



Jeffrey W. Patton  
Chief Executive Officer

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Administrative Services:  
610 South Burdick Street  
Kalamazoo, MI 49007

Community • Independence • Empowerment

24-HOUR CRISIS HOTLINE or NON-EMERGENCY CLINICAL SERVICES: (269) 373-6000

## AGENDA

March 24, 2025

Name: INTEGRATED Services of Kalamazoo Board of Directors  
Location: 610 South Burdick St/Kalamazoo, MI., /2<sup>nd</sup> Fl – [ISK Boardroom #220](#)  
Commencement Time: 4:00PM

- I. CALL TO ORDER - CITY & COUNTY DECLARATION
- II. AGENDA
- III. CITIZEN TIME
- IV. RECIPIENT RIGHTS
  - a. Recipient Rights Monthly Report
- V. PROGRAM SERVICE REPORT
  - a. *Lauren Cooper*, ISK, Director, Youth & Families  
*Lisa Baptiste*, ISK, School Based Supervisor, Youth and Families - [Youth Community Services](#)
  - b. *Beth Ann Meints*, Administrator of Clinical Services - CCBHC Report **VERBAL**
- VI. CONSENT CALENDAR **VERBAL MOTION**
  - a. Minutes February 24, 2025
  - b. Board Compensation II.07 (Policy)
  - c. Board Members' Code of Conduct II.09 (Policy)
  - d. Depreciation VI.04 (Report)
  - e. Conflict of Interest II.II (Policy)
- VII. MONITORING REPORTS
  - a. Utilization Management (Report)
- VIII. FINANCIAL REPORTS
  - a. Financial Condition Report
  - b. Utilization Report
  - c. February 2025 Disbursement **MOTION**
- IX. ACTION ITEMS - NEW or REVISITED
- X. CHIEF EXECUTIVE OFFICER **VERBAL REPORT**
  - a. CEO Report
- XI. CITIZEN TIME
- XII. BOARD MEMBER TIME
  - a. SWMBH (Southwest Michigan Behavioral Health) Updates Michael Seals
- XIII. ADJOURNMENT

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Office of Recipient Rights  
Report to the Mental Health Board  
On Complaints/Allegations  
Closed in: February 2025

**Office of Recipient Rights Report to the Mental Health Board**  
**Complaints/Allegations Closed in February 2025**

	February 2025	FY 24-25	February 2024	FY 23-24
<b>Total # of Complaints Closed</b>	<b>35</b>	<b>169</b>	<b>27</b>	<b>157</b>
<b>Total # of Allegations Closed</b>	<b>52</b>	<b>282</b>	<b>50</b>	<b>289</b>
<b>Total # of Allegations Substantiated</b>	<b>17</b>	<b>86</b>	<b>17</b>	<b>72</b>

The data below represents the total number of closed allegations and substantiations for the following categories:  
**Consumer Safety, Dignity/Respect of Consumer, Treatment Issues, and Abuse/Neglect.**

<b>ALLEGATIONS</b>	<b>February 2025</b>		<b>February 2024</b>	
<b>Category</b>	<b>TOTAL</b>	<b>SUBSTANTIATED</b>	<b>TOTAL</b>	<b>SUBSTANTIATED</b>
Consumer Safety	5	0	6	1
Dignity/Respect of Consumer	10	1	5	2
Treatment Issues/Suitable Services (Including Person Centered Planning)	11	2	9	4
Abuse I	0	0	1	0
Abuse II	3	1	2	1
Abuse III	2	0	5	3
Neglect I	1	0	0	0
Neglect II	2	1	0	0
Neglect III	14	11	7	6
	<b>48</b>	<b>16</b>	<b>35</b>	<b>17</b>

<b>APPEALS</b>	<b>February 2025</b>	<b>FY 24-5</b>	<b>February 2024</b>	<b>FY 23-24</b>
Uphold Investigative Findings & Plan of Action	0	1	1	3
Return Investigation to ORR; Reopen or Reinvestigate	1	1	0	0
Uphold Investigative Findings but Recommend Respondent Take Additional or Different Action to Remedy the Violation	0	1	0	0
Request an External Investigation by the State ORR	0	0	0	0

**ABUSE AND NEGLECT DEFINITIONS – SUMMARIZED**

**Abuse Class I** means serious injury to the recipient by staff. Also, sexual contact between a staff and a recipient.

**Abuse Class II** means non-serious injury or exploitation to the recipient by staff and includes using unreasonable force, even if no injury results.

**Abuse Class III** means communication by staff to a recipient that is threatening or degrading. (such as; putting down, making fun of, insulting)

**Neglect Class I** means a serious injury occurred because a staff person DID NOT do something he or she should have done (an omission). It also includes failure to report apparent or suspected abuse I or neglect I of a recipient.

**Neglect Class II** means a non-serious injury occurred to a recipient because a staff person DID NOT do something he or she should have done (an omission). It also includes failure to report apparent or suspected abuse II or neglect II of a recipient

**Neglect Class III** means a recipient was put at risk of physical harm or sexual abuse because a staff person DID NOT do something he or she should have done per rule or guideline. It also includes failure to report apparent or suspected abuse III or neglect III of a recipient.

# ORR ADDENDUM TO MH BOARD REPORT

## March 2025

### Re: February 2025 Abuse/Neglect Violations

#### February

#### Abuse Violations

- There was one substantiated Abuse II violation in February 2025.
  - The remedial action for this violation is Employee left agency (1).

#### Neglect Violations

- There was one substantiated Neglect I Failure to report violation in February 2025.
  - The remedial action for this violation was Written Reprimand (3).

#### **Three staff members were involved.**

- There was one substantiated Neglect II Failure to report violation in February 2025.
  - The remedial action for this violation was Written Reprimand (1).
- There were eleven substantiated Neglect III violations in February 2025. One of the eleven was a Failure to Report.
  - The remedial action for these violations were Written Reprimand (11), Suspension (1), Training (6), and Pending (2).

**7 of the 11 violations occurred at the same agency and 2 of those 7 occurred at the same program site. One of the violations occurring at the same program site was a Failure to Report. In one of the 7 violations, 3 staff were involved.**

**Of the 4 other violations 2 occurred at the same agency and same program site. The other 2 occurred at 2 different agencies.**



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INTEGRATED Services of Kalamazoo  
 (ISK) Board of Director's Meeting  
 INTEGRATED Services of Kalamazoo  
 610 South Burdick Street  
 Kalamazoo MI 49007

February 24, 2025

VI.a.

<u>ISK Board Member</u>	<u>Board Members PRESENT</u>	<u>Declaration of Location City/County</u>	<u>Board Members ABSENT</u>
Karen Longanecker, <i>CHAIR</i>	X	Kalamazoo/Kalamazoo	
Michael Seals, <i>VICE CHAIR</i>	X	Kalamazoo/Kalamazoo	
Nkenge Bergan	X	Kalamazoo/Kalamazoo	
Sarah Carmany	X	Kalamazoo/Kalamazoo	
Patrick Dolly	X	Kalamazoo/Kalamazoo	
Pat Guenther	X	Kalamazoo/Kalamazoo	
Ramona Lumpkin	X	Kalamazoo/Kalamazoo	
Michael Raphelson	X	Kalamazoo/Kalamazoo	
Sharon Spears	X	Kalamazoo/Kalamazoo	
Erik Krogh	X	Kalamazoo/Kalamazoo	
Melissa Woosley	X	Kalamazoo/Kalamazoo	
John Taylor, <i>COMMISSIONER</i>			X

ISK - Staff Present:

Jeff Patton, *CHIEF EXECUTIVE OFFICER*  
 Sheila Hibbs  
 Beth Ann Meints  
 Charlotte Bowser  
 Kathy Lentz  
 Amy Rottman  
 Dianne Shaffer  
 Lisa Smith  
 Ed Sova  
 Michael Schlack, *CORPORATE COUNSEL*  
 Alecia Pollard  
 Demeta Wallace, *BOARD LIAISON*

ISK - Staff Absent:

Wanda Brown  
 Chantel Graham

Providers/Guests:

*Fi Spalvieri*  
 Chief Executive  
 Officer  
 CLO

*Shenetta Coleman*  
 Chief Executive  
 Officer  
 ROI

*Latrevia Boston*  
 Executive Director  
 ASK Family Services

*Dianne Marquess*  
 Chief Executive  
 Officer  
 Family & Children  
 Services

*Alan Bolter*  
 Associate Director  
 CMH Association of  
 Michigan

Call to Order

The Board of Directors (Integrated Services of Kalamazoo) held their meeting on [Monday, February 24, 2025](#). It began @ [4:15PM](#) due to technical difficulties, and was presided over by Chair, *Karen Longanecker*.

