

# Southwest Michigan

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## BEHAVIORAL HEALTH

**Board Meeting Minutes**  
**December 10, 2021**  
**9:30 am-11:00 am**  
**GoTo Webinar and Conference Call**

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**Members Present via virtual:** Edward Meny, Tom Schmelzer, Terry Proctor, Erik Krogh, Susan Barnes, Ruth Perino, Marcia Starkey, Carol Naccarato

**Members Absent:**

**Guests Present via virtual:** Bradley Casemore, Executive Officer, SWMBH; Michelle Jacobs, Senior Operations Specialist & Rights Advisor, SWMBH; Tracy Dawson, Chief Financial Officer, SWMBH; Mila Todd, Chief Compliance & Privacy Officer, SWMBH; Jonathan Gardner, Director of Quality Assurance & Performance Improvement, SWMBH; Sarah Ameter, Customer Services Manager, SWMBH; Alena Lacey, Clinical Quality Director, SWMBH; Richard Thiemkey, Barry County CMH; Brad Sysol, Summit Pointe; Sue Germann, Pines BH; Kris Kirsch, St. Joseph CMH; Ric Compton, Riverwood; Jon Houtz, Pines BH Alternate; Tim Smith, Woodlands; Jeff Patton, ISK

**Welcome Guests**

Edward Meny called the meeting to order at 9:30 am.

**Public Comment**

None

**Agenda Review and Adoption**

Motion	Erik Krogh moved to accept the agenda as presented.
Second	Tom Schmelzer
Roll Call Vote	Erik Krogh      yes
	Tom Schmelzer   yes
	Edward Many    yes
	Susan Barnes     yes
	Carol Naccarato yes
	Marcia Starkey  yes
	Terry Proctor    yes
	Ruth Perino      yes

Motion Carried

**Financial Interest Disclosure Handling**

Mila Todd notified the Board that SWMBH had received signed financial disclosure forms with no new financial disclosures from the following Board members and that no further action is necessary at this time from the Board:

- Ruth Perino (Barry primary)
- Robert Becker (Barry alternate)
- Tom Schmelzer (Branch primary)
- Jeanne Jourdan (Cass alternate)
- Erik Krogh (Kalamazoo primary)
- Carol Naccarato (St. Joseph primary)
- Cathi Abbs (St. Joseph alternate)
- Susan Barnes (Van Buren primary)
- Terry Proctor (Cass primary)
- Jon Houtz (Branch alternate)
- Edward Meny (Berrien primary)

**Consent Agenda**

Motion Susan Barnes moved to approve the November 12, 2021, Board meeting minutes as presented.

Second Carol Naccarato

Motion Carried

**Operations Committee**

**Operations Committee Minutes October 27, 2021**

Edward Meny reviewed the minutes as documented. There were no questions, and the minutes were accepted.

**Ends Metrics**

None

**Board Actions to be Considered**

**Agency Discretionary Contribution to Staff Retirement Plans**

Brad Casemore reported as documented and made a request to the Board for approval of a 5% discretionary contribution to SWMBH staff participants retirement plans.

Motion Tom Schmelzer moved to approve the Resolution as presented.

Second Susan Barnes

Roll Call Vote Erik Krogh yes  
 Tom Schmelzer yes  
 Edward Meny yes  
 Susan Barnes yes  
 Carol Naccarato yes  
 Marcia Starkey yes  
 Terry Proctor yes  
 Ruth Perino yes

Motion Carried

## **General Counsel**

Brad Casemore announced that on December 3, 2021 he received separation of employment communication from Rob Hunt, CEO of Rose Street Advisors regarding Carl Doerschler and Jill Ingersoll. Also on December 3, 2021 he received communication of the same from Carl Doerschler. Brad contacted Counsel and was advised that there was nothing for SWMBH or plan participants to worry about.

Brad Casemore reviewed history of SWMBH general counsel, Roz Parmenter. Both Brad Casemore and Roz Parmenter agreed mutually that Roz would no longer serve as SWMBH's Counsel once a replacement has been found. Brad strongly recommended that the Board retain new counsel. Discussion followed. The Board requested that Brad Casemore bring a recommended law firm and General Counsel to the February Board meeting for Board consideration. Brad will bring an update to the January Board meeting.

## **2022-2023 Board Ends Metrics**

Jonathan Gardner reported as documented.

Motion Tom Schmelzer moved to accept the 2022-2023 Board Ends Metrics as presented.

Second Susan Barnes

Roll Call Vote Erik Krogh yes  
Tom Schmelzer yes  
Edward Many yes  
Susan Barnes yes  
Carol Naccarato yes  
Terry Proctor yes  
Ruth Perino yes

Motion Carried

## **Calendar Year 2022 Board Calendars**

Brad Casemore reported as documented.

Motion Carol Naccarato moved to approve the proposed 2022 Board Calendars as presented.

Second Susan Barnes

Roll Call Vote Erik Krogh yes  
Tom Schmelzer yes  
Edward Many yes  
Susan Barnes yes  
Carol Naccarato yes  
Terry Proctor yes  
Ruth Perino yes

Motion Carried

## **Board Policy Review**

### **BG-005 Chairperson's Role**

Edward Meny reported as documented.

Motion Susan Barnes moved that the Board is in compliance and policy BG-005 Chairperson's Role and the policy does not need revision.

Second Erik Krogh

Roll Call Vote Erik Krogh yes  
Tom Schmelzer yes  
Edward Many yes  
Susan Barnes yes  
Carol Naccarato yes  
Terry Proctor yes  
Ruth Perino yes

Motion Carried

### **Executive Limitations Review**

#### **BEL-003 Asset Protection**

This Policy review will be moved to the January Board meeting.

### **Board Education**

#### **Fiscal Year 2021 Year to Date Financial Statements**

Tracy Dawson reported as documented.

#### **Fiscal Year 2021 Contract Vendor Summary Report**

Tracy Dawson reported as documented.

#### **Fiscal Year 2021 Customer Services Report**

Brad Casemore stated that this report will be moved to the January Board meeting.

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

#### **Michigan Consortium for Healthcare Excellence Annual Meeting**

Brad Casemore noted that the Michigan Consortium for Healthcare Excellence Annual Meeting is January 6, 2022 at 12:00 noon and will be held virtually and that Michelle Jacobs will email the Board Members the invitation.

#### **Community Mental Health Association of Michigan (CMHAM) Public Awareness and Advocacy Special Assessment**

Brad Casemore reported on the current efforts and advocacy of CMHAM and that SWMBH has made a \$5,000 dollar contribution to CMHAMs advocacy efforts.

#### **Vaccine Mandates**

Brad Casemore stated that he reviewed State and Federal vaccine mandates with Counsel and was advised that SWMBH is not subject to either current federal vaccine mandates.

#### **Alena Lacey, New SWMBH Clinical Quality Director**

Alena Lacey introduced herself to the Board and shared her background, experience, and qualifications.

#### **January 14, 2022 SWMBH Board Agenda**

Brad Casemore noted the document in the packet for the Board's review.

Motion Terry Proctor moved to approve Board Chair, Edward Meny to cancel the January Board meeting if necessary. Board members agreed.

### **Board Member Attendance Roster**

Brad Casemore noted the document in the packet for the Board's review.

**Public Comment**

None

**Adjournment**

Motion Erik Krogh moved to adjourn at 11:05 am

Second Susan Barnes

Motion Carried