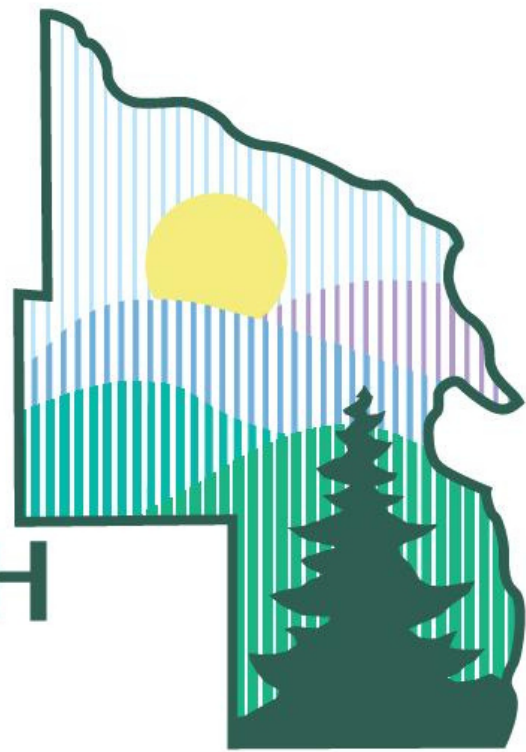


**NORTHEAST  
MICHIGAN  
COMMUNITY  
MENTAL HEALTH  
AUTHORITY**



# **NOVEMBER BOARD MEETING**



**NOVEMBER 13, 2025  
3:00 PM**

**400 JOHNSON ST.  
ALPENA, MI 49707**

**NORTHEAST MICHIGAN COMMUNITY MENTAL HEALTH AUTHORITY BOARD**

**Meeting Agenda | Thursday, November 13, 2025 | 3:00 p.m.**

**MISSION STATEMENT**

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

- 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. Seating of New Board Member.....(Verbal)**  
*Dr. Lauren Tompkins*
- VIII. Approval of Minutes ..... (Pages 1 – 4)**
- IX. Consent Agenda ..... (Handout)**
- X. Educational Session: Annual Compliance Report & Training with Jen Walburn ... (Presentation)**
- XI. November Monitoring Reports**
  - 1. Treatment of Individuals Served 01-002 ..... **(Handout)**
  - 2. Ends 04-001 ..... **(Handout)**
- XII. Board Policies Review**
  - 1. Treatment of Individuals Served 01-002 [Review] ..... **(Pages 6 – 7)**
  - 2. Staff Treatment 01-003 [Review] ..... **(Page 8)**
- XIII. Linkage Reports**
  - 1. NMRE Board ..... **(Verbal)**
  - 2. CMHA Fall Conference ..... **(Verbal)**
- XIV. CMHA Membership Dues ..... (Page 9)**
- XV. Operations Report ..... (Page 10)**
- XVI. Nominations Committee Report ..... (Verbal)**
- XVII. Board Chair’s Report**
  - 1. Board Bylaws Regarding Employment ..... **(Pages 11 - 20)**
- XVIII. Executive Director’s Report ..... (Verbal)**
- XIX. Information and/or Comments from the Public**
- XX. Information and/or Comments for the Good of the Organization**
- XXI. Next NeMCMHA Board Meeting – Thursday, December 11 at 3:00 p.m.**
  - 1. Proposed December Agenda Items ..... **(Page 21)**
- XXII. Meeting Evaluation ..... (Verbal)**
- XXIII. Adjournment**

**Northeast Michigan Community Mental Health Authority Board  
Board Meeting – October 9, 2025**

**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: Bob Adrian, Bonnie Cornelius, Jennifer Graham, Lynnette Grzeskowiak, Charlotte Helman, Dana Labar, Eric Lawson, Kara Bauer LeMonds, Lloyd Peltier, Terry Small

Staff & Guests: Carolyn Bruning, Connie Cadarette, Rebekah Duhaime, Erin Fletcher, John Galarza, Elizabeth Kowalski, Jason Lepper, Nena Sork, Kara Steinke, Jen Walburn, Jennifer Wieczorkowski, Kayla Wikaryasz, Deanna Yates

**III. Pledge of Allegiance**

Attendees recited the Pledge of Allegiance as a group.

**IV. Appointment of Evaluator**

Bonnie Cornelius was appointed as evaluator of the meeting.