Guest Presenter:

*Alan Bolter*

Legislative Update

Associate Director

Community Mental Health Association of Michigan

Mr. Bolter provided thorough presentations that clearly outlined key financial drivers: FY26 Executive Budget and the 2025 Potential Medicaid Reductions.

Both presentations showed a detailed breakdown of projected revenue streams and potential cost-savings measure such as, “Proposed FY26 Investments the FY26 Executive Budget provides \$62 million (\$15.2 million general fund) in new supports to address the opioid epidemic and provide behavioral health services for those in need. Proposed funding includes:

- \$15.2 million to begin operating the new state psychiatric hospital in Northville, bringing 264 new beds online and increasing capacity by 54 beds (32 adult beds and 22 pediatric beds). This investment includes operational support and hiring staff to provide services at the new facility.
- \$46.8 million of Michigan Opioid Healing and Recovery Fund dollars for prevention, treatment, harm reduction, recovery, and data collection for those affected by the opioid epidemic. This additional allocation will expand services to reduce the number of opioid users and overdoses.
  - \$15 million one-time to invest in new programs to reduce opioid usage and overdoses.
  - \$31.8 million ongoing to continue existing, successful programs, including efforts to address the racial disparities in overdose deaths statewide. This brings the total annual ongoing funding to \$55 million per year, supported by incoming settlement dollars.
  - The department’s three-year plan will drive the use of these resources. The plan represents a comprehensive, multifaceted, data-driven approach intended to strategically leverage available resources and take full advantage of this generational opportunity in the most impactful yet sustainable way possible. The plan includes:
    - Increasing the age of first opioid use through new and expanded programs. The department will partner with nonprofits, youth engagement organizations, and existing partners to expand prevention programming in schools. They will also conduct public awareness campaigns.
    - Reducing overdose deaths and addressing racial and geographical disparities. Those disparities are demonstrated in the chart below. DHHS will use resources to award multi-year grants to organizations working in underserved or under resourced communities. DHHS will also provide annual grants or contracts with organizations addressing racial disparities in opioid deaths and continue distributing naloxone in areas that need it most.
    - Growing the behavioral health workforce through scholarships to prospective students, paid internships, and loan repayment.
    - Prioritizing work to increase recovery beds and access to affordable housing. This will include reimbursing the cost of stay of residents and expansion of recovery housing. It also includes permanent affordable housing and investing in wraparound support programs like transportation and employment that enable people to stay in stable housing.
    - Investing in administrative infrastructure to gather data to track success and provide technical assistance to local governments. This ensures these funds are being utilized for maximum

impact and allows the department to partner with local governments to collaborate on ways to address opioid usage.”

To review the two presentations in its entirety, please use the following link:  
<https://iskzoo.org/about-us/board/>

### Agenda

#### **MOTION**

Member Krogh,  
 “I move to approve the agenda for the meeting.” Supported by Member Spears and carried without dissent.

#### MOTION PASSED.

Citizen Time No citizens came forth.

### Recipient Rights

*Lisa Smith*, ISK, Director of ORR, presented the complaints/allegations closed in January 2025.

### Neglect Violations

- There was one substantiated Neglect II violation in January 2025.
  - The remedial actions for this violation were Written Reprimand (1), and Training (1).
- There were four substantiated Neglect III violations in January 2025.
  - The remedial actions for these violations were Written Reprimand (3), Training (2) and Pending (1). One violation was a Failure to Report.

The four violations occurred at different agencies.

All of the ORR case information is sent to the ISK Population Directors on a monthly basis for any tracking/trending of the RR information in their areas of authority. \*(Agencies can include ISK).

### Program Services Report

*Kathy Lentz*, ISK, Senior Executive, Services for Adults with Intellectual/Developmental Disabilities Adult and Supported Employment presented the February Program Services Report.

### Program Service Report

#### Services for Adults with Intellectual/Developmental Disabilities

“The Intellectual/Developmentally Disabled Adults (IDDA) Department serves approximately 600 individuals at any one time, approximately 750 during a year. Developmental Disability is attributable to a mental or physical impairment or a combination of mental and physical impairments. The most common diagnoses for Developmental Disability are Intellectual Disability, Seizure Disorder, Cerebral Palsy and Autism as well as rarer genetic abnormalities. The Developmental Disability must occur before age 22 and must result in substantial functional limitations in multiple life domains.

The IDDA Department has 37 team members, including a Senior Executive, a Program Manager, three Clinical Supervisors, 19 Case Managers, a Self-Determination Supervisor, an Office Manager, Program Specialists, Registered Nurse, Behavioral Specialist, Peer Mentor, Family Support Partner.

The goal of the IDDA Department is to support and empower individuals to create and realize a life of their choosing in their community. Person-Centered Planning is used to identify the dreams, wishes, desires of the individual and put plans in place to accomplish these. Daily activities in the Department include:

- Develop supportive, trusting and therapeutic relationship with the individual.
- Support the individual to build the life of their choosing.
- Use Person-Centered Planning principles and models to guide the individual in identifying their “best life”, their goals and dreams.
- Actively support the individual to achieve the chosen goals and objectives. Do activities with the individual to role model, reinforce and promote goal attainment.
- Partner with individual to prevent crises and to smoothly address urgent or emergency situations.
- Track and monitor progress, addressing any lack of progress or regression with the individual.
- Develop supportive, trusting and therapeutic relationship with the individual.
- Support the individual to build the life of their choosing.
- Use Person-Centered Planning principles and models to guide the individual in identifying their “best life”, their goals and dreams.
- Actively support the individual to achieve the chosen goals and objectives. Do activities with the individual to role model, reinforce and promote goal attainment.
- Partner with individual to prevent crises and to smoothly address urgent or emergency situations.
- Track and monitor progress, addressing any lack of progress or regression with the individual.
- Coordinate and Monitor Services including but not limited to; Community Living Support, Respite, Skill building, Specialized Residential and Supported Employment.

### Self Determination

Self Determination is not a service but rather a philosophy and approach to delivering services. Self Determination believes that everyone is entitled to have the freedom to choose how to live their life, have control over their life and support to obtain the life of their choosing. Individuals may choose to use a Self-Directed arrangement in which the individual and/or their legally designated representative directly hires employees to support them to achieve their life goals.

Self Determination is not limited to the IDDA population, it is utilized across populations and providers.

### IDDA Success Story--Andrea

Andrea has worked diligently the last few years to improve her life. She continues to build relationships, attend health appointments, and remain safe in the community. She moved into her current home in December of 2022 and now calls it her “home”. Prior to this, Andrea experienced multiple moves between AFC’s and family, resulting no place that “feels like home”.

She has fought many battles in her lifetime; traumatic instances and loss throughout childhood and adolescence. She was living in a broken state and expressed feelings of abandonment and hurt from her family and community. Extreme behaviors and self-harm put her and others at increased risk for injury, compromising living at home/relationships with family.

She has experienced rejection from her father, the death of her grandparents, mother, and beloved sisters, as well as a nephew. Andrea has undergone several hospitalizations due to a medical condition. She has been evicted from prior placements, dismissed from healthcare practices and providers, and lost community connections due to aggressive behaviors.



