

BOARD OF DIRECTORS' MEETING

**Minutes of October 26, 2010 Meeting
(As corrected and approved December 14, 2010)**

Board Members Present: Dawn R. Jones, Chairperson; Kevin K. Crum, Vice Chair, David E. Martin, Secretary; Reneé Greene, Michael J. Irby, Rose Juriga, Gordon Keaton, Linda L. Marcum, Patrick A. McGown, Phillip J. Montgomery, David J. Peter, M.D., Valerie Riedthaler, Ph.D., Susan Baker Ross, Milan P. Salchak, Jules F. Sauvageot, Robert C. Schwartz, Ph.D., Christine C. Yuhasz.

Board Members Absent: None

ADM Board Staff Present: Gerald A. Craig, Interim Executive Director; Thomas Leffler, Mary Alice Sonnhalter, Jackie Steward, Fran Rudell, Nick Veauthier

Other Interested Parties Present: The Honorable Kathryn Michael, Judge, Akron Municipal Court; David Nelson, Family Advocate; Ed Stanford, Interval Brotherhood Home; Vince Murdocco, Interval Brotherhood Home; Chris Richardson, Oriana House, Inc., Rev. Byron Arledge, Pastoral Counseling Services; Darryl Brake, Community Partnership; Lynda Cassidy, Summit Consumer Peer Support; Terry Dalton, Community Support Services; Linda Valentine, Mature Services, Inc.; Victoria Kaplan, Akron Health Department; Carol T. Bowes, Akron Health Department; Dr. James Orlando, Summit Psychological Associates; Pam Crislip, Community Health Center; Gillian Solem, Summit County Health District, Lisa Kainec, Kastner, Wilkins and Westman

I. Call to Order: Chairperson Dawn Jones called the meeting to order at 6:05 p.m.

II. Swear in new Board Member

Chairperson Jones introduced Judge Kathryn Michael who administered the Oath of Office to new Board Member Susan Baker Ross, appointee of the Ohio Department of Mental Health.

III. Approval of Minutes:

Chairperson Jones directed attention to Minutes of the September 28, 2010, Board Meeting.

A MOTION was made by Christine Yuhasz, and SECONDED by Michael Irby,

To approve the Minutes of the September 28, 2010, Board Meeting, as presented.

VOTE: Yes – All

RESOLUTION: 10-10-01

IV. Reports

A. Chairperson

Chairperson Jones reported that the Board had received a letter from Jeanne Fazio, former Board Member, thanking the Board of Directors for the recognition plaque. Ms. Fazio's letter stated that it was a pleasure for her to serve as a board member and that she was proud of the work being done in Summit County.

B. Alcohol and Drug Addiction Standing Committee

Chair Gordon Keaton deferred to Mr. Patrick McGown, who chaired the October 22nd meeting in his absence.

Mr. McGown reported on the Summit County Sheriff's D.A.R.E. Program 2011 Budget Application summary.

Mr. McGown MOVED, with a SECOND by David E. Martin

That the ADM Board of Directors approve a contract with Summit County Sheriff D.A.R.E. program in the amount of \$86,900 for the period 1/1 – 12/31/2011, established on the funding by service Attachment 9, “Agency Contract Funding by Service.”

VOTE: Yes – All.

RESOLUTION: 10-10-02

Mr. McGown further reported on the Interval Brotherhood Home (IBH) 2011 Budget Application summary.

A MOTION was made by Mr. McGown, and SECONDED by David J. Peter, M.D.

That the ADM Board of Directors approve a contract with Interval Brotherhood Home in the amount of \$2,678,922 for the period 1/1 -12/31/2011, at the unit rates established on attachment 2, “Non-Medicaid Purchase of Service Unit Rates,” and funding by service on Attachment 9, “Agency Contract Funding by Service.”

It was mutually agreed that the Board had an obligation to discuss matters relative to Interval Brotherhood Home, the protection of the organization's finances, and Father Samuel Ciccolini's employment status and continued role at IBH.

Board members agreed that Fr. Ciccolini's actions did not impact the effectiveness of the services offered by Interval Brotherhood Home (IBH) programs.

The assembly presented questions to Mr. Ed Stanford, Interim Executive Director, Interval Brotherhood Home, about the need to ensure that IBH has not been compromised financially, and that sufficient controls are in place to protect these finances. The Board would like to receive such assurances from IBH. Mr. Stanford added that the IBH Board of Directors meeting will be held on November 1st to address pending matters.

The ADM Board of Directors concluded that they would require Interval Brotherhood Home to submit written assurances: a) that IBH's finances were not compromised during the same period as their foundation, and, b) that there are sufficient fiscal controls to prevent further loss; all to be provided before the ADM Board can consider the 2011 budget application.

Chairperson Jones called for a vote.

