Board Members Present:
    W. Winiarski, chair; A. Bailey, B. Clack, W. Cole, T. Hammon, B. Hennessy, G. Jones, L. Keller, O. Taylor

Board Members Absent:
    G. Scruggs, P. Saddlington, J. Shultz

Call to order at 4:00 pm

I. Adoption of Agenda
   (Resolution 02-11-12)
   Keller moved, Hammon supported the motion to adopt the agenda as presented.
   Motion carried

II. Approval of Minutes
    (Resolution 02-12-12)
    Taylor moved, Hammon supported the motion to approve the minutes from the January 26, 2012 Board of Directors meeting.
    Motion carried

III. Public Participation
    None

IV. Consent Agenda – Committee Reports
    (Resolution 02-13-12)
    Keller moved, Taylor supported the motion to accept the committee reports under the consent agenda.
    Motion carried
V. Finance Committee Report – A. Bailey, Vice Chair
Vouchers
(Resolution 02-14-12)
Keller moved, Jones supported the motion to accept the vouchers as presented.
*Motion carried*

Contract Review
(Resolution 02-15-12)
Keller moved, Jones supported the motion to accept the contracts as presented.
*Motion carried*

1st Quarter Financial Reports
(Resolution 02-16-12)
Keller moved, Clack supported the motion to accept the 1st Quarter Financial Report.
*Motion carried*

FY11 Year End Financial Update
(Resolution 02-17-12)
Keller moved, Jones supported the motion to accept the FY11 Year End update.
*Motion carried*

VI. Chair Report
The March meeting calendar and minutes from the Consumer Council meeting held on 2-20-12 were presented by Chairman Winiarski. Also presented were notes made during the Board educational session held on 2-10-12 at the Sarvis Center. A DVD of the session will be made available to Board members sometime within the next few weeks.

Also presented were the minutes of the Executive Committee meeting, held on 2-21-12, for the purpose of discussing renewal of the CEO’s contract. Winiarski gave a brief overview of the discussion and presented the motion that was approved unanimously by the Executive Committee at the
meeting for approval by the full Board. That motion was: to approve the five-year contract of the CEO with the following changes: increase in salary commensurate to what was given the unions, change vacation clause to PTO as outlined in the HR Handbook, and the effective period of the new contract will be July 12, 2012 through July 12, 2017.

Clack stated that she heard great things about Genesee County CMH at the recent state wide conference she attended. There are many changes in store and she is glad the Executive Director is well-informed and stays updated on Healthcare Reform issues. Bailey stated he agrees with everything except the five year length of the contract. It was also recommended that Russell exercise the existing clause in his contract that allows for his attendance at 2 national conferences.

Cole moved Keller supported the motion to renew the CEO’s contract for 5 years with the following amendments: increase in salary commensurate to what was given the unions and change the vacation clause to PTO commensurate with the appropriate years of service. The effective period of the contract will be July 12, 2012 through July 12, 2017. Bailey requested a roll call vote (Resolution 02-18-12).

Winiarski – yea
Bailey – nay
Keller – yea
Taylor – yea
Clack – yea
Hennessy – yea
Cole – yea
Hammon – yea
Jones – yea

Motion carried 8-1.

VII. **Executive Director’s Report**
D. Russell presented information from the recent MACMHB conference, State and Federal budget summaries, and an article from a national behavioral health publication where GCCMH’s InShape program is featured. Russell also presented two slides from a presentation given by Director Dazzo illustrating what the PIHP/CMH/CA system looks like in Michigan
today, and what the system could look like in the future. Russell stated he was participating in a conference call with Director Dazzo on 2/24/12 to discuss her presentation. Russell thanked the Board for renewing his contract.

VIII. Other Business
Winiarski asked the Board to look at what has been done within the past year. He stated they’ve negotiated and ratified two union contracts giving them both signing bonuses and raises (at the highest level of the salary classification system). The CEO was just given the same as the unions, and it was time to look at merit-type evaluations for non-union in the future.

IX. Public Participation
None

Meeting Adjourned 4:36 p.m.
Submitted by Lisa Hutchins, Executive Assistant