

**Mid-State Health Network (MSHN) Board of Directors Meeting**  
**Tuesday, November 2, 2021**  
**Best Western Okemos/East Lansing**  
**Meeting Minutes**

**1. Call to Order**

Chairperson Ed Woods called this meeting of the Mid-State Health Network Board of Directors to order at 5:00 p.m. Mr. Ed Woods expressed his gratitude for all the cards, emails, notes and letters he received from Board members and MSHN staff following his surgery in September. The thoughtfulness, caring and encouraging words were really appreciated and made it easier to get through the surgery and healing process.

**2. Roll Call**

Secretary Kurt Peasley provided the roll call for Board Members in attendance.

**Board Member(s) Present:** Jim Anderson (Bay-Arenac), Brad Bohner (LifeWays), Joe Brehler (CEI), Bruce Cadwallender (Shiawassee), Mike Cierzniewski (Saginaw), Craig Colton (Huron), Ken DeLaat (Newaygo), David Griesing (Tuscola), Dan Grimshaw (Tuscola) - joined at 5:12 p.m., Tina Hicks (Gratiot), Dianne Holman (CEI), John Johansen (Montcalm), Steve Johnson (Newaygo), Jeanne Ladd (Shiawassee), Rhonda Matelski (Huron), Pat McFarland (Bay-Arenac), Deb McPeek-McFadden (Ionia), Gretchen Nyland (Ionia), Irene O'Boyle (Gratiot), Kurt Peasley (Montcalm), Joe Phillips (CMH for Central Michigan), Tracey Raquepaw (Saginaw), Kerin Scanlon (CMH for Central Michigan), Ed Woods (Lifeways)

**Board Member(s) Absent:** None

**Staff Members Present:** Joseph Sedlock (Chief Executive Officer), Amanda Ittner (Deputy Director), Leslie Thomas (Chief Financial Officer), Sherry Kletke (Executive Assistant), Kim Zimmerman (Chief Compliance and Quality Officer)

**3. Approval of Agenda for November 2, 2021**

Board approval was requested for the Agenda of the November 2, 2021, Regular Business Meeting.

**MOTION BY DEB MCPEEK-MCFADDEN, SUPPORTED BY JOHN JOHANSEN, FOR APPROVAL OF THE AGENDA OF THE NOVEMBER 2, 2021, REGULAR BUSINESS MEETING, AS PRESENTED. MOTION CARRIED: 23-0.**

#### **4. Public Comment**

There was no public comment.

#### **5. MSHN External Compliance Examination Report Presentation (Roslund, Prestage and Company)**

Mr. Derek Miller; Auditor, from Roslund, Prestage and Company presented his report and highlighted key information included in the MSHN Fiscal Year 2020 Compliance Examination conducted by his firm and provided within board member packets. The audit found that MSHN complied in all material aspects with the specified requirements; that no control deficiencies were found; no material non-compliance with laws, regulations, or contracts were identified; and no fraud was found.

**MOTION BY TINA HICKS, SUPPORTED BY DAVID GRIESING, TO RECEIVE AND FILE THE REPORT ON COMPLIANCE OF MID-STATE HEALTH NETWORK FOR THE YEAR ENDED SEPTEMBER 30, 2020. MOTION CARRIED: 24-0.**

#### **6. Mid-State Health Network Compliance Plan Update**

Ms. Kim Zimmerman presented information specific to the changes incorporated into the MSHN Fiscal Year 2022 Corporate Compliance Plan Update. Ms. Kim Zimmerman encouraged members to contact her directly with any questions, concerns or to request additional information.

**MOTION BY DEB McPEEK-McFADDEN, SUPPORTED BY GRETCHEN NYLAND, FOR APPROVAL OF THE MSHN FISCAL YEAR 2022 CORPORATE COMPLIANCE PLAN AND ACKNOWLEDGE RECEIPT. MOTION CARRIED: 24-0.**

#### **7. Chief Executive Officers Report**

Mr. Joseph Sedlock would like to thank all the Board members for traveling to Okemos for this evening's meeting and for supporting MSHN. Mr. Joseph Sedlock also wished to recognize Ms. Leslie Thomas and the rest of the MSHN Finance staff for the 7<sup>th</sup> straight compliance report without significant findings. Mr. Joseph Sedlock would also like to recognize Ms. Kim Zimmerman for her focus on compliance day in and day out which leads to MSHN being one of the best PIHPs in the State.

