

Mid-State Health Network (MSHN) Board of Directors Meeting
Tuesday, September 9, 2025
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 5:22 p.m.

2. Roll Call

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

Board Member(s) Present: Brad Bohner (LifeWays), Patrick Conley (BABH), Ken DeLaat (Newaygo), David Griesing (Tuscola), Dan Grimshaw (Tuscola), Tim Hanna (CEI), Tina Hicks (Gratiot), John Johansen (Montcalm), Deb McPeek-McFadden (The Right Door), Irene O'Boyle (Gratiot), Kurt Peasley (Montcalm), Joe Phillips (CMH for Central Michigan), Linda Purcey (The Right Door), Tracey Raquepaw (Saginaw), Kerin Scanlon (CMH for Central Michigan), Lori Schultz (Newaygo), Richard Swartzendruber (Huron), Joanie Williams (Saginaw), and Ed Woods (LifeWays)

Board Member(s) Remote: Patty Bock (Huron)-Bad Axe, MI

Board Member(s) Absent: Greg Brodeur (Shiawassee), Cindy Garber (Shiawassee), Pat McFarland (BABH), and Paul Palmer (CEI)

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

Public Present: Michelle Stillwagon (Chief Executive Officer, Gratiot Integrated Health Network) and Tammy Warner (Executive Director, Montcalm Care Network)

Public Remote: Christa Merritt, Mid-Michigan District Health Department

3. Approval of Agenda for September 9, 2025

Board approval was requested for the Agenda of the September 9, 2025, Regular Business Meeting.

MOTION BY KEN DeLAAT, SUPPORTED BY RICH SWARTZENDRUBER, FOR APPROVAL OF THE AGENDA OF SEPTEMBER 9, 2025 REGULAR BUSINESS MEETING, AS PRESENTED. MOTION CARRIED UNANIMOUSLY.

4. Public Comment

Ms. Tammy Warner and Ms. Michelle Stillwagon each expressed thanks to the board for all their support of the MSHN region.

5. Consideration of MSHN Fiscal Year 2025 Budget Amendment

Ms. Leslie Thomas provided an overview and information on the Fiscal Year 2025 Budget Amendment report and recommended board approval as presented. Mr. Joe Sedlock wished to express appreciation to the Community Mental Health Service Programs and the substance use disorder providers for their hard work on the cost containment strategies implemented in fiscal year 2025.

MOTION BY KURT PEASLEY, SUPPORTED BY JOHN JOHANSEN, FOR APPROVAL OF THE MSHN FISCAL YEAR 2025 BUDGET AMENDMENT, AS PRESENTED. MOTION CARRIED UNANIMOUSLY.

6. Consideration of MSHN Regional Budget for Fiscal Year 2026

Board approval was requested for the MSHN Fiscal Year 2026 Budget as presented during the Public Hearing.

MOTION BY IRENE O'BOYLE, SUPPORTED BY DAVID GRIESING, FOR APPROVAL OF THE MSHN FISCAL YEAR 2026 BUDGET, AS PRESENTED DURING THE PUBLIC HEARING. MOTION CARRIED UNANIMOUSLY.

7. Nominating Committee Report

Mr. Kurt Peasley provided board members with an update from the August 2025 Nominating Committee meeting sharing results from the Board Officer Interest/Nomination Survey. The Nominating Committee presented the following slate for election.

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|-------------------------------------|---------------------|
| • Board Chairperson: | Ed Woods |
| • Board Vice Chairperson: | Irene O'Boyle |
| • Board Secretary: | Deb McPeek-McFadden |
| • Members at Large (Two Positions): | Ken DeLaat |
| | Kerin Scanlon |
| | Kurt Peasley |
| | David Griesing |

8. Special Order: Board Officer Election

Mr. Kurt Peasley asked for nominations from the floor for the position of Chair. No further nominations were brought forth.

MOTION BY IRENE O'BOYLE, SUPPORTED BY TINA HICKS TO CLOSE NOMINATIONS FOR THE POSITION OF CHAIR AND ACCEPT THE UNANIMOUS BALLOT FOR MR. ED WOODS. MOTION CARRIED UNANIMOUSLY.

Mr. Peasley asked for nominations from the floor for the position of Vice-Chair. No further nominations were brought forth.

MOTION BY JOHN JOHANSEN, SUPPORTED BY DEB McPEEK-McFADDEN TO CLOSE NOMINATIONS FOR THE POSITION OF VICE-CHAIR AND ACCEPT THE UNANIMOUS BALLOT FOR MS. IRENE O'BOYLE. MOTION CARRIED UNANIMOUSLY.

Mr. Peasley asked for nominations from the floor for the position of Secretary. No further nominations were brought forth.

MOTION BY KEN DeLAAT, SUPPORTED BY DAVID GRIESING TO CLOSE NOMINATIONS FOR THE POSITION OF SECRETARY AND ACCEPT THE UNANIMOUS BALLOT FOR MS. DEB McPEEK-McFADDEN. MOTION CARRIED UNANIMOUSLY.

Mr. Peasley called for nominations from the floor for the two Member- At-Large positions. No further nominations were brought forth. Mr. Ken DeLaat and Ms. Kerin Scanlon both withdrew their nominations, leaving only two nominations for Mr. Kurt Peasley and Mr. David Griesing.

MOTION BY JOHN JOHANSEN, SUPPORTED BY TINA HICKS TO CLOSE NOMINATIONS FOR THE TWO MEMBER-AT-LARGE POSITIONS AND ACCEPT THE UNANIMOUS BALLOT FOR MR. KURT PEASLEY AND MR. DAVID GRIESING. MOTION CARRIED UNANIMOUSLY.

