

**BOARD OF DIRECTORS' MEETING**

**Minutes of February 22, 2011 Meeting**  
*(Final, as approved March 29, 2011)*

**Board Members Present:** Dawn R. Jones, Chairperson; David E. Martin, Secretary; Reneé L. Greene, Rose Juriga, Gordon Keaton, Patrick A. McGown, Phillip J. Montgomery, Susan Baker Ross, Jules F. Sauvageot, Robert C. Schwartz, Ph.D., Christine Yuhasz

**Board Members Absent:** Kevin K. Crum (excused), Valerie Riedthaler, Ph.D. (excused), Linda L. Marcum, Dr. David Peter (excused)

**ADM Board Staff Present:** Gerald A. Craig, Interim Executive Director; Joanne Arndt, Thomas Leffler, Mary Alice Sonnhalter, Fran Rudell, Nick Veauthier, Benjamin Wilson

**Other Interested Parties Present:** Bob Bender, Child Guidance and Family Solutions; Doreen Kuster, Child Guidance and Family Solutions; Darryl Brake, Summit County Community Partnership, Ed Stanford, Interval Brotherhood Home, Mike Bullock, Tarry House; James Orlando, Summit Psychological Associates; Lynda Cassidy, Summit Consumer Peer Support; Carol T. Bowes, Summit County Health District; Chris Richardson, Oriana House, Inc.; Janice Wade, Akron-UMADAOP, Inc., Jim Lawrence, Oriana House, Inc.

**I. Call to Order:**

Chairperson Dawn Jones called the meeting to order at 5:33 PM.

**II. Attendance and Roll Call**

Having knowledge of Board member excused absences, Ms. Jones noted the attendance and roll call.

**III. Approve Agenda**

Ms. Jones instructed the Board to review the agenda for approval as submitted as well as to suggest items to be added to the agenda.

The Board reviewed and approved the agenda with time added to discuss the additional item of reviewing and discussing the *curriculum vitae* and application of board applicant Dr. Dustin K. Blakeslee. The Board agreed that this additional item was to be placed directly following the Chair Report.

**IV. Pre-approved Actions Agenda**

**A. Approval of Minutes**

Chairperson Jones directed attention to the minutes of the January 25, 2011, Board Meeting.

After review and discussion of corrections to the minutes,

A MOTION was made by Phillip Montgomery, and SECONDED by Gordon Keaton

**To approve the Minutes of the January 25, 2011, Board Meeting, with noted corrections.**

VOTE: Yes – All

**RESOLUTION: 02-11-01**

## **B. Operational (CEO Constructs)**

Ms. Jones directed the Board to the budget applications of Child Guidance & Family Solutions, Community Support Services, and Oriana House, Inc. for review and turned the floor over to Interim Executive Director Jerry Craig to answer questions relating to the budget applications.

Mr. Craig entertained the board's questions regarding the budget applications and the contract revision process during the ensuing discussion of the budget applications.

## **V. Ownership Linkage & Accountability**

### **A. Chair Report**

Ms. Jones explained that Board Member Dr. David Peter is the brother-in-law of Judges Tom and Linda Teodosio and extended the Board's condolences to him and to the family in the death of the Teodosios' daughter.

Ms. Jones announced the resignations of board members Michael Irby and Milan Salchak. Although they were not present, Ms. Jones thanked Mr. Irby and Mr. Salchak for their services with the Board. She also requested that Mr. Irby and Mr. Salchak be invited to attend the March Board meeting for formal recognition and gratitude to be expressed by the Board.

Chair Jones explained that she and Jerry Craig would be meeting on a regular basis with Paula Prentice, County Councilwoman and chair of the County's Health and Human Services Committee to talk about Policy Governance® and updates with regard to the ADM Board. Mr. Craig expressed hope that this involvement will educate the Council as to what the Board does and will establish a good working relationship with the Council.

### **B. Review of Board Application**

Ms. Jones asked the Board to review the application of Dr. Dustin K. Blakeslee and opened for discussion concerns and questions prior to Dr. Blakeslee's approval.

