

**Board Meeting Minutes**  
**November 11, 2016**  
**9:00 am-10:30 am**  
**5250 Lovers Lane, Portage, MI 49002**

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**Members Present:** Barbara Parker, Tom Schmelzer, Edward Meny, Susan Barnes, Robert Nelson, Moses Walker, Mary Myers

**Absent:** Kathy-Sue Dunn

**Guests:** Bradley Casemore, Executive Officer-SWMBH; Tracy Dawson, Chief Financial Officer-SWMBH; Mila Todd, Chief Compliance Officer-SWMBH; Jonathan Gardner, Director of QAPI; Robert Schleichert, Chief Information Officer-SWMBH; Jonathan Gardner—Director of QAPI-SWMBH; Kim Rychener, Director Utilization Management & Member Engagement-SWMBH; Mary Ann Bush, Senior Operations Specialist-SWMBH; Susan Germann-Pines Behavioral Health; Jeannie Goodrich—Summit Pointe; Debbie Hess—Van Buren CMH; Jan McLean—Barry County CMH; Kathy Emans—Woodlands; Jeff Patton—Kalamazoo CMHSP; Robert Montgomery—Branch County CMH; Mike Kenny—NAMI of Kalamazoo

**On Phone Line:** Liz O’Dell—St Joe County CMH

**Welcome and Public Comment**

Barbara Parker called the meeting to order at 9:00 am. Barb recognized Veteran’s Day and asked for a moment of silence for our Veterans.

**Agenda Review and Adoption**

Motion Ed Meny moved to approve the Agenda.  
Second Mary Myers  
Motion Carried

**Consent Agenda**

**October 14, 2016 SWMBH Board Meeting Minutes**

Motion Ed Meny moved to approve the Board meeting minutes.  
Second Tom Schmelzer  
Motion Carried

**Operations Committee**

**Operations Committee Minutes 9/28/16**

Accepted as documented.

## Ends Metrics

### **Regional Habilitation Supports Waiver Slots Final Report (October 2015-September 2016)**

Jonathan reported.

Motion Tom Schmelzer moved that the Ends Metric was relevant and compelling, the Executive Officer was in compliance and there was no needed revision.

Second Sue Barnes

Motion Carried

### **80% SUD Evidence Based Practices Installed at Providers Final Report (October 2015-September 2016).** Jonathan reported.

Motion Moses Walker moved that the Ends Metric was relevant and compelling, the Executive Officer was in compliance and there was no needed revision.

Second Ed Meny

Motion Carried

### **Michigan Mission Based Performance Indicator System Metric Final Report (MMBPIS)**

Jonathan reported.

Motion Tom Schmelzer moved that the Ends Metric was relevant and compelling, the Executive Officer was in compliance and there was no needed revision.

Second Robert Nelson

Motion Carried

### **Fair Hearings Final Report (October 2015-September 2016)**

Jonathan reported.

Motion Moses Walker moved that the Ends Metric was relevant and compelling, the Executive Officer was in compliance and there was no needed revision.

Second Ed Meny

Motion Carried

Brad thanked Jonathan and the Team on the progression of the Ends Metrics.

## Board Action to be Considered

### **Review SWMBH Mission Statement**

Jonathan presented the materials from the Strategic Guidance Document that the Operations Committee has reviewed. Discussion involved the wording of the Mission Statement.

Motion Ed Meny moved to change "SWMBH is Michigan's preeminent . . ." to "SWMBH strives to be Michigan's preeminent . . . ."

Second Moses Walker

Motion Carried

## **Michigan Consortium of Healthcare Excellence (MCHE) Restated Articles of Incorporation**

Brad notified the Board that the vote for the Articles of Incorporation would be held on December 1, 2016, at the next MCHE meeting.

### **Executive Officer Life Insurance Proposed Motion**

Tom reported regarding the Executive Officer contract and the life insurance clause. It was reviewed earlier this year by the Executive Committee. Brad has requested permission to identify and secure alternative the life insurance option(s).

Motion Tom Schmelzer moved that the Executive Officer may secure life insurance policy(ies) as complement to or other than term life provided that:

- The expense burden to SWMBH shall not exceed that of current amount;
- Policy(ies) shall be owned by Executive Officer with premiums paid by him; and
- Proofs of Policy(ies) shall be made available to the SWMBH Board Executive Committee upon request.”

Second Robert Nelson

Motion Carried

### **Executive Officer Evaluation**

Barb reported that the Executive Committee had met and found that Brad is in compliance and following the procedures, policies, and actions directed by the SWMBH Board. Sue Barnes agreed with Barb’s report. Barb further stated that he has performed his role in exemplary fashion. Tom Schmelzer commented that he appreciated the update on the job coaching and the continued mentorship available.

Motion Tom Schmelzer moved that the Executive Officer was in compliance with the directives of the SWMBH Board.

Second Susan Barnes

Motion Carried

## **Boards Policy Review**

### **BG-003 Unity of Control**

Motion Ed Meny moved that the Board is in compliance and the policy does not need revision.

Second Robert Nelson

Motion Carried

### **EO-002 Monitoring Executive Performance**

Motion Susan Barnes moved that the Board is in compliance and the policy does not need revision.

