

Approved Minutes  
**Community Mental Health of Ottawa County – Board of Directors Meeting**  
CMH Board Room  
12265 James Street, Holland, Michigan 49424  
Monday, September 18, 2006

PRESENT: Edward Berghorst, Rita Bird, Mark Bombara, Robert Brown, Donald Disselkoen, Rebecca Gretzner, Joyce Kortman, Lupita Reyes, Harris Schipper, Cornelius Vander Kam, Daniel Van Ommen, Keith Van Zoeren

STAFF: Gerry Cyranowski, Patricia Genesky

OTHERS: Greg Rappleye, Corporate Counsel

CALL TO ORDER - Board Chairperson

Edward Berghorst, Chairperson called the, 2006 meeting to order at 1:02 pm.

INVOCATION

Mr. Berghorst asked Board Members to let Patricia know if they would like to give the invocation at future meetings. Mr. Berghorst provided the invocation

CMHOC MISSION STATEMENT

Mr. Berghorst noted the Mission Statement.

PUBLIC COMMENT

Gloria Pelon  
59 Majestic Court  
Zeeland, MI 49464

Ms. Pelon read from a written statement commenting on the agenda item relevant to the Executive Director's evaluation. She commented on her support of Mr. Cyranowski and asked that the Board renew his contract and that they unite in order to continue to provide support to those served by Community Mental Health of Ottawa County.

APPROVAL OF MINUTES of August 28, 2006

CMH 06- 061 Motion: To approve the minutes of the August 28, 2009 Board of Directors meeting.

Moved by: Schipper

Supported by: Reyes

MOTION CARRIED

APPROVAL OF AGENDA of September 18, 2006

CMH 06- 062 Motion: To approve the agenda for September 18, 2006 Board of Directors meeting.

Moved by: Vander Kam

Supported by: Bombara

MOTION CARRIED

Ms. Kortman asked that the Letter to Harbor House be added to the agenda under Finance Items. She noted that a letter of intent to Harbor House was discussed in the Finance Committee Meeting on September 14, and it was decided by the Committee to bring the matter to the full Board.

Mr. Rappleye provided information from Section 8 of the Open Meetings Act, MCLA 15.268, supporting the Executive Director's privilege to request that the Board go into closed session for the purpose of reviewing his annual performance evaluation. He noted that a 2/3 majority vote is not required, as the closed session is at the option of the person making the request. He did note that a pro-forma vote needs to occur. Ms. Bird asked if it was necessary for the employee to request the closed session, or did the Board have the option to do so. Mr. Rappleye stated that only the employee could make the request. Mr. Rappleye also noted that the closed session was for the purpose of discussion only and that no decisions were made in closed session.

Mr. Berghorst stated that Mr. Disselkoen would not be available until 2:00 p.m. and he had requested that the closed session not occur until that time.

### COMMUNICATIONS & PRESENTATIONS

#### **Board Policy Setting Parameters – Greg Rappleye, Corporate Counsel**

Mr. Rappleye distributed a memo regarding the division of responsibilities between the Executive Director and the Board in determining what policy decisions the Board can be involved in. He noted that the Board is not a full-governance Board because CMHOC is an agency of the County, and are therefore subject to County policies. He noted that the Board's role is to guide and direct the Executive Director in his position. He provided information on the duties and responsibilities of the Executive Director. He also provided information on what issues the Board might set as policy that would not require the involvement of the County Commissioners, such as visitation to various facilities where services are delivered to the consumer.

### CHAIRPERSON'S REPORT

Mr. Berghorst discussed sending holiday greeting cards to the employees of CMHOC. He noted that in previous years, the former chair would purchase these cards and invite Board members to contribute to cost. It was noted that in previous years 300 cards were ordered. Mr. Berghorst stated that a print shop in Zeeland estimated a cost of \$1.00 to \$1.25 per card. The cards would be delivered through interoffice mail, and would therefore not be subject to postage fees.

