

Mid-State Health Network (MSHN) Board of Directors Meeting
Tuesday, May 9, 2023
MyMichigan Medical Center
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. Woods welcomed new board member, Phillip Moore, appointed from Shiawassee Health and Wellness.

2. Roll Call

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

Board Member(s) Present: Joe Brehler (CEI), Ken DeLaat (Newaygo), David Griesing (Tuscola), Dan Grimshaw (Tuscola) – joined at 5:04 p.m., Tina Hicks (Gratiot), John Johansen (Montcalm), Jeanne Ladd (Shiawassee), Pat McFarland (Bay-Arenac), Deb McPeek-McFadden (Ionia), Phillip Moore (Shiawassee), 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), Richard Swartzendruber (Huron), Susan Twing (Newaygo), Joan Williams (Saginaw) – joined at 5:18 p.m., and Ed Woods (LifeWays)

Board Member(s) Remote: Beverly Wiltse (Huron)

Board Member(s) Absent: Brad Bohner (LifeWays)

Staff Member(s) Present: Joseph Sedlock (Chief Executive Officer), Amanda Ittner (Deputy Director), Leslie Thomas (Chief Financial Officer), Sherry Kletke (Executive Support Specialist), Dr. Dani Meier (Chief Clinical Officer), Dr. Trisha Thrush (Director of Substance Use Disorder Services and Operations), Skye Pletcher (Director of Utilization and Care Management), Kim Zimmerman (Chief Compliance and Quality Officer), Steve Grulke (Chief Information Officer)

Public Present: Two members of the public were present; one in-person and one virtually.

3. Approval of Agenda for May 9, 2023

Board approval was requested for the Agenda of the May 9, 2023, Regular Business Meeting.

MOTION BY KEN DeLAAT, SUPPORTED BY PAT McFARLAND, FOR APPROVAL OF THE AGENDA OF THE MAY 9, 2023, REGULAR BUSINESS MEETING, AS PRESENTED WITH ADDITION TO OTHER BUSINESS AGENDA ITEM #15 FOR A MOTION TO HAVE A RESOLUTION WRITTEN IN OPPOSITION TO THE MDHHS PROPOSED PLANS FOR CONFLICT FREE ACCESS AND PLANNING. MOTION CARRIED: 18-0.

4. Public Comment

An opportunity for public comment was provided. There was no public comment.

5. FY2022 Audit Presentation

Mr. Bill Hirschman, from Roslund, Prestage and Company presented the financial audit of MSHN for fiscal year 2022 conducted by his firm. The opinion rendered by Roslund, Prestage and Company is that MSHNs financial statements present fairly, in all material aspects, the respective financial position of the business-type activities, each major fund, and the aggregate remaining fund information of the Entity, as of September 30, 2022, and the respective changes in financial position, and, where applicable, cash flows thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America. Opinion is the highest level available. Mr. Ed Woods thanked Bill and his team at Roslund, Prestage and Company for their ongoing assistance with MSHN financial audits. Mr. Woods also wished to thank Ms. Leslie Thomas for her work in ongoing integrity in leading the financial management of MSHN.

MOTION BY DEB McPEEK-McFADDEN, SUPPORTED BY JEANNE LADD, TO RECEIVE AND FILE THE FY2022 AUDIT REPORT OF MSHN COMPLETED BY ROSLUND, PRESTAGE AND COMPANY. MOTION CARRIED: 19-0.

6. MSHN Diversity-Equity-Inclusion Organizational Values Statement

Consistent with the commitments of the MSHN board in establishing a “better equity” strategic priority, MSHN administration has been actively working on our policies, procedures, and processes to be better in diversity, equity, and inclusion (DEI). MSHN established an internal workgroup known as IDEA: Inclusion, Diversity, Equity, and Accessibility. This workgroup has developed a draft MSHN official organizational statement of purpose, values, and commitments to health equity, diversity, equity, and inclusion. The IDEA workgroup recommended adoption to the MSHN Leadership Team, which approved and recommends adoption by the MSHN Board of Directors as the official position statement of the organization. The draft statements were reviewed and endorsed by the MSHN Executive Committee on April 21, 2023. The MSHN staff and Leadership Team recommend the Board of Directors approve and adopt the draft statements.

