

Southwest Michigan

BEHAVIORAL HEALTH

Board Meeting Minutes

December 8, 2023

Four Points Sheraton, 3600 E. Cork St. Kalamazoo, MI 49001

9:30 am-11:30 am

Members Present: Edward Meny, Tom Schmelzer, Louie Csokasy, Susan Barnes, Erik Krogh, Carol Naccarato

Members Absent: Mark Doster, Sherii Sherban

Guests Present: Anne Wickham, Chief Administrative Officer, SWMBH; Garyl Guidry, Chief Financial Officer, SWMBH; Mila Todd, Chief Compliance Officer, SWMBH; Michelle Jacobs, Senior Operations Specialist & Rights Advisor, SWMBH; Ella Philander, Strategic Imperatives Project Manager; SWMBH; Cameron Bullock, Pivotal; Jon Houtz, Pines Board Alternate; Jeff Patton, ISK; Sue Germann, Pines BH, Richard Thiemkey, Barry CMH, Cathi Abbs, Pivotal Board Alternate, Debbie Hess, VanBuren CMH, Tina Leary, Jeannie Goodrich, Summit Pointe, Karen Longanecker, ISK Board Alternate

Welcome Guests

Edward Meny called the meeting to order at 9:33 am and introductions were made.

Public Comment

None

Agenda Review and Adoption

Motion Erik Krogh moved to approve the agenda as presented.
Second Louie Csokasy
Motion Carried

Financial Interest Disclosure (FID) Handling

Mila Todd noted the following individuals submitted their 2024 FID forms, which require no Board action: Mark Doster, Nancy Johnson, Ed Meny, Jon Houtz, Tom Schmelzer, Sherii Sherban, Louis Csokasy, Erik Krogh, Cathi Abbs, Carol Naccarato, and Susan Barnes.

Consent Agenda

Motion Louie Csokasy moved to approve the November 10, 2023 Board minutes as presented.
Second Susan Barnes
Motion Carried

October 25, 2023 Operations Committee Meeting minutes were included in the packet for the Board's information. No questions from the Board.

Required Approvals

None scheduled

Ends Metrics

None

Board Actions to be Considered

BEL-006 Investments

Garyl Guidry noted that he and Brad had met with bankers and have begun executing plans for revolving CDs which will yield a 4.6% interest rate at no cost or risk to SWMBH. Bankers had additional recommendations which SWMBH is considering.

Louie Csokasy is waiting on independent analysis of investments before revisions to BEL-006 can be drafted for the Board's consideration. Discussion followed.

Board Governance Process Policy Replacement Set

Mila Todd noted that SWMBH Board Policies have been reviewed by SWMBH's consultant Susan Radwan and Brad is in the process of reviewing those policies. A replacement set will be offered to the Board at the January meeting for their review/approval, including Board consideration of an Ad Hoc Board Policy Review Committee.

Calendar Year 2024 Board Meeting Calendar

Edward Meny noted the 2024 Board meeting dates as documented.

Mila Todd noted that Ella Philander and Michelle Jacobs toured the Air Zoo of Kalamazoo as a new meeting location stating that this new location would alleviate current heating, lighting and audio visuals issues.

Motion Louie Csokasy moved to approve the meeting dates and location as presented and asked the Board to consider cancelling the December 2024 meeting at a later date.

Second Tom Schmelzer

Motion Carried

Board Policy Review

BG-005 Chairperson's Role

Edward Meny reported as documented.

Motion Susan Barnes moved that the Board accepts the interpretation of Policy BG-005 Chairperson's Role as meeting the test of any reasonable interpretation and the data shows compliance with the interpretation.

Second Louie Csokasy

Motion Carried

Executive Limitations Review

BEL-002 Asset Protection

Erik Krogh reported as documented. Discussion followed regarding changes and possible, if any changes, to the Asset Protection policy due to new investment strategies.

Motion Erick Krogh moved that the Executive Officer is in compliance with Policy BEL-003 Asset Protection and the policy does not need revision.

Second Carol Naccarato
Motion Carried

Board Education

Fiscal Year 2024 Year to Date Financial Statements

Garyl Guidry reported as documented noting that there is a deficit in Healthy Michigan Plan due to rate and enrollee decreases. 6 of the 8 CMHSPs submitted estimated financials. Actual financial data is needed from the CMHSPs in order to monitor deficits and provide feedback to Milliman. SWMBH has reiterated the need for routine, timely, actual data from CMHSPs and is working with CMH CFOs. Discussion followed.

Fiscal Year 2023 Contract Vendor Summary

Garyl Guidry reported as documented. Louie Csokasy inquired about conflict of interest processes for vendors. Mila Todd reviewed current financial interest disclosure procedures for SWMBH staff. Tom Schmelzer asked for the costs of SWMBH's consultant Susan Radwan. Board agreed and SWMBH will provide at January's meeting.

Fiscal Year 2023 Program Integrity Compliance Report

Mila Todd reported as documented. Discussion followed.

Communication and Counsel to the Board

January Board Policy Direct Inspection

None

February 2024 Meeting confirmation

Board agreed to determine a February meeting at the January Board meeting.

Public Comment

None

CMHSP Board Visits

Michelle Jacobs reviewed the current CMHSP Board visits matrix. Discussion followed.

May 10, 2024 SWMBH Board Planning Session

Mila Todd noted to keep planned process of SWMBH Board review and available inputs in March and April. A reminder of the May 10, 2024 day long Board Planning session at Bay Pointe Inn with dinner Thursday night (max 25) and Thursday overnight rooms available to Board members. Michelle Jacobs is handling logistics and Board requests and will email a Bay Pointe link to Board members.

Adjournment

Motion Erik Krogh moved to adjourn.

Second Louie Csokasy

Motion Carried

Meeting adjourned 10:35am