Historically, Andrea has been involved with the legal system due to her threats of harm to themselves or others, and extreme negative behaviors that included harm to self and/or others. Andrea has assaulted individuals in the community. Andrea has received the highest intensity level of services in a variety of settings since 2009. In the past years, Andrea and her team have been able to put together the supports and people that help her feel and be successful. She now feels safe.

Andrea has persevered and prospered with assistance from her ISK case management team, psychiatric services, Behavior Support services and Beacon Specialized Residential team. She has made significant improvement overall in her ability to stay emotionally regulated, reduction in self-harm, zero psychiatric hospitalizations, building and maintaining relationships, adhering to medication and healthcare practices, and maintaining secure housing without eviction. She enjoys shopping, exploring her community, hobbies, spending time with housemates. Andrea reports being happier than ever and feeling good about herself.

### Action Employment Services

Action Employment Services (AES) provides Supported Employment services under CCBHC and Medicaid. Action Employment Services employs including 12 Employment Training Specialists, including two part-time Benefits Counselors. Employment services are delivered using the Evidence-Based Individual Placement and Supports model. This model focuses on immediate job seeking (no readiness tests), zero exclusions, competitive, integrated jobs only. Benefits Counselors are certified at the state and national level to provide comprehensive benefits counseling and planning to ISK clients who are interested in or engaged in employment activities (regardless of enrollment in AES or similar employment programs) and concerned about the impact on their benefits.

#### AES Update – FY24 Summary

Individuals Served: 360

Individuals who obtained jobs: 269

New job starts: 213

Retention Rate 90 days or more in job: 91%

Individuals reaching 90 days of Employment: 93

Individuals reaching 6 months of Employment: 63

Individuals reaching 1 year of Employment: 11

Individuals who received Benefits Counseling: 155

Average Wage earned: \$15.00

Supported Education Individuals: 23

Successful Graduations from AES: 55

### Success Story: Linda

I currently work as a piano and voice teacher at Kalamazoo Music Schools part time. I found this position while job searching with my Employment Specialist, and after realizing how much it fit my past work history and my love of music, I decided to apply. At first, I was working as a substitute teacher, and it added so much purpose to my life. After a few months, I was invited to apply and interview for a permanent part-time position, and I got the job! It has been exhilarating and a privilege to work at the Kalamazoo Music School. It is the most unique school that I have worked at with a diverse array of programs. I also enjoy that I work with students within a wide age and interest range. I am always researching and learning something new every day I am at work. This job has given me hope in life and has been a literal Godsend. I never thought that I would be at the age of retirement and still want to keep working! But I am, and I still want to continue in this position, which many people have described as a perfect fit for me. Without the encouragement and patience from my Employment Specialist, I might not have found this niche role. I feel that I had an advantage over other job seekers. Action Employment Services helped me to achieve a life goal and dream: to share my musical knowledge and talents with others.”

CCBHC Report

*Beth Ann Meints*, ISK, Administrator of Clinical Services, presented the January CCBHC Report.

There are several changes happening at the federal level. What is the impact on our Certified Community Behavioral Health Clinic (CCBHC)?

ISK, currently, has a CCBHC grant that is for One Million dollars per year for 4 years (9/30/2023 – 9/29/2026). ISK uses some of these grant dollars to help and support individuals served within our CCBHC that do not have Medicaid.

The majority of ISK's CCBHC funding comes from the State of Michigan being part of the Federal CCBHC Demonstration through the Coronavirus Aid, Relief, and Economic Security (CARES) Act of 2020 and the Bipartisan Safer Communities Act of 2022, which extended this demonstration through [September 30, 2027](#).

The State of Michigan uses Medicaid dollars to pay CCBHCs through a prospective payment system, supplying a daily payment for a qualifying CCBHC service.

That concludes my report.

Consent CalendarMOTION

Chair Longanecker, "Are there any materials that the ISK Board would like to have removed from the Consent Calendar before we proceed with the verbal motion?" No materials were requested to be removed.

- a. Minutes February 3, 2025
- b. Quality Management (Policy)
- c. Investment (Policy)
- d. Collaboration (Report)

Member Krogh, "I MOVE TO ACCEPT THE CONSENT CALENDAR MONITORING REPORTS BOTH "AS-IS" OR WITH PROPOSED RECOMMENDED CHANGES." Supported by Member Raphelson. MOTION PASSED.

Monitoring ReportsBoard Travel Policy 11.14MOTION

Member Guenther, "I MOVE TO ACCEPT THE PROPOSED INCREASES IN MAXIMUM ALLOWANCE FOR MEAL REIMBURSEMENTS TO THE ISK BOARD OF DIRECTORS." Supported by Vice Chair Seals.

MOTION PASSED.

### Financial Reports/Financial Condition Reports

Amy Rottman, ISK, Chief Financial Officer, presented the Financial Condition Reports for January 31, 2025.

To review the financial reports, please use the following link: <https://iskzoo.org/about-us/board/>

### Utilization Reports

Amy Rottman, ISK, Chief Financial Officer, presented the Utilization Report for the period ending January 31, 2025.

- Autism Services is at (175) clients and is favorable at \$44,746.
- Youth Community Inpatient Services is at (175) days and is favorable at \$119,218.
- MI Adult Community Inpatient Services is at (175) days and is favorable at \$32,974.
- Community Living Supports, Personal Care, and Crisis Residential is unfavorable at \$126,398.

### January Disbursements

#### MOTION

Member Guenther, “BASED ON THE BOARD FINANCE MEETING REVIEW, I move that ISK approve the January 2025 vendor disbursements of \$13,725,936.70.”

Supported by Member Krogh. MOTION PASSED.

### Chief Executive Officer Report

Thank you, Alan, for taking time out of your schedule to attend the board meeting. We appreciate your insight and legislative knowledge in these uncertain times. The information shared was thorough and insightful.

There are key budget issues for FY2026. We are experiencing budget shortfalls and funds that yet remain available to cover PIHPs deficits isn't being released. I am advocating that these available funds be used to cover impending deficits and to avoid a larger statewide financial crisis to SWMBH.

The Michigan Department of Health and Human Services has launched an initiative to do what they are calling it an effort to strengthen behavioral health care access, increase quality and choice for Michigan families.

The department will be announcing a public comment period, centered on improvements to Michigan's public mental health services and their intentions to implement a competitive procurement process for the state's Prepaid Inpatient Health Plans (PIHPs).

I will be sending feedback on the competitive procurement of the PIHP system and requesting to have a meeting with the department to voice my concerns.

ISK is currently doing fairly well with our budget but its unrealistic to think that the current budget shortfalls will not affect us at some point. I will keep the board informed on all updates about the state's procurement process and the budget.

### That concludes my report.

Citizen Time No citizens came forth.

SWMBH (Southwest Michigan Behavioral Health) Updates/Michael Seals

This report was combined with the Chief Executive Officer report.

That concludes my report.

Farewell Erik Krogh!

“*Thank you!* It has been my pleasure to serve with the ISK Team. However, effective on today, Feb 24, 2025, I am resigning.

Your influence is far-reaching. You’ve made a profound difference in my life as well as all the persons served in Kalamazoo County. Your service, expertise, kindness, and compassion has made a tremendous impact on the delivery of mental health services. Keep up the great work and again, thank you for the opportunity to be a part of such a great organization.”

Meeting adjourned by voice vote @ 6:08PM.

Demeta J. Wallace  
*Administrative Coordinator & Board Liaison*  
Integrated Services of Kalamazoo Board of Directors



## INTEGRATED SERVICES OF KALAMAZOO

## BOARD POLICY II.07

AREA: Governance	
SECTION: Board Governance Process	PAGE: 1 of 2
SUBJECT: <b>BOARD COMPENSATION</b>	SUPERSEDES: 03/24/2014 REVISED: 03/22/2021

**PURPOSE/EXPLANATION**

To establish parameters for compensation of Board members according to the Resolution adopted by the Kalamazoo County Board of Commissioners on November 4, 1997.

**DEFINITIONS****Authority Board**

The Integrated Services of Kalamazoo Board.