**V. Acknowledgement of Conflict of Interest**

No conflicts of interest were acknowledged.

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

None were presented.

**VII. Approval of Minutes**

Three grammar revisions will be made to the draft minutes.

**After discussion and amendment, a motion was made by Terry Small, supported by Lloyd Peltier, to approve the revised minutes of the September Board meeting, as presented. Motion carried.**

**VIII. Consent Agenda**

Board members received a handout with two additional contracts for review.

**Moved by Bob Adrian, supported by Terry Small, to approve the October Consent Agenda. Roll Call: Ayes: Bob Adrian, Bonnie Cornelius, Jennifer Graham, Lynnette Grzeskowiak, Charlotte Helman, Dana Labar, Eric Lawson, Lloyd Peltier, Terry Small; Nays: None; Absent: Kara Bauer LeMonds. Motion carried.**

**IX. Consent Agenda: NEMROC**

Bob Adrian will abstain from voting due to a conflict of interest.

**Moved by Charlotte Helman, supported by Lloyd Peltier, to approve the October Consent Agenda for NEMROC. Roll Call: Ayes: Bonnie Cornelius, Jennifer Graham, Lynnette Grzeskowiak, Charlotte Helman, Dana Labar, Eric Lawson, Lloyd Peltier, Terry Small; Nays: None; Absent: Kara Bauer LeMonds. Abstain: Bob Adrian. Motion carried.**

Kara Bauer LeMonds entered the meeting.

**X. October Monitoring Reports**

**1. Budgeting 01-004**

Connie Cadarette reported on the Statement of Revenue and Expense and Change in Net position for the month ending August 31, 2025, with 91.67% of the year elapsed. She reviewed line items with larger variances, noting that a budget adjustment was not done due to extra funding received. The Change in Net Position is at \$527,234, which are local funds that can be kept. Medicaid is underspent by \$1,142,950 and Healthy Michigan is overspent by \$185,888, for a total underspent amount of \$957,062. The General Funds overspent amount is down to \$19,189. Behavioral Health Home has brought in \$90,190 that can be kept in local funds. The accounting department has switched over to new software and reports may look a little different until everything is settled. The Agency currently has 42 days of cash.

**2. Compensation and Benefits 01-008**

This monitoring report was provided as a handout at the meeting.

**Moved by Kara Bauer LeMonds, supported by Bob Adrian, to approve the October Monitoring Reports.** Motion carried.

**XI. Public Hearing: FY 26 Budget**

Chair Eric Lawson opened the Budget Public Hearing at 3:23 p.m.

Connie reviewed the FY26 Budget Proposal, which included the Revenue Budget, Expenditure Budget (by account), Expenditure Budget (by program), Capital Purchases, and Staffing. The NMRE has estimated an increase in funding of about \$3.7 million, which Connie has budget for. The increase is mostly due to the rate adjustments made late in FY25. The projected revenue budget for FY26 is \$42 million.

Nena reported the budget is within the per member per month model provided by the NMRE. There is a 3% cost-of-living adjustment included in the budget for staffing. The Board thanked Connie for her hard work.

**Moved by Lloyd Peltier, supported by Charlotte Helman, to approve the FY26 Budget.** Roll Call: Ayes: Bob Adrian, Bonnie Cornelius, Jennifer Graham, Lynnette Grzeskowiak, Charlotte Helman, Dana Labar, Eric Lawson, Kara Bauer LeMonds, Lloyd Peltier, Terry Small; Nays: None; Absent: None. Motion carried.

The Budget Public Hearing closed at 3:47 p.m.

**XII. Board Policies Review**

**1. Annual Board Planning Cycle 02-007**

The Board reviewed the policy and thinks they are correctly following it.

**2. Executive Director Job Description 03-003**

The Board reviewed the policy and noted that it is very straightforward.

**3. Monitoring Executive Director Performance 03-004**

The Board reviewed the policy and feels they are abiding by it.

**4. Board Ends Statement 04-001**

The Board made one update to the Ends in the FY26 Strategic Plan, which is reflected as a revision in this policy.

**Moved by Jennifer Graham, supported by Bonnie Cornelius, to approve the revision to the Board Ends Statement Policy.** Motion carried.

**XIII. Linkage Reports**

**1. NMRE Board – September 24**

Eric reported there was ongoing discussion of the issues with the MDHHS bid-out process. Nena reported that the judge should be announcing a decision later today on the injunction, and they are prepared to move on to the next step, if needed.

