

Mid-State Health Network (MSHN) Board of Directors Meeting
Tuesday, November 12, 2024
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 reminded members that those participating by phone may not vote on matters before the board and the Board Member Conduct Policy, emphasizing that members seek recognition from the chair and honor time limits. Mr. Woods asked for a moment of silence in respect to the passing of fellow board member, Mr. Bruce Gibb (appointed by Huron Behavioral Health). Mr. Woods announced Mr. Joe Brehler will be retiring at the end of the year, and this is his last meeting. Ms. Amanda Ittner introduced MSHN's newest staff member, Beth LaFleche, Treatment Specialist.

2. Roll Call

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

Board Member(s) Present: Brad Bohner (LifeWays), Joe Brehler (CEI), Greg Brodeur (Shiawassee), Dan Grimshaw (Tuscola), Tina Hicks (Gratiot), John Johansen (Montcalm), Deb McPeek-McFadden (The Right Door), Irene O'Boyle (Gratiot), Paul Palmer (CEI)-joined at 5:14 p.m., Bob Pawlak (BABH), Joe Phillips (CMH for Central Michigan), Linda Purcey (The Right Door), Tracey Raquepaw (Saginaw), Kerin Scanlon (CMH for Central Michigan)-joined at 5:12 p.m., Richard Swartzendruber (Huron), Joanie Williams (Saginaw), and Ed Woods (LifeWays)

Board Member(s) Remote: David Griesing (Tuscola) and Kurt Peasley (Montcalm)

Board Member(s) Absent: Ken DeLaat (Newaygo), Pat McFarland (Bay-Arenac), and Susan Twing (Newaygo)

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

3. Approval of Agenda for November 12, 2024

Board approval was requested for the Agenda of the November 12, 2024, Regular Business Meeting.

MOTION BY TINA HICKS, SUPPORTED BY TRACEY RAQUEPAW, FOR APPROVAL OF THE AGENDA OF NOVEMBER 12, 2024, REGULAR BUSINESS MEETING, AS PRESENTED. MOTION CARRIED: 15-0.

4. Public Comment

There was no public comment.

5. MSHN External Compliance Examination Report Presentation

Mr. Derek Miller, Auditor from Roslund, Prestage and Company, presented his report and highlighted key information included in the MSHN Fiscal Year 2023 Compliance Examination conducted by his firm and provided within board member packets. The audit found MSHN complied in all material respects with the specified requirements; that no control deficiencies were found; no material non-compliance with laws, regulations, or contracts were identified; and no fraud was found. Mr. Miller expressed appreciation to Ms. Leslie Thomas and the finance team at MSHN. Mr. Joseph Sedlock acknowledged Mr. Miller and his team for processing the audit every year and Ms. Leslie Thomas and the Finance team for their hard work and diligence to ensure MSHN's financial integrity and compliance on a daily basis and always being prepared not just for audits, but throughout the year.

MOTION BY RICH SWARTZENDRUBER, SUPPORTED BY JOHN JOHANSEN, TO RECEIVE AND FILE THE REPORT ON COMPLIANCE OF MID-STATE HEALTH NETWORK FOR THE YEAR ENDED SEPTMEBER 30, 2023. MOTION CARRIED: 16-0.

6. Chief Executive Officer's Report

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

- Recent MSHN staff accomplishments/recognitions.
- PIHP/Regional Matters
 - Conflict Free Access and Planning (CFAP) Update
 - MSHN Cost Containment Plan – Partial Access Centralization
 - MSHN Bylaws
 - Regional Financial Position
- State of Michigan/Statewide Activities
 - MSHN/MDHHS “Master Contract” for FY25
- Federal/National Activities
 - Food and Drug Administration (FDA) Approves New Medication for Treatment of Schizophrenia
 - Mental Health and Substance Use Parity

7. Deputy Director's Report

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

- Staffing Update
- Michigan Health Endowment Fund Award Notice
- FY25 Software Project Implementation Updates
 - Compliance Software
 - Data Analytics Software
- Health Services Advisory Group (HSAG) – External Quality Reviews Update
 - Performance Measure Validation (PMV) Report
 - Network Adequacy Assessment (NAA) Results
 - Encounter Data Validation
 - Performance Improvement Projects (PIP)
 - Compliance Review

8. Chief Financial Officer's Report

Ms. Leslie Thomas provided an overview of the financial statements included within board meeting packets for the period ended September 30, 2024.

MOTION BY TINA HICKS, SUPPORTED BY BRAD BOHNER, TO RECEIVE AND FILE THE PRELIMINARY STATEMENT OF NET POSITION AND PRELIMINARY STATEMENT OF ACTIVITIES FOR THE PERIOD ENDED SEPTEMBER 30, 2024, AS PRESENTED. MOTION CARRIED: 17-0.