**Meetings**

A regular or special meeting of the Authority Board or a regular or special meeting of the Authority Board functioning as a committee of the whole, but only if a quorum of the Board or committee is present.

**Per diem**

Per day.

**POLICY**

- I. Board members will be compensated for attending regular or special meetings subject to the following conditions:
  - A. If an Authority Board member desires to submit a per diem request, they shall submit a signed voucher detailing the meetings attended to the Finance Director within ninety (90) days of the meeting which is the subject of the per diem request.
    1. Vouchers received after ninety (90) days shall not be paid.
    2. All per diem vouchers must be approved by the Board Chair or designee prior to payment.
    3. Compensation shall be paid for both in person and virtual attendance.
  - B. The maximum compensation that Authority Board members may receive shall be \$35.00 per day and \$970.00 per year.

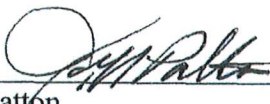
- C. The compensation that is authorized by the Resolution of the County Board of Commissioners does not apply to a County Commissioner who is also an Authority Board member.
- II. This policy shall remain in full force and effect until modified or terminated by an appropriate Resolution of the County Board.

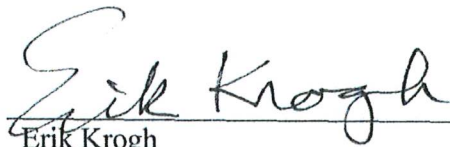
**EXHIBIT/REFERENCE**

- A. Kalamazoo County Board of Commissioners "Resolution to Establish Compensation for Kalamazoo County Community Mental Health and Substance Abuse Services Authority Board Members", November 4, 1997.

**CHIEF EXECUTIVE OFFICER**

**APPROVED**

  
\_\_\_\_\_  
Jeff Patton  
Chief Executive Officer

  
\_\_\_\_\_  
Erik Krogh  
Board Chair

Chm Initial RS

Clk Initial JS

13759

O. Request for the Adoption of a Resolution Establishing Compensation for Kalamazoo County Community Mental Health Authority Board Members

Commissioner Buskirk moved and it was duly seconded that the following Resolution be adopted:

**RESOLUTION TO ESTABLISH COMPENSATION FOR  
KALAMAZOO COUNTY COMMUNITY MENTAL HEALTH  
AUTHORITY BOARD MEMBERS**

WHEREAS, on August 6, 1996, the Kalamazoo County Board of Commissioners created the Kalamazoo County Community Mental Health Authority, with an effective date of December 31, 1996 at 12:59 p.m.; and

WHEREAS, on September 22, 1997, the Authority Board adopted a motion requesting that the County Board approve compensation for Authority Board members for attendance at the Authority's Board and committee of the whole meetings; and

WHEREAS, the County Board is willing to authorize compensation as hereinafter set forth.

NOW, THEREFORE, BE IT RESOLVED that the Kalamazoo County Board of Commissioners does hereby authorize compensation for members of the Kalamazoo County Community Mental Health Authority Board on the basis of \$25.00 per diem for attending meetings, subject to the following definitions and conditions:

1. "Per diem" means per day.
2. "Meetings" means a regular or special meeting of the Authority Board or a regular or special meeting of the Authority Board functioning as a committee of the whole, but only if a quorum of the Board or committee is present.
3. If an Authority Board member desires to submit a per diem request, he/she shall submit a signed voucher, detailing the meetings attended, to the Authority finance officer within ninety

Chm Initial RCW

Clk Initial JRS

13760

(90) days of the meeting which is the subject of the per diem request. Vouchers received after ninety (90) days shall not be paid. All per diem vouchers must be approved by the Authority Board prior to payment.

4. The maximum compensation that an Authority Board member may receive shall be \$25.00 per day and \$850.00 per year.

5. The compensation that is authorized by this Resolution shall not apply to a County Commissioner who is also an Authority Board member.

BE IT FURTHER RESOLVED that this Resolution shall be effective on January 1, 1998, and shall remain in full force and effect until modified or terminated by an appropriate Resolution of the County Board.

The roll call vote was as follows:

Ayes:	All members present except
Nays:	Commissioner Wilson
Abstains:	None
Absent:	Commissioners Houtman and Wenke

The motion carried.

ITEM 9 - Old Business

There was no Old Business.

ITEM 10 - New Business

Commissioner Johnson moved and it was duly seconded that Vice Chairperson Charlotte Sumney be authorized to sign contracts, resolutions and all other documents normally requiring the Chairman's signature that are approved by the County Board at tonight's meeting due to the fact that the Chairman is on vacation for a week.

There being no discussion, the motion carried by a voice vote.



Chm Initial

RCB

Clk Initial

JW

13761

ITEM 11 - Chairperson's Report

There was no Chairperson's Report.

ITEM 12 - Vice Chairperson's Report

Vice Chairperson Sumney applauded the efforts of all the individuals who recently participated in meetings attempting to dissuade Pharmacia & Upjohn, Inc. of its intention to relocate approximately 600 area jobs to New Jersey. She then urged everyone - government officials, business leaders and private citizens - to keep working as a team for the betterment of the community.

ITEM 13 - County Administrator's Report

Administrator Freeland reported that the County's total contribution to the Greater Kalamazoo United Way campaign for 1997 amounted to approximately \$46,000, which was up about 11% over 1996. He praised Kenda Horton, the County's United Way campaign coordinator, for having done an excellent job and being the driving force behind the campaign for the past several years.

ITEM 14.- Members' Time

Commissioner Johnson welcomed her Uncle Paul who recently moved here from Texas.

Commissioner Ozier stated that last week's storm, which caused numerous power outages in the area, presented opportunities for individuals to get acquainted with their neighbors.

Commissioner Powers reported on a Comprehensive Plan Meeting she recently attended and stressed the importance of community planners addressing superfund issues.

Commissioner Powers stated that she recently returned from a two-day trip to attend joint commission meetings. She expressed her concern regarding a rumor circulating that the EPA would be eliminating its Region V office. She then requested that the Board send a letter to Senator Levin and Representative Upton questioning the veracity of the rumor,

Chm Initial ROA

Clk Initial JS

13762

and upon Vice Chairperson Sumney's request, Commissioner Powers indicated that she would prepare a letter.

Commissioner Powers, commenting on the fact that on that day voters in Kalamazoo would elect a new mayor, stated that in her opinion, current Kalamazoo Mayor Barb Larson had done a fine job for the City over the past four years.

Commissioner Provancher stated that earlier that day he had participated in the Road Commission's road tour through Kalamazoo County. He said both the tour and the Commission's planned projects for 1998 had been impressive.

Commissioner Wilson expressed his thanks to Administrator Freeland for his efforts in connection with the tax rollback on the County's operating millage rate being included in the County's 1998 Budget.

ITEM 15 - Adjournment

There being no further business to come before the Board, Vice Chairperson Sumney adjourned the meeting at 7:54 p.m.



Timothy A. Snow  
County Clerk/Register



Robert A. Houtman, Chairman  
Kalamazoo County Board of  
Commissioners

## INTEGRATED SERVICES OF KALAMAZOO

## BOARD POLICY II.09

AREA:	Governance		
SECTION:	Board Governance Process	PAGE:	1 of 4
SUBJECT:	BOARD MEMBERS' CODE OF CONDUCT	SUPERSEDES:	03/28/2011
		REVISED:	03/25/2019

## PURPOSE/EXPLANATION

The purpose of the Board Members' Code of Conduct policy is to promote the highest standards of conduct by members of the ISK Board to maintain and enhance public confidence in the integrity, independence, impartiality and effectiveness of the ISK Board.