**2. Advisory Council – October 6**

The Advisory Council met, and a new member was seated. Deanna Yates introduced herself to the Board. Lloyd reported they had a quorum for the first time in months, and it was one of the better meetings they have had.

**XIV. Operations Report**

Erin Fletcher reported on operations for the month of September. Doctors' Services saw 389 individuals, MI ACT saw 13 individuals, and Outpatient Counseling saw 100 individuals (25 children/75 adults). The total of unduplicated individuals served for the month of September was 1,000.

**XV. Board Chair's Report**

**1. FY26 Strategic Plan**

The spiralbound FY26 Strategic Plans were presented as a handout to the Board.

**2. Board Bylaws Regarding Employment**

Eric reported on a situation that recently came up, where a Board member's sister was hired as a full-time employee by the Agency. The Board Bylaws state, "Employment of a Board member or any member of his or her immediate family is prohibited." The Board discussed their opinions and options. They would like to retain that Board members cannot be employed by the Agency but would like to work on the wording regarding family. Since Nena is technically the only employee of the Board, she acts as an intermediary between the Board and staff. In such a small community, it may be hard to find Board members who don't have a close connection to someone at the Agency. This will be further discussed at the November Board meeting.

**3. Schedule Nominations Committee Meeting**

The Nominations Committee, made up of Charlotte, Dana, Kara, and Terry, will meet at 2:30 p.m. prior to the November 13 Board meeting.

**4. CMHA Fall Board Conference – Attendees and Voting Delegates**

Dana, Jennifer, and Kara will be attending the conference, with Dana and Kara being the voting delegates.

**XVI. Executive Director's Report**

Nena introduced Kara Steinke, the new Chief Administrative Officer and Kerry Rastigue, the new Deputy Clinical Director. Nena reviewed her meetings and activities over the last month. Three of the four counties have now signed resolutions opposing the bid-out. The Agency hosted a virtual training on human trafficking that was attended by about 100 staff members and community partners.

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

Kara Steinke reported she is excited to be with the Agency and she brings 30 years' experience working in substance use disorder treatment.

**XVIII. Information and/or Comments for the Good of the Organization**

None were presented.

**XIX. Next Meeting**

The next meeting of the NeMCMHA Board is scheduled for Thursday, November 13, 2025, at 3:00 p.m.

## **1. November Agenda Items**

The proposed November agenda items were reviewed.

### **XX. Meeting Evaluation**

Bonnie feels everyone comes prepared every time. She thinks they are all allowed to speak their minds and ask questions. She was satisfied with what the Board accomplished, and the materials were sufficient. She felt this was one of the most interactive meetings the Board has had in a long time.

### **XXI. Adjournment**

**Moved by Charlotte Helman, supported by Lloyd Peltier, to adjourn the meeting.** Motion carried.

This meeting adjourned at 4:50 p.m.

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Bonnie Cornelius, Secretary

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Eric Lawson, Chair

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

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EXECUTIVE LIMITATIONS  
(Manual Section)

**TREATMENT OF INDIVIDUALS SERVED – POLICY 01-002**

Board Approval of Policy

August 8, 2002

Policy Last Reviewed:

November 14, 2024

Last Revision to Policy Approved by Board:

November 14, 2019

**●1 POLICY:**

With respect to interactions with individuals served, or those individuals applying for services, the Executive Director shall not cause or allow conditions, procedures, or decisions which are unsafe, disrespectful, unduly undignified, unnecessarily intrusive, or which fail to provide appropriate confidentiality and privacy.

Accordingly, she or he may not:

1. Use application forms or procedures that elicit information for which there is no clear necessity.
2. Use methods of collecting, reviewing, or storing client information that fail to protect against improper access to the information elicited.
3. Maintain facilities that fail to provide a reasonable level of privacy, both aural and visual.
4. Fail to provide procedural safeguards for the transmission of information.
5. Fail to establish with the individual receiving services a clear contract of what may be expected and what may not be expected from the service offered.
6. Fail to inform individuals served by this Agency of this policy or to provide a grievance process to those individuals served who believe that they have not been accorded a reasonable interpretation of their rights under this policy.
7. Fail to have staffing or contractual arrangements to provide services that reflect the diversity found in the community.
  - A. ethnic
  - B. gender
  - C. geographic
8. Fail to provide services and benefits to clients or the public and contract agencies without prejudice as to religion, race, color, national origin, age, sex,

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

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height, weight, marital status, political affiliation, sexual orientation, record of arrest without conviction, physical or mental handicap or ability to pay.

