

Mid-State Health Network (MSHN) Board of Directors Meeting
Tuesday, March 3, 2026
MyMichigan Medical Center
Meeting Minutes

Mr. John Johansen requested a moment of silence in honor of Ed Woods' son, Ryan and Lori Schultz's mother who both passed away recently.

1. Call to Order

Chairperson Ed Woods called this meeting of the Mid-State Health Network Board of Directors to order at 5:03 p.m. Mr. Woods reminded members that those participating by phone may not vote on matters before the board unless absent due to military duty, disability, or health-related condition and the Board Member Conduct Policy noted on the agenda. Mr. Woods welcomed Pam Schumacher to the board who has been appointed by Bay-Arenac Behavioral Health and also welcomed Michelle Stillwagon, Chief Executive Officer of Gratiot Integrated Health Network and Tammy Warner, Executive Director of Montcalm Care Network.

2. Roll Call

Secretary Deb McPeek-McFadden provided the roll call for Board Members in attendance.

Board Member(s) Present: Greg Brodeur (Shiawassee), Patrick Conley (BABH), David Griesing (Tuscola), Dan Grimshaw (Tuscola)-joined at 5:10 p.m., Tim Hanna (CEI), Tina Hicks (Gratiot), John Johansen (Montcalm), Deb McPeek-McFadden (The Right Door), Joe Phillips (CMH for Central Michigan), Linda Purcey (The Right Door), Tracey Raquepaw (Saginaw), Kerin Scanlon (CMH for Central Michigan)-arrived at 5:07 p.m., Pam Schumacher (BABH), Richard Swartzendruber (Huron), Joanie Williams (Saginaw), and Ed Woods (LifeWays)

Board Member(s) Remote: Patty Bock (Huron)-Bad Axe, MI; Brad Bohner (LifeWays)-Osseo, MI; Ken DeLaat (Newaygo)-Homosassa, FL; Irene O'Boyle (Gratiot)-Zapata, TX; and Kurt Peasley (Montcalm)-Covington, LA

Board Member(s) Absent: Cindy Garber (Shiawassee) and Lori Schultz (Newaygo)

Staff Member(s) Present: Joseph Sedlock (Chief Executive Officer), Amanda Ittner (Deputy Director), Leslie Thomas (Chief Financial Officer), Kim Zimmerman (Chief Compliance & Quality Officer), and Sherry Kletke (Executive Support Specialist)

Public Present:

Tammy Warner, Executive Director of Montcalm Care Network

Public Remote:

Michelle Stillwagon, Chief Executive Officer of Gratiot Integrated Health Network

3. Approval of Agenda for March 3, 2026

Board approval was requested for the Agenda of the March 3, 2026, Regular Business Meeting.

MOTION BY GREG BRODEUR, SUPPORTED BY DAVID GRIESING, FOR APPROVAL OF THE AGENDA OF MARCH 3, 2026 REGULAR BUSINESS MEETING, AS PRESENTED. MOTION CARRIED UNANIMOUSLY.

4. Public Comment

There was no public comment.

5. FY2026 Quality Assessment and Performance Improvement Program (QAPIP) and the FY2025 Annual Effectiveness and Evaluation Report

Ms. Kim Zimmerman presented an overview of the FY2026 QAPIP and the FY2025 Annual Effectiveness and Evaluation report summarized within the board meeting packet and presented to the board at the January 2026 meeting but due to a lack of quorum, action was postponed and brought to today's meeting. Links to the full documents were included on the motion sheet and a copy of the full documents were available in the meeting room for board member review.

MOTION BY RICH SWARTZENDRUBER, SUPPORTED BY TIM HANNA, FOR APPROVAL OF THE QUALITY ASSESSMENT AND PERFORMANCE IMPROVEMENT PROGRAM (QAPIP) FOR OCTOBER 1, 2025 TO SEPTEMBER 30, 2026 AND THE ANNUAL EFFECTIVENESS AND EVALUATION REPORT FOR OCTOBER 1, 2024 TO SEPTEMBER 30, 2025. MOTION CARRIED UNANIMOUSLY.

