

**Mid-State Health Network (MSHN) Board of Directors Meeting  
Tuesday, July 11, 2017, 5:00 P.M.**

**Saginaw County Community Mental Health – Lower Level Room 001**

**Meeting Minutes**

**1. Call to Order**

Chairperson Ed Woods called the MSHN Board of Directors Meeting to order at 5:04 p.m.

**2. Roll Call**

Secretary Jim Anderson 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) (via phone), David Griesing (Tuscola), Phil Grimaldi (Saginaw), Dan Grimshaw (Tuscola), Tina Hicks (Gratiot), John Johansen (Montcalm), Steve Johnson (Newaygo), Pam Kahler (Huron), Colleen Maillette (Bay-Arenac), Deb McPeek-McFadden (Ionia), Gretchen Nyland (Ionia), Irene O'Boyle (Gratiot), Kurt Peasley (Montcalm), Joe Phillips (CMH for Central Michigan)(via phone), Kay Pray (CEI), Kerin Scanlon (CMH for Central Michigan), Robyn Spencer (Shiawassee), Leola Wilson (Saginaw), Beverly Wiltse (Huron), and Ed Woods (LifeWays)

**Board Member(s) Absent:** Mike Hamm (Newaygo)

**Staff Members Present:** Joe Sedlock (CEO), Amanda Horgan (Deputy Director), Leslie Thomas (Chief Financial Officer), Kim Zimmerman (Director of Quality, Compliance & Customer Service), Dan Dedloff (Customer Service and Recipient Rights Specialist), and Merre Ashley (Executive Assistant)

**3. Approval of Agenda for July 11, 2017**

Board approval was requested for the Agenda of the July 11, 2017 Regular Business Meeting.

**MSHN 16-17-034 MOTION BY DEB MCPEEK-MCFADDEN, SUPPORTED BY JOHN JOHANSEN, FOR APPROVAL OF THE AGENDA OF THE JULY 11, 2017 REGULAR BUSINESS MEETING, AS PRESENTED. MOTION CARRIED: 21-0.**

#### 4. Approval of Consent Agenda

Board approval was requested for Draft Minutes of the May 2, 2017 Regular Business Board Meeting, Draft Meeting Minutes of the April 21, 2017 SUD Oversight Policy Advisory Board Meeting, Draft Minutes of the June 16, 2017 Board Executive Committee Meeting, Board Executive Committee Action Review and June 21, 2017 Board Executive Committee Meeting, Draft Minutes of the May 24, 2017 Board Policy Committee Meeting, Draft Minutes of the June 15, 2107 Board Nominating Committee Meeting, Key Decisions of the May 15, 2017, and June 19, 2017 Operations Council, and Policies, as presented.

**MSHN 16-17-035 MOTION BY KURT PEASLEY, SUPPORTED BY DEB MCPEEK-MCFADDEN, TO APPROVE THE DRAFT MINUTES OF THE MAY 2, 2017 REGULAR BUSINESS BOARD MEETING, DRAFT MEETING MINUTES OF THE APRIL 21, 2017 SUD OVERSIGHT POLICY ADVISORY BOARD MEETING, DRAFT MINUTES OF THE JUNE 16, 2017 BOARD EXECUTIVE COMMITTEE MEETING, BOARD EXECUTIVE COMMITTEE ACTION REVIEW, AND JUNE 21, 2017 BOARD EXECUTIVE COMMITTEE MEETING, DRAFT MINUTES OF THE MAY 24, 2017 BOARD POLICY COMMITTEE MEETINGS, DRAFT MINUTES OF THE JUNE 15, 2017 BOARD NOMINATING COMMITTEE MEETING, KEY DECISIONS OF THE MAY 15, 2017 AND JUNE 19, 2017 OPERATIONS COUNCIL MEETINGS, AND POLICIES, AS PRESENTED. MOTION CARRIED: 21-0.**

Mr. Bruce Cadwallender joined the meeting by phone at 5:06 p.m.

#### 5. Public Comment

Ms. Kay Pray voiced concerns related to the cost of mailing hardcopy of Board Executive Committee Meeting materials. Following discussion, consensus was made to adopt a universal approach for all board members related to distribution of board-related material. Effective immediately, only hardcopy of Board Meeting packets would be sent to all board members via USPS. All other Board of Director business and related materials will be communicated via email.

Ms. Kerin Scanlon arrived at 5:13 p.m.

