

**ALASKA MENTAL HEALTH TRUST AUTHORITY
FULL BOARD COMMITTEE MEETING
HYBRID/WEBEX
August 30, 2023
8:30 a.m.**

**Originating at:
Alaska Mental Health Trust Authority
3745 Community Park Loop, Suite 200
Anchorage, Alaska 99508**

Trustees Present:

Anita Halterman, Chair
Brent Fisher
Kevin Fimon
Agnes Moran
John Sturgeon
John Morris
Rhonda Boyles

Trust Staff Present:

Steve Williams
Katie Baldwin-Johnson
Kat Roch
Miri Smith-Coolidge
Michael Baldwin
Eric Boyer
Allison Biastock
Kelda Barstad
Debbie DeLong
Valette Keller
Travis Welch
Autumn Vea
Janie Ferguson
Luke Lind
Jimael Johnson

Trust Land Office staff present:

Jusdi Warner
Jeff Green
Sarah Morrison
Blain Alfonso
Ashley Oien
Heather Weatherall
Cole Hendrickson

Also participating:

John Springsteen; Stephanie Hopkins; Stephanie Wheeler; Patrick Reinhart; Jon Haghayeghi;
Commissioner Kim Koval; Commissioner Heidi Hedberg; Brent Moore; Marty Lang; Don

Habeger; Jenny Weisshaupt; Charlene Tautfest; Diane Fielden; Representative Justin Ruffridge; Leah Van Kirk; Julie Bussman; Lisa Cauble; Brenda Moore; Charity Lee; Alex Eissler; Sara Clark; Desiree Scott; Jenna Crafton; Robert Tasso; Steph Kings.

PROCEEDINGS

CALL TO ORDER

CHAIR HALTERMAN called the Full Board meeting to order and began with a roll call. She noted that they had a quorum to do business. She asked for any announcements. There being none, she moved to the Personnel Update and asked for a motion.

PERSONNEL UPDATE

MOTION: Per AS 44.62.310(c), a motion that the Alaska Mental Health Trust Authority Full Board of Trustees move into Executive Session regarding personnel matters. No decisions will be made in the Executive Session. The motion was by TRUSTEE BOYLES; seconded by TRUSTEE MORAN.

After the roll-call vote, the MOTION was APPROVED. (Trustee Morris, yes; Trustee Moran, yes; Trustee Fimon, yes; Trustee Sturgeon, yes; Trustee Fisher, yes; Trustee Boyles, yes; Chair Halterman, yes.)

(Executive Session from 8:33 a.m. until 9:14 a.m.)

CHAIR HALTERMAN stated that Verne' Boerner joined us online, and she welcomed her.

MS. BOERNER stated that she just passed her written exams and was congratulated.

CHAIR HALTERMAN stated that need to come out of Executive Session, and asked for the motion to be read.

MOTION: Returning from the Executive Session, for the record, she, her fellow trustees, and members of the Trust Authority are returning to the Full Board of Trustees meeting from the Executive Session. We did not make any decisions during the Executive Session. The motion was made by TRUSTEE BOYLES; seconded by TRUSTEE FIMON.

CHAIR HALTERMAN asked for any resistance to coming out of Executive Session. Seeing and hearing none, they were out of Executive Session.

CHAIR HALTERMAN moved into the regular meeting and stated that they would be recessing because of a site visit. She asked CEO Williams for some background.

CEO WILLIAMS stated that the Complex Care facility was one of the first housing shelters or space for folks who are houseless and experiencing complex medical needs. He continued that the Trust provided funding for the stand-up of this about two years ago. They would be meeting the executive director and staff to talk about their services and what they do to help with beneficiaries.

CHAIR HALTERMAN recessed the meeting.

(Site visit.)

CHAIR HALTERMAN stated the this was the time on the agenda for the trustee meeting and introduced Gene Hickey with the Department of Law to help with training.

