicaid dollars this Agency receives is greater than the local dollars the Board spends. If the Agency pulls out of submitting the local match for drawn down, the State will take the amount out of the General Fund allocation. If we chose not to give the State the \$199,580, the State would reduce our General Fund allocation by around 20%.

Last year the State made a good faith effort and developed a transition period of five years to reduce the amount of the dollars required for the Local Match Draw Down. Our FY20 contract local match requirement was reduced by 20%. The same was to happen this year; however, possibly due to the current environment with COVID the state did not reduce our match amount this fiscal year. Our contract for FY21 remained at the same rate as last year instead of being reduced another 20%. Some of the partner boards have withheld the local match payment to the State. Nena Sork indicated she would support the Board monitoring this situation and if the Board decides later to reduce the funding by 20%, it could still be reduced when the 4th Quarter payment is to be made.

Pat Przeslawski expressed her recommendation to send the local match as outlined in the FY21 contract this year to limit the impact to our General Fund (GF) dollars. A letter from Gary Wnuk, past Board member, was distributed to members regarding the 928 issue and his viewpoint was also discussed. Mr. Wnuk's letter recommends the Board stand with CentraWellness and the other Boards who are withholding the payments based on principle and integrity.

Nena Sork indicated not having the additional 20% reduction this FY in the local match obligation might just be a pause due to COVID. The anticipated date to have the local match obligation process eliminated is in 2026. This is spelled out in the boilerplate language and the plan is there. Nena Sork noted Chip agreed he would have supported the pause if the State had asked. Nena Sork reported the General Funds the Agency receives is well spent and most years we typically utilize all of GF dollars.

Eric Lawson reported there are two points of view. If there is a decision to support the action of the CentraWellness Board, we would need to take action and have a motion supporting the request. If we are planning to contribute the scheduled amount identified in the FY21 contract, there would be no action needed. The NMRE Board will be discussing this topic at their meeting in two weeks. Nena Sork reported AuSable Valley, Northern Lakes and Centra Wellness have all indicated they plan to withhold the additional local match dollars. Board members representing this Board should be ready to voice the wants of this Board at that meeting.

Robert Adrian arrived at 3:25 p.m.

Nena Sork reported there are two areas of contention – one of which is the State did this unilaterally without asking if this is just a pause and one would be a choice to channel dollars to legal fees if the Board would decide to fight the cause at this point. This is an issue, which may resolve in the next year. Nena Sork reported every Board is different in how significantly this could impact their GF allocation. Consensus of the Board members was to continue with making the payments as scheduled to the State for this year; however, if this continues into next year, this Agency can then take a stand on the state ignoring the boilerplate.

X. Consent Agenda

- 1. Merit Agreement**
- 2. The Regents of the University of Michigan (MC-3 Grant)**

Moved by Roger Frye, supported by Les Buza, to approve the Consent Agenda as presented.

Roll call vote: Ayes: Robert Adrian, Les Buza, Bonnie Cornelius, Roger Frye, Lynnette Greskowiak, Judy Jones, Terry Larson, Eric Lawson, Pat Przeslawski; Nays: None; Absent: Albert LaFleche, Gary Nowak; Motion carried.

XI. January Monitoring Reports

- 1. Emergency Executive Succession 01-006**

Nena Sork presented the Emergency Executive Succession to Board members identifying scenarios for succession if necessary.

Moved by Les Buza, supported by Lynnette Greskowiak, to accept the January monitoring report as presented. Roll call vote: Robert Adrian, Les Buza, Bonnie Cornelius, Roger Frye,

Lynnette Greskowiak, Judy Jones, Terry Larson, Eric Lawson, Pat Przeslawski; Nays: None; Absent: Albert LaFleche, Gary Nowak. Motion carried.

XII. Board Policy Review and Self Evaluation

1. Emergency Executive Succession 01-006

Board members reviewed this policy. The monitoring report for this meeting provided compliance with the policy.

2. Executive Director Role 03-001

Board members reviewed this policy. Eric Lawson noted the Board is in compliance with the policy which is evidenced through the monitoring reports provided monthly.