Phillip Montgomery expressed a concern regarding the precedent of a potential conflict of interest as Dr. Blakeslee provides contract services to a provider agency.

Susan Baker Ross offered to determine if any direction has been received from the Ohio Department of Mental Health Director as to the definition of "contractor" as opposed to "employee" of an agency.

It was the consensus of the Board that clarification is needed from the State that a contracted person is not an employee.

A MOTION was made by Dawn Jones, and SECONDED by Christine Yuhasz,

**That the Board of Directors recommend to the Ohio Department of Mental Health that Dr. Dustin K. Blakeslee be appointed to the Board of Directors of the County of Summit Alcohol, Drug Addiction and Mental Health Services Board, on the condition that she is permitted by the Ohio Department of Mental Health as a contracted employee of Blick Clinic and not an employee.**

VOTE: All – Yes

**RESOLUTION: 02-11-02**

### **C. Ad Hoc Policy Governance® Committee Report**

Chairperson Jones reported that Mr. Crum has resigned from this Committee.

Ms. Jones presented re-drafted language regarding Policy 2.12, *Provider Contract Decisions*. No questions presented.

A MOTION was made by David E. Martin, and SECONDED by Gordon Keaton,

**That the ADM Board of Directors approve re-drafted language for Policy 2.12, *Provider Contract Decisions*, by deleting Item 7 in its entirety and substituting the following:**

**“7. Ignore the underlying human service and clinical needs.**

**“8. Select providers who do not provide evidence of clinical and financial capability.”**

VOTE: All – Yes

RESOLUTION: 02-11-03

Redrafted language for Policy 2.1, *Treatment of Consumers*, Item 4, was then presented. After a discussion regarding original language in Item 2 and re-drafted language for Item 4,

A MOTION was made by Christine Yuhasz, and SECONDED by Reneé Greene,

**That the ADM Board of Directors approve revised language for Policy 2.1, *Treatment of Consumers*, Item 2, as follows:**

**“2. Intentionally inhibit service delivery.”**

**And approve redrafted language for Policy 2.1, Item 4, by deleting original Item 4 in its entirety and substituting the following:**

**“4. Disregard individual consumer choice and cultural sensitivity with regard to (but not limited to) gender, race, age, disability, nationality and/or gender identity.”**

VOTE: All – Yes

RESOLUTION: 02-11-04

Redrafted language for Policy 2.7, *Ends Focus of Grants or Contracts*, Item 1, was presented. After a short discussion,

A MOTION was made by Phillip Montgomery, and SECONDED by Gordon Keaton,

**That the ADM Board of Directors approve revised language for Policy 2.7, *Ends Focus of Grants or Contracts*, Item 1, by deleting original Item 1 in its entirety and substituting the following:**

**“1. Fail to monitor a grant or contract to prevent funds from being used in imprudent, unlawful or unethical ways.”**

VOTE: All – Yes

RESOLUTION: 02-11-05

Ms. Jones reported that several ideas for other policies have been received and will be sent to the Ad Hoc Governance Committee to review before the next Board meeting.

The committee’s next meeting will be March 4<sup>th</sup>.

#### **D. Ad hoc Executive Director Search Committee Report**

The Ad Hoc Executive Director Search Committee report was made by Phillip Montgomery. Due to the resignation of Committee Chair Michael Irby, a new Committee Chair will be elected at next meeting.

Mr. Montgomery reported that committee meetings will be open to the public for the first part of the meeting before the committee votes to go into Executive Session to review the recent applications received. Upon completion of the review, the committee will return to open session to complete the meeting's agenda.

Mr. Montgomery shared that the committee has developed a three level process for reviewing applications for the Executive Director position.

The committee's next meeting will be March 1<sup>st</sup>, with the March 14<sup>th</sup> being the last date to receive applications. On March 15<sup>th</sup>, the committee will meet to determine the list of applicants to be presented to the Board at its March meeting. Mr. Montgomery informed the Board that any board member can attend the Search Committee meetings and view any of the résumés received.