Mr. Joseph Sedlock discussed several items from within his written report to the Board highlighting the following:

- PIHP/Regional Matters
  - COVID-19 MSHN Internal Operations Status
  - MSHN Regional Operations Status
  - Direct Care Worker Premium Pay Initiative

- MDHHS Director Hertel comments on Public Behavioral Health System Redesign
- House Democratic Caucus Listening Tour
- State of Michigan/Statewide Activities
  - State Plans for Receiving Afghan Nationals
  - Michigan Psychiatric Care Improvement Project
  - Michigan Health Integration Updates
- Federal/National Activities
  - State of Mental Health in America – 2022 – Report Released

## 8. Deputy Directors Report

Ms. Amanda Ittner discussed several items in her written report to the board, highlighting the following:

- Certified Community Behavioral Health Clinic (CCBHC) Update
- MSHN Staffing Update: In addition to the report in member packets, MSHN has hired Sarah Surna to fill the vacant Prevention Specialist position. Forest Goodrich; Chief Information Officer (CIO), will be retiring in mid-December. Ms. Amanda Ittner will provide an update at the January board meeting of the transition plan for the CIO position. Mr. Ed Woods wishes to recognize Mr. Forest Goodrich for his efforts that have made this region successful.
- Intensive Crisis Stabilization Services
- Behavioral Health Waiver Update
- MDHHS Credentialing Report

## 9. Chief Financial Officers Report

Ms. Leslie Thomas provided an overview of the financial reports included within board meeting packets for the period ended September 30, 2021.

**MOTION BY BRAD BOHNER, SUPPORTED BY TINA HICKS, TO RECEIVE AND FILE THE PRELIMINARY STATEMENT OF NET POSITION AND PRELIMINARY STATEMENT OF ACTIVITIES FOR THE PERIOD ENDING SEPTEMBER 30, 2021, AS PRESENTED. MOTION CARRIED: 24-0.**

## 10. Contracts for Consideration/Approval

Ms. Leslie Thomas provided an overview of the FY2022 contract listing provided in the meeting packet and requested the board authorize MSHN's CEO to sign and fully execute the contracts listed on the FY2022 contract listing and requested an addition of \$100,000 to McDonald Garber for a Gambling Disorder Media Campaign.

**MOTION BY DAVID GRIESING, SUPPORTED BY CRAIG COLTON, TO AUTHORIZE THE CHIEF EXECUTIVE OFFICER TO SIGN AND FULLY EXECUTE THE CONTRACTS AS PRESENTED AND LISTED ON THE FY22 CONTRACT LISTING AND TO INCLUDE THE ADDITION OF \$100,000 TO McDONALD GARBER. MOTION CARRIED: 24-0.**

### **11. Executive Committee Report**

Ms. Irene O’Boyle informed Board members an email was sent to each member earlier today containing a link to complete the Chief Executive Officer (CEO) Performance Review through Survey Monkey. Ms. Irene O’Boyle reminded Board members that the CEO is not involved in any aspect of the process and does not see individual responses. All Board members are encouraged to participate and offer feedback. The deadline for completing the performance review is November 14, 2021. There exists a current employment contract between the Board and the CEO and that contract is not up for renewal consideration until next year. Twenty-Three (23) others consisting of peers, stakeholders and staff were sent a 360-feedback performance survey to complete. Results will be gathered after the close of the surveys and will be presented at the December Executive Committee meeting and presented to the full Board at the January meeting.

### **12. Chairpersons Report**

Mr. Ed Woods would like to express his thanks to all MSHN staff for the audit findings and reports presented today and appreciates all that staff and board members do to make MSHN the best PIHP. Mr. Ed Woods would also like to wish everyone Happy Holidays and a Happy New Year since today’s meeting is the last one for this calendar year.

### **13. Approval of Consent Agenda**

Board approval was requested for items on the consent agenda as listed in the motion below, and as presented.

**MOTION BY BRAD BOHNER, SUPPORTED BY TRACEY RAQUEPAW, TO APPROVE THE FOLLOWING DOCUMENTS ON THE CONSENT AGENDA: APPROVE MINUTES OF THE SEPTEMBER 14, 2021 BOARD OF DIRECTORS MEETING; APPROVE MINUTES OF THE SEPTEMBER 14, 2021 PUBLIC HEARING; RECEIVE BOARD EXECUTIVE COMMITTEE MEETING MINUTES OF OCTOBER 15, 2021; RECEIVE POLICY COMMITTEE MINUTES OF October 5, 2021; RECEIVE OPERATIONS COUNCIL KEY DECISIONS OF SEPTEMBER 20, 2021 AND OCTOBER 18, 2021; AND TO APPROVE ALL OF THE FOLLOWING POLICIES: COMPLIANCE LINE, COMPLIANCE AND PROGRAM INTEGRITY, CONSENT TO SHARE INFORMATION, DISQUALIFIED PROVIDERS, REPORTING AND INVESTIGATIONS, CONFIDENTIALITY AND NOTICE OF PRIVACY, AND EXTERNAL QUALITY REVIEW. MOTION CARRIED: 24-0.**

### **14. Other Business**

There was no other business.

**15. Public Comment**

There was no public comment.

**16. Adjournment**

The MSHN Board of Directors Regular Business Meeting adjourned at 6:13 p.m.