**●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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**EXECUTIVE LIMITATIONS**

(Manual Section)

**STAFF TREATMENT – POLICY 01-003**

Board Approval of Policy

August 8, 2002

Policy Last Reviewed:

December 12, 2024

Last Revision of Policy Approved by Board:

December 12, 2024

**●1 POLICY:**

With respect to treatment of paid and volunteer staff, the Executive Director may not cause or allow conditions which are unfair, undignified, unsafe or unclear.

Accordingly, she or he may not:

1. Operate without written personnel procedures which: clarify personnel rules for staff, provide for effective handling of grievances and protect against wrongful conditions.
2. Discriminate against any staff member for non-disruptive expression of dissent.
3. Fail to acquaint staff with their rights under this policy.
4. Fail to be sensitive to and consider human diversity in all dealings with staff once known or perceived.
5. Fail to provide equal employment opportunities to all employees and applicants for employment and may not discriminate in the recruitment, hiring, training, upgrading, promotion, retention or any other personnel action based on religion, race, color, national origin, age, sex, height, weight, marital status, political affiliation, sexual orientation, record of arrest without conviction, or physical or mental handicap, except where age, sex or physical requirements constitute a bona fide occupational qualification necessary to proper and efficient administration.

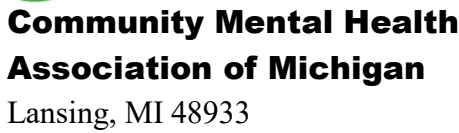
**●2 APPLICATION:**

The Northeast Michigan Community Mental Health Authority Board

**●3 DEFINITIONS:**

**●4 REFERENCES:**

**●5 FORMS AND EXHIBITS:**



|            |             |
|------------|-------------|
| Date       | Invoice No. |
| 10/28/2025 | 10/25/228   |

|                                                                                                   |
|---------------------------------------------------------------------------------------------------|
| Bill To                                                                                           |
| Northeast Michigan CMH Authority<br>Attn: Accounts Payable<br>400 Johnson St.<br>Alpena, MI 49707 |

|         |
|---------|
| Ship To |
|         |

| P.O. Number |          | Ordered By               | Via | Due Date   | Ship Date  |
|-------------|----------|--------------------------|-----|------------|------------|
|             |          |                          |     | 10/28/2025 | 10/28/2025 |
| Item Code   | Quantity | Description              |     | Price Each | Amount     |
| 1001-00     |          | FY 25/26 Membership Dues |     | 15,616.00  | 15,616.00  |

**CANCELLATION POLICY:** Substitutions are permitted at any time. No splitting registrations. Cancellations must be received in writing at least 10 business days prior to the training for a full refund less an administrative fee. If the cancellation is received less than 10 days prior to the training, no refund can be given. "While contributions or gifts to the Community Mental Health Association of Michigan are not tax deductible as charitable contributions for Federal income tax purposes, they may be tax deductible under other provisions of the Internal Revenue Code."

**If you have any questions, please contact Regina MacDonald at [rmacdonald@cmham.org](mailto:rmacdonald@cmham.org) or (517) 237-3146. Please make checks payable to CMHA and mail your check to 507 S. Grand Avenue, Lansing, MI 48933.**

|                              |             |
|------------------------------|-------------|
| <b>Current Invoice Total</b> | \$15,616.00 |
| <b>Payments/Credits</b>      | \$0.00      |
| <b>Current Balance Due</b>   | \$15616.00  |

If the Current Balance Due does not match the Total Account Balance below, please contact MACMHB to discuss.

|                           |             |
|---------------------------|-------------|
| <b>Total Acct Balance</b> | \$15,616.00 |
|---------------------------|-------------|

