

**Draft Board Meeting Minutes**  
**December 11, 2020**  
**9:30 am-11:30 am**  
**GoTo Webinar and Conference Call**

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**Members Present via phone:** Edward Meny, Tom Schmelzer, Susan Barnes, Mary Middleton, Patrick Garrett, Pat Guenther, Ruth Perino and Carol Naccarato

**Guests Present via phone:** Bradley Casemore, Executive Officer, SWMBH; Tracy Dawson, Chief Financial Officer, SWMBH; Mila Todd, Chief Compliance and Privacy Officer, SWMBH; Natalie Spivak, Chief Information Officer, SWMBH; Jonathan Gardner, Director of Quality Assurance Performance and Improvement, SWMBH; Joel Smith, Director of SUD Treatment and Prevention Services, SWMBH; Deb Hess, Van Buren CMH; Sue Germann, Pines Behavioral Health; Ric Compton, Riverwood; Kris Kirsch, St. Joseph CMH; Richard Thiemkey, Barry County CMH; Jon Houtz, Pines BH Board Alternate; Mary Ann Bush, Project Coordinator/Senior Operations Specialist, SWMBH; Michelle Jacobs, Senior Operations Specialist and Rights Advisor, SWMBH; Brad Sysol, Summit Pointe; Jeff Patton, ISK, Randy Hyrns, Board Alternate, Terry Proctor, and Paul Yeagar.

**Welcome Guests**

Edward Meny called the meeting to order at 9:30 am; introductions were made.

**Public Comment**

None

**Agenda Review and Adoption**

Motion	Tom Schmelzer moved to accept the agenda with the addition of Jon Houtz to the Financial Interest Disclosure Handling	
Second	Susan Barnes	
Roll call vote	Ruth Perino	yes
	Edward Meny	yes
	Tom Schmelzer	yes
	Patrick Garrett	yes
	Mary Middleton	yes
	Pat Guenther	yes
	Susan Barnes	yes

Motion Carried

**Financial Interest Disclosure Handling**

Carol Naccarato has been appointed by St. Joseph County CMH as its primary representative to the SWMBH Board of Directors, and SWMBH as received the St. Joseph County CMH Board Resolution reflecting this. Ms. Naccarato completed the SWMBH Financial Interest Disclosure Statement listing only the inherent conflict arising from simultaneous service to the St. Joseph CMH Board and the SWMBH Board. The SWMBH Board considered the matter and voted to grant a Waiver, as below:

Motion Tom Schmelzer moved:

1. A conflict exists
2. The Board, with reasonable efforts, is not able to obtain a more advantageous transaction or arrangement from someone other than Carol Naccarato
3. The Financial Interest disclosed is not so substantial as to be likely to affect the integrity of the services the Board can expect to receive from Carol Naccarato
4. The conflict should be waived.

Second Mary Middleton

Roll call vote	Ruth Perino	yes
	Edward Meny	yes
	Tom Schmelzer	yes
	Patrick Garrett	yes
	Mary Middleton	yes
	Pat Guenther	yes
	Susan Barnes	yes

Motion Carried

Jon Houtz is an alternate member of the SWMBH Board appointed by Pines Behavioral Health. Mr. Houtz updated his Financial Interest Disclosure Statement to include his position as a Branch County Commissioner. The SWMBH Board considered the matter and voted to grant a Waiver covering this disclosure, as below:

Motion Susan Barnes moved:

1. A conflict exists
2. The Board, with reasonable efforts, is not able to obtain a more advantageous transaction or arrangement from someone other than Jon Houtz;
3. The Financial Interest disclosed is not so substantial as to be likely to affect the integrity of the services the Board can expect to receive from Jon Houtz;
4. The conflict should be waived.

Second Ruth Perino

Roll call vote	Ruth Perino	yes
	Edward Meny	yes
	Tom Schmelzer	yes
	Patrick Garrett	yes
	Mary Middleton	yes
	Pat Guenther	yes
	Susan Barnes	yes

Motion Carried

### Consent Agenda

Motion Patrick Garrett moved to approve the November 13, 2020 Board meeting minutes as presented.

