



**MINUTES OF THE REGULAR MEETING
WEDNESDAY, DECEMBER 16, 2020**

The LifeWays Board of Directors met in regular session via Zoom (due to the COVID-19 pandemic) on Wednesday, December 16, 2020.

BOARD MEMBERS PRESENT: Jeffrey Peterson (Chair), Bruce Caswell (Vice Chair), Ruth Brown (Secretary), John Clark (Treasurer), Bradley Bohner, Melissa Callison, Christine Carlson, Earl Poleski, Carl Rice, Jr., Jim Shotwell, Sr., Mark Wiley, Edward Woods

BOARD MEMBERS ABSENT:

STAFF MEMBERS PRESENT: Maribeth Leonard (Chief Executive Officer), Kenneth Berger, Latrelle Burk, Karen Cascaddan, Shannan Clevenger, Michael Cupp, Alison Magda

OTHERS PRESENT: Diane Reynolds, Gary Reynolds, Sarah Reynolds, Ashley Reynolds

CALL TO ORDER

Chair Peterson called the Board Meeting to order at 7:00 p.m.

INVOCATION AND PLEDGE OF ALLEGIANCE

The Invocation was presented by Melissa Callison, which was followed by a recitation of the Pledge of Allegiance to the American Flag by audience and Board members.

RECORDING OF ATTENDANCE

The presence of all attending this meeting was recorded.

APPROVAL OF BOARD AGENDA

LW 20-21-008 - Approval of Agenda of the December 16, 2020 Regular Business Meeting

MOTION BY BRADLEY BOHNER, SUPPORTED BY MELISSA CALLISON, FOR APPROVAL OF THE AGENDA OF THE DECEMBER 16, 2020 REGULAR BUSINESS MEETING, AS PRESENTED. MOTION CARRIED: 12-0

APPROVAL OF BOARD MINUTES

LW 20-21-009 - Approval of the Minutes of the Regular Business Meeting held on November 18, 2020

MOTION BY CARL RICE, JR., SUPPORTED BY BRADLEY BOHNER, FOR APPROVAL OF THE MINUTES OF THE REGULAR BUSINESS MEETING HELD ON NOVEMBER 18, 2020, AS PRESENTED. MOTION APPROVED: 12-0

CEO COMMUNICATIONS

Maribeth Leonard, Chief Executive Officer, briefly highlighted the communications provided in the Board Folder.

Discussion ensued on Senate Bills 672 and 673 regarding changes to the Certificate of Need in relation to hospitals' psychiatric beds. There are individuals that believe the changes will remove barriers to access to care. Data shows that there are enough beds in the State of Michigan; it's more about the type of diagnosis of the patient the hospitals are able to admit. The State has made plans to change the status of certain beds and perhaps even add beds for certain diagnoses; however, these plans have stalled due to the pandemic.

(A copy of the Board Folder contents can be found in the Supplemental Minutes portion of the Board Minutes Book.)

PUBLIC COMMENT

There were no public comments.

SPECIAL RECOGNITION: DIANE REYNOLDS, RETIRED SEGUE CHIEF EXECUTIVE OFFICER

Ms. Reynolds and her family were welcomed and thanked for attending. Ms. Leonard made the following comments.

Tonight, I would like the Board to recognize someone who has played an important and special role in Hillsdale and Jackson counties related to mental health. Diane Reynolds has just retired after 23 years of service in the mental health field, mostly spent at Segue.

Diane began her career at Allegiance Health and in 1997, in my opinion, made the best move of her career: becoming the Assistant to the CEO at Segue. She served as the Chief Operating Officer and Corporate Compliance Officer at Segue from 2001 to 2015. While at Segue, she simultaneously served at the drop-in center Adagio as the Assistant to the CEO from 1997 to 2001 as well as its Chief Operating Officer from 2001 to 2003. In February of 2015, many of you were in attendance at

the board meeting when we recognized Judi Zarend retiring as the CEO of Segue and introduced Diane as Segue's new CEO.

Segue is one of LifeWays' major providers and excels in some of the most challenging but effective services, such as Assertive Community Treatment, Case Management, Family Psychoeducation, and Integrated Dual Diagnosis Treatment as well as their work with Advanced Care Pharmacy (now known as Genoa) for the Medication Delivery Program. Segue has a history of receiving CARF [Commission on Accreditation of Rehabilitation Facilities] accreditation for services on their first application, which speaks to the importance of Diane's knowledge and leadership.