TRUSTEE TRAINING

MR. HICKEY stated that he was there to do some Open Meetings Act training for the Board. He explained that this might be Trustee Morris' first endeavor, and that we did it for everyone else either last year or the year before. He went through the requirements of the Open Meetings Act and encouraged discussion on some of the points, questions, and the need for any clarification. He explained that the Open Meetings Act is part of the Administrative Procedures Act that is found in Title 44 of the Alaska Statutes. The Open Meetings Act is an important piece of legislation from the perspective of conducting business by the board. It encompasses two sections in the Act, and is a pretty short law. The Legislature kept it simple and easy to follow and understand. It is short in wordage, but the impacts are extensive, and the questions flow from it on a consistent and daily basis. The Act was adopted in 1959 and had been amended several times; the last time being in 2009. He talked about application, who it applies to, what it applies to, exclusions, exceptions, and then the various requirements of and definitions concerning verbiage contained in the Act. Then he talked about violations and penalties. He explained that Section 312 identifies that boards and commissions are required to do the people's business rather than the board's business. The Legislature determined that if the people's business will be conducted, that it be conducted in an open forum so that people can be involved. He added that public comment is not found anywhere in the Act, but almost every board and commission provides for a public-comment period. The Law Department strongly recommends a public-comment period. The other important part about Section 312 and the purpose of the Act is that openness is the rule. He talked about what constituted a meeting. The applicable provision, since the Trust is not a recommending or advisory body, it can set policy, vote, and take action. For voting, in this case it requires either more than three members or a majority of the members, whichever is less. Because this is a group of seven, four is the majority. Since each of the committees are committees of the whole, he stressed that committees need to be public-noticed with a meeting of two or more. He continued to Executive Sessions and what is permitted under Section 310(c)3. He stated that this Board has been above board on all of these issues in the past that he had been involved with. He explained that there would be trouble if the Board goes into Executive Session for a considerably long period of time. Although the law permits it, in order to keep the public advised if they would be in the session for any lengthy period of time, three, four, or five hours, he recommended letting the public know ahead of time. He also suggested, when coming out of Executive Session, to not reconvene the public session until the public has time to rejoin. He added that that was not required under the Act, but as a courtesy to the public, it goes a long way to letting them know that you are working with them and not against them. He moved to the two exceptions of action in Executive Session. Counsel can be told to take certain action if litigation or negotiation was discussed. The other is if dealing with labor negotiations, the labor negotiator could be advised of what action or direction those negotiations go into, given the confines of that negotiation authority. He explained violations and penalties. He pointed out that advisory boards have no penalties if the Act is violated. The damage would be to the reputation of the body that was found to have violated the

Act. That could be pretty significant from a public perception standpoint. The penalties would be voiding the action that was done in violation of the Act. If someone objects to something that took place, they have 180 days to file a lawsuit. If action is voided, the board can remedy that situation by retaking up the issues. It does not mean that a Court would permit it. The public process needs to be gone through, so it does not stay voided at that action. It is still not a simple solution; the entire public process has to be gone through and the things considered that should have been done openly. He then gave an example of a board that chronically violated the Open Meetings Act and the consequences. He stated that one of the things the trustees need to know is the new statute for the Trust was recodified in Title 44, Chapter 25, because of the Governor's executive orders with the Department of Health.

CHAIR HALTERMAN called for lunch. After lunch they would be revisiting a motion from yesterday, procedurally. Trustee Moran correctly found out that the amendment action should have been voted on separately. The vote from yesterday on the budget would be rescinded; a vote needs to be had on the amendment; and then a vote on the budget.

(Lunch break.)

CHAIR HALTERMAN called the meeting to order and read a statement: "There was some confusion yesterday over the adoption of an appropriation of funds from MHTAAR and Mental Health Admin and Authority Grant funds for Fiscal Year 2025. The Board of Trustees wants to make sure to get this procedurally correct for adopting these appropriations. While the motion to adopt these appropriations was on the floor, there was another motion introduced to amend that main motion. The Board, after receiving legal advice, believes that the proper way to handle this situation is to do the following: One is to entertain a motion to rescind the adoption of the main motion, as amended; and then to entertain a motion to amend the proposed appropriation consistent with Trustee Boyles' amended motion; and then to establish a motion to adopt the proposed appropriations, as amended." With that, she entertained a motion to rescind yesterday's amended motion.