6. FY2025 Annual Compliance Summary Report

Ms. Kim Zimmerman presented an overview of the FY2025 Annual Compliance Summary Report included within the board meeting packet and recommend for board approval. Mr. Joe Sedlock expressed appreciation to Ms. Zimmerman and the Compliance Department for their work in keeping the agency and the region in Compliance.

MOTION BY TINA HICKS, SUPPORTED BY JOHN JOHANSEN, TO APPROVE AND ACKNOWLEDGE RECEIPT OF THE FY2025 ANNUAL COMPLIANCE SUMMARY REPORT. MOTION CARRIED UNANIMOUSLY.

7. FY2025 Board Self-Assessment

Ms. Irene O’Boyle summarized the FY2025 Board Self-Assessment results detailed in the board self-assessment trending report from FY2021 through FY2025 included in the board meeting packet. It should be noted that only fourteen (14) of the currently seated twenty-three (23) members completed the evaluation. Mr. Ed Woods expressed his appreciation to Ms. O’Boyle for taking the lead on the Board Self-Assessment project.

MOTION BY DEB McPEEK-McFADDEN, SUPPORTED BY DAVID GRIESING, TO RECEIVE AND FILE THE FY2025 BOARD SELF-ASSESSMENT REPORT. MOTION CARRIED UNANIMOUSLY.

8. Chief Executive Officer’s Report

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

- PIHP/Regional Matters
 - Competitive Procurement of Prepaid Inpatient Health Plans
 - Freedom of Information Act Filing
 - Protect MI Care Coalition – Advocacy Update and Action Items
- State of Michigan/Statewide Activities
 - 1915 (c) Habilitation Supports Waiver Amendment Submission Announced
 - Conflict Free Access and Planning
- Federal/National Updates and Activities
 - HR 1 (“One Big, Beautiful, Bill”) Resources
 - HR 1 (“One Big, Beautiful, Bill”) Medicaid Specifics

9. Deputy Director’s Report

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

- Provider Network Adequacy Assessment – FY25
- Michigan Health Endowment Fund
- Utilization Management and Access Department Update
- FY25 Integrated Health Initiatives Updates

10. Chief Financial Officer’s Report

Ms. Leslie Thomas provided an overview of the financial statements included within board meeting packets for the period ended January 31, 2026.

MOTION BY TINA HICKS, SUPPORTED BY PATRICK CONLEY, TO RECEIVE AND FILE THE PRELIMINARY STATEMENT OF NET POSITION AND STATEMENT OF ACTIVITIES FOR THE PERIOD ENDED JANUARY 31, 2026, AS PRESENTED. MOTION CARRIED UNANIMOUSLY.

11. Contracts for Consideration/Approval

A. FY25 Contract Listing for Consideration/Approval

Ms. Leslie Thomas provided an overview of the FY2025 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 FY2025 contract listing.

MOTION BY PATRICK CONLEY, SUPPORTED BY JOHN JOHANSEN, TO AUTHORIZE THE CHIEF EXECUTIVE OFFICER TO SIGN AND FULLY EXECUTE THE CONTRACTS AS PRESENTED AND LISTED ON THE FY2025 CONTRACT LISTING. MOTION CARRIED UNANIMOUSLY.

B. FY26 Contract Listing for Consideration/Approval

Ms. Leslie Thomas provided an overview of the revised FY2026 contract listing provided in board member folders removing \$64,507 for Randy's House and requested the board authorize MSHN's CEO to sign and fully execute the contracts listed on the revised FY2026 contract listing.

MOTION BY DAVID GRIESING, SUPPORTED BY RICHARD SWARTZENDRUBER, TO AUTHORIZE THE CHIEF EXECUTIVE OFFICER TO SIGN AND FULLY EXECUTE THE CONTRACTS AS PRESENTED AND LISTED ON THE REVISED FY2026 CONTRACT LISTING. MOTION CARRIED UNANIMOUSLY.

