

Southwest Michigan

BEHAVIORAL HEALTH

Board Meeting Minutes

May 13, 2022

9:30 am-10:30 am

Members Present: Tom Schmelzer, Susan Barnes, Ruth Perino, Carol Naccarato, Louie Csokasy

Members Absent: Edward Meny, Marcia Starkey, Erik Krogh

Guests Present: 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; Anne Wickham, Chief Administrative Officer, SWMBH; Joel Smith, Director of Substance Use Disorder Treatment and Prevention, SWMBH; Richard Thiemkey, Barry County CMH; Jeannie Goodrich, Summit Pointe; Tim Smith, Woodlands; Jon Houtz, Board Alternate for Pines Behavioral Health; Jeff Patton, ISK; Debbie Hess, VBCMH; Richard Godfrey, Van Buren County Commissioner; Ric Compton, Riverwood Center; Cameron Bullock, STJCMH; John Arendshorst, Varnum Law; and Derek Miller, Roslund Prestage

Welcome Guests

Tom Schmelzer called the meeting to order at 9:32 am.

Public Comment

None

Agenda Review and Adoption

Motion Carol Naccarato moved to accept the agenda with addition of Louie Csokasy under Financial Interest Disclosure

Second Ruth Perino

Motion Carried

Financial Interest Disclosure (FID) Handling

Brad Casemore noted SWMBH Bylaws 4.11 Quorum and Voting procedures and stated that there are four members in attendance which does not constitute a quorum and Board actions could not take place. Tom Schmelzer Chairing the meeting said that the meeting would proceed. Note: Subsequent discussions and review of Board Bylaws revealed that all action items from the May agenda will be handled anew at the June Board meeting.

Mila Todd reviewed financial interest disclosures for Louie Csokasy, Cass County appointed SWMBH Board member.

Motion Tom Schmelzer moved that a conflict exists and that:

- 1) The Board is not able to obtain a more advantageous arrangement with someone other than Louie Csokasy

- 2) The Financial Interest disclosed by Louie Csokasy is not so substantial as to be likely to affect the integrity of the services that SWMBH may expect to receive; and
- 3) A Conflict-of-Interest Waiver should be granted.

Second Carol Naccarato
 Motion Carried

Consent Agenda

Motion Ruth Perino moved to approve the April 8, 2022, Board meeting minutes as presented.
 Second Carol Naccarato
 Motion Carried

Roslund Prestage Audit Report

Derek Miller reported as documented. Discussion followed.

Motion Ruth Perino moved to accept the Audit Report as presented.
 Second Susan Barnes
 Motion Carried

Operations Committee

Operations Committee Meeting Minutes

Tom Schmelzer noted the March 23, 2022 Operations Committee meeting minutes in the packet. No questions from the Board.

Operations Committee Self Evaluation

Jonathan Gardner reported as documented. Discussion followed.

Motion Susan Barnes moved to accept the Operations Committee Self-Evaluation as presented.
 Second Ruth Perino
 Motion Carried

Ends Metrics

None

Board Actions to be Considered

Retirement Plan Revisions

Brad Casemore reviewed history and summary document as presented.

John Arendshorst reported as documented. Discussion followed.

Motion Carol Naccarato moved to approve the resolution as presented.
 Second Susan Barnes

Roll Call Vote

Tom Schmelzer	yes
Carol Naccarato	yes
Ruth Perino	yes
Susan Barnes	yes
Louie Csokasy	no

Motion Carried

Operating Agreement Review

Debbie Hess reported as documented.

Motion Ruth Perino moved to approve the Operating Agreement as presented.

Second Carol Naccarato

Board Policy Review

BG-011 Governing Style

Tom Schmelzer reported as documented.

Motion Susan Barnes moved that the Board is in compliance with BG-011 Governing Style and the policy does not need revision.

Second Carol Naccarato

Motion Carried

Executive Limitations Review

None

Board Education

Fiscal Year 2022 Year to Date Financial Statements

Brad Casemore reported as documented noting that a column was added to reflect funds for Certified Community Behavioral Health Clinics, and that allocations are still being developed.

Fiscal Year 2022 Mid-Year Contract Vendor Summary Report

Brad Casemore reported as documented.

Fiscal Year 2021 Performance Bonus Incentive Program funds distribution to CMHSPs

Brad Casemore reported as documented.

Communication and Counsel to the Board

Substance Use Disorder Oversight Policy Board Update

Joel Smith reported as documented. Discussion followed. Michelle Jacobs to send requested report to Board members.

June 10, 2022 Draft Board Agenda

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

Single Audit Engagement Letter

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

Board Member Attendance Roster

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

Public Comment

None

Adjournment

Motion Susan Barnes moved to adjourn at 10:38 am

Second Carol Naccarato

Motion Carried