

**Emmet County Department of Human Services
Board Meeting Minutes
March 21, 2013**

MEETING CALLED TO ORDER:

Mr. Simons, ECDHS board chairperson, called the meeting to order at 10:02 a.m.

ROLL CALL:

Board Members present: Fred Simons, Board chairperson
Mary Horan, Board vice-chairperson
Marie Wayman, Board member

Board Member absent: none

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

Staff Members absent: none

Others present: Kathy Abbott, Esq., Civil Counsel
Charlie MacInnis, County Commissioner / Board Liaison
Robert "Bob" Dunn, Retired LNHA, Gogebic Co. MCF
David Kubany, LNHA

Others absent: None

APPROVAL OF AGENDA: Mr. Simons asked if there were any changes / additions to the Agenda. Mrs. Bailey requested that we add "Corporate Compliance Resolution" to Agenda under "F" and add "G" as "MDOT Amendment" in her section.

Mrs. Horan made a motion and seconded by Mrs. Wayman, to approve the Meeting Agenda as provided & amended. Voice votes taken and motion carried.

APPROVAL OF MINUTES:

- Mr. Simons asked if there was any discussion needed before approving the regular meeting minutes of **February 21, 2013**, as provided.
Mrs. Horan made a motion to accept the meeting minutes of February 21, 2013, as distributed and amended (on Page 2, #2, 4th bullet add "YES" behind Marie Wayman) and supported by Mrs. Wayman. Voice votes taken and motion carried.
- Mr. Simons then asked if there were any changes / additions to the **March 11, 2013**, special meeting minutes, as provided. It was recommended by Kathy Abbott, Civil Counsel, to add signature lines to the special meeting minutes. It was also requested that we attach copies of the ads submitted for a new administrator.

Mrs. Wayman made a motion to accept the March 11, 2013 special meeting minutes as amended. Mrs. Horan supported the motion. Voice votes taken and motion carried.

PUBLIC COMMENT: None

SCHEDULED APPEARANCES: (Interviews for Interim Administrator)

- Mrs. Bailey introduced **Robert (Bob) Dunn** from Canadian Lakes (which is west of Mt. Pleasant). Mr. Dunn recently retired after serving eleven years as administrator of Gogebic County MCF which is a 109 bed county-owned facility built in 1963 with an addition in 1975. Mr. Dunn mentioned prior to his tenure as administrator, that facility was financially challenged but resolved successfully. They had a very low turnover of staff and no management turnover in seven years and had four citation free annual surveys. They had four and five star ratings, and he chaired the Quality Assurance Committee and established an Ethics Committee. The board was very pleased with his performance. The Facility is in a rural setting thirteen miles from Ironwood, and seven miles from the nearest hospital. Their census ran in the high 90s. They ran about 85 percent Medicaid and 15 percent Medicare / private pay. Had a higher increase in dementia due to the change in diagnosis and the medical profession became more proficient in diagnoses, had a lot of hip / knee replacements under Medicare, and the average Medicaid resident stayed over 600 days. Mr. Dunn stated if offered the interim position, he could be available indefinitely as he enjoys the profession and working in this field. He shared with the Board that he operates on a managed by empowerment participant style. He held daily stand-up meetings with management group (a mini-staff meeting covering customer concerns, department concerns, census issues, etc.) and felt that was the secret to citation free surveys. Mr. Dunn feels holding people accountable, setting the bar, exchange ideas, problem-solve, etc.) Does not like a dictatorship approach and believes communication solves most problems. Further discussion held and questions were answered. Board thanked Mr. Dunn for coming in and interviewing.
- Mrs. Bailey introduced our second candidate, **David Kubany**. Mrs. Bailey asked if he would give us an overview of his experience. He stated he graduated from University of Michigan and decided that senior-based projects were what interested him. He was a consultant to Chelsea Community Hospital and their project, gravitated towards other hospital and institutional facilities, included planning and designing a continuing care facility. He received his administrator nursing home license in 1993. He gave an overview as to other projects he was involved with. He has not used his administrator's license in capacity as an administrator for a facility. He expressed to the board that he could commit to a two-to three timeframe to help during this period. Board chair thanked him for coming in and stated that the board would make their decision in next day or two and he would be notified.

EXECUTIVE DIRECTOR

- **CONTRACTS:**
 - Therapy Contract – Mrs. Bailey mentioned the AEGIS Outsourcing Therapy Service Agreement and that this company is very impressive both in what it has to offer financially and staffing, is a group with expertise in physical, occupational

and speech therapists. The way the aggression of the federal government at this point is in regards to therapy requirements and our outcomes to our audits we have to make changes. Further discussion held and questions answered. Contract submitted was for a one-year period from May 1, 2013 to April 30, 2014 with one-year renewal clause.

Mrs. Horan made a motion to authorize board chair to sign contract with AEGIS and was supported by Mrs. Wayman. Roll call vote taken: Fred Simons (YES), Mary Horan (YES), and Marie Wayman (YES). Roll call vote passed.

- Corporate Compliance Resolution – Mrs. Bailey reiterated that we are in the middle of this huge Corporate Compliance project. Patty McClees is the current Corporate Compliance Officer. Not sure if this will go into effect by end of March. She will need a resolution from the Board as she stated. She hopes that by next month a more formal document will be available. Kathy Abbott will assist Jan VandenBerg with proper documentation for signature.

Mrs. Horan made a motion to appoint Patty McClees as Corporate Compliance Officer for Facility. Mrs. Wayman supported motion. Voice votes taken and motion carried.

