ALASKA MENTAL HEALTH TRUST AUTHORITY SPECIAL FULL BOARD MEETING June 20, 2024 3:00 p.m.

Hybrid Meeting: Alaska Mental Health Trust Authority 3745 Community Park Loop, #200 Anchorage, Alaska 99508

Trustees Present:

Anita Halterman, Chair Brent Fisher Kevin Fimon Agnes Moran (Virtual) John Morris Rhonda Boyles (Virtual)

Trust Staff Present:
Steve Williams
Katie Baldwin-Johnson
Michael Baldwin
Allison Biastock
Valette Keller
Kelda Barstad
Luke Lind
Debbie Delong
Eliza Muse
Carrie Predeger
Eric Boyer
Heather Phelps

Truste Land Office staff present:

Jusdi Warner Sarah Morrison Jeff Green

Tina Volker-Ross

Also participating:

Gene Hickey; James Brooks; Stephanie Wheeler; John Springsteen; Iris Samuels; Gennifer Moreau; Kathy Craft; Crystal; Jim; Sean Maquire.

PROCEEDINGS

CALL TO ORDER

CHAIR HALTERMAN called the meeting to order and began with a roll call.

APPROVAL OF THE AGENDA

MOTION: <u>A motion to approve the agenda was made by TRUSTEE FISHER;</u> seconded by TRUSTEE MORRIS.

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

ETHICS DISCLOSURES

CHAIR HALTERMAN asked if there were any ethics disclosures. Hearing none, she moved to the main topic of the personnel update and turned the floor to Mr. Williams.

PERSONNEL UPDATE

MR. WILLIAMS stated that he wanted to share information with the trustees which he also provided in writing. After 20 years of work here with the Trust as an organization, he was announcing his resignation as the CEO of the Alaska Mental Health Trust effective July 5. He continued that it was his privilege and honor to work alongside Trust beneficiaries, staff, trustees, as well as our partners at the State, Tribal Health, and in the community. He stated that the Trust is 30 years in its infancy, and he had been here for two thirds of that. Through funding, policy work, and advocacy, the Trust has served as a catalytic change agent to improve the lives of beneficiaries, whose voices are often not heard, and whose needs are not fully met. The positive impacts that the Trust has had and will continue to have on individual beneficiaries and their families, as well as the Alaska system of care, is really incredible. There are a lot of positive opportunities and growth for the Trust looking forward. He continued that the Trust is a special asset for Alaska. Other states admire the Trust. Other states are envious of the Trust. He was often asked, "How do I get a trust in my state?" He explained the history of the Trust, the litigation, the 10 years that it took to get through the litigation, and then the settlement itself. Alaska likes to take pride in things that stand us apart from other states, and the Trust is one of those things that stands us apart. He is grateful to have been a part of many positive changes, and for such a critical organization. He continued that he knows the Board of Trustees and the professional teams at the Trust Authority Office and the Trust Land Office are passionate about and committed to the mission of the Trust, and that the important and impactful work of the Trust will continue on a long, positive path as we move through a transition that organizations go through with the support of staff and trustees. He thanked all the beneficiaries, their families, persons engaged in recovery, those re-entering communities from periods of incarceration, and our Alaska Native partners and community providers who have shared their stories with him and the Trust. Those stories and insights have given the Trust a better understanding of the bright spots in our system of care, as well as the needs, gaps, and possible solutions to improve the system of care. There is no better way to understand problems and identify solutions than to listen to the people who are impacted, have experience, and are willing to share their wisdom and understanding. He stated that he looks forward to spending more time with his family, and plans to continue to make positive impacts for Alaska. He wished the Trust all the best in its continued growth, and its laser focus on its mission as a catalytic change agent for improving the lives of beneficiaries for the next 30 years and beyond. It has been wonderful to work with the current

staff, the current Board of Trustees, as well as those that predated us.

CHAIR HALTERMAN extended a heartfelt thank you to Mr. Williams for his service to the Trust. She stated that he made a huge difference for our beneficiaries over a long period of time, and that she will be forever grateful for his positive impact on this organization. She continued that she will sincerely miss him. She asked for a motion to go into Executive Session to discuss some planning for the future.

MOTION: Per AS 44.62.310(c) (1), (c) (2) and AS 39.25.080 (a), a motion that the Alaska Mental Health Trust Authority Full Board of Trustees convene into Executive Session to discuss confidential matters pertaining to the CEO transition. The motion was made by TRUSTEE MORRIS; seconded by TRUSTEE FISHER.

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

CHAIR HALTERMAN suggested that Valette Keller, Steve Williams, and Allison Biastock would join the Executive Session.

(Executive Session from 3:15 p.m. until 4:17 p.m.)

NOTICE OF RETURN FROM EXECUTIVE SESSION: For the record, myself, my fellow trustees, members of the Trust Authority are returning to the Full Board of Trustees meeting from the Executive Session. During the Executive Session, the Board of Trustees only discussed the items identified in the motion to move into Executive Session. The Board of Trustees did not take any action while in Executive Session. The statement was made by TRUSTEE MORRIS.