VOTE: (8) In Favor (9) Opposed

MOTION FAILED

Mr. McGown provided an overview of Mature Services, Inc. 2011 Budget Application Summary.

A MOTION was made by Mr. McGown, SECONDED by Christine Yuhasz

That the ADM Board of Directors approve a contract with Mature Services, Inc., in the amount of \$649,668 for the period 1/1 – 12/31/2011, at the unit rates established on Attachment 2, “Non-Medicaid Purchase of Service Unit Rates,” and funding by service on Attachment 9, “Agency Contract Funding by Service.”

Dr. Schwartz questioned the budget summary and presented questions on client satisfaction results and outcome data. Dr. Schwartz expressed the difficulty of making decisions on funding matters without additional information.

Board members engaged in a discussion on Global Board process and Global Ends policies defined under Policy Governance®. Ms. Jones interjected that the Board’s role will be different and that the Executive Director’s role is to have assurances in operational policies to ensure that there are sufficient measures in place to measure client satisfaction and client outcomes.

Mr. Martin stated that the Board’s role is to develop polices, instructing the Executive Director to achieve specified results, for specified recipients, at a specified cost and report to the Board.

Discussion closed, Chairperson Jones called for a vote.

VOTE: Yes – All

RESOLUTION: 10-10-03

C. Finance Committee

i) Financial Statements

Mr. Crum reported on the October 21, 2010, Finance Committee meeting. He directed attention to the July, August and September 2010, check registers and Financial Statements.

After a review of the September financial statement and the year-to-date reports, Mr. Crum clarified that the increase in cash on the Balance Statement income and expenses for September was a result of higher levy collections and were consistent with the prior year’s numbers.

Mr. Crum presented a MOTION, SECONDED by Rose Juriga,

That the ADM Board of Directors approve the Financial Statements for the months ending July 31, August 31, and September 30, 2010, as submitted, subject to the compliance audit by Summit County.

VOTE: Yes – ALL.

RESOLUTION: 10-10-04

ii.) 2010 Operating Budget Adjustment

Mr. Crum explained for the benefit of the new Board members that historically the Board submits a budget adjustment once a year to County Council. He reported that due to increased Medicaid volume, pass thru grants and State 408 line items additional awards, the operating budget at this time would need to be adjusted in an amount equal to contract expenditures. No questions were presented.

A MOTION was made by Mr. Crum, and seconded by Christine Yuhasz,

That the ADM Board of Directors approve the 2010 Operating Budget adjustment in the amount of \$5,259,187.

VOTE: Yes – ALL

RESOLUTION: 10-10-05

iii) Policy Governance®

Mr. Crum explained that the ad hoc Policy Governance® committee approached the Finance Committee to review the policies to see if the Committee might have recommendations.

Mr. Crum summarized the recommendations (attached) and concluded the draft policies related to finance committee recommendations are inclusive and that items 5, 6 and 7 of the recommendations would be specifically defined in the committee structure of an Audit Committee.

D. Mental Health Standing Committee

i) Blick Clinic

Chairperson Juriga reported on October 25th Mental Health Standing Committee meeting and presented the Blick Clinic 2011 Budget Application Summary.

Ms. Juriga MOVED, SECONDED by Michael Irby

That the ADM Board of Directors approve the contract with Blick Clinic in the amount of \$1,751,515 for the period 1/1 – 12/31/2011 at the rates established on Attachment 2, “Non-Medicaid Purchase of Service Unit Rates,” and funding by service on Attachment 9, “Agency Contract Funding by Service.”

VOTE: Yes – ALL

RESOLUTION: 10-10-06

ii) CHOICES Social Center

Ms. Juriga reported on the CHOICES Social Center 2011 Budget Application Summary and presented a MOTION, SECONDED by Reneé Greene,

That the ADM Board of Directors approve to contract with CHOICES Social Center in the amount of \$273,579 for the period 1/1 – 12/31/2011 with the ADM Board staff consulting with CHOICES staff to measure Summit 2010: Quality of Life Project target outcomes, indicators and goals.

After discussion that referenced the need to omit outcome data from the motion, it was concluded to amend the motion.

MOTION was AMENDED by Rose Juriga, and SECONDED by Christine Yuhasz,

That the ADM Board of Directors approve the contract with CHOICES Social Center in the amount of \$273,579 for the period 1/1 – 12/31/2011.

VOTE: Yes – ALL

RESOLUTION: 10-10-07

E. Nominating Committee

Ms. Yuhasz reported that the committee was scheduled to meet on Monday, November 1st at 8:30 a.m.

V. Unfinished Business:

A. Policy Governance®

Chairperson Jones summarized the status of the Board's transition to Policy Governance®. She added that there are a few draft policies that are still in need of a thorough review. She emphasized that the Ad Hoc Governance Committee and/or the Board of Directors will continue to develop and adjust the draft policies.