Mr. Woods thanked Mr. Peasley for his work as chair of the Nominating Committee.

9. 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
 - CMHSP Application to MSHN Region policy in Consent Agenda
 - Competitive Procurement of Prepaid Inpatient Health Plans
 - Regional Anti-Stigma Campaign

- State of Michigan/Statewide Activities – See written report for details.
 - State to Centralize Payments and Oversight of CCBHCs within MDHHS
 - Michigan Overdose Surveillance Report
 - Federal Tax Law Changes to Impact Michigan
- Federal/National Updates and Activities
 - Maximizing Benefits of Opioid Settlements

10. Deputy Director's Report

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

- Performance Bonus Incentive Payment for Housing & Employment
- Utilization Management Plan
- Population Health Priority Measurement Portfolio
- Credentialing Committee Updates

11. Chief Financial Officer's Report

Ms. Leslie Thomas provided an overview of the financial statements included within board meeting packets for the period ended July 31, 2025.

MOTION BY PATRICK CONLEY, SUPPORTED BY RICH SWARTZENDRUBER, TO RECEIVE AND FILE THE STATEMENT OF NET POSITION AND STATEMENT OF ACTIVITIES FOR THE PERIOD ENDED JULY 31, 2025, AS PRESENTED. MOTION CARRIED UNANIMOUSLY.

12. Contracts for Consideration/Approval

Ms. Leslie Thomas provided an overview of the amended FY2025 contract listing provided in board member folders noting the addition of \$100,000 to TBD Solutions and requested the board authorize MSHN's CEO to sign and fully execute the contracts listed on the amended FY2025 contract listing.

MOTION BY KURT PEASLEY, SUPPORTED BY JOHN JOHANSEN, TO AUTHORIZE THE CHIEF EXECUTIVE OFFICER TO SIGN AND FULLY EXECUTE THE CONTRACTS AS AMENDED AND PROVIDED IN BOARD MEMBER FOLDERS ON THE FY25 CONTRACT LISTING. MOTION CARRIED UNANIMOUSLY.

Ms. Leslie Thomas provided an overview of the amended FY2026 contract listing provided in board member folders noting date corrections, and requested the board authorize MSHN's CEO to sign and fully execute the contracts as amended and provided in board member folders on the FY2026 contract listing.

MOTION BY TINA HICKS, SUPPORTED BY DAVID GRIESING, TO AUTHORIZE THE CHIEF EXECUTIVE OFFICER TO SIGN AND FULLY EXECUTE THE CONTRACTS AS AMENDED AND PROVIDED IN BOARD MEMBER FOLDERS ON THE FY26 CONTRACT LISTING. MOTION CARRIED UNANIMOUSLY.

13. Executive Committee Report

Mr. Ed Woods informed board members the Executive Committee met on August 15, 2025 and August 22, 2025, and reviewed the following:

- Board Member Conduct and Board Meetings policy
- Attorney-Client Privilege Discussions
- CEO Contract Issue
- Nominating Committee Update
- MDHHS Competitive Procurement of PIHPs – Update
- Employee Compensation Policy
- MSHN Office Lease
- Special Board Meeting Scheduled on 8/27/2025
- 2025 CEO Performance Review Recommendation to Suspend and Revisit in March 2026.

MOTION BY KEN DeLAAT, SUPPORTED BY TINA HICKS, TO APPROVE THE EXECUTIVE COMMITTEE RECOMMENDATION TO SUSPEND THE CHIEF EXECUTIVE OFFICER PERFORMANCE REVIEW FOR NOVEMBER 2025 AND REVISIT IN MARCH 2026. MOTION CARRIED UNANIMOUSLY.

14. Chairperson's Report

Mr. Ed Woods informed members the Community Mental Health Association Fall Conference is scheduled for the end of October.

15. 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 JOHN JOHANSEN, SUPPORTED BY DEB McPEEK-McFADDEN, TO APPROVE THE FOLLOWING DOCUMENTS ON THE CONSENT AGENDA: APPROVE MINUTES OF THE JULY 1, 2025 BOARD OF DIRECTORS MEETING; APPROVE MINUTES OF THE AUGUST 27, 2025 SPECIAL BOARD OF DIRECTORS MEETING; APPROVE MINUTES OF THE AUGUST 27,

2025 CLOSED SESSION SPECIAL BOARD OF DIRECTORS MEETING; RECEIVE BOARD EXECUTIVE COMMITTEE MEETING MINUTES OF AUGUST 15, 2025 AND AUGUST 22, 2025; RECEIVE NOMINATING COMMITTEE MINUTES OF JULY 14, 2025 AND AUGUST 1, 2025; RECEIVE SUBSTANCE USE DISORDER OVERSIGHT POLICY BOARD MEETING MINUTES OF JUNE 18, 2025; RECEIVE POLICY COMMITTEE MEETING MINUTES OF AUGUST 5, 2025; RECEIVE OPERATIONS COUNCIL KEY DECISIONS OF JULY 21, 2025 AND AUGUST 18, 2025; AND TO APPROVE ALL THE FOLLOWING POLICIES: EMPLOYEE COMPENSATION, TRANSITIONS OF CARE, HCBS COMPLIANCE MONITORING, SERVICE PHILOSOPHY & TREATMENT, AND CMHSP APPLICATION TO MSHN REGION. MOTION CARRIED UNANIMOUSLY.

16. Other Business

There was no other business.

17. Public Comment

There was no public comment.

18. Adjournment

The MSHN Board of Directors Regular Business Meeting adjourned at 6:22 p.m.