12. Executive Committee Report

Mr. Ed Woods informed board members the Executive Committee met on February 20, 2026, and reviewed the following:

- Chief Executive Officer Performance Review – The 2025 Chief Executive Officer performance review was delayed due to the PIHP Procurement. After discussion, the Board consensus is to waive the November 2025 delayed Chief Executive Officer performance review and convene the regular process in November 2026.
- Board Committee Meetings – Mr. Woods called on Ms. Amanda Ittner to discuss meeting requirements under the Open Meetings Act specific to subcommittees of the board (Policy, Nominating, and Executive) and related legal counsel review. MSHN Administration recommends the following changes to Committees, effective April 1, 2026:

All Committee meetings will now be:

- posted publicly via website and notice posted at MSHN's physical address
- provide for public access via zoom link

- provide opportunities for public comments

Policy Committee reviews and provides feedback on policies. Since discussion occurs and recommended edits are included prior to Board approval, recommend the Policy Committee move to in person prior to board meetings. (note: this may require new appointments to ensure a quorum of the committee).

Executive Committee receives updates from administration and provides feedback to the CEO and Deputy Director on federal, state and operational items, including review of the draft board agenda. This meeting can continue and ensure it is informational only with no voting. All discussions will be noted in the minutes and provided in the board packet.

Nominating Committee – As this committee oversees the nomination process and determines voting procedures for officers, recommend the committee meet in person prior to board meetings. (note: this may require new appointments to ensure a quorum of the committee).

Board member discussion occurred on the recommendation presented.

Ms. Tina Hicks left the meeting.

Mr. Tim Hanna left the meeting.

MOTION BY JOHN JOHANSEN, SUPPORTED BY DAVID GRIESING, TO ACCEPT MSHN ADMINISTRATION RECOMMENDATION FOR CHANGES TO THE COMMITTEE MEETING STRUCTURE BEGINNING APRIL 1, 2026. MOTION CARRIED, WITH ONE NAY.

13. Chairperson’s Report

There was no Chairperson’s report.

14. 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 RICHARD SWARTZENDRUBER, SUPPORTED BY PATRICK CONLEY, TO APPROVE THE FOLLOWING DOCUMENTS ON THE CONSENT AGENDA: APPROVE MINUTES OF THE NOVEMBER 18, 2025 BOARD OF DIRECTORS MEETING; RECEIVE NOTES OF THE JANUARY 6, 2026 BOARD OF DIRECTORS MEETING; RECEIVE BOARD EXECUTIVE COMMITTEE MEETING MINUTES OF DECEMBER 19, 2025; RECEIVE POLICY COMMITTEE MEETING MINUTES OF DECEMBER 2, 2025 AND FEBRUARY 3, 2026; RECEIVE SUBSTANCE USE DISORDER OVERSIGHT POLICY BOARD MEETING MINUTES OF OCTOBER 15, 2025; RECEIVE OPERATIONS COUNCIL KEY DECISIONS OF NOVEMBER 17, 2025 AND DECEMBER 15, 2025 AND JANUARY 26, 2026; RECEIVE PRELIMINARY STATEMENT OF NET POSITION AND STATEMENT OF ACTIVITIES FOR THE PERIOD ENDED NOVEMBER 30, 2025; AND TO

APPROVE ALL THE FOLLOWING POLICIES: SUD INCOME ELIGIBILITY AND NEW CMHSP PARTICIPATION IN THE MSHN REGION. MOTION CARRIED UNANIMOUSLY.**15. Other Business**

There was no other business.

16. Public Comment

Mr. Ed Woods expressed his appreciation to everyone that shared expressions of sympathy to him and his family during the recent passing of his son.

17. Adjournment

The MSHN Board of Directors Regular Business Meeting adjourned at 6:52 p.m.