- NORO VIRUS: Patty McClees, RN, CDON, shared with the board that we had between 18-20 people at a time with the virus. We were closed to admissions and we had an outbreak among the staff as well. Three or more units were affected. She notified the Health Department and support from Dr. Blanchard. She also followed the CDC regulations. Bortz, Boulder Park and other surrounding facilities had this issue as well at different times. She explained we closed units, stopped activities, had behavioral issues with some of the residents. Further discussion held and questions answered by Patty McClees and Diana Bailey.
- BUS DELIVERY: Mrs. Bailey mentioned we received the bus last Friday. We have tried for the last week to get plates for the bus so we can get use it for transport. Mrs. Bailey then mentioned we need to revise our Blanket Signature Agreement with MDOT to change contract information so Mike Greer can submit documentation / answer all concerns required.

Mrs. Horan made a motion to revise Blanket Signature Agreement from Diana Bailey to Michael Greer. The board does not sign it. Recording secretary will sign and submit the necessary paperwork for this once board approves. Mrs. Wayman supported motion. Voice votes taken, motion carried.

- GARAGE UPDATE: Mrs. Bailey indicating the garage is coming along very well. Hallmark Construction is a great group to deal with and very professional.
- DISCUSSION / REVIEW OF INTERIM ADMINISTRATOR CANDIDATES: The Board then discussed the two candidates that interviewed for the interim administrator position. Discussion held. An independent contract will be drawn up by Kathy Abbott and submitted to Mr. Dunn. Mr. Greer will negotiate salary with Mr. Dunn. Mrs. Bailey will notify David Kubany of the board's decline and wish him well in future endeavors. Kathy Abbott distributed a Michigan Civil Rights Pre-Employment Inquiry Guide. She mentioned there is a criterion for screening.

Mrs. Wayman made a motion to extend offer to Robert Dunn as interim administrator and Mrs. Horan supported motion. Contract to be drawn up by civil counsel with negotiation as to compensation by Director of Finance Director. Roll call vote taken: Fred Simons (YES), Mary Horan (YES), Marie Wayman (YES). Roll call vote passed.

DIRECTOR OF FINANCIAL SERVICES REPORT:

- **Cash Report** - Mr. Greer had distributed copies in packets. Mr. Greer reviewed with the Board the Cash Report ending **February 28, 2013**. Discussion held.
- **Financial Report** – Mr. Greer had distributed copies in packets. Mr. Greer reviewed the Financial Report with the Board ending **January 31, 2013**. Discussion held.

Mrs. Wayman made a motion to accept the Cash Report ending February 28, 2013, and the Financial Report ending January 31, 2013, as distributed and supported by Mrs. Horan. Voice votes taken and motion carried.

- **Accounts Payable/Pre-Pays** – These items were discussed and approved earlier today as follows: **3/06/13 - \$163,484.59 and 3/21/13 - \$205,131.28 for a total of \$368,615.87.**

Mrs. Horan made a motion to approve bills reviewed by Finance Committee and approved by the DHS Board as presented in February for payment. Mrs. Wayman supported the motion. Roll call vote was taken – Fred Simons (YES), Mary Horan (YES), and Marie Wayman (YES). Roll call vote passed.

UNFINISHED BUSINESS:

Mrs. Horan then requested the opportunity to read a “Tribute” to Diana Bailey. It went as follows:

On behalf of the present Board of Directors, and those who served before us, I want to say a brief goodbye and bon voyage to Diana. I do not have a gold watch, a trip to St. Lucia, or a stock portfolio to present.

I have only our sincere appreciation for the outstanding accomplishments that you brought to this Facility. Your leadership has been professional, competent, and inspiring, as you saw it through some very difficult times from a struggling institution to an exemplary residence for those in need of nursing care. I am confident that our pride and appreciation is shared by the staff, the community, and especially the families and loved ones who reside here now, and those who have lived here in the past.

Although we regret having to see you off, we share in your anticipation of a new challenge assured that you have the ability to continue your journey of success in your new endeavor. In that regard, we wish you the best, confident that you will find the experience invigorating and satisfying.

Discussion then took place as to the Board hosting a farewell party for her. It was decided to do it on Wednesday, April 3, 2013 from 3 – 5 p.m. Will check with Roy Hall to see what he can come up with. Fred Simons will contact the Harbor Light paper (Kate Bassette) and Petoskey News Review (Brandon Hubbard) to interview Diana for articles in the two papers.

NEW BUSINESS: None


COMMUNICATIONS: None

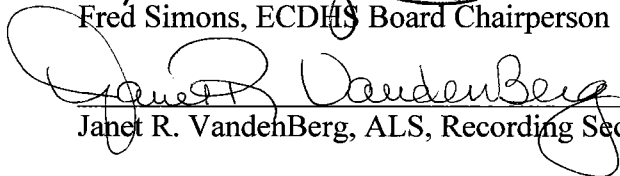
ADJOURNMENT – Mr. Simons entertained a motion to adjourn. Mrs. Wayman supported motion to adjourn the meeting at 12:04 p.m.

NEXT MEETING – The next regular scheduled meeting is for **Thursday, April 18, 2013** with the Finance Meeting at 9 a.m. and the Board Meeting at 10 a.m. Joint DHS meeting will be held at 1 p.m. in **Charlevoix** on **Wednesday, April 17, 2013**.

4 / 18 / 13
Date

4 / 22 / 13
Date


Fred Simons, ECDHS Board Chairperson


Janet R. Vandenberg, ALS, Recording Secretary

pc: Mary Horan, Fred Simons, Marie Wayman, Kathy Abbott, Charlie McInnis, M.C. (Toni) Adams, Gail Martin, Marilyn May, and Noreen Strange