XIII. Linkage Reports

1. Community Mental Health Association of Michigan (CMHAM)

a. Winter Board Conference [Feb 9 – 12 Virtual]+

The Winter CMHAM Conference will be held virtually. The sessions are morning sessions and scheduled for February 9th through February 12th. The conference is one the Board traditionally does not attend. There were no Board members indicating a desire to register.

2. Northern Michigan Regional Entity (NMRE)

a. Contract Amendment B – Extension of FY19-20 Contract

This is the second amendment extending the FY20's contract with the NMRE. This extension will continue the contract until February 28, 2021.

Moved by Roger Frye, supported by Les Buza, to approve the extension of the FY19-20 Contract with the NMRE in Amendment B as presented. Roll call vote: Ayes: Robert Adrian, Les Buza, Bonnie Cornelius, Roger Frye, Lynnette Greskowiak, Judy Jones, Terry Larson, Eric Lawson, Pat Przeslawski; Nays: None; Absent: Albert LaFleche, Gary Nowak. Motion carried.

Roger Frye reported the biggest discussion at the December NMRE Board meeting was the local match draw down, which was addressed in the educational session in this meeting.

XIV. Operations Report

Mary Crittenden provided an update on the services provided for the month of December 2020. She reviewed on the additional cases in Home Based Services and Children's Services. There was a total of 1,032 individuals receiving services during the month of December.

XV. Chair's Report

1. By-Law Update

Eric Lawson reported he has been conducting a deep dive into the book "Roberts Rules for Dummies." He noted the Agency has used Roberts Rules as a parliamentary guideline. He would like to further his investigation into the guidelines of this process. He notes one element of "Roberts Rules" is a friendly amendment – once a motion is on the floor and seconded, an amendment must be approved by the entire board. This would mean if a motion maker requests to make an addition or revision, there would need to be full Board approval of amended motion. Les Buza indicated he believes this is a role of the Chair to determine how motions are finalized. Eric Lawson indicated he wants to assure all members have the opportunity to get their opinions heard. He suggest the Board test this the next time there is one.

Eric Lawson reported in the past, the Board presented motions to allow a member to abstain from voting. He reports abstaining is traditionally allowed if a board member has a conflict of interest. It might be clearer if there is something in the by-laws noting, if a conflict of interest occurs, the member should not vote. Bob Adrian reported there are different rules related to this depending on the size of the board.

Eric Lawson reported there are boards that vary the order of voting so one individual is not always setting the tone of the vote and noting the individual voting last can be the tying vote. This could

provide more power to one member than another. It may be something this Board would like to enact in the future.

The proposed revisions to the by-laws were reviewed by the members. The area identified for greater focus was addressing the "Nomination's Committee" and its role. Eric Lawson proposed the committee be renamed to "Board Member Composition Committee" with a role of assuring the composition of the Board for upcoming vacancies complies with the Mental Health Code.

Eric Lawson reported if the Board goes the route of eliminating the Nominations Committee we could develop a process that in February each board member would submit a recommendation for nominations for each of the officer positions. The nominations would be collected and summarized with a potential ballot for the March meeting at which time there would be opportunities for a member to voice their interest or disinterest in holding office. At the April meeting this could be presented along with nominations from the floor. Terry Larson questioned if there was a need to really change the process. Roger Frye indicated as long as he has been on the Board, there has never been members clamoring to hold office. Including all Board members in the development of a Slate of Officers would possibly take away some power from a small group. In the past, the Nomination's Committee was comprised of a Board member representing each county and that county representative was not a current officer eliminating a potential conflict. Pat Przeslawski suggested a rough draft of the proposed election process be presented to the Board at their February meeting. Roger Frye indicated the process currently used has worked. Eric Lawson reported under the Open Meetings Act Board members need to be cautious to discussions outside of the scheduled meetings.

An option could be to charge the Nominations Committee to discuss with board members their willingness to serve as an officer. At the February meeting board members could submit a form to the Nomination's committee to indicate their interest. The Committee could be called the "Nomination's / Board Member Composition Committee."

Eric Lawson reported the roles of the Chair and Secretary were revised to define a more correct version of responsibilities. Eric Lawson reviewed the revisions in Section 6 and Section 7. The Quorum was updated based on opinions expressed last month. Section 8 – Decorum during Debate was also updated.