MOTION: A motion to rescind the motion on the main motion that was presented that we passed yesterday in order to adopt the proper procedure. The motion was made by TRUSTEE FIMON; seconded by TRUSTEE STURGEON.

After the roll-call vote, the MOTION was approved. (Trustee Boyles, yes; Trustee Fisher, yes; Trustee Sturgeon, yes; Trustee Fimon, yes; Trustee Moran, yes; Trustee Morris, yes; Chair Halterman, yes.)

CHAIR HALTERMAN stated that the motion from yesterday was rescinded, and she asked for the next motion.

MOTION: A motion to amend the proposed appropriations for MHTAAR, MHT Admin and Authority Grant funds for Fiscal Year 2025 as follows: A, increase MHTAAR and MHT Admin by \$100,000; B, increase GF/MH to adopt DOC Discharge Incentive Grant project in the disability justice focus area by \$200,000; C, under Column AH, the MHTAAR MHT admin increases from \$100,000 to \$200,000; and D, under Column AJ, which is GF/MH, increase it from zero dollars to \$200,000. The motion was made by TRUSTEE MORRIS; seconded by TRUSTEE FIMON.

CHAIR HALTERMAN asked for any discussion. Seeing none, she called the roll.

After the roll-call vote, the MOTION was APPROVED. (Trustee Morris, yes; Trustee Moran, no; Trustee Fimon, yes; Trustee Sturgeon, yes; Trustee Fisher, yes; Trustee Boyles, yes; Chair Halterman, yes.)

CHAIR HALTERMAN stated that the amended motion passed to adjust that budget. She asked for the next motion.

MOTION: A motion that the Board of Trustees appropriate MHTAAR MHT Admin Authority Grant funds for Fiscal Year 2025 in the amount of \$39,714,700. This consists of \$20,272,700 of MHTAAR and MHT Admin, and \$19,442,000 for Authority Grants. These funds are to be used for the programs and activities described and detailed in the Fiscal Year 2025 budget recommendations document prepared for the August 29th and 30th, 2023, board meetings. Included in this motion is an increase in appropriation to \$10,937,400 in the GF/MH funds, and \$8,100,000 of Other funds for Fiscal Year 2025. The motion was made by TRUSTEE MORRIS; seconded by TRUSTEE FIMON.

CHAIR HALTERMAN asked for any discussion before considering the vote. There being none, she called the roll.

After the roll-call vote, the MOTION was APPROVED. (Trustee Boyles, yes; Trustee Fisher, yes; Trustee Sturgeon, yes; Trustee Fimon, yes; Trustee Moran, no; Trustee Morris, yes; Chair Halterman, yes.)

CHAIR HALTERMAN stated that the vote from yesterday is now procedurally corrected. She thanked Trustee Moran for her persistence and patience in working through this process. It was a lesson learned, and we will be more careful in the future. She recognized CEO Williams for an announcement.

CEO WILLIAMS stated that he wanted the trustees to know that the Legislative Budget & Audit Committee met while we were on the site visit. There was a request for another audit of the Trust related to the commercial real estate properties owned and that the TLO manages. He handed out the memo included from the committee hearing. He had not listened to the committee hearing, and had no details of what was discussed. He also had not yet debriefed with the staff that had listened. He continued that it sounded like there were other things in the queue, and that this audit would be pushed out. That does not mean that we do not take it seriously. He stated that he would look into it, connect with the team and address what they anticipate should be the next steps for looking into the concerns raised by the LB&A.

CHAIR HALTERMAN asked for any questions, and stated that they would be learning more in time. With that, she asked for a motion to go into Executive Session.

MOTION: A motion that the Board of Trustees go into Executive Session to receive legal advice from our counsel concerning our governance documents and procedures. Pursuant to AS 44.62.310 (c) 2 and 3, the discussion on the governance documents will touch upon personal matters that may tend to prejudice the reputation or character of

individuals, and we will also discuss information that is protected by the attorney/client privilege that is confidential under the law. The motion was made by TRUSTEE FISHER; seconded by TRUSTEE MORRIS.