9. Contracts for Consideration/Approval

A. FY24 Contract Listing for Consideration/Approval

Ms. Leslie Thomas provided an overview of the FY2024 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 FY2024 contract listing.

MOTION BY DEB McPEEK-McFADDEN, SUPPORTED BY TRACEY RAQUEPAW, TO AUTHORIZE THE CHIEF EXECUTIVE OFFICER TO SIGN AND FULLY EXECUTE THE CONTRACTS AS PRESENTED AND LISTED ON THE FY24 CONTRACT LISTING. MOTION CARRIED: 17-0.

B. FY25 Contract Listing for Consideration/Approval

Ms. Leslie Thomas provided an overview of the amended FY2025 contract listing provided in board member folders with the addition of \$244,500 designated to Protocol for After

Hours Centralized Access Phone Support and requested the board authorize MSHN's CEO to sign and fully execute the contracts listed on the amended FY2025 contract listing.

MOTION BY BRAD BOHNER, SUPPORTED BY JOANIE WILLIAMS, TO AUTHORIZE THE CHIEF EXECUTIVE OFFICER TO SIGN AND FULLY EXECUTE THE CONTRACTS AS PRESENTED AND LISTED ON THE AMENDED FY25 CONTRACT LISTING. MOTION CARRIED: 17-0.

10. Executive Committee Report

Mr. Ed Woods asked Ms. Irene O'Boyle to discuss the CEO performance review process.

Ms. Irene O'Boyle informed board members they will receive the performance evaluation on November 13, 2024, to be completed by Wednesday, November 27, 2024. Reminders will be sent to board members to request they complete the survey before the deadline date. Ms. O'Boyle expressed the importance of completing the survey and a reminder was also noted to board members of their responsibility to complete the evaluation. Results will be compiled and presented to the Executive Committee at the December 2024 meeting and to the full board at the January 2025 board meeting. Mr. Woods expressed his appreciation to Ms. O'Boyle for taking on the role of the Evaluation Chair.

11. Chairperson's Report

Mr. Ed Woods asked for a volunteer for the Policy Committee to replace the vacancy of Ms. Jeanne Ladd who resigned from the board. Ms. Tina Hicks has been appointed to the Policy Committee.

12. 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 BRAD BOHNER, SUPPORTED BY RICH SWARTZENDRUBER, TO APPROVE THE FOLLOWING DOCUMENTS ON THE CONSENT AGENDA: APPROVE MINUTES OF THE SEPTEMBER 10, 2024 BOARD OF DIRECTORS MEETING; APPROVE MINUTES OF THE SEPTEMBER 10, 2024 PUBLIC HEARING; RECEIVE SUBSTANCE USE DISORDER OVERSIGHT POLICY BOARD MINUTES OF AUGUST 21, 2024; RECEIVE BOARD EXECUTIVE COMMITTEE MEETING MINUTES OF OCTOBER 18, 2024; RECEIVE POLICY COMMITTEE MEETING MINUTES OF OCTOBER 1, 2024; RECEIVE OPERATIONS COUNCIL KEY DECISIONS OF SEPTEMBER 23, 2024 AND OCTOBER 28, 2024; AND TO APPROVE ALL THE FOLLOWING POLICIES: CHILDREN WITH SERIOUS EMOTIONAL DISTURBANCES HOME AND COMMUNITY BASE WAIVER, CHILDREN'S HOME AND COMMUNITY BASED SERVICES WAIVER (CWP), COMMUNITY-BASED INDEPENDENT LIVING PLACEMENT, ELECTROCONVULSIVE THERAPY (ECT), EMERGENCY & POST-STABILIZATION SERVICES, EVIDENCE BASED PRACTICES, HABILITATION SUPPORTS WAIVER (HSW), HOME AND COMMUNITY BASED SERVICES COMPLIANCE MONITORING, INDIAN HEALTH SERVICES, INPATIENT PSYCHIATRIC HOSPITALIZATION STANDARDS, OUT OF STATE PLACEMENTS,

STANDARDIZED ASSESSMENT, SUBSTANCE USE DISORDER SERVICES-MEDICATION FOR OPIOID USE DISORDER, SUBSTANCE USE DISORDER SERVICES-OUT OF REGION COVERAGE, SUBSTANCE USE DISORDER SERVICES-TELEMEDICINE, SUBSTANCE USE DISORDER SERVICES-WOMEN'S SPECIALTY SERVICES, TRAUMA-INFORMED SYSTEMS OF CARE, AND PROCUREMENT. MOTION CARRIED: 17-0

13. Other Business

Mr. Ed Woods expressed his appreciation to board members, MSHN staff, Community Mental Health Service Programs, and Substance Use Disorder Providers as the holiday season approaches and wishes everyone Happy Holidays.

14. Public Comment

There was no public comment.

15. Adjournment

The MSHN Board of Directors Regular Business Meeting adjourned at 6:08 p.m.