

# Northeast Michigan Community Mental Health Authority Board

## Board Meeting

April 12, 2012

### I. Call to Order

Chair Gary Nowak called the meeting to order in the Board Room at 3:00 p.m. He requested a moment of silence in memory of board member Maggie Clay who died March 17. Tony White noted the guest editorial written by board member Tom Young in tribute to Maggie was well-done and was included with her obituary in the mailing. Tony White shared memories of working with her over the twenty years she worked with the Board.

### II. Seating of Board Members

Alan Fischer – Alcona County  
Tom Mullaney – Alpena County

Tom Young – Montmorency County  
Pat Przeslawski – Alpena County

### III. Roll Call and Determination of a Quorum

Present: Virginia DeRosia, Alan Fischer, Terry Larson, Tom Mullaney, Gary Nowak, Pat Przeslawski, Tom Young

Absent: Linda Canfield (excused), Judy Hutchins (excused), Marie LaLonde (excused), Richard Anderson

Staff & Guests: Carolyn Bruning, Ruth Hewett, Cheryl Jaworowski, Ed LaFramboise, Cathy Meske, Tony White, Peggy Yachasz

### IV. Report of the Nomination's Committee

The Nomination's Committee met on March 8 and recommends the following officer positions for the next organizational year.

Gary Nowak, Chair  
Pat Przeslawski, Vice Chair  
Alan Fischer, Secretary

***Moved by Tom Young, supported by Virginia DeRosia, to place the Slate of Officers in nomination.*** Motion carried.

### V. Election of Officers

Chair Gary Nowak called for other nominations from the floor three times for the Chair position.

***Terry Larson moved that nominations be closed, Alan Fischer seconded the motion and requested that nominations be closed and a unanimous ballot be cast for Gary Nowak.*** Motion carried.

Chair Gary Nowak called for other nominations from the floor three times for the position of Vice Chair.

***Tom Young moved that nominations be closed, Virginia DeRosia seconded the motion and requested that nominations be closed and a unanimous ballot be cast for Pat Przeslawski***

Chair Gary Nowak called for other nominations from the floor three times for the Secretary position.

***Tom Young moved that nominations be closed and a unanimous ballot be cast for Alan Fischer, Virginia DeRosia supported the motion.*** Motion carried.

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

There were no comments presented.

**VII. Educational Session – Section 222 & Conflict of Interest**

Tony White reviewed the form used to certify the board's compliance with Section 222 each year. Last month the Board members requested this be reviewed in more depth to address conflicts of interest. Mr. White reviewed the composition of the Board as defined in the Mental Health Code.

Mr. White provided the codes definitions of primary consumers, family members, county commissioners, and public officials. Mr. White also reviewed the conflict of interest language included in the Code.

Board members discussed alternatives regarding a member's disclosure of an interest in a matter before the board. The question was whether that member must not participate in the discussion of the matter, abstain from voting on the matter, or both. The consensus of the board was to follow the outline in Section 222 of the Code which does not rule out participation in the discussion, but does prohibit including that member's vote.

**VIII. Consent Agenda**

**1. Approval of Minutes**

**2. Contracts**

**a. Harrisville Lease Agreement**

*Moved by Pat Przeslawski, supported by Virginia DeRosia, to approve the Consent Agenda as presented.* Motion carried.

**IX. April Monitoring Reports**

**1. Budgeting 01-004**

Cheryl Jaworowski reviewed the Statement of Revenue and Expense for month ending February 2012. Cheryl Jaworowski clarified the variance of "Miscellaneous" on last month's report. She reported the 3<sup>rd</sup> party billing issue has been resolved and the income from those claims should appear by May.

**2. Communication and Counsel 01-009**

Tony White reviewed the monitoring report related to Communication and Counsel. Tony White discussed the Policy Governance brush up course the Board had two years ago. That training was somewhat different than our original training with Theresa Durham. Mr. White noted he had located Theresa Durham who now works for a different agency which provides this type of training. He requested input as to whether Board members would be interested in a refresher course.

Pat Przeslawski questioned the necessity since the Board's adapted governance process is functioning well. Tom Young suggested that if this is done, it be after Maggie's replacement is on board. Terry Larson noted we don't have to spend a lot of money on such a refresher. Gary Nowak suggested costs be obtained for further discussion.

*Moved by Tom Mullaney, supported by Terry Larson, to accept the April monitoring reports as presented.* Motion carried.

**X. Board Policy Review and Self Evaluation**

**1. Financial Condition 01-005**

There were no comments or recommendations for this policy.

**2. Communication and Counsel 01-009**

There were no comments or recommendations for this policy.

### 3. **Governing Style 02-002**

There were no comments related to content. Pat Przeslawski feels this Board follows this policy. She notes other Boards are envious of Northeast's governing style.

### 4. **Cost of Governance 02-013**

The policy was revised to include current budgeted costs.

*Moved by Pat Przeslawski, supported by Virginia DeRosia, to approve revisions to Policy 02-013 as presented.* Roll call vote: Ayes: Virginia DeRosia, Alan Fischer, Terry Larson, Tom Mullaney, Gary Nowak, Pat Przeslawski, Tom Young; Nays: None; Absent: Richard Anderson, Linda Canfield, Judy Hutchins, Marie LaLonde. Motion carried.

## XI. **Linkage Reports**

### 1. **Northern Affiliation**

The draft minutes were included in the mailing. This meeting was reported on at the March meeting.

### 2. **Board Association**

#### a. **CMH PAC Final Call**

Gary Nowak called for final contributions to the CMH PAC. Diane Hayka will be sending in the contributions on Monday.

#### b. **Spring Conference May 22 & 23 - Dearborn**

The spring conference is scheduled in Dearborn on May 22 & 23. Tom Mullaney will attend.