After the roll-call vote, the MOTION was APPROVED. (Trustee Boyles, yes; Trustee Fisher, yes; Trustee Sturgeon, yes; Trustee Fimon, yes; Trustee Moran, yes; Trustee Morris, yes; Chair Halterman, yes.)

CHAIR HALTERMAN stated that they would be going into Executive Session and that Gene Hickey will be in the room with the board.

(Executive Session from 1:06 p.m. until 2:47 p.m.)

MOTION: A motion that the trustees and members of the Trust Authority and the Trust Land Office are returning to the Full Board of Trustees meeting from the Executive Session. We did not make any decisions during the Executive Session. The motion was made by TRUSTEE FISHER; seconded by TRUSTEE MORRIS.

MR. HICKEY stated, just for clarification, that no decisions were made during Executive Session other than to give direction to the attorney.

CHAIR HALTERMAN noted that Trustee Moran had to leave for a brief time during that Executive Session, so she was not available for the entire Executive Session, but she was now back in the room. She called the vote.

After the roll-call vote, the MOTION was APPROVED. (Trustee Morris, yes; Trustee Moran, yes; Trustee Fimon, yes; Trustee Sturgeon, yes; Trustee Fisher, yes; Trustee Boyles, yes; Chair Halterman, yes.)

CHAIR HALTERMAN stated that after the Executive Session, there was a motion to be considered.

MOTION: A motion moved that the board direct the Alaska Mental Health Trust Authority CEO, as trustees have encountered some difficulty in opening documents provided to us by counsel that are necessary for the performance of our duties, to immediately acquire and provide to each trustee a laptop computer that includes the software Work, Microsoft Office Suite, Adobe, State of Alaska e-mail access, and the policies and procedures of the Mental Health Trust Authority. The motion was made by TRUSTEE MORRIS; seconded by TRUSTEE FISHER.

CEO WILLIAMS asked for some clarification. He wanted to make sure that typically what has happened when trustees onboard they are given the opportunity for an iPad or a laptop.

TRUSTEE MORRIS stated that they need to be able to use the Office Suite and may or may not want to have a choice on that in the future. Basically, it would just be laptops.

After the roll-call vote, the MOTION was APPROVED. (Trustee Boyles, yes; Trustee Fisher, yes; Trustee Sturgeon, yes; Trustee Fimon, yes; Trustee Moran, yes;

Trustee Morris, yes; Chair Halterman, yes.)

CHAIR HALTERMAN stated that the motion passed and asked for some real small, compact laptops. She asked for the next motion.

MOTION: A motion that per A 44.62.310(c), the Alaska Mental Health Trust Authority Full Board of Trustees move into Executive Session to receive legal counsel regarding Constantine Mine and a recently received memorandum of audit from the Legislative Budget & Audit Committee. No decisions will be made in Executive Session. The motion was made by TRUSTEE MORRIS; seconded by TRUSTEE MORAN.

After the roll-call vote, the MOTION was APPROVED. (Trustee Morris, yes; Trustee Moran, yes; Trustee Fimon, yes; Trustee Sturgeon, yes; Trustee Fisher, yes; Trustee Boyles, yes; Chair Halterman, yes.)

(Executive Session from 2:55 p.m. until 3:52 p.m.)

MOTION: A motion was made that he, his fellow trustees and the members of the Trust Authority are returning to the Full Board of Trustees meeting from the Executive Session. We did not make any decisions during Executive Session other than to advise legal counsel. The motion was made by TRUSTEE FIMON; seconded by TRUSTEE MORAN.

After the roll-call vote, the MOTION was APPROVED. (Trustee Morris, yes; Trustee Moran, yes; Trustee Fimon, yes; Trustee Sturgeon, yes; Trustee Fisher, yes; Trustee Boyles, yes; Chair Halterman, yes.)

CHAIR HALTERMAN stated that they were back on the record and moved into the board elections. She continued that she was making one change to committee assignments. A new trustee will step into the role of our Finance Committee. She asked for clarification from Mr. Hickey on the effective date of committee assignments. She knows that the Executive Committee, the board chair, vice chair, and secretary are clear on when the effective date of their assignments are.

