

Mid-State Health Network (MSHN) Board of Directors Meeting  
Tuesday, July 9, 2019, 5:00 P.M.  
Shiawassee Health and Wellness, Owosso  
Meeting Minutes

**1. Call to Order**

Chairman Ed Woods called the meeting to order at 5:01 p.m.

**2. Roll Call**

Secretary Kurt Peasley provided the Roll Call for Board Members in attendance.

**Board Member(s) Present:** Jim Anderson (Bay-Arenac), Joe Brehler (CEI), Bruce Cadwallender (Shiawassee), Dan Grimshaw (Tuscola), Mike Hamm (Newaygo), Tina Hicks (Gratiot), John Johansen (Montcalm), Steve Johnson (Newaygo), Jeanne Ladd (Shiawassee), Colleen Maillette (Bay-Arenac), Deb McPeek-McFadden (Ionia), Mary Motz (Huron), Gretchen Nyland (Ionia), Irene O'Boyle (Gratiot), Kurt Peasley (Montcalm), Joe Phillips (CMH for Central), Tracey Raquepaw (Saginaw), Kerin Scanlon (CMH for Central Michigan), Leola Wilson (Saginaw), and Ed Woods (LifeWays)

**Board Member(s) Absent:** Brad Bohner (LifeWays), David Griesing (Tuscola), Pam Kahler (Huron), Kay Pray (CEI),

**Staff Members Present:** Joe Sedlock (CEO), Amanda Horgan (Deputy Director), Leslie Thomas (Chief Financial Officer), Dr. Dani Meier (Chief Clinical Officer), Paul Duff (HCBS Waiver Coordinator), Bob Pletcher (HCBS Waiver Coordinator) and Merre Ashley (Executive Assistant)

**3. Approval of Agenda for July 9, 2019**

Board approval was requested for the Agenda of the July 9, 2019 Regular Business Meeting.

**MSHN 18-19-036 MOTION BY DEB MCPEEK-MCFADDEN, SUPPORTED BY TINA HICKS, FOR APPROVAL OF THE AGENDA OF THE JULY 9, 2019 REGULAR BUSINESS MEETING, AS PRESENTED. MOTION CARRIED: 19-0.**

**4. Public Comment**

There was no public comment.

**5. Approval of Board Resolution Acknowledging and Accepting Irrevocable Direction of Saginaw County Community Mental Health Authority to Remit Certain Funds in Favor of PNC Bank**

**MSHN 18-19-037 MOTION BY COLLEEN MAILLETTE, SUPPORTED BY STEVE JOHNSON, TO APPROVE BOARD RESOLUTION ACKNOWLEDGING AND ACCEPTING IRREVOCABLE DIRECTION OF SAGINAW COUNTY COMMUNITY MENTAL HEALTH AUTHORITY TO REMIT CERTAIN FUNDS IN FAVOR OF PNC BANK. MOTION CARRIED: 19-0.**

Mr. Dan Grimshaw joined the meeting via phone at approximately 5:08 p.m.

**6. Board Development Day Follow-Up**

Board Executive Committee members provided a review of items discussed and decided upon during the May 7, 2019 Development Day. Following sub-group exercise, the shared values of board members were established. Administration will prepare a summary document present it for future board consideration.

**7. Approval of Risk Management Plan for the Period of October 1, 2019-September 30, 2021, Including Attachment B: Risk Management Strategy for the Period of October 1, 2018-September 30, 2019**

**MSHN 18-19-038 MOTION BY TINA HICKS, SUPPORTED BY JOHN JOHANSEN, TO APPROVE THE RISK MANAGEMENT PLAN FOR THE PERIOD OF OCTOBER 1, 2019-SEPTEMBER 30, 2021, INCLUDING ATTACHMENT B: RISK MANAGEMENT STRATEGY FOR THE PERIOD OCTOBER 1, 2018-SEPTEMBER 30, 2019, AS PRESENTED. MOTION CARRIED: 20-0.**

**8. MSHN Board Chair Update**

Chairman Woods addressed the following:

- MSHN New Board Meeting Format: Per member feedback during the Board Development Day, there were changes made to the meeting agenda, specific to placement of items for action and/or discussion earlier in the agenda with routine reports later in the agenda. Members were encouraged to provide feedback on the new format.
- Adopt MSHN FY20 Board Meeting Calendar

**MSHN 18-19-039 MOTION BY GRETCHEN NYLAND, SUPPORTED BY JOHN JOHANSEN, TO ADOPT THE MSHN FY20 BOARD MEETING CALENDAR, AS PRESENTED. MOTION CARRIED: 20-0.**

**9. Chief Executive Officer's Report**

Mr. Joe Sedlock referenced the written CEO report, provided in board packets, and provided a brief overview and summary of the items therein. Items highlighted included:

- MSHN Office Space
- Practice Transformation Academy
- Section 298 and Saginaw County Community Mental Health's withdrawal

- Mobile Unit to Provide SUD treatment services in rural/underserved communities
  - Included on Contract Listing for Board Action later in the Agenda
  - Would operate primarily out of 5 counties within the MSHN region to provide SUD healthcare and recovery services in areas where access to services is difficult
  - Would be MSHN Asset, and Leased to a Region 5 Provider
- MDOC Update
- PIHP-MDHHS Amendment #4 and FY20 Contracts
  - Both Included on Contract Listing for Board Action Later in the Agenda
- MDHHS-Lakeshore Regional Entity PIHP Contract Cancellation
  - Members encouraged to take back to their communities for further discussion/action. Talking points on the MDHHS-PIHP contract cancellation will be provided to members
  - Lakeshore Regional Entity PIHP contract cancellation notice from MDHHS
- MDHHS Waiver Information/Crosswalk