## POLICY

- A. ISK Board Members are required to comply with this Code of Conduct, as well as the same ethical standards set forth in 15.342 of Michigan Act 196 of 1973 (and as amended), and Chapter 330 of the Michigan Mental Health Code § 330.1224 for public officers and board members.
- B. The ISK Board adheres to the Carver Model of Policy Governance and its members are expected to incorporate all Ten Principles into their approach. Principles 1-3 define an organization's ownership, the board's responsibility to it, and the board's authority. Principles 4-7 specify that the board defines in writing policies identifying the benefits that should come about from the organization, how the board should conduct itself, and how staff behavior is to be proscribed. Principles 8-10 deal with the board's delegation and monitoring. In general, if a board applies ALL the principles of Policy Governance in its process and decision-making, then the board is likely practicing the model. If a board applies fewer than all the principles, it weakens or destroys the model's effectiveness as a system (The Carver Model of Policy Governance: John & Miriam Carver's guidebook #1).
- C. ISK Board members must be committed to ethical and businesslike conduct in alignment with ISK' Vision, Mission and Guiding Values.
- D. In accordance with ISK Board Policy II.11 (Conflict of Interest), board members must represent unconflicted duty of care and duty of loyalty to the interests of ISK. This accountability supersedes any conflicting loyalty such as to advocacy or interest groups and membership on other boards or staffs. It also supersedes the personal interest of any Board member acting as a person or family member to a person receiving ISK services. Members must adhere to policy II.11 (Conflict

of Interest) and complete the annual disclosure packet according to the policy.

a. *Duty of Care*

Every Board Member shall act in a reasonable and informed manner and perform his or her duties for ISK in good faith and with a degree of care that an ordinarily prudent person would exercise under similar circumstances.

b. *Duty of Loyalty*

Every Board Member owes a duty of loyalty to act always in the best interests of ISK and not in the interest of the Board member or any other Entity or Person. No board member may personally take advantage of a business opportunity that is offered to ISK unless the Board of Directors determines not to pursue that opportunity, after full disclosure and a disinterested and informed evaluation.

- E. When an individual becomes a Board member, he/she must not disclose identifiable information (with or without names) about persons receiving services from ISK, regardless of where this information was obtained from, without informed consent of an authorized party. Board members must comply with all applicable Confidentiality Regulations of the Michigan Mental Health Code, HIPAA and 42 CFR Part 2.
- a. All information about persons receiving mental health services through ISK is confidential whether it is written, verbal or observed and must not be disclosed without written informed consent.
- b. Confidential information about recipients of ISK services must not be disclosed by a Board member, even if the information is already known to the listener.
- c. Confidential information about a recipient of ISK services must not be disclosed by a Board member, even if it was disseminated by the media, and both the listener and the Board member read/heard the media account.
- F. Board members will likewise exercise decorum, dignity and respect with speaking about or to employees of ISK, Provider Agencies, persons from MDHHS, other PIHPs, CMHSPs, and other constituents. While persons who are not recipients of services are not lawfully protected by HIPAA, 42 CFR Part 2 or MMHC; ISK Board members will demonstrate a conservative approach when choosing to share business or personal information to or about partners of ISK.
- G. Board members may not attempt to exercise individual authority over the organization except as explicitly set forth in Board policies.
- a. Members' interaction with the Chief Executive Officer or with staff, must recognize the lack of authority vested in individuals except when explicitly Board-authorized.
- b. Members' interaction with public, press or other entities must recognize the same limitation and the inability of any Board member to speak for the Board.


- c. Members will not make or publish false or malicious statements about an employee, ISK, or its services or products.
  - d. Members will not engage in misconduct that renders a member's presence in ISK to be detrimental to employees, ISK operations or to others.
- H. Members are expected to vote according to the true merits of each motion, based on facts presented and applicable policy/procedure and law. Members must approach decision making with a mind that is open to persuasion by convincing evidence and argument. Members are expected to vote in the genuine best interest of ISK and the persons served by ISK without undue influence from partisan interest, public opinion, fear of criticism, or the prospect of disapproval from any person, institution or community.
- I. If a Board member has a concern with another member regarding this Code of Conduct, the issue should be directed in the following manner:
- a. If the concern involves a member other than one of the Board Officers, the issue should be directed to the Board Officer.
  - b. If the concern involves a Board Officer, the issue should be directed to the other Board Officer.
  - c. If the concern involves both Board Officers, the Board member should select two other members and direct the issue to them for review of the concern.
- J. If all attempts at an internal resolution of the concern has failed, then either the Board Officer(s) under I.a. or I.b. or the members selected under I.c of this policy. shall refer the matter to the Kalamazoo County Board of Commissioners' Chairperson for resolution under Section 1224 of the Mental Health Code.

## REFERENCES


- STANDARDS OF CONDUCT FOR PUBLIC OFFICERS AND EMPLOYEES: 15.342 of Michigan Act 196 of 1973 (and as amended): Public officer or employee; prohibited conduct
- Michigan Compiled Laws, Chapter 330. Mental Health Code § 330.1224 and as amended
- ISK Board policy I.01 (Mission/Vision/Value Statement)
- The Carver Model of Policy Governance: John & Miriam Carver's guidebook #1.
- HIPAA, 42 CFR Part 2
- 1968 PA 317, MCL 15.321 to 15.330 (contracts of public servants with public entities)

- 1978 PA 566, MCL 15.181 to 15.185 (incompatible public offices)
- 18 USC 208 (Federal Conflict of Interest Statute)
- IRS Conflict of Interest Guidelines, Policies and Pronouncements for Charitable Tax-Exempt Nonprofit Entities

**CHIEF EXECUTIVE OFFICER**

  
\_\_\_\_\_  
Jeff Patton  
Chief Executive Officer

**APPROVED**

  
\_\_\_\_\_  
Erik Krogh  
Board Chair

## INTEGRATED SERVICES OF KALAMAZOO

## BOARD POLICY VI.04

AREA: Governance	
SECTION: System Governance	PAGE: 1 of 1
SUBJECT: DEPRECIATION	SUPERSEDES: 03/24/2014 REVISED: 03/23/2015

**PURPOSE/EXPLANATION**

To establish policy and procedures to calculate and record depreciation for all depreciable capital assets.

**DEFINITIONS****Capital Equipment**

A single non-disposable item costing more than \$5,000 and having a useful life greater than two years.

**Depreciation**

Accounting process of allocating the cost of tangible assets to expense in a systematic and rational manner to those periods expected to benefit from the use of the asset.

**Depreciation Method**

A systematic and rational approach to cost allocation over the estimated useful life of the asset.


**Useful Life**


Period of time an asset is in service.

**POLICY**

It is the policy of Integrated Services of Kalamazoo (ISK) that all capital assets will be depreciated using the "Estimated Useful Lives of Depreciable Hospital Assets (most current published version)". Assets will be depreciated using straight-line half year convention methodology to determine depreciation expense.

**CHIEF EXECUTIVE OFFICER****APPROVED**

  
 \_\_\_\_\_  
 Jeff Patton  
 Chief Executive Officer

  
 \_\_\_\_\_  
 Erik Krogh  
 Board Chair

# INTEGRATED SERVICES OF KALAMAZOO

## BOARD POLICY II.11

AREA:	Governance	PAGE:	1 of 7
SECTION:	Board Governance Process	SUPERSEDES:	02/26/2018
SUBJECT:	CONFLICT OF INTEREST	REVISED:	03/28/2022

### PURPOSE/EXPLANATION

The purpose of the Conflict of Interest policy is to:

1. Protect ISK' interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of a board member,
2. Clarify the duties and obligations of Board members in the context of potential conflicts of interest and to provide board members with a method for disclosing and resolving potential conflicts of interest,
3. Supplement, but not replace, any applicable state laws governing conflicts of interest applicable to public institutions, along with nonprofit and charitable corporations.

### DEFINITIONS

#### A. Conflict of Interest

A conflict of interest arises when a board member participates or proposes to participate in a transaction, arrangement, proceeding or other matter for ISK, in which the board member, the board member's family member or an organization in which the board member is serving as an officer, director, trustee or employee has a financial interest. Board members should avoid both the appearance of and an actual Conflict of Interest.