Mr. VanOmmen expressed concern about the message in the card. He wanted to be certain that the message was not offensive to individuals who do not celebrate a religious holiday. Mr. Bombara stated that he would like to see the tradition continue as it was the time of year to thank the staff for a job well done. Ms. Bird noted that she would volunteer to collect the funds if the Board decided to pursue the greeting cards

Ms. Kortman noted that in previous years, the Board Chair would invite consumers to create the artwork for the card. She felt that this was appropriate and would support this process. Mr. Berghorst suggested that the Program Planning & Quality Improvement Committee add this item to its agenda and return to the Board with recommendations. He emphasized that Board Members should not feel compelled to participate financially. Mr. Berghorst will provide information on potential greetings.

Mr. Berghorst asked for voting delegates for the Fall Conference. Mr. Bombara and Mr. Van Zoeren were appointed.

## EXECUTIVE DIRECTOR'S REPORT

Mr. Cyranowski did not present a written report this month. He provided the following update(s):

He noted that DCH held a community forum earlier in the year for Consumers and Guardians of persons with a developmental disability who receive CMH services. He noted that this forum was by invitation only. He has been informed that there will be another forum held in Grand Rapids in October. This forum will be for a limited number of individuals, also by invitation only.

Mr. Cyranowski noted that an informal joint meeting with members of Muskegon CMH has been tentatively scheduled for Tuesday, October 17, 2006 during the Fall Conference. He stated that a breakfast meeting is anticipated.

Mr. Cyranowski discussed the informal consumer satisfaction survey that was included in the Board Packet.

### FINANCE ITEMS:

#### **Harbor House Letter** –

Mr. Cyranowski noted that at the Finance Committee meeting in August, the Committee asked that a letter be drafted to Harbor House by Corporate Counsel clarifying what is expected between CMHOC and Harbor House Ministries before construction of a third building would take place. He noted that there is a clause in the current contract with Harbor House that appears to be subject to different interpretations. There appeared to be concern that the clause bound Harbor House to seek permission from CMHOC before beginning construction on a third building. Legal counsel's understanding of the clause is that Harbor House Ministries can begin construction at anytime, but if they do so without any discussion with CMHOC they should not expect any guarantee of placement would occur.

Legal counsel developed a letter to Harbor House stating that CMHOC could not be held to a guarantee of placement. The clause also indicates that Harbor House and CMHOC must meet to determine and document the projected need. Mr. Cyranowski stated that a meeting with Harbor House was held on September 13 for the purpose of identifying future placement needs. He noted that entering into a contract with Harbor House does not guarantee placement, it only states that if CMHOC deems a person to be appropriate for placement, Harbor House would be considered. It was recommended to the Finance Committee on September 14, 2006 that legal counsel draft a letter stating that both CMHOC and Harbor House agree that there is a future need and that CMHOC would be willing to enter into contract for placement as appropriate.

Ms. Kortman asked whether Harbor House is free to begin construction, as they have determined a need. Mr. Cyranowski stated that Harbor House is free to build at any time, that they are not dependent upon our permission to do so, but to build and expect that CMHOC will contract with them is not in keeping with the clause. Ms. Kortman noted that she did not want Harbor House to proceed with something that is not legitimate under the clause in the contract. Mr. Rappleye noted that Harbor House is an independent entity and they can proceed as they wish. However, if they want to rely on CMHOC to participate in placing individuals, they need to meet with CMHOC and both parties must mutually agree upon what the projected needs are. Mr. Rappleye noted Harbor House is free to build, but they cannot indicate that they relied on CMHOC for

placements. A mutual letter of understanding of need between both parties which indicates that the need exists and placement of consumers is not guaranteed is sufficient.

Mr. Rappleye will draft the letter for presentation to the Finance Committee in October. He will deliver copies of the draft to Board members.

