

**Emmet County Department of Human Services
Board Meeting Minutes
November 18, 2010**

Board Members present: Fred Rogers, Board chairperson
Mary Horan, Board vice-chairperson
Patricia Frisbey, Board member

Staff Members present: Diana L. Bailey, LNHA, MBA, Executive Director
Michael Greer, CPA, Director of Financial Services
Janet R. VandenBerg, ALS, Recording Secretary

Staff Members absent: None

Others present: Leroy Gregory, Board Liaison/County Commissioner
Kathy Abbott, Esq., Civil Counsel
Cathy Tousley, DeVry University student

PUBLIC COMMENT: None

Mr. Rogers, board chairperson called the meeting to order at 10 a.m. Mrs. Bailey introduced Cathy Tousley who is a student at DeVry University on-line program in Health Management section and as part of their curriculum they need to do orientation at a facility. She is here for two weeks to observe the various areas of health care in this facility.

Mr. Rogers then mentioned the Board needed to hold elections again as instructed in P.A. 280 as Mrs. Horan was re-appointed to the Board for another three-year term. Mr. Rogers asked for nominations:

Mrs. Horan nominated Mr. Rogers for chairperson and was supported by Mrs. Frisbey. Voice votes were taken and Mr. Rogers will serve the coming year as ECDHS Board Chairperson.

Mrs. Frisbey nominated Mrs. Horan for Board vice-chairperson and was supported by Mr. Rogers. Voice votes were taken and Mrs. Horan will serve the coming year as ECDHS Board vice-chairperson.

Mrs. Frisbey will serve as a board member for the coming year.

Mr. Rogers brought to the board's attention that he received a call from Bill Denemy, Director of Charlevoix – Emmet Department of Human Services is retiring in December 2010. Mr. Rogers mentioned that there are thirteen hundred five DHS employees and over forty-seven hundred fifty-five state employees retiring this year.

Mr. Rogers then stated he has been conversing with Oral Sutliff, Charlevoix County DHS Board member regarding a temporary replacement (which resume was in packet) to take Mr. Denemy's position. Mr. Denemy would be doing training in advance of this individual and he wanted Mr. Rogers and Mr. Sutliff's permission, as chairs of Charlevoix and Emmet County DHS Boards, and that he would let Terry Salacini know in Lansing that we would approve her subject to a motion at our next board meeting. He felt if you had the information ahead of time you would have time to review and make your decision. Discussion held and at our December meeting this individual would be present at meeting. Mr. Rogers mentioned that other candidates would be interviewed for

a permanent replacement. Also as of January 1, 2011, we will inherit a third county in our group. The three counties involved will be Antrim, Charlevoix and Emmet Counties. Mrs. Bailey mentioned that all three counties each have a county-owned medical care facility. It will probably change the calendar once we are notified.

I. APPROVAL OF MINUTES:

Mr. Rogers asked if there was any discussion needed before approving the regular Meeting minutes of October 21, 2010.

Mrs. Horan made a motion to accept the minutes of the October 21, 2010 meeting as distributed, and supported by Mrs. Frisbey. Voice votes taken and motion carried.

Mrs. Horan made a motion to go into closed session and supported by Mrs. Frisbey. Roll call vote taken – Fred Rogers (YES), Mary Horan (YES), and Patricia Frisbey (YES), and motion carried.

The ECDHS Board went into closed session at 10:10 a.m.

The ECDHS Board came back into open session at 10:22 a.m. and Mr. Rogers called the regular meeting back to order. Mr. Rogers then asked for a motion to approve the two sets of closed meeting minutes as distributed.

Mrs. Frisbey made a motion to approve Closed Meeting Minutes of October 21, 2010, as distributed and supported by Mrs. Horan. Voice votes taken and motion carried.

Mrs. Frisbey made a motion to approve Closed Meeting Minutes of October 27, 2010, as distributed and supported by Mrs. Horan. Voice votes taken and motion carried.