## 10. Deputy Directors Report

Ms. Amanda Horgan referenced the written Deputy Director report, provided in board packets, and highlighted the following:

- MCG Solutions Software
- Provider Workforce Survey
- MSHN Staffing Update:
  - New Hires:
    - HCBS Waiver Coordinators Paul Duff, Bob Pletcher were introduced.
    - Kara Hart also hired to fill HCBS Waiver Coordinator position. Her official start date is July 15, 2019
  - Resignations:
    - Julia Louisignau, Waiver Assistant
    - Ric Jenness, Grant Coordinator
- Relias Contract (Staff Training Software)
- MDHHS Site Review Outcomes/Results
- HSAG Upcoming Audits
  - 3 Audits to occur: Performance Improvement Project, Performance Measure Validation and Compliance Monitoring Site Review
- Balanced Scorecard: Full Scorecard Provided

### **11. Chief Financial Officer's Report**

Ms. Leslie Thomas provided an overview of the Internal Service Fund (ISF) summary document, provided within board member packets. Full report available via link from the agenda and posted to the Board of Directors page of the MSHN website. Actuarial firm recommends maintaining a fully funded ISF. No action required.

- **Milliman Actuarial Study of MSHN Internal Service Fund (ISF) Summary**
- **Financial Status Report for Period Ending May 31, 2019**

**MSHN 18-19-040 MOTION BY TINA HICKS, SUPPORTED BY DEB MCPEEK-MCFADDEN, TO RECEIVE AND FILE THE STATEMENT OF NET POSITION, STATEMENT OF ACTIVITIES AND STATEMENT OF INVESTMENTS FOR THE PERIOD ENDING MAY 31, 2019. MOTION CARRIED: 20-0.**

### **12. FY19 Contracts for Consideration/Approval**

Ms. Horgan provided a review of the listing provided within board meeting packets. Board approval to authorize MSHN's Chief Executive Officer to sign and fully execute the contracts, as presented on the FY19 contract listing was requested.

**MSHN 18-19-041 MOTION BY LEOLA WILSON, SUPPORTED BY MARY MOTZ, TO AUTHORIZE THE CHIEF EXECUTIVE OFFICER TO SIGN AND FULLY EXECUTE THE CONTRACTS AS PRESENTED AND LISTED ON THE FY19 CONTRACT LISTING. MOTION CARRIED: 20-0.**

### **13. Executive Committee Report**

Chairperson Woods stated the reporting of the Employee Survey and Focus Group(s) will be provided at an upcoming meeting.

### **14. Nominating Committee Report**

Ms. Colleen Maillette, Board Nominating Committee Chairperson, reviewed the action of the Board Nominating Committee's meeting on June 10, 2019. Reference was made to the Board Officer Election Survey, provided in hardcopy within board folders. Members were asked to complete the survey and submit completed forms to the attention of Merre Ashley by July 26. Surveys will be also be emailed to members within the next week for those that prefer to complete and submit the form electronically.

### **15. Approval of Consent Agenda**

Board approval was requested for Draft Minutes of the May 7, 2019 Board of Directors Regular Business Meeting, Meeting Minutes of the April 17, 2019 SUD Oversight Policy Advisory Board, Draft Meeting Minutes of the June 10, 2019 Board Nominating Committee Meeting Minutes, Draft Meeting Minutes of the June 11, 2019 Board Policy Committee, Draft Meeting Minutes of the May 17, 2019 and June 21, 2019 Board Executive Committee Meetings, Key Decisions of the May 20, 2019 and June 17, 2019 Operations Council, and Policies, as presented.

**MSHN 18-19-042 MOTION BY JOHN JOHANSEN, SUPPORTED BY COLLEEN MAILLETTE, TO APPROVE DRAFT MINUTES OF THE MAY 7, 2019 BOARD OF DIRECTORS REGULAR BUSINESS MEETING, MEETING MINUTES OF THE APRIL 17, 2019 SUD OVERSIGHT POLICY ADVISORY BOARD MEETING, DRAFT MEETING MINUTES OF THE JUNE 10, 2019 BOARD NOMINATING COMMITTEE MEETING MINUTES, DRAFT MEETING MINUTES OF THE JUNE 11, 2019 BOARD POLICY COMMITTEE, DRAFT MEETING MINUTES OF THE MAY 17, 2019 AND JUNE 21, 2019 BOARD EXECUTIVE COMMITTEE MEETING, KEY DECISIONS OF THE MAY 20, 2019 AND JUNE 17, 2019 OPERATIONS COUNCIL, AND POLICIES, AS PRESENTED. MOTION CARRIED: 20-0.**

**16. Other Business**

Chairperson Woods advised members who found forms for completion (i.e. disclosure forms) within board folders should complete and submit the documentation as soon as possible

Ms. Irene O'Boyle stated her satisfaction with the revised meeting agenda format, and thanked board members for their participation and assistance as it was tried out

**17. Public Comment**

There was no public comment.

**18. Adjourn**

The MSHN Regional Board of Directors Meeting adjourned at 6:36 p.m.

Meeting minutes submitted respectfully by:  
*Merre Ashley, MSHN Executive Assistant*