### **Service Contracts**

CMH 06- 063 Motion: To approve the Service Contracts as presented, excluding A-5 and A-14.

Moved by: Vander Kam

Supported by: Bombara

MOTION CARRIED

Mr. Brown questioned whether there was a screening process for the drivers under the Rosebud Taxi Contract. Mr. Cyranowski assured him that drivers were subject to the same background checks as all contract providers as well as verification that they hold a valid Michigan Drivers license. Ms. Gretzner questioned whether this service was available to all consumers. Mr. Cyranowski indicated that it was, but the primary objective was for providing transportation home for consumers being discharged from inpatient psychiatric care. He noted that this service was not often used.

There was discussion regarding the different rates on the contracts for CLS services. Mr. Cyranowski noted that all contracted rates are for unit of services – typically 15 minutes and the rates are the same for whoever is served by that provider. He noted the difference in rates between contract providers is a result of individual contract providers responding to a Request for Proposal (RFP). It is being considered that a new RFP be issued next year and CMHOC and Muskegon CMH will set a standard rate for all providers. He also noted that the Finance Committee has suggested batching similar contracts together for submission to the Board for ease in comparison.

Ms. Bird requested that Contracts A5 and A14 be removed from the packet and tabled until cost comparisons between them could be provided. She asked that no new outsourcing contracts be submitted without breakdown of cost savings. Mr. Cyranowski noted that these contracts were identical to two others in this packet and were a joint RFP process between Ottawa and Muskegon CMH. All four contracts are for the same services as an option for consumers. He noted that three consumers have already opted for services with one of the providers in question, and that accommodations would have to be made for those consumers. Ms. Gretzner made a motion to table these contracts. Mr. Rappleye noted that tabling the contracts would require that they return to the Board next month, thus delaying the contracts further. Ms. Gretzner withdrew her motion. Mr. Bombara expressed concerns about the ramifications to those consumers who have already opted to use these services. Ms. Bird suggested using CLS staff until the contract is approved. Mr. Cyranowski noted that the needs of the consumers will be met.

Ms. Bird questioned why the MOKA Shift Staff contract was an extension and not a renewal. Mr. Cyranowski explained that due to the recent 2% pass through increase from the State Legislature for direct care workers, an extension was made until the funds are made available. After the funds are distributed, the contract will be renewed, with funds being retroactive to October 1. Ms. Gretzner questioned the performance indicators on the MOKA contract. She noted that she has received complaints and asked that the Program Planning and Quality

Improvement Committee discuss ways to enhance the indicators. Mr. Cyranowski requested that she bring these concerns to the PPQI meeting.

CMH 06- 064 Motion: To return contracts A5 and A14 to the Finance Committee for further discussion .

Moved by: Bird Supported by: Kortman

MOTION CARRIED – one opposed – VanderKam

Ms. Kortman commented on a complaint about Pioneer Resources: loud noise played by the drivers, which upsets the consumers, very late arrivals at the homes, and services being less than ideal. Mr. Cyranowski asked that Ms. Kortman encouraged individuals to direct their complaints to CMH. Their concerns will then be handled by the appropriate staff.

### **FY 2005/2006 August Financial Statement**

CMH 06- 065 Motion: To receive the FY 2005/2006 August Financial Statement as presented.

Moved by: Vander Kam

Supported by: Reyes

MOTION CARRIED

Mr. Cyranowski reviewed the August Financial Statements. He noted that CMH is currently on target for Medicaid savings, with the State General Fund savings currently projected to be less than the allowed amount. He also noted that any Medicaid Funds in excess of the allowed savings amount would go to Muskegon for their possible use.

Ms. Bird asked for a list of allowable expenses that excess Medicaid Funds can cover so as to avoid lapsing any funds. Mr. Cyranowski noted that this information can be provided at the next Finance Committee meeting. He advised that there are limitations as to what is considered allowable use of Medicaid Funds. Mr. Cyranowski also noted that use of one-time dollars is also very limited. He referred to Medicaid audit regulations as a resource for defining what allowable expenses are. He noted that a presentation to the Finance Committee or the full Board could be provided at the Board's request.