Mr. Rogers then asked if there was any discussion needed before approving the Special Meeting Minutes of October 27, 2010. Mr. Rogers then asked for a motion to approve:

Mrs. Frisbey made a motion to approve the Special Meeting Minutes of October 27, 2010, as distributed, and supported by Mrs. Horan. Voice votes taken and motion carried.

II. EXECUTIVE DIRECTOR: DIANA L. BAILEY

A. Contracts –

1. Citizens Management Inc. (CMI) – Mrs. Bailey stated this is a revised agreement with CMI for workers compensation that was tentatively approved August 19, 2010 through November 30, 2010. Discussion held and questions answered by Mr. Greer and to what they provide as far as services for this figure and what we have saved.

Mrs. Horan made a motion to accept the revised contract and authorize chair to sign the revised contract from December 1, 2010 through December 1, 2012, as presented and supported by Mrs. Frisbey. Roll call votes taken: Fred Rogers (YES), Mary Horan (YES), and Patricia Frisbey (YES), and the motion carried.

2. Parker & Associates (Unemployment) – Mrs. Bailey asked Mr. Greer to update the Board on this change and stated we have used Jane Archer for a few years. The cost will be kept the same per conversation Mr. Greer had with Brian Parker. Parker & Associates has the expertise, including an attorney in the firm to watch out for us with unemployment issues. Kathy has reviewed documentation. Mr. Rogers then asked for a motion to approve.

Mrs. Horan made a motion to authorize chair to sign the Agreement with Parker & Associates regarding unemployment services and was supported by Mrs. Frisbey. Roll

call vote taken: Fred Rogers (YES), Mary Horan (YES), and Patricia Frisbey (YES), and motion carried.

3. Tri-County Excavating Contract – Mrs. Bailey informed the Board that this is a renewal policy for snow plowing the Facility parking lots. Discussion held and Kathy mentioned we need to make sure they have adequate insurance and take responsibility for what they do, because liability issues are very important. Kathy Abbott reviewed and prepared an addendum to the contract for signing.

Mrs. Horan made a motion to approve the policy and authorize chair to sign the agreement for snow plowing and was supported by Mrs. Frisbey. Roll call vote taken: Fred Rogers (YES), Mary Horan (YES), and Patricia Frisbey (YES), and motion passed.

III. **DIRECTOR OF FINANCIAL SERVICES –**

- A. Cash Report - Mr. Greer distributed copies of the Cash Report ending **October 31, 2010**. Mr. Greer reviewed with the board and discussion held.

- B. Financial Report – Mr. Greer distributed copies of the Financial Report ending **September 30, 2010**. Discussion held. Occupancy rate is still at 98 percent. Questions asked regarding the Estate proceeds received and why those funds were not put into the Foundation Fund. Mr. Greer responded and explained, Kathy Abbott then remarked that she didn't know if was legal for the Facility to make that type of donation to the Fund and Mr. Greer will start by checking with Plante & Moran. Kathy Abbott expressed she felt comfortable with starting with Plante Moran for answers and they should be able to look into foundation documents and know what can and cannot be done by the Facility with this money. She added that if Plante Moran feels the Facility needs to go back to the attorney who drafted the Fund documents then that would happen next. Mr. Rogers felt we need a legal opinion and mentioned that the Board will expect a report in December on transferring funds to the Foundation Fund.

Mrs. Horan made a motion to accept the Cash Report ending October 31, 2010 and the Financial Report ending September 30, 2010 as distributed and supported by Mrs. Frisbey. Voice votes held and motion carried.

- C. Accounts Payable/Pre-Pays – These items were discussed and approved earlier as follows – **11/04/10 - \$60,232.86 and 11/17/10 - \$232,113.73 for a total of \$292,346.59.**

Mrs. Horan made a motion to approve bills for November as presented for payment. Mrs. Frisbey supported the motion. Roll call vote was taken – Fred Rogers (YES), Mary Horan (YES), and Patricia Frisbey (YES). Roll call vote passed.