CHAIR HALTERMAN asked for another motion.

MOTION: A motion that the Special Full Board of Trustees designate Allison Biastock as acting Trust Chief Executive Officer effective July 6th, 2024. The motion was made by TRUSTEE MORRIS; seconded by TRUSTEE FISHER.

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

CHAIR HALTERMAN congratulated Allison Biastock, and called for the next motion to open the conversation about our process.

MS. KELLER stated that she distributed a memo handout detailing the recommended recruitment process, as well as a recruitment bulletin to recruit for a new permanent CEO.

MOTION: A motion that the Special Full Board of Trustees approve the Chief Executive Officer approval process and bulletins proposed by Valette Keller in the memo dated 20 June 2024. The motion was made by TRUSTEE MORRIS; seconded by TRUSTEE FISHER.

CHAIR HALTERMAN asked if there was any discussion.

TRUSTEE FISHER stated that the process of hiring a Trust CEO involves a two-step process and asking trustee statutory advisers. There are several places where the statutory advisers are involved in the process, and his understanding is that there is no statutory requirement that we involve anybody else in the process; so that is something that needs to be discussed. Since we now have nominated and approved an interim CEO, it seems like the interim CEO should provide operational support to trustees, even though that may be delegated. He continued that he is the only one that is still on the Board who was on the last Recruitment Committee, and initial interviews were not performed with Full Board involvement. The three-member Recruitment Committee did the initial resume screening, and then conducted the initial interviews. He continued that it was a pretty time-consuming process, and for the initial interview stage, it would be an unnecessary extra burden on the trustees. He suggested that the Ad Hoc Recruitment Committee conduct the first interviews. He stated that step 5 talks about having a meet and greet for trust advisers called by the staff advisers. He thought that needed to be clarified. He noted that there is no statutory requirement and it takes extra time and effort in the scoring and all the things that are listed as part of that step, and he proposed that we not have that as one of the steps. He believed that when candidates are brought in for the Full Board of Trustees to meet, that the statutory advisers and the advisory Boards should come meet the final candidates, but that they should not be part of the actual recruitment process. Under recruitment bulletin, some adjustments should be made for that, so that it is clear to the candidates for CEO that they answer to and are responsible to the Board of Trustees. He suggested that "mental illness" be changed to "mental health disorders." We may want to add some minimum recruitment requirements, to simplify the process. Many resumes were received the last time, and if we can help people self-filter to eliminate resumes of people that are not going to be appropriate, less time will be wasted when looking at the resumes.

CHAIR HALTERMAN noted that those changes would streamline and expedite the process and possibly eliminate the concern about other responsibilities that are clearly on our plate for the upcoming future.

MS. KELLER asked if the intention is for the Recruitment Committee to review all of the resumes and decide whom to invite to that first round of interviews.

TRUSTEE FISHER replied, yes, that would be his recommendation. He stated that it is okay for everybody to get the resumes, but the recruitment is an intensive process to go through all those. His recommendation, to take the burden off of the entire Board, have members of the ad hoc committee decide who is going to progress and move forward.

CHAIR HALTERMAN stated that her understanding of the process is that all of the trustees will get every applicant's application.

MS. KELLER responded that in the first draft of this, all trustees would receive all applications, along with the Recruitment Committee's recommendations to consider or not consider.

TRUSTEE MORRIS concurred with those changes, with the addition of moving step 7 to be placed on the agenda of the Full Board meeting August 28th, 29th. We may also, similarly, move up the approval to hire.

TRUSTEE MORAN asked if Ms. Keller could do a clean copy of that and send that out, so she

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is sure she knows what she is voting on.

CHAIR HALTERMAN called for a five-minute recess.

(Break.)

CHAIR HALTERMAN called the meeting back to order and asked Ms. Keller to clarify Step 6, which has the Board appointing up to three trustees to make an offer and negotiate the terms of employment. She asked whether or not that was the ad hoc committee, or if it was a new set of three trustees, and it could be either.

TRUSTEE FISHER stated that Step 6 has meet-and-greet scores, and those are going to be pulled out.

MS. KELLER answered, yes, Step 6 will say that the Board will review all interview notes.

CHAIR HALTERMAN stated that there will be other small technical edits that are a result of changes made during the meeting today, and we will address those, but this memo does cover the changes that were requested. She asked for any questions or observations about the changes.

TRUSTEE BOYLES asked if Step 6 of Ms. Keller's memo will be completely eliminated.

MS. KELLER responded that the previous Step 6 was the adviser meet-and-greet, and that has been deleted. The new Step 6 references a clerical error about the meet-and-greet, and that will be deleted.

TRUSTEE BOYLES asked if there will be no interaction with the advisory boards or the commissioners or anybody before an offer is made.

TRUSTEE FISHER replied that there is no requirement as a part of the recruitment, but it does not mean that we might not have something.

CHAIR HALTERMAN stated that later in the process they will have an opportunity to weigh in in a different way.