MOTION BY IRENE O’BOYLE , SUPPORTED BY SUSAN TWING, TO APPROVE THE MSHN OFFICIAL STATEMENTS OF PURPOSE, VALUES, AND COMMITMENTS TO HEALTH EQUITY AND DIVERSITY, EQUITY, AND INCLUSION. MOTION CARRIED: 18-1.

7. Chief Executive Officer’s Report

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

- PIHP/Regional Matters
 - Medicaid Health Plan Re-Bid
 - Supports Intensity Scale (SIS) Terminated
- State of Michigan/Statewide Activities
 - Michigan Opioid Advisory Commission Issues 2023 Report
 - MDHHS Strategic Priorities – 2023-2027
 - New State Psychiatric Hospital to be Located in Northville
- Federal/National Activities
 - SAMHSA Draft Strategic Plan (2023-2026)

Mr. Ed Woods welcomed new board member, Joan Williams, appointed from Saginaw County Community Mental Health.

8. Deputy Director’s Report

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

- Annual Disclosure of Ownership, Controlling Interest, and Criminal Convictions
- Balanced Scorecard Measures for FY 2023
- Efforts to Increase Use and Understanding of Data

9. Chief Financial Officer’s Report

Ms. Leslie Thomas provided an overview of the financial reports included within board meeting packets for the period ended March 31, 2023.

MOTION BY KEN DELAAT, SUPPORTED BY DAVID GRIESING, TO RECEIVE AND FILE THE PRELIMINARY STATEMENT OF NET POSITION AND STATEMENT OF ACTIVITIES FOR THE PERIOD ENDING MARCH 31, 2023, AS PRESENTED. MOTION CARRIED: 20-0.

10. Contracts for Consideration/Approval

Ms. Leslie Thomas provided an overview of the FY2023 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 FY2023 contract listing.

MOTION BY SUSAN TWIING, SUPPORTED BY TINA HICKS, TO AUTHORIZE THE CHIEF EXECUTIVE OFFICER TO SIGN AND FULLY EXECUTE THE CONTRACTS AS PRESENTED AND LISTED ON THE FY23 CONTRACT LISTING. MOTION CARRIED: 20-0.

11. Executive Committee Report

Mr. Ed Woods provided an overview from the April 2023 Executive Committee meeting, highlighting the following:

- Nominating Committee for September 2023 Election of Officers-Kerin Scanlon (Chair), Deb McPeek-McFadden and Ken DeLaat have agreed to serve on the Nominating Committee.
- MSHN sponsored board members-Tina Hicks and Kerin Scanlon to attend NatCon 2023 that took place May 1st – May 3rd, 2023 in Los Angeles. Mr. Woods thanked Ms. Hicks and Ms. Scanlon for attending the conference.

12. Chairpersons Report

Mr. Ed Woods called for volunteers willing to be voting delegates for the Community Mental Health Association of Michigan (CMHAM) Provider Assembly Meeting at the Summer Conference on Monday June 5th at 5:30 p.m. Ms. Bev Wiltse and Ms. Tina Hicks volunteered. MSHN Administration will supply their names to CMHAM.

13. Policy Committee Report

Mr. John Johansen provided board members with a reminder of the board member conduct and board meetings policy stating each member may speak twice, up to three minutes each, on matters of general comment or comments of a personal nature. This limit is for the good of the order and keeps the meeting progressing forward.

14. Approval of Consent Agenda

Board approval was requested for items on the consent agenda as listed in the motion below, and as presented with the removal of the travel policy upon board member request for discussion under Other Business agenda item #15.