#### B. Duty of Care

Every Board Member shall act in a reasonable and informed manner and perform his or her duties for ISK in good faith and with a degree of care that an ordinarily prudent person would exercise under similar circumstances.

#### C. Duty of Loyalty

Every Board Member owes a duty of loyalty to act at all times in the best interests of ISK and not in the interest of the Board member or any other Entity or Person. No board member or family member as defined in this policy may personally take advantage of a business opportunity that is offered to ISK unless the Board of Directors determines not to pursue that opportunity, after full disclosure and a disinterested and informed evaluation.



**D. Compensation**

Compensation includes direct and indirect remuneration as well as gifts or favors that are substantial in nature. This includes but is not limited to business, political or personal enterprises, personal fundraising, and gifts, monies or gratuities with more than a nominal value. A voting member of the Board of Directors who receives compensation, directly or indirectly, from ISK is precluded from voting on matters pertaining to such compensation arrangement.

**E. Family Member**

Family shall be defined to include spouse, parent, sibling (whole or half-blood), a spouse's parents, children (natural or adopted), grandchildren, great grandchildren, step family members, any person sharing the same living quarters in an intimate, personal relationship and spouses of siblings, children, grandchildren, great grandchildren, and all step family members. Relationships that create a potential conflict of interest or appearance of conflict of interest must be reported on the Conflict of Interest Disclosure Form and Acknowledgment (Exhibit A).

**F. Financial Interest**

A Board member has a Financial Interest if he or she has, directly or indirectly, actually or potentially, through a business, investment or through a family member:

1. An actual or potential ownership, control or investment interest in, compensation arrangement with, or serves in a governance or management capacity for, any entity or individual with which ISK currently has a transaction, arrangement, proceeding or other matter.
2. An actual or potential ownership, control or investment interest in, compensation arrangement with, or serves in a governance or management capacity for, any entity or individual with which the ISK Board is contemplating or negotiating a transaction, arrangement, proceeding or other matter.

**POLICY**

- I. Each ISK Board member shall act in a reasonable and informed manner and perform his or her duties for ISK in good faith and with the degree of care that an ordinarily prudent person would exercise under similar circumstances. In this regard, each Board member has a duty to disclose the existence of a Financial Interest or other actual or potential conflict of interest and all related material facts annually to the Board using the attached form (see Exhibit A).
- II. ISK will provide a means for a Board member to identify and report to the Board any direct or indirect Financial Interest and/or actual or potential conflict of interest. Based on that information, to permit the Board to review such Financial Interests and conflict of interest, ISK will provide a process for the Board to follow when managing financial interests and other actual or potential conflicts of interest, all in accordance with applicable law.

**PROCEDURE**

**I. DUTY TO DISCLOSE**

- A. Each board member shall complete and sign the annual Conflict of Interest Disclosure Form indicating that he/she agrees to abide by the terms of the Conflict of Interest policy and has disclosed the material facts of any actual, apparent or potential conflict of interest in the manner provided in this policy (see Exhibit A).
- B. Each board member has a continuing obligation to disclose (in the manner provided in this policy) the existence and nature of any actual, apparent or potential conflict of interest he/she may have. Such disclosure shall be made promptly any time an actual, apparent or potential conflict of interest arises.
- C. Conflict of Interest Disclosure Forms (Exhibit A) will be collected upon appointment of new board members and annually thereafter. Forms will be returned to the ISK Compliance Officer for review and further action as necessary, according to this policy, and kept on file. Any actual, potential or appearance of Conflict identified by the ISK Compliance Officer will be presented to the Board for further consideration.

**II. ADDRESSING CONFLICTS OF INTEREST INVOLVING BOARD MEMBERS**

- A. When considering a conflict of interest, the Board will consider a number of factors. In making a determination as to whether a Financial Interest is substantial enough to be likely to affect the integrity of the Board member's services to the entity, the Board shall consider, as applicable:
  - 1. Input from ISK Corporate Counsel and ISK Corporate Compliance Officer.
  - 2. The type of interest that is creating the potential conflict (e.g., stock, bonds, real estate, cash payment, job offer or enhancement of a spouse's employment).
  - 3. The identity of the person whose Financial Interest is involved, and if the interest does not belong directly to the Board member, the Board member's relationship to that person.
  - 4. The dollar value of the disqualifying Financial Interest, if known and quantifiable (e.g., amount of cash payment, salary of job to be gained or lost, change in value of securities).
  - 5. The value of the financial instrument or holding from which the disqualifying Financial Interest arises and its perceived value to the individual.
  - 6. The nature and importance of the Board member's role in the matter, including the level of discretion which the Board member may exercise in the matter.
  - 7. The sensitivity of the matter.
  - 8. The need for the Board member's services.
  - 9. Adjustments which may be made in the Board member's services as they relate to the potential conflict.

- B. The minutes of the Board and all committees with Board delegated powers shall contain:
1. The names of the persons who disclosed or otherwise were found to have a possible conflict of interest, the nature of the conflict of interest, any action taken to determine whether a conflict of interest was present and the Board/Committee's or Chief Executive Officer's decision as to whether a conflict of interest in fact existed.
  2. The names of persons who were present for discussions and votes relating to the contract, transaction or arrangement, the context of the discussion, including any alternatives to the proposed contract, transaction or arrangement, and a record of any votes taken in connection therewith.
- C. When a potential conflict arises, the Board will take the following steps:
1. The person who has information about an actual or potential conflict will present the issue to the full Board.
  2. If a majority of the ISK Board is involved in the actual or potential conflict, the matter will be submitted to the Kalamazoo County Board of Commissioners for review and decision.
  3. As necessary, the Board may request additional information from the involved Board Member, to be obtained no later than the next scheduled board meeting for vote.
  4. As necessary, the Board may request verbal input from legal counsel and the ISK Corporate Compliance Officer, to be obtained no later than the next scheduled board meeting for vote.
  5. Once all input has been obtained and presented, the Board will vote to determine whether an actual or potential conflict exists, according to this policy. The Involved Board Member(s) shall not participate in any vote on the matter.
    - a. If it is decided by majority vote of quorum that an actual or potential conflict does not in any way exist, the decision will be well-documented with supporting documentation, presented to the full board and considered resolved.
    - b. If it is decided by majority vote of quorum that a potential or actual conflict exists, the decision will be well-documented with supporting documentation, presented to the full board, and the involved Board Member will decide at that time to do one of two things:
      - i. propose an action in writing to cure the potential or actual conflict (see Step F), or
      - ii. request that the board appoint a committee to review the potential or actual conflict and make recommendations. (see Step G)
- D. If the board member chooses to propose an action to cure the potential conflict in writing he or she will present it to the full board for vote. The Board will vote to

determine whether the proposed action is sufficient as written, according to this policy and relevant law. The Involved Board Member(s) shall not participate in any vote on the matter. If it is decided by majority vote of quorum that the proposed action fully cures the potential or actual conflict as written, the proposed action will be well-documented, enacted with supporting documentation and the issue will be considered resolved. If it is decided by majority vote of quorum that the proposed action does not fully cure the potential or actual conflict, the board will appoint a committee to evaluate the potential or actual conflict and make written recommendations for final vote.