MR. HICKEY stated that he would look into it and get back to her.

CHAIR HALTERMAN stated that Trustee Moran will continue as chair of Program & Planning; Trustee Sturgeon as Resource Committee chair; Trustee Fimon will continue on as Audit & Risk chair; and Trustee Morris will be moving into the Finance Committee chair position. She opened the floor for nominations for the position of chair.

MOTION: A motion was made nominating Anita Halterman to be the chairman. The motion was made by TRUSTEE STURGEON; seconded by TRUSTEE MORAN.

TRUSTEE FIMON asked for a clarification of the succession of how many terms in a row a person could serve, and asked if a term was a full term or is a term when someone fills another's position.

CHAIR HALTERMAN replied that the governance rules as written were not very clear on that and gave a historical perspective of Chris Cooke and his chairmanship. She consented to the nomination. She asked three times for any other nominations for the position of chair. Hearing and seeing none, she closed the nominations.

After the roll-call vote, the MOTION was APPROVED. (Trustee Morris, yes; Trustee Moran, yes; Trustee Fimon, yes; Trustee Sturgeon, yes; Trustee Fisher, yes; Trustee Boyles, no; Chair Halterman, yes.)

CHAIR HALTERMAN stated that she would continue as chair and thanked all. She opened the nominations for the position of vice chair.

MOTION: A motion was made nominating Brent Fisher as vice chair. The motion was made by TRUSTEE MORAN; seconded by TRUSTEE BOYLES.

TRUSTEE FISHER accepted the nomination.

CHAIR HALTERMAN asked three times for other nominations for the position of vice chair. Hearing and seeing none, she moved to the roll-call vote.

After the roll-call vote, the MOTION was APPROVED. (Trustee Boyles, yes; Trustee Fisher, yes; Trustee Sturgeon, yes; Trustee Fimon, yes; Trustee Moran, yes; Trustee Morris, yes; Chair Halterman, yes.)

CHAIR HALTERMAN congratulated Trustee Fisher on the position of vice chair. She stated that the position of secretary was open, and asked for a nomination for the position of secretary.

MOTION: A motion was made nominating Agnes Moran as secretary. The motion was made by TRUSTEE FISHER; seconded by TRUSTEE STURGEON.

CHAIR HALTERMAN asked three times other nominations for the position of secretary. Hearing and seeing none, she moved to the roll-call vote.

After the roll-call vote, the MOTION was APPROVED. (Trustee Boyles, yes; Trustee Fisher, yes; Trustee Sturgeon, yes; Trustee Fimon, yes; Trustee Moran, yes; Trustee Morris, yes; Chair Halterman, yes.)

CHAIR HALTERMAN congratulated Trustee Moran and welcomed her to the Executive Committee. She stated that the nominations were closed, and they have their Executive Committee. She thanked the Board for their support and hoped as they made their way through the governance changes the next successor would be identified. She moved to trustee comments.

TRUSTEE COMMENTS

TRUSTEE BOYLES stated that she did not mean to be offensive by not voting for Chair Halterman, but she had done a lot of homework and wanted to draw out attention under comments, as a matter of record. Regarding Article 5, Section 3, she went back and had phone conversations with the people who last signed these in 2017, and our officers may be reelected just like we just did. In the second sentence is also says: "The Board's intention is to allow

members the opportunity to serve in officers' roles in support of ongoing board development." She philosophically aligned with that, and purposely did not accept the offer to serve as your vice chair another time. She also would like to make it clear, and it is time to do it now, regarding our governance and bylaws, and she hoped that Mr. Hickey was listening and put it in writing. She noted that she served as secretary-treasurer and as vice chair, two basic terms, and did no work. She did not chair a meeting. She did not have to do much but make sure that Sandi and Miri did their jobs. She came on this Trust to be substantively a supporter of our benefactors and would like to free herself up from the Executive Committee and would do whatever this Board or the chair asks her to do. Lastly, she thought that they need to delegate to the vice chair something to do, because, sure, you can read the minutes, you can participate in the meetings, but unless the Chair asks you to do something, you do not feel like getting in her lane. She thanked everybody for listening.