#### **E. Training/Recruitment Work Session Report**

Patrick McGown reported on materials and process of training. Several PowerPoint presentations regarding Policy Governance® were reviewed and the work session is continuing to work to develop an effective training program.

The work group is looking into membership with the International Policy Governance Association, which offers materials, including a newsletter and webinars. The work group is looking into developing a lending library of resource material.

The next work group meeting will be Wednesday, March 2<sup>nd</sup>, at Highland Square Public Library.

#### **F. Committee Formation and Role**

Chairperson Jones reported that Board members have been contacted for their committee membership preferences. Each Committee will elect its Chair and will be asked to develop a charter for itself. Ms. Jones will make committee appointments by end of the week.

#### **G. Review Policy 3.5, Board Officers and Elections**

Chairperson Jones commented that term limits for officers need to be set. Mr. McGown offered suggestion to include positions for a current Chairperson, Past Chair (to act as parliamentarian at meetings), and a Chair Elect to be trained under Policy Governance® for future service.

Ms. Jones asked the Board to review the policy and contact her with concerns to be presented to the Ad Hoc Governance Committee at its next meeting.

### **VI. Assurance of Successful CEO Performance**

#### **A. Monitoring Reports**

Copies of the SurveyMonkey summary of responses for each policy were supplied to Board members. Chairperson Jones acknowledged receiving ten (10) responses, and encouraged members to respond and note comments accordingly.

##### **i. Policy 2.2, "Treatment of Staff"**

Mr. Craig reported that there is a conflict with Item 3, since wording of policy could preclude having an "at will" clause in employee contracts. Ms. Ross agreed and suggested removing Item 3 in its entirety. A discussion ensued during which Board members expressed concern that they were too uninformed to make a decision that could affect ADM Board staff negatively. Policy 2.2 will be sent back to the ad hoc governance committee for redrafting of language.

A MOTION was made by Christine Yuhasz, and SECONDED by Gordon Keaton,

**That the documentation presented shows compliance with Policy 2.2, Treatment of Staff, as presented by Jerry Craig.**

VOTE: Yes – All

**RESOLUTION: 02-11-06**

**ii. Policy 2.3, “Compensation and Benefits”**

Mr. Craig addressed comments and will clarify questions with Board member to address concern.

A MOTION was made by Gordon Keaton, and SECONDED by Reneé Greene,

**That the documentation presented shows compliance with Policy 2.3, Compensation and Benefits, as presented by Jerry Craig.**

VOTE: Yes – All

**RESOLUTION: 02-11-07**

**iii. Policy 2.5, “Financial Condition and Activities”**

Mr. Craig addressed comments on Item 1 and the need to clarify. Item 3 regarding not allowing contractual payments to exceed 30 days was reviewed. Mr. Leffler explained that the 30 days has more to do with contracts with providers. All Medicaid claims must be paid within 30 days. It was suggested that an additional clause be added concerning non-Medicaid payments. With regard to Item 7, an explanation of “non-routine” was requested and given. No issues were raised with Mr. Craig’s current interpretations.

A MOTION was made by David E. Martin, and SECONDED by Philip Montgomery,

**That the documentation presented shows compliance with Policy 2.5, Financial Condition and Activities, as presented by Jerry Craig.**

VOTE: Yes – All

**RESOLUTION: 02-11-08**

**iv. Policy 2.11, “Treatment of Contracted Providers”**

Dr. Robert Schwartz stated that the Board is not permitted to direct Mr. Craig’s interpretation and compliance. The Monitoring Report shows compliance with how the policy is being interpreted, but a survey does not take into consideration individual provider concerns. By the nature of a Likert scale/survey, data could be misinterpreted. Dr. Schwartz expressed that something more specific to individual providers, rather than the use of an average, was needed.