Second Tom Schmelzer

Roll call vote	Ruth Perino	yes
	Edward Meny	yes
	Tom Schmelzer	yes
	Patrick Garrett	yes

Mary Middleton      yes  
Pat Guenther        yes  
Susan Barnes        yes

Motion Carried

**Operations Committee**

**Operations Committee Minutes October 28, 2020**

Edward Meny noted the minutes as documented. Debbie Hess stated that she did not have any additional comments. Minutes accepted.

**Ends Metrics**

None

**Board Actions to be Considered**

**2021-2022 Board Ends Metrics**

Jonathan Gardner presented the 2021-2022 Board Ends Metrics to the Board and entertained discussion with the Board on each of the (17) metrics as presented.

Motion            Mary Middleton moved that The SWMBH Board approves the (17) 2021-2022 Board Ends Metrics with no revisions needed.

Second           Susan Barnes

Roll call vote    Ruth Perino            yes  
                         Edward Meny            yes  
                         Tom Schmelzer        yes  
                         Patrick Garrett        yes  
                         Mary Middleton        yes  
                         Pat Guenther            yes  
                         Susan Barnes            yes

Motion Carried

**PA 228 of 2020**

Brad Casemore reported as documented noting history and report presented at last month's meeting.

Motion            Patrick Garrett moved that after consideration the Board has determined that the SWMBH Board room cannot adhere to the current MDHHS COVID-19 inside gatherings limitations Executive Orders. Therefore, so long as those or more stringent Executive Orders remain in effect the SWMBH Board shall maintain remote Board Meetings which meet the public access requirements of PA 228 of 2020. Management is instructed to follow subsequent MDHHS or other related Executive Orders or Court opinions and advise the Board accordingly.

Second           Tom Schmelzer

Roll call vote    Ruth Perino            yes  
                         Edward Meny            yes  
                         Tom Schmelzer        yes

Patrick Garrett	yes
Mary Middleton	yes
Pat Guenther	yes
Susan Barnes	yes

Motion Carried

**Membership in Michigan Consortium for Healthcare Excellence (MCHE)**

Brad Casemore reported as presented noting background and context of SWMBH’s participation in MCHE.

Motion Pat Guenther moved that SWMBH should maintain its membership in MCHE for the calendar year 2021.

Second Mary Middleton

Roll call vote	Ruth Perino	yes
	Edward Meny	yes
	Tom Schmelzer	yes
	Patrick Garrett	yes
	Mary Middleton	yes
	Pat Guenther	yes
	Susan Barnes	yes

Motion Carried

**Calendar Year 2021 Board Policy Direct Inspection Assignments and Events Calendars**

Brad Casemore reported as documented.

Motion Tom Schmelzer moved to approve the calendar year 2021 Board Policy Direct Inspection Assignments and Events Calendars and presented.

Second Susan Barnes

Roll call vote	Ruth Perino	yes
	Edward Meny	yes
	Tom Schmelzer	yes
	Patrick Garrett	yes
	Mary Middleton	yes
	Pat Guenther	yes
	Susan Barnes	yes

Motion Carried

**BG-012 Open Meetings Act and Freedom of Information Act**

Brad Casemore reported as documented.

Motion Ruth Perino moved to approve the revised policy BG-012 Open Meetings Act and Freedom of Information Act with one change from 220 to 2020 in the first paragraph.

Second Patrick Garrett

Roll call vote	Ruth Perino	yes
	Edward Meny	yes
	Tom Schmelzer	yes

Patrick Garrett	yes
Mary Middleton	yes
Pat Guenther	yes
Susan Barnes	yes

Motion Carried

**Financial Risk Management Plan, Financial Management Plan and Cost Allocation Plan**

Tracy Dawson reported as documented.

Motion Pat Guenther moved to approve the Financial Risk Management Plan, Financial Management Plan and Cost Allocation Plan as presented.

Second Ruth Perino

Roll call vote	Ruth Perino	yes
	Edward Meny	yes
	Tom Schmelzer	yes
	Patrick Garrett	yes
	Mary Middleton	yes
	Pat Guenther	yes
	Susan Barnes	yes

Motion Carried

**Closed Board Session**

Motion Patrick Garrett motioned to go into closed session.

Second Mary Middleton

Roll call vote	Ruth Perino	yes
	Edward Meny	yes
	Tom Schmelzer	yes
	Patrick Garrett	yes
	Mary Middleton	yes
	Pat Guenther	yes
	Carol Naccarto	yes
	Susan Barnes	yes

Motion Carried

Motion Mary Middleton motioned to leave closed session.