To me, one of the most valuable legacies that Diane leaves for LifeWays, and the residents of Jackson and Hillsdale Counties, is her role as Co-Chair of the Citizens for Mental Health Committee that forged the way for the passage of the Mental Health Millage in Jackson in 2017 and in Hillsdale in 2018. She provided office space in Hillsdale for the committee's regular meetings, and she and her staff were faithful in attendance and tireless work to pass the millage.

Finally, I've known Diane since 1997. I consider her to be a friend, colleague, and amazing leader. It is with much gratitude and admiration that I recognize and thank Diane not only for her length of service, but for its quality. Thank you, Diane, and best wishes.

Ms. Reynolds responded that she "is very proud to have been a part of the LifeWays network and the services that we provided. I wish I could keep going but I can't. I just want to thank you all for everything you are doing for our communities. We're one heck of an organization together and we do a lot of good work. For that I'm very proud."

SPECIAL ORDER TOPIC: ANNUAL CORPORATE COMPLIANCE TRAINING FOR THE BOARD OF DIRECTORS – KENNETH BERGER, CORPORATE COMPLIANCE OFFICER

Kenneth Berger, Corporate Compliance Officer, provided the following presentation for the Board's Annual Corporate Compliance Training.

- The Current Normal is the Only Normal
- Some Ideas to Help with Governance in the Challenging and Unprecedented, Somewhat Risky Yet Forward Focused, Current Normal
- June 1, 2020 Revision of Department of Justice (DOJ) Guidance for Prosecutor Review of Corporate Compliance Programs Before Issuing Charges for Health Care Fraud
- Fiduciary Duties of a Governing Body
 - Duty of Loyalty
 - Duty of Obedience
 - Duty of Care

- **Corporate Compliance Oversight Questions Governing Bodies Might Ask in the Current Normal**

There were no follow-up questions.

(A copy of the presentation can be found in the Supplemental Minutes portion of the Board Minutes Book.)

APPROVAL OF CONSENT AGENDA

LW 20-21-010 - Approval of the Consent Agenda (December 16, 2020 Regular Business Meeting)

MOTION BY MELISSA CALLISON, SUPPORTED BY CHRISTINE CARLSON, FOR APPROVAL OF THE CONSENT AGENDA (DECEMBER 16, 2020 REGULAR BUSINESS MEETING), AS PRESENTED. MOTION CARRIED: 12-0

A. Facilities

1. **Approval to Accept RW Mercer Co. Invoice #337395 | Draw #11 in the Amount of \$110,064.75 and Recommendation to LifeWays Finance Committee Approval for Payment for Period Ending 11/30/2020**

B. Program & Finance

2. **Approval to Accept the Facilities Committee Recommendation for Payment to RW Mercer for Invoice #337395 | Draw #11 in the Amount of \$110,064.75 and Recommendation to LifeWays Finance Committee Approval for Payment for Period Ending 11/30/2020**
3. **Approval to Accept Coronavirus (COVID-2019) Community Mental Health Support Program Grant Payment from the State of Michigan from the Coronavirus Relief Fund as Created in the Coronavirus Aid, Relief, and Economic Security Act (CARES Act)**
4. **Approval of the Fiscal Year 2020 Audit Plan**

C. Quality Improvement and Credentialing

5. **Approval of the Quality Improvement/Credentialing Report – December 2020**
6. **Approval of the Fiscal Year 2021 Corporate Compliance Plan**
7. **Approval of the Fiscal Year 2021 Risk Management Plan**
8. **Approval of Self-Determination Advisory Committee Charter**
9. **Approval of Reviewed Governance Procedure: 01-09.01 Whistleblowers Protection Process**

10. Approval of Revised Procedure: 01-08.03 Investigating Reports of Suspected Non-Compliance
11. Approval of New Policies: 04-05 Early and Periodic Screening, Diagnostic and Treatment; 10-01 Provider Network Management
12. Approval of Reviewed Policies: 01-08 Corporate Compliance; 01-09 Whistleblowers Protection; 09-01 Staff Qualifications and Hiring; 09-02 Salary, Benefits, and Payroll Administration; 09-05 Employee Recognition
13. Approval of Revised Policies: 10-03 Credentialing; 10-04 Provider Relations; 15-02 Prevention Policy
14. Approval of Deleted Policy: 10-01 Provider Network Membership