- E. If a committee is requested or required according to this policy, it will assemble before the next scheduled board meeting. The committee will consist of the ISK CEO, Board Chair, at least one other Board Member, ISK Corporate Counsel and the ISK Corporate Compliance Officer (provided that all parties are disinterested). If a committee member is unavailable to meet, she or he will produce a written opinion on the matter. The committee will form a written recommendation with supporting documentation. Upon completion of committee process, the committee will present its findings to the full board for final vote at the next scheduled board meeting (see Step H).
- F. The Board will vote to determine whether the committee's recommendation is sufficient as written, according to this policy and relevant law. The Involved Board Member(s) shall not participate in any vote on the matter. If it is decided by majority vote of quorum that the committee's recommendation is sufficient as written, the recommendation will be enacted with supporting documentation and the issue will be considered resolved.
- G. If it is decided by majority vote of quorum that the committee's recommendation is insufficient as written, the Board shall consider the following:
1. Whether ISK can obtain a more advantageous transaction or arrangement with reasonable efforts from a person or entity that would not give rise to a conflict of interest and thus avoid unnecessary risk to the organization.
  2. If a more advantageous transaction or arrangement is not reasonably attainable under circumstances that would not give rise to a conflict of interest, the disinterested members of the Board shall consider granting a waiver and shall act with full knowledge and acceptance of all potential risks.
- H. Michigan law specifically provides support for granting a waiver of a Conflict of Interest arising under the following Conflict of Interest exception scenarios:
1. A Community Mental Health Services Program (CMHSP) Board member may be a party to a contract with a CMHSP or administer or financially benefit from that contract, if the contract is between the CMHSP and the Regional Entity;
  2. A CMHSP Board member may also be a member of the Regional Entity Board, even if the Regional Entity has a contract with the CMHSP;

3. A CMHSP Board may approve a contract with the Regional Entity, if a CMHSP Board member is also an employee or independent contractor of the Regional Entity; and
  4. CMHSP public officers (e.g., Board members, officers, executives and employees) may also be Board members, officers, executives and employees of the Regional Entity, even if the Regional Entity contracts with the CMHSP, subject to any prohibition imposed by the Michigan Department of Health and Human Services in that regard.
- I. A conflict of interest waiver may be granted if the Board determines that it is not able, with reasonable efforts, to obtain a more advantageous transaction, arrangement, proceeding or other matter from another person or entity not involving the Board member, or that the actual or potential conflict is not so substantial as to be likely to affect the integrity of the services which the entity may expect from the Board Member. The Board may vote to waive the potential or actual conflict of interest and proceed with the proposed transaction, arrangement, proceeding or other matter and/or the Board member's participation in the matter. A Conflict of Interest Waiver shall be made in writing and signed by the Chairperson of the Board (or Vice Chair if the conflict involves the Chairperson) on the Conflict of Interest Waiver form (Exhibit C). The Conflict of Interest Waiver may restrict the Board member's participation in the matter, to the extent deemed necessary by the Board or the Conflict of Interest waiver may cover all matters the Board member may undertake as part of his/her official duties with the Board, without specifically enumerating such duties. All Conflict of Interest Waivers shall be issued prior to the Board member's participation in any transaction, arrangement, proceeding or other matter on behalf of ISK.

## REFERENCES

- Mental Health Code, 1974 PA 258, MCL 300.1001 to 300.2106
- 1978 PA 566, MCL 15.181 to 15.185 (incompatible public offices)
- 1968 PA 317, MCL 15.321 to 15.330 (contracts of public servants with public entities)
- 45 CFR Part 74 (Federal Procurement Regulations)
- 45 CFR Part 92 (Federal Procurement Regulations)
- 42 USC 1396a (Federal Medicaid Statute)
- Michigan Medicaid State Plan
- 18 USC 208 (Federal Conflict of Interest Statute)

- IRS Conflict of Interest Guidelines, Policies and Pronouncements for Charitable Tax-Exempt Nonprofit Entities

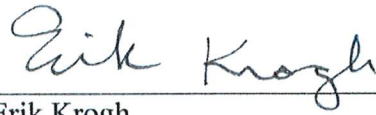
**EXHIBITS**

- A. Board Member Disclosure Statement
- B. Resolution of the Board
- C. Conflict of Interest Waiver

**CHIEF EXECUTIVE OFFICER**

  
\_\_\_\_\_  
Jeff Patton  
Chief Executive Officer

**APPROVED**

  
\_\_\_\_\_  
Erik Krogh  
Board Chair

# BOARD MEMBER DISCLOSURE STATEMENT

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## PURPOSE

The Conflict of Interest Policy adopted by the Board of Directors of ISK requires annual disclosure of certain Interests. It is not uncommon to have these interests, but you are required to make them known to ISK.

Use this questionnaire to disclose where you or your Family Members have affiliations, interests or relationships, and/or have taken part in transactions. Your answers will be reviewed to determine whether a conflict of interest exists according to ISK Policy.

## INSTRUCTIONS

1. Please read the Conflict of Interest policy and know the definitions for terms in this form.
2. Answer all questions. Please do not leave any question blank if the correct response is "no".
3. For purposes of this form, the definition of "Family Member" includes spouse, parent, sibling (whole or half-blood), a spouse's parents, children (natural or adopted), grandchildren, great grandchildren, step family members, any person sharing the same living quarters in an intimate, personal relationship and spouses of siblings, children, grandchildren, great grandchildren and all step family members.
4. Where this form refers to "you," it is also referring separately to each Family Member. Your response should indicate whether you are disclosing an interest of you or a Family Member (and, in the case of a Family Member, the nature of your relationship with that Family Member).
5. Disclose all potential Conflicts of Interest that currently exist, even if you previously reported them.
6. Complete the questionnaire, date it and sign the affirmation at the end of the document.
7. Each Board member has a duty to disclose the existence of a Financial Interest or other actual or potential conflict of interest and all related material facts annually to the Board using this form.

**You must report any relationship that creates a potential Conflict of Interest that occurs between now and the completion of the next annual Conflict of Interest Annual Disclosure and Acknowledgment form completion.** Any potential conflicts of interest that arise after the questionnaire has been completed should be immediately reported to the Compliance Officer.

## CAUTION

May contain privileged and confidential information not subject to FOIA.

# BOARD MEMBER DISCLOSURE STATEMENT

## CONFLICT OF INTEREST DISCLOSURE AND ACKNOWLEDGMENT

Name: \_\_\_\_\_

### I. POSITION (Board Member)

- A. I hold the following additional positions(s) and/or have the following relationship(s) with ISK:

### II. OUTSIDE INTERESTS

- A. Do you or any Family Member hold, directly or indirectly, an ownership or investment interest in any entity that does business with ISK?  
 No  Yes (explain in Part VI-Page 5)
- B. Do you or any Family Member hold, directly or indirectly, a compensation arrangement with any client, business entity, vendor, provider, contractor or consultant that does business with ISK (*examples: compensation for employment or independent contractor services, consulting fees, board stipends or fees, advisory committee fees, honoraria, etc.*)?  
 No  Yes (explain in Part VI-Page 5)
- C. Do you or any Family Member hold, directly or indirectly, a director, trustee, officer or board committee position with any other business entity that does business with ISK?  
 No  Yes (explain in Part VI-Page 5)
- D. Do you or any Family Member have any personal loans, advances or other indebtedness to or from any client, business entity, vendor, provider, contractor or consultant who also does business with ISK? (*Note: you may exclude charge cards and personal or mortgage loans at market rates from financial institutions*)  
 No  Yes (explain in Part VI-Page 5)
- E. Do you or any Family Member provide managerial, consultative or other services to or on behalf of any other client, business entity, vendor, provider, contractor or consultant that does business with ISK?  
 No  Yes (explain in Part VI-Page 5)
- F. Do you or any Family Member employ or otherwise retain any ISK personnel for work on non-ISK business done outside of ISK?  
 No  Yes (explain in Part VI-Page 5)
- G. Have you or any Family Member been a party to any action, lawsuit or proceeding during the past five years that might be deemed material to evaluating your ability, your integrity or your interests with respect to ISK?  
 No  Yes (explain in Part VI-Page 5)
- H. Do you or any Family Member know of any recent or pending actions, lawsuit or proceeding in which you have an interest adverse to the interests of, or are a party adverse to ISK?  
 No  Yes (explain in Part VI-Page 5)