Second Sue Barnes

Roll call vote	Ruth Perino	yes
	Edward Meny	yes
	Tom Schmelzer	yes
	Patrick Garrett	yes
	Mary Middleton	yes
	Pat Guenther	yes
	Carol Naccarto	yes
	Susan Barnes	yes

Motion Carried

**Open Board Session**

Motion Ruth Perino motioned to go into open session.

Second Susan Barnes

Roll call vote Ruth Perino yes  
Edward Meny yes  
Tom Schmelzer yes  
Patrick Garrett yes  
Mary Middleton yes  
Pat Guenther yes  
Carol Naccarato yes  
Susan Barnes yes

Motion Carried

**Board Policy Review**

**BG-005 Chairperson’s Role**

Edward Meny reported as documented.

Motion Edward Meny moved the Board is in compliance and the Policy BG-005 Chairperson’s Role does not need revision.

Second Tom Schmelzer

Roll call vote Ruth Perino yes  
Edward Meny yes  
Tom Schmelzer yes  
Patrick Garrett yes  
Mary Middleton yes  
Pat Guenther yes  
Susan Barnes yes

Motion Carried

**Executive Limitations Review**

**BEL-003 Asset Protection**

Susan Barnes reported as documented.

Motion Susan Barnes moved the Executive Officer is in compliance and the Policy BEL-003 Asset Protection does not need revision.

Second Tom Schmelzer

Roll call vote Ruth Perino yes  
Edward Meny yes  
Tom Schmelzer yes  
Patrick Garrett yes  
Mary Middleton yes  
Pat Guenther yes  
Carol Naccarto yes  
Susan Barnes yes

Motion Carried

**BEL-010 Regional Entity 501 (c) (3) Representation**

Mary Middleton reported as documented.

Motion Mary Middleton moved the Executive Officer is in compliance and the Policy BEL-010 Regional Entity 501 (c) (3) Representation does not need revision.

Second Pat Guenther

Roll call vote	Ruth Perino	yes
	Edward Meny	yes
	Tom Schmelzer	yes
	Patrick Garrett	yes
	Mary Middleton	yes
	Pat Guenther	yes
	Carol Naccarato	yes
	Susan Barnes	yes

Motion Carried

**Board Education**

**Fiscal Year 2020 Year to Date Financial Statements**

Tracy Dawson reported as documented. Discussion followed.

**Information Systems Update**

Natalie Spivak reported as documented. Discussion followed.

**Communication and Counsel to the Board**

**PIHP Complex Care Management Proposal**

Brad Casemore reported as documented noting the potential for additional roles and responsibilities with Behavioral Health.

**Intergovernmental Contract**

Brad Casemore reported as documented noting that SWMBH has received signed contracts from seven of the eight counties.

**Public Act 2 Outcomes Report**

Joel Smith reported as documented. Discussion followed.

**2020 Filonow Award of Excellence**

Brad Casemore reported as documented noting that SWMBH nominated Jonathan Gardner for this prestigious award and remarked on Jonathan Gardner’s deservedness of the award. The Board concurred.

**Brad Casemore Employment Agreement**

Edward Meny noted that the Board Executive Committee has met and discussed a 2-year extension to Brad Casemore’s employment agreement. The Board Executive Committee is in favor of this extension noting Brad Casemore’s high value to SWMBH. The Board Executive Committee also wanted to offer the Board and Board Alternates an opportunity to review the employment agreement and meet with

Roselyn Parmenter if so desired. Brad Casemore and Michelle Jacobs to follow up with Board and Board Alternates on arrangements for this opportunity.

**February Board Meeting**

Edward Meny noted the history of cancelling the February Board meetings due to Board members traveling out of state. Discussion followed. The Board agreed to meet in February of 2021 due to availability of remote participation.

**Public Comment**

None

**Adjournment**

Motion Tom Schmelzer moved to adjourn at 11:45am

Second Patrick Garrett

Roll call vote	Ruth Perino	yes
	Edward Meny	yes
	Tom Schmelzer	yes
	Patrick Garrett	yes
	Mary Middleton	yes
	Pat Guenther	yes
	Carol Naccarato	yes
	Susan Barnes	yes

Motion Carried