APPOINTED COMMITTEE REPORTS

- **LIFEWAYS BOARD EXECUTIVE COMMITTEE**
- **LIFEWAYS RECIPIENT RIGHTS ADVISORY COMMITTEE (RRAC)**
- **MID-STATE HEALTH NETWORK (MSHN) BOARD**
- **MSHN SUBSTANCE USE DISORDER (SUD) OVERSIGHT POLICY BOARD**
- **NATIONAL COUNCIL FOR BEHAVIORAL HEALTH BOARD**
- **COMMUNITY MENTAL HEALTH ASSOCIATION OF MICHIGAN (CMHAM)**
BOARD OF DIRECTORS
LEGISLATIVE AND POLICY COMMITTEE
- **LIFEWAYS MENTAL HEALTH IN SCHOOLS ADVISORY COMMITTEE**

NEW BUSINESS

Chair Peterson appointed Jim Shotwell, Sr. as Chair, and Carl Rice, Jr. and Bradley Bohner to the Ad Hoc Nominating Committee. The Committee will report back to the Board through the Governance office one week prior to the January 2021 meeting with nominations for Board Officers for the coming year [as specified in the Board's Bylaws].

REPORTS

- **CHIEF EXECUTIVE OFFICER (CEO)**

Ms. Leonard reported on two topics that were not included in this report. The first

involves Creekside, a residential care facility founded by the late Dr. Timur Baruti and his wife, Mrs. LaToshia Baruti, RN. Creekside is putting together an event called “Santa in a Bubble,” where consumers and their families can visit with Santa safely on December 22 from 2:30–4:30 pm. Donations of hand sanitizers and masks are appreciated. Please contact Ms. Leonard if you would like to contribute money towards the purchase of these items.

One of the requirements to becoming a Certified Community Behavioral Health Clinic (CCBHC) is to provide Substance Use Disorder (SUD) outpatient services. LifeWays applied with the State to become a provider of these services. Approval was received today. Meetings have already been held with Mid-State Health Network (MSHN) regarding Medicaid contracts for SUD services (block grants will not be adding providers). This has been a part of LifeWays’ Strategic Plan so this is exciting news to be able to share.

Ms. Leonard then presented the CEO report on the following topics.

- **LifeWays Update**
 - COVID-19 Status Update
 - University of Michigan Partnership
 - Dialectical Behavior Therapy (DBT) Acceptance
 - Genoa: COVID-19 Vaccine
 - Michigan Crisis and Access Line (MiCAL) – Crisis Line Workgroup
 - Law Enforcement and Mental Health Partnerships
 - LifeWays Diversity, Equity and Inclusion (DEI) Plan Update
- **Mid-State Health Network (MSHN)**
 - Complex Care Management Project for the Unenrolled
 - MSHN Fiscal Year (FY) 2021 Integrated Health Metrics – Equity Analysis
- **Michigan Department of Health and Human Services (MDHHS)**
 - MDHHS/Prepaid Inpatient Hospital Program (PIHP)/Community Mental Health Services Program (CMHSP) Weekly Meeting Update
- **State Legislative Update**
 - Lame Duck Tracker (Board Folder)
- **Upcoming Events**
 - “Diversity and Inclusion Around the Board Table” Training

As a side note, there are discussions being held on how best to accommodate consumers with the COVID-19 vaccine.

(A copy of the CEO Report can be found in the Supplemental portion of the Board Minutes Book.)

- **BOARD CHAIR**

Just two things: #1, hats off to Maribeth and staff for not taking the grant application rejection lying down, moving on and saying that it's a good idea, let's find another way to do this.

The only other thing I have to say is Merry Christmas and Happy New Year to everyone. I hope everyone has a safe and prosperous holiday season during these weird times.

- **MEMBER COMMENTS**

- Ms. Carlson – Ken [Berger], just wondering where your bow tie is; I wore mine, thinking that you were going to wear yours! Merry Christmas to everyone and hoping for a much better new year for everyone.
- Ms. Brown – I want to bring up the Youth Suicide Prevention Summit. I was on it in the morning and I was in a workgroup part of the time. I don't know how much Carl [Rice] and his [Mental Health in Schools] committee were involved, but I thought it was very, very good. I was really pleased with it. We have come so far in the last few years in providing suicide prevention programs. I just want to thank Carl and everyone else on your committee that was involved; you all did a really good job. The speakers were very good and the best thing about it all, like Carl said, it's not just a one-day conference that's over and forgotten about; it's working on a plan that will go forward and will be presented to the state legislatures. Anything around suicide prevention is a step in the right direction and I appreciate your efforts. Happy holidays to everybody! I hope everyone stays safe.
- Mr. Clark – I wish everybody a Merry Christmas. It's been quite an unusual year for me, more so than what I bargained for. I appreciate everyone's support and I feel like I dropped the ball a little bit in the last month, but things are getting back to normal. It's thanks to the LifeWays family that things are getting back to normal. This board does an incredible job and it's an honor to be part of it. Merry Christmas to everybody.
- Mr. Caswell – Merry Christmas to all of you. In many ways, this year's been a blessing because we found how we can adapt and get help for our people in a different way but still be successful. Going forward, we gotta remember that; there's lots of ways to help people not just the way we're doing it now.
- Dr. Rice – I wasn't expecting Ruth to make those comments, but they are very much appreciated. There were several people involved, including Maribeth and myself. The ultimate goal is to have a policy in place that mandates saving young people's lives. The key work that we've heard about for almost a year now is true to this case for sure; for me, that's essential. I just thought about [former board member] Cliff Herl, the way he spoke about LifeWays as a family and how much he loved and appreciated being a part of what we do. He would get going and his voice would quiver a little bit, but he would certainly get that message out there. We all have our various struggles and difficulties; my prayers go out