Second Robert Nelson

Motion Carried

## **Executive Limitations Review**

### **BEL-001 Budgeting**

### **BEL-007 Compensation and Benefits**

Brad noted that Bob Wagel was responsible for these two policy reviews. The question is whether they need to be reassigned and/or alter the scheduled time frames for completion. The Board agreed to move this topic to the December Board agenda for re-evaluation at that time. Brad is to contact Bob in the interim for his perspective.

### **EO-003 Emergency Executive Officer Succession**

Brad reported as documented that he is naming a second executive, Kim Rychener, Director of Utilization Management and Member Engagement, as a second named person to become sufficiently familiar with Board and Executive Officer issues and processes to enable them to take over with reasonable proficiency as an interim Executive Officer if called upon by the Board. Brad will continue to work with both Ms. Dawson and Ms. Rychener on this.

In the event that Ms. Dawson were to be named Interim Executive Officer, an interim Chief Financial Officer ought to be named as well. There are at least three options for this:

- Temporarily elevate a then current staff member to Interim CFO status.
- Secure Interim CFO services on a part time basis from another Regional Entity/PIHP.
- Secure an interim CFO from an agency such as Robert Half.

It is recommended that the Board permit management to evaluate these three options and others as may then be available, at the time such actions are necessary, rather than prematurely committing to any single option. At any time, the Board is of course free to express its collective preference.

Motion Tom Schmelzer moved to approve the Executive Officer recommendation and that the Executive Officer is in compliance with the policy and the policy needs no revision.

Second Susan Barnes

Discussion included the topics of succession planning and current employees that may be able to step into the CFO position if required.

Motion Carried

## **Board Education**

### **2017 Program Integrity-Compliance Plan**

Mila reported as documented.

**SWMBH Corporate Compliance Plan** – Mila noted that the red-line changes to the document were mainly grammatical and reference materials.

**Draft of Calendar Year 2017 SWMBH Compliance Auditing and Monitoring Plan** – Mila

reported that this calendar was revised to avoid duplication and provide enhanced explanations.

**SWMBH Organizational Risk Assessment Tool-FY2017** – Mila reported that this Risk Assessment Tool would be utilized to discuss risks with area leaders.

**2017 SWMBH Program Integrity & Compliance Audit Calendar** – Mila presented the schedule of audits.

Motion Ed Meny moved to accept the fiscal year 2017 Program Integrity-Compliance Plan.

Second Robert Nelson

Motion Carried

Mila informed the Board that the Conflict of Interest forms would be distributed to the Board at the December 9, 2016 meeting.

### **Consolidated Fiscal Year 2016 Year to Date Financial Statements 9/30/16**

Tracy reported as documented. She noted that some monies will be lapsed back to the state.

### **Fiscal Year 2017 Professional Service Contracts**

Tracy and Brad reported that ongoing reviews consider service contracts and needed modifications. Reductions have been made from the previous year.

### **Medical Loss Ratio and Administrative Cost Ratio**

Tracy reported as documented.

Discussion also included the topic of Direct Care Worker Wages.

### **Fiscal Year 2017 CMH Contract Status – April 2016-September 2016**

Brad reported that all 8 CMH contracts are signed and delivered.

## **Communication and Counsel to the Board**

### **Information Systems-Information Technology**

**MCIS – New System Integration** – Testing to begin June 30, 2017 with a Go-Live date of October 1, 2017. This team includes both CMH and Vendor representation.

**Encounters and TEDs State Reporting** – Both projects are seeing increased improvement.

**Management Information and Business Intelligence** – Presentation was held on November 2, 2016 for CMH and SMWBH members introducing analytics, population health, work and job aids, collaboration tools and content sharing.

**Section 298 Update** – Brad reported on documents: Advocacy for Priorities for Section 298 and Pre-Paid Inpatient Health Plan Recommendations/Stakeholder 298 Input Process.

**Board Member Attendance Roster** – Barb reported that the question is whether or not to prepare a letter of inquiry to Board members with continued absences from the SWMBH Board meeting. The concern is equal representation at the Board meeting whether by the attendance of the Board Member or Alternate. Board attendance reports are sent to the CMH Board Chair semi-annually -- in July reporting January through June and in January reporting July through December. Board members felt that this needed additional discussion at the December meeting.

### **Board Meeting Times**

The Board discussed changing the time of the Board Meetings for the months of December 2016 through March 2017 to 9:30 am-11:00 am to accommodate the unpredictable weather.

Motion Robert Nelson moved to change the times to 9:30 am -11:00 am to accommodate the unpredictable weather during the months of December 2016 through March 2017.

Second Tom Schmelzer

Motion Carried

Notices are to be sent for posting to each of the CMHs and for SWMBH in compliance with the Open Meetings Act.

**Public Comment** – Mike Kenny spoke commenting on the fact that he was pleased to see that the SWMBH Board was discussing the impact of the upcoming wage Executive Order concerning direct care wages.

Brad announced the Board and regional luncheon to be held at Fieldstone Grill immediately following the December 9, 2016 Board meeting. All SWMBH Board members, Alternates, and Operation Committee members are invited.

### **Adjourn**

Motion Susan Barnes moved to adjourn at 10:43.

Second Tom Schmelzer

Motion Carried