## BOARD MEMBER DISCLOSURE STATEMENT

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### III. INSIDE ACTIVITIES

- A. Have you or any Family Member attempted to influence ISK concerning the employment or retention of any immediate family member or other individual with whom you have a business or personal relationship?  
 No  Yes (explain in Part VI-Page 5)
- B. Do you or any Family Member have any personal loans, advances or other indebtedness owed to ISK?  
 No  Yes (explain in Part VI-Page 5)
- C. Is any ISK director, officer, employee, consultant, contractor or business associate a Family Member?  
 No  Yes  
if yes, please specify name and relationship:  
\_\_\_\_\_
- D. Are you or a Family Member an employee of any ISK director, officer, employee, consultant, contractor or business associate?  
 No  Yes  
if yes, please specify employer(s)  
\_\_\_\_\_
- E. Do you or a Family Member have a written contract with any ISK director, officer, employee, consultant, contractor or business associate?  
 No  Yes  
if yes, please specify name and relationship:  
\_\_\_\_\_

### IV. GIFTS, GRATUITIES AND ENTERTAINMENT

- A. Have you or any Family Member accepted gifts, gratuities or other favors from any client, business entity, vendor, provider or consultant under circumstances from which a reasonable person might think that such action was intended to influence you in the performance of your duties on behalf ISK? *(Note: this does not prohibit the acceptance of reasonable items of nominal value.)*  
 No  Yes (explain in Part VI-Page 5)
- B. Have you or any Family Member accepted any gifts, gratuities, favors or benefits of higher than nominal value from any client, business entity, vendor, provider or contractor, or consultants of ISK?  
 No  Yes (explain in Part VI-Page 5)

### V. OTHER

- Do you or a Family Member have any other interest, activities, investments or involvement that you think might be relevant for full disclosure of all actual, apparent or possible conflicts of interest?  
 No  Yes (explain in Part VI-Page 5)

# BOARD MEMBER DISCLOSURE STATEMENT

**VI. IF YOU ANSWERED YES TO ANY OF THE QUESTIONS ON THE CONFLICT OF INTEREST DISCLOSURE FORM, YOU MUST COMPLETE THIS SECTION**

List the question number and describe the Conflict of Interest exception(s) in detail. Explain how you intend to manage or resolve the disclosed Conflict of Interest exception(s). Attach additional pages as necessary.

**VII. AFFIRMATION**

I hereby state that:

1. I have read, understand and will comply with the ISK Board Conflict of Interest policy.
2. I agree to report to the Compliance Officer any change in the responses to each of the foregoing questions that may result from changes in circumstances that may develop before the completion of my next annual Conflict of Interest Disclosure form.
3. I agree to report to the Compliance Officer any further financial interest, situation, activity or conduct that may develop before completion of my next annual Conflict of Interest Disclosure form.
4. The information contained in this Conflict of Interest Disclosure form is true and accurate to the best of my knowledge and belief as of the date below.

Sign: \_\_\_\_\_ Date: \_\_\_\_\_

Print Name: \_\_\_\_\_

**CONFLICT OF INTEREST**

Name: \_\_\_\_\_

Position: \_\_\_\_\_

**INTERNAL REVIEW (as applicable)**

No conflicts reported

Personal conflict: \_\_\_\_\_

Financial conflict: \_\_\_\_\_

Board review date: \_\_\_\_\_

Board review date: \_\_\_\_\_

Waiver granted by Board -  Yes  No Date: \_\_\_\_\_

\_\_\_\_\_  
Corporate Counsel Signature Date

\_\_\_\_\_  
Compliance Officer Signature Date

**Notes:**

INTEGRATED SERVICES OF KALAMAZOO

RESOLUTION OF THE BOARD

Appointment to the Southwest Michigan Behavioral Health Board

WHEREAS, Integrated Services of Kalamazoo ("CMHSP") has adopted a Conflict of Interest Policy (the "Policy") requiring certain individuals to disclose Conflicts of Interest, as defined in the Policy, on the CMHSP's Conflict of Interest Policy Disclosure Statement to the CMHSP Board (the "Board");

WHEREAS, the Board has received the Conflict of Interest Policy Disclosure Statement Attached as Exhibit A, (the "Statement") in which \_\_\_\_\_ and \_\_\_\_\_ have disclosed a Conflict of Interest which requires the Board's consideration;

WHEREAS, the Board has undertaken such investigation, deliberation and discussion of the Conflict of Interest disclosed on the Statement and the potential Conflict of Interest created thereby, in accordance with the requirements of the Policy, to reach an informed decision regarding the matter; and

WHEREAS, pursuant to MCL 330.1204b, CMHSP is authorized and desires to appoint \_\_\_\_\_ to the Southwest Michigan Behavioral Health Board; and

WHEREAS, pursuant to MCL 330.1204b, CMHSP is authorized and desires to appoint \_\_\_\_\_ as an alternate member of the Southwest Michigan Behavioral Health Board to participate on that Board when \_\_\_\_\_ is unable to do so;

THEREFORE, the Board adopts the following resolutions:

- 1. Due Diligence Review - After due consideration of the factors described in the Policy, the Board has determined that it is not, with reasonable efforts, able to obtain a more advantageous arrangement from a person other than \_\_\_\_\_ and \_\_\_\_\_, and that the Conflict of Interest disclosed on the Statement is not so substantial as to be likely to affect the integrity of services which the CMHSP may expect from \_\_\_\_\_ and \_\_\_\_\_.
2. Waiver - In consideration of such due diligence review, the Board grants the written Conflict of Interest Waivers attached to this resolution as Exhibit B.
3. Appointment - The Board appoints \_\_\_\_\_ to serve on the Southwest Michigan Behavioral Health Board. Further, the Board appoints \_\_\_\_\_ to serve as an alternate member of the Southwest Michigan Behavioral Health Board, to participate on that Board when \_\_\_\_\_ is unable to do so.

Date \_\_\_\_\_ enter Board Members name here , Board Member

**INTEGRATED SERVICES OF KALAMAZOO**  
**CONFLICT OF INTEREST WAIVER**

**Review of the Disclosed Conflict of Interest**

In accordance with the requirements of Integrated Services of Kalamazoo's (the "CMHSP") Conflict of Interest Policy, the CMHSP Board has undertaken appropriate due diligence review and deliberation regarding the Conflict of Interest disclosed by \_\_\_\_\_ on the Conflict of Interest Disclosure Statement (the Statement) attached as Exhibit A.

**Board Resolution Granting Conflict of Interest Waiver**

At the conclusion of such due diligence review and deliberation, at its meeting on \_\_\_\_\_, the Board passed the resolution attached as Exhibit B in which it determined that it is not, with reasonable efforts, able to obtain a more advantageous arrangement from a person other than \_\_\_\_\_ and the Conflict of Interest disclosed on the Statement is not so substantial as to be likely to affect the integrity of services which the CMHSP may expect from \_\_\_\_\_ and granted this Conflict of Interest Waiver under the terms described below.

**Conflict of Interest Waiver Terms and Conditions**

**Name of Interested Person:**

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**Description of Conflict of Interest:**

\_\_\_\_\_ serves as a member of the Board for Southwest Michigan Behavioral Health and at the same time serves on the CMHSP Board.

**Description of the Transaction, Arrangement, Proceeding or Matter to which the Conflict of Interest Applies:**

CMHSP has contract with Southwest Michigan Behavioral Health under which the CMHSP provides, among other things, mental health services to Medicaid beneficiaries, for which the Southwest Michigan Behavioral Health compensates the CMHSP using federal and state government funds.

**Interested Person's Role in the Transaction, Arrangement, Proceeding or Matter:**

\_\_\_\_\_ serves as a member on the Southwest Michigan Behavioral Health Board and in this role may be directly or indirectly involved in decisions regarding the award of contracts to CMHSP and the amount of federal and/or state government funds paid to CMHSP through or by the Southwest Michigan Behavioral Health.

**INTEGRATED SERVICES OF KALAMAZOO**  
**CONFLICT OF INTEREST WAIVER**

**Scope of Waiver and Restrictions, if any:**

This Conflict of Interest Waiver shall cover all matters \_\_\_\_\_ may undertake as part of his official duties with the CMHSP concerning any matters arising between the CMHSP and the Southwest Michigan Behavioral Health.

\_\_\_\_\_  
President/Chairperson of the Board Signature

\_\_\_\_\_  
Date

\_\_\_\_\_  
(Print Name)