The discussion related to abstaining when there is a conflict of interest and whether it should be compelled to abstain. Terry Larson suggested there be a definition of the conflict. "A conflict of interest being" Board members declaring such a conflict shall abstain from the vote.

Pat Przeslawski noted the Recipient Rights committee section in the by-laws does not identify Board representation on the Committee. It has been practice of this Board to have two Board members appointed to the Recipient Rights Advisory Committee. Ruth Hewett reported the composition of the Recipient Rights Advisory committee defined in Chapter 7 of the Mental Health Code is as follows: "Sec. 757. (1) The board of each community mental health services program shall appoint a recipient rights advisory committee consisting of at least 6 members. The membership of the committee shall be broadly based so as to best represent the varied perspectives of the community mental health services program's geographic area. At least 1/3 of the membership shall be primary consumers or family members, and of that 1/3, at least 1/2 shall be primary consumers." Ruth Hewett expressed her desire to continue with having representation of two Board members.

XVI. Director's Report

1. Director Report

Nena Sork reported she participates in the AMA-ESD Collaborative group to focus on how to assure students are getting the proper oversight during this pandemic. She reported the new Home Manager, Nicole Kaiser, is on board and transitioning into this position. Nena reported, internally, a committee was formed to identify a process to help staff affected by COVID to address leave without pay if the absence is due to COVID. Nena Sork reported there are some positions that can work from home and would be able to quarantine at home and still work and receive wages. Direct Care staff do not have that luxury. The budget was reviewed and it was determined we could support a leave

balance for those staff that were ill or unable to report to work due to COVID or those staff who are without leave so they would not lose wages due to COVID.

Nena Sork reported she worked with DHD #2 and the first vaccines were provided in Alcona County on December 28th to residents and staff of our group homes. She reported the Alpena AFC homes were vaccinated last Friday, Monday of this week Montmorency County was vaccinated and Friday Presque Isle will be done for the group homes. The Agency referred other direct care staff to MidMichigan or DHD#4 to register for the vaccine. In collaboration with the District Health Department #4, we are providing two nurses each day and one clerical staff each day to assist in getting the vaccines scheduled and administered. As DHD#4 covers Cheboygan County, some staff will be traveling there to assist.

Nena Sork reported the Sue Allor nomination was submitted for the Go To Bat Award. The Agency submitted an application to participate in the Cultural Competence and Linguistic leadership training.

Monday, January 4th, the State delivered facemasks to the NMRE and charged Community Mental Health with the task of distributing the masks to all the foster care facilities in each of our counties. There are 43 such facilities in our four-county area. She reported 7,200 masks were distributed during this last week.

The Agency's Behavioral Health Home program is off and running and has their first enrollee. The contract with JB Cook PAC as the primary health consultant to this program is being finalized. Mary Crittenden provided a success story of the first enrollee. Nena Sork reported 88.9% of individuals receiving services have seen their primary care physician within the last year. Terry Larson reported he went right to the Health Department in Rogers City and was scheduled for his vaccine. Nena Sork informed Board members of this Agency's assistance to get them pre-registered for the vaccine schedule. Bob Adrian noted board members will need their Medicare #s to get scheduled.

XVII. Information and/or Comments from the Public

There was no information or comments presented.

XVIII. Information and/or Comments for the Good of the Board

There were no comments presented.

XIX. Next Meeting

The next regularly scheduled meeting of Northeast Michigan Community Mental Health Authority Board will be held Thursday, February 11, 2021 at 3:00 p.m.

1. Set February Agenda

The February agenda items were reviewed. The Audit Report traditionally presented at the February Board meeting will be postponed due to the late onset of the audit.

XX. Evaluation of Meeting

Lynnette Greskowiak reported the meeting began on time. She noted the information related to the funding was very well run and informative.

XXI. Adjournment

Moved by Lynnette Greskowiak, supported by Pat Przeslawski, to adjourn the meeting.

Motion carried. This meeting adjourned at 4:45 p.m.

[signed electronically by Bonnie Cornelius on 02/11/2021]

Bonnie Cornelius, Secretary

[signed by Eric Lawson on 02/11/2021]

Eric Lawson, Chair

Diane Hayka
Recorder