CHAIR HALTERMAN stated that those were all good points, and we have begun the process. She thanked Trustee Boyles for her comments.

TRUSTEE FISHER thanked staff for everything they have done. He thought there was some significant transparency achieved with the financial documents that we now have available, and he appreciated the time and effort that went into that. There has been some very substantive discussion that will help the trustees in moving forward with any changes that need to be made in the charters and bylaws in re-looking at things. He stated appreciation for all the effort that the trustees have put in and their comments and willingness to be open about their concerns and direction that will ultimately benefit the beneficiaries of the Trust.

TRUSTEE STURGEON thanked the staff for the great work in getting the packets together and making the trustees look good. We are well informed with some good information, and it is presented logically. He agreed with Trustee Fisher, the new financial explanations were very helpful, understanding where the money is spent. The discussions were very substantive, and he felt it was a very good meeting.

TRUSTEE FIMON thanked all for running a great set of meetings. His first thank-you was to all of his fellow trustees. There were some hard issues that were worked through, and he stated appreciation for everyone's opinion and input. He was happy for the Mission Moment and getting to do a site visit. It gives a different perspective, and he came away with more appreciation of what we do. A big thank you to the CEO and to staff who always provide very good information. I agree that having a bit more backup and clarity was very helpful and very responsive to the things that were asked for in previous meetings.

TRUSTEE MORAN stated that a lot of work goes into these packets, and she appreciated it. She added that it was nice to have the clarity of the new financial forms and thanked all for some good discussions.

TRUSTEE MORRIS stated that everyone covered what he was going to say. He thanked all and appreciated the frank conversation we had. It is fairly often I am reminded there are a lot of folks smarter than I am, and today is one of those days.

TRUSTEE FISHER commented that he and Chair Halterman attended the groundbreaking for the crisis center, stabilization center over at Providence and wanted to commend CEO Williams.

He really represented the Trust well when he gave his speech, not only covering the role the Trust played in the Crisis Stabilization Center, but also everything that we had done within the State of a similar nature that was happening with Providence here in Anchorage. He did a really nice job, and he just wanted to acknowledge that because not everyone got to hear it.

CHAIR HALTERMAN added that it was a great event and we do not often get to do fun things. It was good to see the ribbon-cutting and that service coming online for the Anchorage residents. That was comforting for her. She thanked her fellow trustees for a very respectful discourse today. We are a very cohesive Board, and we work well together. She stated appreciation for the respect that we all show for each other and other folks that are in the room. She thanked the court reporter for always being tolerant of our need for going long or short or making adjustments and taking them all out of the room on occasion. She thanked Miri for always making sure that the technology is running efficiently. All of the staff contribute to developing the agenda, the material, and the transparency in the reports. It is an improved process, and she thanked her fellow trustees for weighing in to insure that has happened. She thanked all, and wishes everybody a great week and weekend.

CEO WILLIAMS thanked Trustees Fisher and Halterman for being at the event and for the kind remarks. He stated that Travis Welch had been offered and accepted the position of Director of Health and Rehabilitative Services over at the Department of Corrections. A huge compliment to him, and we could not think of a better person to be in that role. He will leave a big hole here, but will continue looking out for the beneficiaries in his new role. The Department of Corrections is one of the State departments that has a lot of interfaces with the Trust beneficiaries, and is also a good partner of the Trust. He thanked Mr. Welch for his five years. He did an amazing job, and we will continue to look forward to partnering with him over at the Department of Corrections.

CHAIR HALTERMAN stated that it was not goodbye; it was until we see you later. She wished Travis well.

MR. HICKEY got back on the question on the committee assignments. He stated that the bylaws and the charter documents are silent on both. If she reappointed new committee members, the terms of the prior membership would have terminated when their successors were appointed. In his opinion, those terms commence at the conclusion of this meeting.

CHAIR HALTERMAN asked for a motion to adjourn.

MOTION: A motion was to adjourn the meeting was made by TRUSTEE MORAN; seconded by TRUSTEE STURGEON.

There being no objections, the MOTION was APPROVED.

(Alaska Mental Health Trust Full Board meeting adjourned at 4:17 p.m.)