Mr. Cyranowski noted that CMHOC has been able to meet the target for carry forward savings for the past two years. However, Muskegon, as the PIHP, has not. He noted that Muskegon is bound by their contract to use all available Medicaid funds, and that CMCHOC is dependent upon Muskegon to be diligent in their expenses control as well.

Mr. Van Zoeren questioned why the prepaid expenditures are almost double that of the last fiscal year. Mr. Cyranowski will research this and provide the information.

### **OLD BUSINESS**

Ms. Kortman noted a complaint with regard to the CBE program. She was informed that there was now a rule in place that consumers must stay awake while in attending the program. Mr. Cyranowski stated that he was not aware of any such rule. He explained that the billing system is set up in units of 15 minutes, and if a consumer is napping during any unit, Medicaid would not be billed for that unit. He will address this allegation with the appropriate staff.

NEW BUSINESS

**Organizational Performance Reports – Gerry Cyranowski**

Mr. Cyranowski reviewed data compiled with regard to staff turnover and exit interview information for the first six months of 2006.

**Clinical Privileging**

CMH 06- 066 Motion: To approve the Privileging Performance Evaluation/Contract for Ronald VanValkenburg, MD

Moved by: Kortman

Supported by: Van Zoeren

MOTION CARRIED

CMH 06- 067 Motion: To approve the Privileging Performance Evaluation/Contract for Edward C. Swart, Ph.D.

Moved by: Schipper

Supported by: Bombara

MOTION CARRIED

**Consumer Advisory Committee Applications**

Postponed until October, 23, 2006 to allow the Board time to review the applications.

**Executive Director's Performance Evaluation**

CMH 06- 068 Motion: To go into closed session to discuss matters exempted from disclosure by state or federal statute (2/3 roll-call vote required)

Moved by: Disselkoen

Supported by: Van Ommen

ROLL CALL VOTE

YEAS: Berghorst, Bird, Bombara, Brown, Disselkoen, Gretzner, Kortman, Reyes, Schipper, VanderKam, VanOmmen, VanZoeren

NAYS:

MOTION CARRIED

CMH 06- 069 Motion: To rise from Closed Session at 4:22 p.m.

Moved by: Vander Kam

Supported by: Bombara

MOTION CARRIED

CMH 06- 070 Motion: To approve the Employment Agreement for the Executive Director, Gerard Cyranowski, of the Community Mental Health Agency of Ottawa County, effective October 1, 2006 through September 30, 2007.

Moved by: Disselkoen

Supported by: Vander Kam

ROLL CALL VOTE

YEAS: Berghorst, Bombara, Disselkoen, Gretzner, Schipper, VanderKam, VanOmmen, VanZoeren

NAYS: Bird, Brown, Kortman, Reyes

MOTION CARRIED

Mr. Berghorst noted the change in the contract from three years to one year.

GENERAL INFORMATION, COMMENTS AND MEETINGS ATTENDED

None

BOARD REVIEW OF THE DAYS BUSINESS

Mr. Schipper will discuss in the Program Planning & Quality Improvement Committee Meeting information regarding local area churches taking a role in helping the disabled.

Mr. VanOmmen noted that he will be attending a MACMHB conference on Person Centered Planning along with Ms. Gretzner. He and Ms. Gretzner will report back to the Board next month. He also noted that he has requested to serve on the Board of the Cornerstone Drop In Center. He is waiting to hear from Corporate Counsel whether this is acceptable. He noted that he looks forward to the opportunity to serve on that Board.

PUBLIC COMMENT

No Public Comment.

ADJOURNMENT

Mr. Berghorst adjourned the, 2006 meeting at 4:27 pm.

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Edward Berghorst, Chairperson

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Donald Disselkoen, Secretary