A MOTION was made by David E. Martin, and SECONDED by Rose Juriga,

**That the documentation presented shows compliance with Policy 2.11, Treatment of Contracted Providers, as presented by Jerry Craig.**

VOTE: No – All Non- Compliance

**RESOLUTION: 02-11-09**

Further discussion ensued regarding interpretation being reasonable, but data does not support compliance as interpreted. Mr. Craig indicated that the data shows an aggregate, but

does not address the issue of “individual” providers. Chairperson Jones explained ramifications of non-compliance vote.

A MOTION was made by Phillip Montgomery, and SECONDED by Susan Baker Ross,

**That the Board return Monitoring Report for Policy 2.11, Treatment of Contract Providers, to Jerry Craig for more documentation and return to the March Board meeting for review.**

VOTE: Yes – all

**RESOLUTION: 02-11-10**

## **B. New Operational Concerns**

Mr. Montgomery commented that this second meeting under Policy Governance® was smoother. Mr. Martin agreed, adding that as timekeeper he had not been adhering strictly to the established times and that the Ad Hoc Governance Committee may need to consider allotting more time for certain agenda items.

## **C. Next Monitoring Assignments for March 2011:**

- i. Policy 2.1, “Treatment of Consumers”
- ii. Policy 2.5, “Financial Condition and Activities”
- iii. Policy 2.7, “Ends Focus of Contracts”
- iv. Policy 2.12, “Provider Contract Decisions”

## **D. Revisit Policy 2.12, “Provider Contract Decisions” re-draft – see above**

## **E. Revisit Policies 2.1, “Treatment of Consumers,” and 2.7, “Ends Focus of Contracts” – Re-draft – see above**

## **VII. Levy Committee**

### **A. Timeline for Levy Activities**

Ms. Jones reminded Board that it is charged with levy priorities. The Board is to determine the mission of the levy, not the committee itself. An explanation was offered regarding the interaction of the Committee and the 501(c) (4) entity and the need to be able to tell the public what the levy will cover. It was suggested that the Board put into place a process to invite agency directors to come in to present information to the Board about trends they are seeing in their agencies, changes being made, and the priorities and/or concerns of consumers. The Board will need to determine what its role will be and what will be delegated to the levy subcommittee.

There was discussion about the need to meet with consumers and/or agencies to make presentations and look at services, needs and delivery as a way of setting priorities for the levy. Chairperson Jones asked the Board to identify individuals and/or agencies to invite to talk to the Board regarding the development of levy priorities.

## **VIII. Announcements**

Chairperson Jones announced the legislative breakfast to be held on March 7, 2011, at St. Joseph’s Family Center, 610 West Exchange Street, Akron. The breakfast buffet will be available at 7:30 am and the program will begin about 8:10 am.

Ms. Jones provided Board Members with Ohio Revised Code 121.22 Meetings of Public Bodies. She encouraged board members to review statute.

**IX. Comments from the Public**

It was noted that in the future, Public Comments would be placed at the beginning of the Agenda.

Dr. Janice Wade, of Akron-UMADAOP, commented with regard to the Levy that all need to work together on priorities to be developed from needs and trends and the Board needs to get to know from the ground level. With a 20% to 30% cut in funding, Board will need to be proactive and need to know which priorities are best.

Dr. Wade also commented that some agencies may not feel comfortable responding to a survey due to easily being identified in the current survey process.

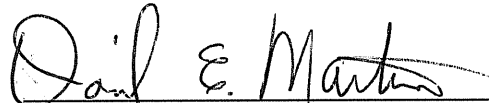
No other comments from the Public.

**X. Adjournment**

There being no further business to come before the Board, Chairperson Jones adjourned the meeting at 7:28 p.m.

- XI. Next meeting scheduled: Tuesday, March 29, 2011 – 5:30 p.m.**  
Akron Metropolitan Housing Authority Multi-Purpose Room  
100 West Cedar Street, Akron, Ohio 44307

**Final Minutes  
as approved at March 29, 2011  
Board Meeting**

  
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David E. Martin, Secretary