The Board debated draft policy, 1.0 Policy Title: Global Ends. Several drafts had been attempted and after a general discussion, the following language was agreed upon by the Board:

“1.0 POLICY TITLE: *Global Ends*

People with addictions and/or mental illnesses in Summit County will have a quality of life similar or equal to that of others in Summit County at a cost that reflects a prudent and responsible allocation of resources available to the ADM Board and that is consistent with sustaining a network of providers.”

Ms. Jones recommended that the Board consider the question of implementation of Policy Governance®.

A MOTION was made by Dr. Peter, and SECONDED by Rose Juriga,

That the ADM Board of Directors adopt the draft policies dated December 8, 2009, with the exception of Policy 1.0, “Global Ends,” as modified this date, with the effective date of December 14, 2010.

Chairperson Jones reminded the Board that although not shown in the draft policies provided, the Monitoring Schedule is in final form and would be included in the revised draft of the policies.

Phil Montgomery suggested that the policies be standardized throughout to reflect the "County of Summit ADM Board," rather than "Summit County ADM Board."

Mr. Montgomery stated that he wants to make sure the Board is seeing the right information to make decisions. He raised clarifying questions on financial controls, executive director's limitations and the Board's authority under Policy Governance®.

There was a discussion on the Board's authority and the Board's management connection. Mr. Craig added to the discussion explaining how the Board instructs the executive director through the written policies, which prescribe the organizations Ends. He shared, as long as the executive director uses any reasonable interpretation of the executive limitations policies he/ she has been given the authority to make decisions within those limitations. Ms. Jones acknowledged this, adding that the executive director is never to put the Board in the position of not sharing information

Chair Jones added that the Board may change its Ends and Executive Limitation policies if the board decides that any monitoring reports do not demonstrate compliance or provide a reasonable interpretation. She reiterated that policies are always changing and will most likely change substantially within the first year.

Ms. Jones called attention to Policy Title 3.1: Governing Style, emphasizing that there will be continual board development which will include orientation of board members on the board's governance process.

Without any further debate Chairperson Jones called for vote.

VOTE: Yes – ALL (Christine Yuhasz was not present, excused)

RESOLUTION: 10-10-08

B. Board Vacancy

Chairperson Jones reported that all Board vacancies are currently filled, with the exception of the Ohio Department of Mental Health psychiatrist /physician appointment. She stated that she is in contact with several individuals whom have expressed interest.

VI. New Business

A. Remaining 2010 Board Meeting Calendar

Chairperson Jones noted that the remaining 2010 meeting dates have been revised to reflect the cancellation of the November meeting. She announced that the next Board meeting will be December 14th.

B. 2011 Proposed Meeting Schedule

Jackie Steward called attention to the proposed 2011 schedule of meeting dates. Ms. Jones called for comments. After a discussion, it was suggested to not hold a November meeting since there were not any monitoring reports due that month. The next suggestion was to change the proposed December 20th date to December 13th. *(Date corrected 12/14/10)*

VII. Comments from the Public

Lynda Cassidy of Summit Community Peer Support, recommended being consistent in the policies and asked if a "glossary" should be included.

Board member, Reneé Greene provided clarification on a point of order as it relates to motions under the revised Robert's Rules.

There were no additional comments from the Public.

VIII. Executive Session

A MOTION was made by Dawn Jones and SECONDED by David E. Martin

That the ADM Board enter into executive session to discuss imminent litigation.

Ms. Jones called roll for the executive session, to include, Gerald A. Craig and Attorney Lisa Kainec:

ROLL CALL VOTE:

Kevin K. Crum – Yes	Linda L. Marcum – Yes	Susan Baker Ross – Yes
Reneé Greene – Yes	David E. Martin – Yes	Milan P. Salchak – Yes
Michael J. Irby – Yes	Patrick A. McGown – Yes	Jules F. Salchak – Yes
Rose Juriga – Yes	Phillip J. Montgomery – Yes	Robert C. Schwartz – Yes
Gordon Keaton – Yes	Valerie Riedthaler – Yes	Christine Yuhasz – excused

RESOLUTION: 10-10-09

The regular meeting was adjourned to executive session at 7:35 p.m.

The Board returned to open session at 8:09 p.m.


IX. Adjournment

There being no further business to come before the Board, Chairperson Jones adjourned the meeting at 8:10 p.m.

X. Next meeting scheduled: Tuesday, December 14, 2010 – 6:00 p.m.

Akron Metropolitan Housing Authority Multi-Purpose Room
100 West Cedar Street, Akron, Ohio 44307

**Final Minutes
As Approved at December 14, 2010
Board Meeting**



David E. Martin, Secretary