|    | Program                                              | Consumers served<br>October 2025<br>(10/1/25 - 10/31/25) | Consumers served<br>in the Past Year<br>(11/1/24 - 10/31/25) | Running Monthly<br>Average(year)<br>(11/1/24 - 10/31/25) |
|----|------------------------------------------------------|----------------------------------------------------------|--------------------------------------------------------------|----------------------------------------------------------|
| 1  | Access<br><div>Routine<br/>Emergent<br/>Urgent</div> | 36                                                       | 495                                                          | 40                                                       |
|    |                                                      | 0                                                        | 0                                                            | 0                                                        |
|    |                                                      | 0                                                        | 4                                                            | 0                                                        |
|    | Crisis<br>Prescreens                                 | 49                                                       | 556                                                          | 45                                                       |
|    |                                                      | 46                                                       | 525                                                          | 41                                                       |
| 2  | Doctors' Services                                    | 396                                                      | 1170                                                         | 382                                                      |
| 3  | Case Management                                      |                                                          |                                                              |                                                          |
|    | Older Adult (OAS)                                    | 74                                                       | 129                                                          | 80                                                       |
|    | MI Adult                                             | 58                                                       | 209                                                          | 63                                                       |
|    | MI ACT                                               | 15                                                       | 26                                                           | 15                                                       |
|    | Home Based Children                                  | 47                                                       | 84                                                           | 22                                                       |
|    | MI Children's Services                               | 69                                                       | 168                                                          | 49                                                       |
|    | IDD                                                  | 150                                                      | 296                                                          | 159                                                      |
| 4  | Outpatient Counseling                                | 92(18/74)                                                | 269                                                          | 69                                                       |
| 5  | Hospital Prescreens                                  | 46                                                       | 525                                                          | 41                                                       |
| 6  | Private Hospital Admissions                          | 9(1/8)                                                   | 189                                                          | 15                                                       |
| 7  | State Hospital Admissions                            | 0                                                        | 2                                                            | 0                                                        |
| 8  | Employment Services                                  |                                                          |                                                              |                                                          |
|    | IDD                                                  | 47                                                       | 68                                                           | 47                                                       |
|    | MI                                                   | 37                                                       | 93                                                           | 43                                                       |
|    | Touchstone Clubhouse                                 | 65                                                       | 88                                                           | 66                                                       |
| 9  | Peer Support                                         | 43(8/35)                                                 | 82                                                           | 52                                                       |
| 10 | Community Living Support Services                    |                                                          |                                                              |                                                          |
|    | IDD                                                  | 82                                                       | 92                                                           | 81                                                       |
|    | MI                                                   | 57                                                       | 107                                                          | 66                                                       |
| 11 | CMH Operated Residential Services                    |                                                          |                                                              |                                                          |
|    | IDD Only                                             | 46                                                       | 51                                                           | 48                                                       |
| 12 | Other Contracted Resid. Services                     |                                                          |                                                              |                                                          |
|    | IDD                                                  | 37                                                       | 41                                                           | 38                                                       |
|    | MI                                                   | 26                                                       | 36                                                           | 29                                                       |
| 13 | Total Unduplicated Served                            | 949                                                      | 2162                                                         | 982                                                      |

| County           | Unduplicated<br>Consumers Served<br>Since November 2024 |
|------------------|---------------------------------------------------------|
| Alcona           | 218                                                     |
| Alpena           | 1305                                                    |
| Montmorency      | 277                                                     |
| Presque Isle     | 271                                                     |
| Other            | 72                                                      |
| No County Listed | 19                                                      |

# **NORTHEAST MICHIGAN COMMUNITY MENTAL HEALTH AUTHORITY**

## **BYLAWS**

### **PREAMBLE**

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 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.
- 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 Executive 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; however, terms of the initial Board members will be staggered, so that, in any one year, membership turnover shall not exceed 1/3. Approximately 1/3 of the members of the initial Board will be appointed for a term of one (1) year, 1/3 for a term of two (2) years, and 1/3 for a term of three (3) years; thereafter, all terms will be three (3) years. 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 be an ex officio member of all committees; 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.

**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
- Approval of Minutes
- Educational Session
- Consent Agenda
- Monitoring Reports
- Policy Review, Approval & Self-Evaluation (if any)
- Linkage Reports
- Operations Report
- Chair's Report
- Executive Director's Report
- Information and/or Comments from the Public
- Information and/or Comments for the Good of the Organization
- 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.

## **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 receive a copy of the proposed agenda and copies of all materials to be considered at regular Board meetings in advance of such meetings; however, any Board member or the Executive Director may place an item on the agenda by requesting the Chair to include the item(s). Board members may receive materials physically via postal mail or electronically via email. Each Board member may choose their preferred method for receiving Board materials.

Insofar as possible, all members of the Board shall be sent 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%) plus one 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 Executive 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 - EXECUTIVE DIRECTOR OF COMMUNITY MENTAL HEALTH AUTHORITY**

The Executive Director of the Northeast Michigan Community Mental Health Authority shall be selected by the Board. The Executive 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 Executive 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.