to everyone and I hope that everyone can have the best Christmas possible. I hope and pray we have a good New Year. Everyone, please stay safe. For some people, this may sound corny, but I don't really care – I love all of you.

- **Mr. Woods** – I just wanted to say that, last week, I had a call from a Direct Care Worker [DCW] regarding concerns related to their COVID-19 premium pay. I passed that off to Maribeth and within a couple days the staff had gotten together to confidentially contact the provider that the DCW worked for and got it all worked out. The DCW worker wasn't being paid correctly, which wasn't anyone's fault; the process just wasn't understood. Turned out that there was more than one person affected and their pay will be caught up before Christmas. I want to thank Maribeth and the staff for doing this. I'm going to find a way to contact the DCW to thank them for reaching out, even though they were in fear of getting in trouble or getting someone else in trouble. The back pay amounted to \$40-\$50, which had the DCW in tears to know they would receive this extra money before Christmas. For Christmas, I'm giving my grandkids the book "The Boy, The Mole, The Fox and The Horse." I don't know if you've read it but it's a really cute book about kindness, loving yourself, and asking for help. One of the quotes in the book is from the horse asking the boy, "What's the bravest thing you've ever done?" And the boy answered, "Ask for help." I think that the DCW that asked for help is a brave person and I appreciate what they did and what the staff did to get this corrected.
- **Mr. Wiley** – I think I'll take Ed's lead on telling a story. I saw a picture the other day of Piglet and Winnie the Pooh walking along. Piglet said, "You know what I've missed most during COVID-19? I've missed hugs." And Pooh said, "Yeah, I do, too, Piglet. Maybe someday we can hug again." With that, I wish everyone a Merry Christmas and a Happy New Year.
- **Mr. Shotwell** – I want to reiterate our support for Andy's Place apartments, built for those in recovery. I would like to have Mike Hirst speak at not only a LifeWays board meeting but at one of the state conferences, also. Mike has done an amazing job raising awareness of addiction and providing resources to the community, all without wanting recognition. I'll be glad to help in any way I can to get him here as well to ensure some of us attend the dedication of the new apartments. Merry Christmas to all and to all a good night.
- **Mr. Poleski** – Jim's remarks concerning Andy's Place brought to mind that it's almost unique in the country to have housing dedicated to those who are recovering from their illnesses. The financing was very unusual, involving tax credits and, if I recall correctly, a minor appropriation from the state budget, which is very unusual for residential housing. It's appropriate for LifeWays to be there when it is dedicated; I'll be glad to work with the LifeWays staff to make sure that gets on our calendar. I wouldn't be surprised to see high level officials at the dedication, also. Merry Christmas to all and shortly a good night.
- **Ms. Callison** – I think everyone's already said it but Merry Christmas, have a safe and happy holiday, and be kind to one another.
- **Mr. Bohner** – Hope everyone has a happy New Year and a Merry Christmas.

PUBLIC COMMENT

Michael Cupp, Director of Contracts and Network Provider Management: Listening to Ed [Woods] speak about the situation with our provider and the \$2 premium for not only that individual but several individuals, and glad that we were able to get that money out before Christmas and also glad that person came forward. We have a new thing available on the provider page on the LifeWays website called a Provider Assistance Request. Anyone can fill out the form with questions or complaints for our department to follow up on. <https://forms.monday.com/forms/3a4b88f30f085bfc958615bc09c8c2fc>. Happy Christmas, New Year, and Hanukah, and Joyous Kwanza to those that celebrate, and happy holidays to everyone.

ADJOURNMENT

There being no further business to come before the Board, Chair Peterson adjourned the meeting at 8:19 p.m.

Ruth Brown, Secretary