MS. KELLER stated that we can place that in the memo at any point in the process. The process can be altered. If we go through two rounds of interviews and trustees really want to call people back for a third round, we could add that later. If you find a stellar candidate in the first round and feel you do not need a second round, we can cut that out. This is not set in stone. The trustees can change its process. We can add to the size of the meet-and-greet later, if trustees feel that would be useful.

TRUSTEE MORAN stated that it looks like we still have "mental illness" in there. Usually, that is kind of the collective term that people are not really using anymore.

MS. BIASTOCK stated that there continues to be evolution in the terms that we use. We have updated "developmental disabilities," for example, to be "intellectual and developmental disabilities" based on our beneficiaries and preferences. We can certainly look at that. She continued that you will note that when we talk about beneficiary groups we have "mental illness"

in our materials. We can look at that and find out what the term is most preferred by beneficiary partners, and work on changes across the board.

TRUSTEE MORAN responded that this is just for the CEO recruitment, and that she is not asking that it be done across the board.

MS. KELLER noted that she missed that, and will do it quickly.

CHAIR HALTERMAN asked if there was anything further. Hearing and seeing nothing else in the room, she asked for the amended motion to be read.

MOTION: A motion that the Special Full Board of Trustees approve the Chief Executive Officer recruitment process and bulletin as proposed by Valette Keller in the memo dated 20 June 2024, and as amended today during this meeting. The motion was made by TRUSTEE MORRIS; seconded by TRUSTEE FISHER.

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

CHAIR HALTERMAN stated that we have a memo and a process.

MS. KELLER stated that the next step would be to appoint the Ad Hoc Recruitment Committee.

CHAIR HALTERMAN stated that there was a question by trustees to see if we could get a copy of the current job description. There were some recollections that there were some revisions that that needed to be made to the version that was given to folks on Friday. That is just so that trustees can look that document over for their reference, not necessarily to be looked at today.

TRUSTEE MORAN asked if a motion is necessary regarding the constitution or the makeup of the ad hoc Committee.

CHAIR HALTERMAN stated that the governance rules give the Chair the latitude to appoint ad hoc committees and to make appointments to committee chair assignments. She stated that she had been polling some trustees to see if she could find enough interest in establishing an ad hoc committee. She stated that she had the commitment from John Morris and Brent Fisher, and that she will round out that ad hoc committee.

TRUSTEE MORAN stated that she would like to see it be independent of the Chair. She continued that we have gone down a couple of different paths that we do not need to go down, and she is afraid of that being replicated in the recruitment process. She preferred that the committee be made up of Brent and Kevin and Rhonda.

TRUSTEE BOYLES asked the Chair if she received the last text. She stated that she never had a phone conversation with the Chair about availability, and that she will be in Anchorage the entire month of July.

CHAIR HALTERMAN stated, yes, but she had commitments from two other trustees, so she did not need to keep polling for additional interest.

TRUSTEE FIMON added that he did not wish to be on the ad hoc Committee.

TRUSTEE MORRIS stated that he had a strong interest in it, and would like to be on the committee, if there is room. As far as Trustee Fisher, he continued that he has seen him spend a good bit of work already on viewing and editing the job listing, and his understanding is that from the previous effort, he is also very involved in that. So those things make good sense, and that having the current Chair be involved is a fairly natural continuation of process.

TRUSTEE MORAN stated that she is going to agree to disagree with Trustee Morris here on this one. She stated that she is fine with Trustees Fisher and Boyles, but she believes that that this process needs a fresh set of eyes.

CHAIR HALTERMAN stated, at this point, she has the right to step out of this ad hoc Committee at any point in time if a conflict is perceived, but she is going to keep the committee as it is. If trustees want to have an offline conversation with her about stepping off this committee, she is willing to have a meaningful conversation; but that this is not the time or place. She noted that it does not have to be an ad hoc committee of three. If trustees can talk to her privately outside of this meeting about reasons that she should step aside, that she is all ears. At this point, the ad hoc committee, because it is the Chair's choice, she thinks that it is a natural process for the Chair to lead that effort. She stated that she has no conflicts of interest; she is not applying for the position; and that if she were, that she would recuse herself from the process. But she does not see any reason to remove herself at this point unless she is given a compelling reason to do so.

TRUSTEE FISHER noted a point of observation, that in the last recruitment ad hoc committee, the Chair was a part of that committee.

TRUSTEE MORAN stated that she is fine to be overruled; that she just wanted to be sure that she had an opportunity to speak since she was not there in person.

CHAIR HALTERMAN stated that she appreciates that, and looked forward to further conversations with Trustee Moran. She continued that the ad hoc committee is established, and that we do not need to motion on this because it is a Chair decision. She called for a motion to adjourn.

MOTION: A motion to adjourn the Special Full Board of Trustees meeting was made by TRUSTEE FIMON; seconded by TRUSTEE MORRIS.

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

(Alaska Mental Health Trust Authority Special Full Board of Trustees meeting adjourned at 4:52 p.m.)