**MENTAL HEALTH CODE (EXCERPT)**  
**Act 258 of 1974**

**330.1222 Board; composition; residence of members; exclusions; approval of contract; exception; size of board in excess of MCL 330.1212; compliance.**

Sec. 222.

(1) The composition of a community mental health services board shall be representative of providers of mental health services, recipients or primary consumers of mental health services, agencies and occupations having a working involvement with mental health services, and the general public. At least 1/3 of the membership shall be primary consumers or family members, and of that 1/3 at least 1/2 of those members shall be primary consumers. All board members shall be 18 years of age or older.

(2) Not more than 4 members of a board may be county commissioners, except that if a board represents 5 or more counties, the number of county commissioners who may serve on the board may equal the number of counties represented on the board, and the total of 12 board memberships shall be increased by the number of county commissioners serving on the board that exceeds 4. In addition to an increase in board memberships related to the number of county commissioners serving on a board that represents 5 or more counties, board memberships may also be expanded to more than the total of 12 to ensure that each county is entitled to at least 2 board memberships, which may include county commissioners from that county who are members of the board if the board represents 5 or more counties. Not more than 1/2 of the total board members may be state, county, or local public officials. For purposes of this section, public officials are defined as individuals serving in an elected or appointed public office or employed more than 20 hours per week by an agency of federal, state, city, or local government.

(3) A board member shall have his or her primary place of residence in the county he or she represents.

(4) An individual shall not be appointed to and shall not serve on a board if he or she is 1 or more of the following:

(a) Employed by the department or the community mental health services program.

(b) A party to a contract with the community mental health services program or administering or benefiting financially from a contract with the community mental health services program, except for a party to a contract between a community mental health services program and a regional entity or a separate legal or an administrative entity created by 2 or more community mental health services programs under the urban cooperation act of 1967, 1967 (Ex Sess) PA 7, MCL 124.501 to 124.512, or under 1967 (Ex Sess) PA 8, MCL 124.531 to 124.536.

(c) Serving in a policy-making position with an agency under contract with the community mental health services program, except for an individual serving in a policy-making position with a joint board or commission established under 1967 (Ex Sess) PA 8, MCL 124.531 to 124.536, or a regional entity to provide community mental health services.

(5) If a board member is an employee or independent contractor in other than a policy-making position with an agency with which the board is considering entering into a contract, the contract shall not be approved unless all of the following requirements are met:

(a) The board member shall promptly disclose his or her interest in the contract to the board.

(b) The contract shall be approved by a vote of not less than 2/3 of the membership of the board in an open meeting without the vote of the board member in question.

(c) The official minutes of the meeting at which the contract is approved contains the details of the contract including, but not limited to, names of all parties and the terms of the contract and the nature of the board member's interest in the contract.

(6) Subsection (5) does not apply to a board member who is an employee or independent contractor in other than a policy-making position with a joint board or commission established under 1967 (Ex Sess) PA 8, MCL 124.531 to 124.536, a separate legal or administrative entity established under the urban cooperation act of 1967, 1967 (Ex Sess) PA 7, MCL 124.501 to 124.512, a combination of municipal corporations joined under 1951 PA 35, MCL 124.1 to 124.13, or a regional entity to provide community mental health services.

(7) In order to meet the requirement under subsection (1) related to the appointment of primary consumers and family members without terminating the appointment of a board member serving on March 28, 1996, the size of a board may exceed the size prescribed in section 212. A board that is different in size than that prescribed in section 212 shall be brought into compliance within 3 years after the appointment of the additional board members.

**History:** 1974, Act 258, Eff. Aug. 6, 1975 ;-- Am. 1995, Act 290, Eff. Mar. 28, 1996 ;-- Am. 2002, Act 596, Imd. Eff. Dec. 3, 2002 ;-- Am. 2003, Act 278, Imd. Eff. Jan. 8, 2004

## **PROPOSED DECEMBER AGENDA ITEMS**

### **Policy Review**

Grants or Contracts 01-011

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

Board Member Recognition 02-011

Board Member Orientation 02-015

### **Monitoring Reports**

Budgeting 01-004

Grants or Contracts 01-011

### **Review**

Bylaws

### **Educational Session**

Behavioral Health Home (BHH) with Morgan Allen