MOTION BY RICHARD SWARTZENDRUBER, SUPPORTED BY KURT PEASLEY, TO APPROVE THE FOLLOWING DOCUMENTS ON THE CONSENT AGENDA: APPROVE MINUTES OF THE MARCH 7, 2023 BOARD OF DIRECTORS MEETING; RECEIVE SUBSTANCE USE DISORDER OVERSIGHT POLICY BOARD MINUTES OF DECEMBER 21, 2022 AND FEBRUARY 15, 2023; RECEIVE BOARD EXECUTIVE COMMITTEE MEETING MINUTES OF APRIL 21, 2023; RECEIVE

POLICY COMMITTEE MINUTES OF APRIL 4, 2023; RECEIVE OPERATIONS COUNCIL KEY DECISIONS OF FEBRUARY 27, 2023 AND MARCH 20, 2023 AND APRIL 17, 2023; AND TO APPROVE ALL THE FOLLOWING POLICIES: CASH MANAGEMENT – ADVANCES, CASH MANAGEMENT – BUDGET & OVERSIGHT, CASH MANAGEMENT – COST SETTLEMENTS, CASH MANAGEMENT, COSTING, FINANCE MANAGEMENT, FIXED ASSETS DEPRECIATION, FOOD EXPENSE, INVESTMENT, PA2 FUND USE, PA2 INTEREST ALLOCATION, PROCUREMENT, RISK MANAGEMENT, SUD-INCOME ELIGIBILITY & FEES, TRANSFER OF CMHSP CARE RESPONSIBILITY, CCBHC RECIPIENT ELIGIBILITY. MOTION CARRIED: 20-0.

15. Other Business

- MOTION BY TINA HICKS, SUPPORTED BY IRENE O’BOYLE TO DIRECT THE CHIEF EXECUTIVE OFFICER TO WRITE A RESOLUTION IN OPPOSITION TO THE CONFLICT FREE ACCESS AND PLANNING PROPOSALS TO DATE. MOTION CARRIED: 20-0.** The resolution will be presented to the Executive Committee at the upcoming May meeting and if approved, the resolution will then be distributed to the MDHHS, Legislators, Governor’s office and all board members.
- MOTION BY GRETCHEN NYLAND, SUPPORTED BY PAT McFARLAND TO APPROVE THE TRAVEL POLICY REMOVED FROM THE CONSENT AGENDA. ROLL CALL VOTE: JOE BREHLER-NO, KEN DeLAAT-YES, DAVID GRIESING-YES, DAN GRIMSHAW-NO, TINA HICKS-YES, JOHN JOHANSEN-YES, JEANNE LADD-YES, PAT McFARLAND-NO, DEB McPEEK-McFADDEN-NO, PHILLIP MOORE-NO, GRETCHEN NYLAND-NO, IRENE O’BOYLE-NO, KURT PEASLEY-NO, JOE PHILLIPS-YES, TRACEY RAQUEPAW-NO, KERIN SCANLON-NO, RICHARD SWARTZENDRUBER-YES, SUSAN TWING-YES, JOAN WILLIAMS-YES, ED WOODS-YES. FINAL VOTE TOTAL:10-10. MOTION FAILED.** The travel policy includes an edit to reimburse employees for mileage to/from their home/remote office (official station) to/from the MSHN office in Lansing. Board members request that MSHN check the IRS policy applicable to employees. MSHN Administration will draft changes to the policy for presentation at an upcoming policy committee meeting. The board wished to convey the message they support remote work, however their objection is to the mileage reimbursement for coming to the MSHN office for meetings. Mr. Joe Sedlock expressed that he is available anytime members may have questions.

16. Public Comment

Board members encouraged everyone to take Mental Health First Aid Training. Mr. John Johansen extended appreciation to MSHN staff for the Strategic Planning presentation that took place earlier today. The presentation was very well prepared. Mr. Johansen also expressed appreciation for the donation from the board to Hospice in memory of his late wife, Gerri.

17. Adjournment

The MSHN Board of Directors Regular Business Meeting adjourned at 6:19 p.m.