#### 6. MSHN Board Chair Update

Chairperson Woods addressed the following:

- Memoriam of James D. Anderson, Sr.
- Introduction of Mr. Jim Anderson for the Board Nominating Committee Update
  - Mr. Anderson provided information on the following:
    - Review of Board Nominating Committee Meeting minutes of June 15, 2017 teleconference

- Update to Board Officer Nominations and Elections Procedure
- Survey Process Overview
- Election Process to Occur at September 12, 2017 Meeting
- Introduction of Mr. Joseph Sedlock, on behalf of the executive committee, for presentation of Board Executive Committee Historical Action Summary
  - Mr. Sedlock voiced his appreciation of board member participation in recent Board Executive Committee meetings. He stated that in follow-up to the July Board of Directors meeting, an analysis of executive committee activity was performed. Outcomes and findings of the analysis culminated in the Historical Action Summary (Item 4.3a) report. He reviewed all segments of the summary, and encouraged comments and feedback. Members voiced the following recommendations:
    - Reaffirm executive committee role and function
      - Mr. Dan Grimshaw recommended consideration of appointing four (4) board members on a rotating basis to the executive committee to broaden the knowledge base and gain member input. Mr. Joe Brehler concurred.
      - Mr. John Johansen stated that the executive committee previously called for four (4) members; prior to the resignation of past Chairperson Mary Anderson, executive committee membership included ex-officio. Consideration was recommended to increase membership of the executive committee.
    - Adoption of governance policy to address board meeting cancellations
      - Ms. Pam Kahler recommended policy be adopted, dictating that in the event of board meeting cancellation, the cancelled meeting be rescheduled as soon as possible
    - Authorization related to PIHP/MDHHS and all revenue contracts with critical timing requirements and/or deadlines which do not align with board of directors' meetings
      - Mr. Kurt Peasley recommended amendment to the MSHN Delegation to the Chief Executive Officer and Executive Limitations policy to allow its CEO to sign revenue contracts as necessary to stay within required timelines.
  - Following discussion, Chairperson Woods thanked members for their feedback and stated the executive committee would review recommendations pertaining to the executive committee role and function, and will evaluate

which aligns best with the board's bylaws. The topic will be brought back to the full board for further consideration.

- FY18 Board Meeting Calendar

## **7. FY18 Board Meeting Calendar**

Chairperson Woods recommended the FY18 Board Meeting Calendar for board approval, as presented.

**MSHN 16-17-036 MOTION BY IRENE O'BOYLE, SUPPORTED BY COLLEEN MAILLETTE, TO APPROVE THE FY18 BOARD MEETING CALENDAR, AS PRESENTED. MOTION CARRIED: 23-0.**

## **8. Board Annual Self Evaluation**

Mr. Sedlock provided an overview of the Board Member Annual Evaluation process, directing members to hardcopy of the evaluation, provided within board member folders. Members were encouraged to complete an evaluation, and submit to the MSHN Executive Assistant before departing the meeting. Those members who prefer to complete assessments offsite and submit, were asked to do so prior to August 7, 2017.

## **9. Finance Report**

Mr. Sedlock provided information on the FY18 CMHSP/Regional Budget, to include:

- Target Smoothing Plan Amounts (Medicaid)
- Target PEPM Allocation, Less Administration and Taxes (Healthy Michigan Plan)

Ms. Leslie Thomas provided an overview and information on the Financial Status Report to include the Statement of Net Position, Statement of Activities and Statement of Cash Flows for the period ending May 31, 2017, recommended for Board approval to receive and file, as presented.

**MSHN 16-17-037 MOTION BY DEB MCPEEK-MCFADDEN, SUPPORTED BY LEOLA WILSON, FOR APPROVAL TO RECEIVE AND FILE THE STATEMENT OF NET POSITION, STATEMENT OF ACTIVITIES, AND STATEMENT OF CASH FLOWS FOR THE PERIOD ENDING MAY 31, 2017, AS PRESENTED. MOTION CARRIED: 23-0.**

## **10. Deputy Director Report**

Ms. Amanda Horgan provided an update and overview of the Balanced Scorecard, recommended for Board approval to receive and file, as presented.

**MSHN 16-17-038 MOTION BY COLLEEN MAILLETTE, SUPPORTED BY JOE PHILLIPS, FOR APPROVAL TO RECEIVE AND FILE THE BALANCED SCORECARD, AS PRESENTED. MOTION CARRIED: 23-0.**

**11. Chief Executive Officer Update**

Mr. Sedlock acknowledged Saginaw County Community Mental Health's staff and entire organization for hosting the July meeting. He provided information and updates on the following:

- Congratulations to LifeWays Community Mental Health on the recent passage of their Mental Health Millage
- Introduction of Dan Dedloff, MSHN Customer Service and Recipient Rights Specialist
- Congratulations to The Right Door on the opening of their Autism Center in Belding
- Veteran's Navigator Program
  - Engaged with The Right Door for the services of a regional Veteran's Navigator. The funding for the position is being provided by a grant through MDHHS. Kevin Thompson will serve in a full-time, salaried position, and will provide regional support and assistance to veterans
- MSHN Chief Medical Officer
  - Proposed contract with Dr. Zakia Alavi, staff psychologist at LifeWays Community Mental Health, included on the contract listing for board approval
  - Dr. Alavi will work with MSHN between 12-20 hours per month, and assist to strengthen medical oversight across the region
- 'State Targeted Response' Grant
- Opioid "RFI" Funding
- Board Newsletters
  - Board Newsletters will be released during months the Board of Directors does not have a meeting scheduled, on or about the second Tuesday
- FY17 Budget Update
- Section 298
- Inpatient Psychiatric Bed Registry and Inpatient Access
  - MSHN has been working diligently to improve access to psychiatric inpatient care for quite some time, and is pleased to see positive forward movement, brought on by the following:
    - Recent establishment of a statewide workgroup by MDHHS to address inpatient access issues. One of the first things that occurred at the state workgroup meeting was presentation by MSHN and Health Management Associates (HMA) on establishing an inpatient psychiatric bed registry statewide to create efficiencies around connection to

available inpatient beds. The concept achieved universal support by stakeholders, and will move forward. Funds have been appropriated by the state for that activity; next steps involve workgroup assessment of the specifics of what the program should look like and other resources we would like to see available for individuals who are experiencing crisis

- Beginning in August, a 100-day period (called a “sprint”) will occur, during which a number of subgroups, who are part of the state workgroup, will be assembled to identify and address access to this level of care, and make recommendations to the workgroup

## **12. FY17 Contract Listing**

Ms. Horgan provided information and overview of the contract listing of July 11, 2017, recommended for Board approval, as presented, contingent upon SUD Oversight Policy Advisory Board approval of any applicable PA2 allocations.

**MSHN 16-17-039 MOTION BY BRAD BOHNER, SUPPORTED BY DEB MCPEEK MCFADDEN, TO AUTHORIZE ITS CEO TO SIGN AND FULLY EXECUTE THE CONTRACTS, AS PRESENTED AND LISTED ON THE FY17 CONTRACT LISTING, CONTINGENT UPON SUD OVERSIGHT POLICY ADVISORY BOARD APPROVAL OF ANY APPLICABLE PA2 ALLOCATIONS. MOTION CARRIED: 23-0.**

## **13. MDHHS FY17 Contract Amendment No. 2**

Mr. Sedlock advised the Board of changes implemented in the FY17 Contract Amendment No. 2, and requested Board approval to sign and fully execute, as presented.

**MSHN 16-17-040 MOTION BY KURT PEASLEY, SUPPORTED BY BRAD BOHNER, TO AUTHORIZE ITS CEO TO ENTER INTO A CONTRACTUAL AGREEMENT WITH THE MICHIGAN DEPARTMENT OF HEALTH AND HUMAN SERVICES (MDHHS) FOR AMENDMENT NO. 2 OF THE FY17 MEDICAID MANAGED SPECIALTY SUPPORTS AND SERVICES CONCURRENT 1915 (b)/(c) WAIVER PROGRAM(S), THE HEALTHY MICHIGAN PROGRAM, AND SUD COMMUNITY GRANT PROGRAMS CONTRACT, AS PRESENTED. MOTION CARRIED: 23-0.**

## **14. PIHP MDHHS FY18 Contract**

Mr. Sedlock stated the PIHP-MDHHS FY18 Contract is recommended for Board approval to sign and fully execute, as presented.

**MSHN 16-17-041 MOTION BY DAN GRIMSHAW, SUPPORTED BY IRENE O'BOYLE, TO AUTHORIZE ITS CEO TO ENTER INTO A CONTRACTUAL AGREEMENT WITH THE MICHIGAN DEPARTMENT OF HEALTH AND HUMAN SERVICES (MDHHS) FOR THE FY18 MEDICAID MANAGED SPECIALTY SUPPORTS AND SERVICES CONCURRENT 1915 (b)/(c) WAIVER PROGRAM(S), THE HEALTHY MICHIGAN PROGRAM, FLINT 115 WAIVER AND SUD COMMUNITY GRANT PROGRAMS CONTRACT, AS PRESENTED. MOTION CARRIED: 23-0.**

**15. Other Business**

Board members were encouraged to take part in the brief tour of Saginaw County CMH facilities.

**16. Public Comment**

There was no public comment.

**17. Adjourn**

**MSHN 16-17-042 MOTION BY LEOLA WILSON, SUPPORTED BY PHIL GRIMALDI, TO ADJOURN THE JULY 11, 2017 REGULAR BUSINESS MEETING. MOTION CARRIED: 23-0.**

The MSHN Regional Board of Directors Meeting adjourned at 6:20 p.m.

Meeting minutes submitted respectfully by:

Merre Ashley, MSHN Executive Assistant