#### c. **Board Member Forum May 4 & 5 - Gaylord**

Gary Nowak reported the Board Member Forum has been changed to June 15 & 16 at Treetops. He encouraged everyone to attend.

*Moved by Tom Mullaney, supported by Virginia DeRosia, to allow expenses for those board members requesting to attend.* Roll call vote: Ayes: Virginia DeRosia, Alan Fischer, Terry Larson, Tom Mullaney, Gary Nowak, Pat Przeslawski, Tom Young; Nays: None; Absent: Richard Anderson, Linda Canfield, Judy Hutchins, Marie LaLonde. Motion carried.

### 3. **Consumer Advisory Council**

The minutes from the meeting held Monday night were distributed this evening along with the Walk a Mile in My Shoes Rally poster.

## XII. **Chair's Report**

### 1. **Executive Committee Composition**

Gary Nowak reported with Maggie's passing, the Past Chair position on the Executive Committee will be a vacant. He notes this committee might need more members to assure there is representation from each county. Terry Larson voiced concern suggested this committee remain a smaller committee as most generally there is an urgent need to meet and it would be easier to convene a small committee. Board members felt the three members were sufficient. In continued discussion, Pat Przeslawski inquired as to the comfort level of the Director in having three members make decisions on behalf of the Board and notes she did not agree with having five members, felt four members was reasonable. Tony White was asked to draft language to address the concerns of the Board and was asked to include provision for an at-large member in the event there is no past chair. Language would need to address what happens to the at-large member when there is a past chair.

### **XIII. Director's Report**

#### **1. Fletcher Office Update**

The Fletcher Street office staff has moved in. There are two group therapy rooms available and might be a place for the May meeting. If we do not meet there, we might want to set up a tour before the next meeting. Diane Hayka will make arrangements if possible.

#### **2. Dual Eligible Update**

Tony White provided the Board with information that was covered at the Dual Eligible Forum held in this room on March 13. The materials were distributed to Board members for their review at this meeting. Tony White reported that most of the CMH system/Board Association recommendations were included in the state's plan. The State's final draft will be submitted to the federal government April 26.

#### **3. QI Council Update**

Tony White reported the minutes were included in the packet.

#### **4. Paycard Express Issuance Agreement**

Tony White reported this agreement will facilitate the implementation of the electronic payroll system. He notes the law requires the employer to provide a debit card for those staff not agreeing to direct deposit. Only three employees do not use direct deposit. Gary Nowak inquired about whether vendors can be set up electronic transfers for their expense checks, etc. as well. Cheryl Jaworowski reported this is in the process of being converted and vendors will be receiving letters to address this issue.

***Moved by Terry Larson, supported by Virginia DeRosia, to authorize the Director to enter into an agreement with PNC Bank for the Paycard Express Issuance program.***

Roll call vote: Ayes: Virginia DeRosia, Alan Fischer, Terry Larson, Tom Mullaney, Gary Nowak, Pat Przeslawski, Tom Young; Nays: None; Absent: Richard Anderson, Linda Canfield, Judy Hutchins, Marie LaLonde. Motion carried.

#### **2. Board Member Vacancy**

Gary Nowak reported this item was missed earlier in the meeting. A recommendation should be made to the Montmorency County Board of Commissioners. Roger Frye has shown interest in filling the remaining term of this position. Alan Fischer voiced concern about interfering with the commissioners' role in board appointments. Tom Mullaney noted it is very helpful to get input from the local board for appointments as the commissioner is not always versed on the board's working.

Tom Young suggested Stacy Carroll and Roger Frye be recommended for this position.

***Moved by Pat Przeslawski, supported by Tom Mullaney, to recommend candidates for this vacancy.***

Roll call vote: Ayes: Virginia DeRosia, Tom Mullaney, Gary Nowak, Pat Przeslawski, Tom Young; Nays: Alan Fischer, Terry Larson; Absent: Richard Anderson, Linda Canfield, Judy Hutchins, Marie LaLonde. Motion carried.

### **XIV. Information and/or Comments from the Public**

There was no comments presented.

### **XV. New Business**

#### **1. Establishment of Regular Meeting Date**

The Board requested that the meetings remain the same – the second Thursday of the month beginning at 3:00 p.m.

**2. Appointment of Standing Committees**

Gary Nowak appointed the following members to the Board's Standing Committees:

**Recipient Rights Committee**

Pat Przeslawski, Board Representative  
Linda Canfield, Board Representative  
Tom Mullaney, Alternate  
Tom Fredlund  
Renee Smart-Sheppler  
Lorell Whitscell  
Shirley Yates  
Ruth Hewett, Recipient Rights Officer

**XVI. Next Meeting**

The next regularly scheduled meeting of Northeast Michigan Community Mental Health Authority Board will be held Thursday, May 10, 2012 at 3:00 p.m. in the Fletcher Office Conference Room if spacious enough; if not, this Board Room with a tour of the Fletcher office prior to the meeting.

**A. Set May Agenda**

The May agenda items were reviewed. A budget amendment will be requested at the May meeting as well.

**XVII. Evaluation of Meeting**

Pat Przeslawski requested a seat change for future meetings. She believes there was much accomplished in this meeting. Gary Nowak reported there was good dialogue at this meeting.

**XVIII. Adjournment**

*Moved by Terry Larson, supported by Tom Young, to adjourn the meeting.* Motion carried.  
This meeting adjourned at 4:30 p.m.

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[signed by Alan Fischer 5/10/12]  
Alan Fischer, Secretary

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[signed by Gary Nowak 5/10/12]  
Gary Nowak, Chair

Diane Hayka  
Recorder