- D. Budget – Mr. Greer distributed and explained the proposed budget for Fiscal Year 2011. Mr. Greer mentioned we were waiting on the letter from the State of Michigan to give us our Medicaid rate and just finalized the budget in November. Mr. Greer provided the actuals for 2008 & 2009, and annualized for 2010 and then prepared a budget for 2011. Mr. Greer stated we have managed our costs and still give excellent care to the residents. He also explained what we are budgeting for equipment for 2011 (bladder scanner, four new lifts, steam table and generator transfer switch). Mr. Greer discussed with the Board the Maintenance of Effort (MOE) and is proposing a two percent increase, and the provider tax.

Mrs. Horan made a motion to approve the 2011 Budget as presented and supported by Mrs. Frisbey. Voice votes taken and motion carried.

Mr. Greer then discussed the proposed private pay rate of \$236 per day for 2011 (current rate for 2010 is \$231 per day, a two percent increase). Discussion held, questions answered and Mr. Greer mentioned what our rate would be compared to Grandvue Medical Care Facility, which is \$248 a day.

Mrs. Horan made a motion to approve the private pay rate for 2011 at \$236 per day and supported by Mrs. Frisbey. Roll call vote: Fred Rogers (YES), Mary Horan (YES), and Patricia Frisbey (YES). Motion carried.

Mr. Rogers then excused Mr. Greer and Ms. Tousley from the meeting to discuss the administrator's contract up for renewal.

IV. **OLD BUSINESS: None**

V. **NEW BUSINESS: None**

VI. **NEWSPAPER ARTICLES / LETTERS** – copied for packets if available.

VII. **EXECUTIVE DIRECTOR'S CONTRACT** – Board's consensus is that they need to do an evaluation of Mrs. Bailey first before we review her contract. Mrs. Horan felt that the administrator shouldn't be classified as hourly rate because we know that you work more than 40 hours per week and should be quoted on a salaried basis, but the board needs data to back this up. For the DHS Board to do a review of Mrs. Bailey in December, salary is not the only issue we should have in our decision process. We need to get evaluations from individuals you supervise, data in terms of what other people are being paid, but that should not be the only issue, and don't feel you are in jeopardy if we get this information first. Mrs. Horan felt Mrs. Bailey needs to give the DHS Board a goal statement of what she wants to achieve next year and in the future. The Board needs those and some kind of objective so we can say at the end of the year, yes she has accomplished or not she hasn't. Kathy Abbott recommended that Mrs. Horan put together a review questionnaire and the board will need to review these documents. Mrs. Horan asked Mrs. Bailey to check with your professional organization (MCF administrators) to see how their boards review their administrator, and let Mrs. Horan know what they use. Mrs. Bailey stated the sheet she gave the board is provided by our auditors, Plante & Moran. Discussion held. Mr. Gregory stated he believes that Lyn Johnson, Emmet County controller, is not getting an increase this year due to economy.

IX. **ADJOURNMENT** – Mr. Rogers entertained a motion to adjourn meeting. Mrs. Frisbey supported motion to adjourn the meeting at 12:05 p.m.

X. **NEXT MEETING** – The next regular scheduled meeting is for Thursday, December 16, 2010 with the Finance Meeting at 8:45 a.m. and the Board Meeting at 10 a.m. Joint DHS meeting will be held at 9:30 a.m. in Charlevoix on December 21, 2010.

Date

Fred Rogers, ECDHS Board Chairperson

Date

Diana L. Bailey LNHA, MBA, Executive Director
Designated Secretary to the ECDHS Board

Date

Julie McAtte, Recording Secretary

pc: Fred Rogers, Mary Horan, Patricia Frisbey, Kathy Abbott, Leroy Gregory, Toni Wiltse, Gail Martin, Marilyn May, Noreen Strange, and Jack Jones