

Mid-State Health Network (MSHN) Board of Directors Meeting  
Tuesday, May 7, 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. Mr. Woods welcomed Mr. Bryan Krogman, Chief Executive Officer for Community Mental Health of Central Michigan. Mr. Woods asked for a moment of silence for board members that are currently experiencing medical issues. Mr. Joe Sedlock called on Dr. Todd Lewicki to introduce MSHN's newest staff member, Leah Hietala, Waiver Assistant.

**2. Board Member Ten Year Service Recognitions**

Mr. Joe Sedlock expressed gratitude to board members that have served on the board for ten consecutive years, and each was presented a plaque in acknowledgement of appreciation from MSHN. Board members recognized were Brad Bohner, Joe Brehler, Dan Grimshaw, John Johansen, Gretchen Nyland, Irene O'Boyle, Kurt Peasley, and Ed Woods.

**3. Roll Call**

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

**Board Member(s) Present:** Brad Bohner (LifeWays)-joined at 5:20 p.m., Joe Brehler (CEI), Greg Brodeur (Shiawassee), Ken DeLaat (Newaygo), Bruce Gibb (Huron), David Griesing (Tuscola), Dan Grimshaw (Tuscola)-arrived at 5:03 p.m., John Johansen (Montcalm), Pat McFarland (Bay-Arenac), Deb McPeek-McFadden (Ionia), Irene O'Boyle (Gratiot), Paul Palmer (CEI)-joined at 5:11 p.m., Bob Pawlak (Bay-Arenac), Kurt Peasley (Montcalm), Joe Phillips (CMH for Central Michigan), Tracey Raquepaw (Saginaw), Kerin Scanlon (CMH for Central Michigan)-joined at 5:09 p.m., Richard Swartzendruber (Huron), Susan Twing (Newaygo), and Ed Woods (LifeWays)

**Board Member(s) Remote:** Jeanne Ladd (Shiawassee)

**Board Member(s) Absent:** Tina Hicks (Gratiot), Gretchen Nyland (Ionia), and Joanie Williams (Saginaw)

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

**4. Approval of Agenda for May 7, 2024**

Board approval was requested for the Agenda of the May 7, 2024, Regular Business Meeting.

**MOTION BY DEB McPEEK-McFADDEN, SUPPORTED BY KURT PEASLEY, FOR APPROVAL OF THE AGENDA OF MAY 7, 2024, REGULAR BUSINESS MEETING, AS PRESENTED. MOTION CARRIED: 18-0.**

**5. Public Comment**

There was no public comment.

**6. FY2023 Audit Presentation**

Mr. Derek Miller, from Roslund, Prestage and Company presented the financial audit of MSHN for fiscal year 2023 conducted by his firm. The opinion rendered by Roslund, Prestage and Company is that MSHNs financial statements present fairly, in all material respects, 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, 2023, 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. This opinion is the highest level available. Mr. Ed Woods thanked Mr. Miller 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. Mr. Miller expressed appreciation on behalf of Roslund, Prestage and Company to Ms. Leslie Thomas and Ms. Amy Keinath for being well prepared for the audit every year.

**MOTION BY TRACEY RAQUEPAW, SUPPORTED BY JOHN JOHANSEN, TO RECEIVE AND FILE THE FY2023 AUDIT REPORT OF MSHN COMPLETED BY ROSLUND, PRESTAGE AND COMPANY. MOTION CARRIED: 19-0.**

**7. FY2023 Board Self-Assessment**

Ms. Irene O'Boyle summarized the FY2023 Board Self-Assessment results. The Board Self-Assessment trending report from FY2019 – FY2023 was included in board meeting packets. Twenty-one (21) of the current twenty-four (24) Board members completed the survey, which equates to an 87.5% participation rate. The Executive Committee will examine the low scored questions to review how they can assist board members in those categories. 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 FY2023 BOARD SELF-ASSESSMENT REPORT. MOTION CARRIED: 20-0.**

## 8. Network Adequacy Assessment Presentation

Ms. Amanda Ittner provided board members with a presentation of the Provider Network Adequacy Assessment. Members expressed interest in reviewing the timeliness to service data specific for each Community Mental Health Service Program (CMHSP). [Timeliness to Service Indicators](#) are available on the MSHN website.

## 9. Conflict Free Access and Planning

Mr. Joe Sedlock presented a recommendation that the MSHN Board of Directors and the MSHN region continue advocacy efforts directed toward MDHHS reconsideration of its decisions and to pass a resolution restating opposition to the design decision and requesting MDHHS reconsideration.

Board members proposed minor changes to the resolution as currently presented.

**MOTION BY KURT PEASLEY, SUPPORTED BY IRENE O'BOYLE TO APPROVE AND COMMUNICATE TO POLICY MAKERS THE RESOLUTION OF THE MSHN BOARD OF DIRECTORS TO OPPOSE THE CONFLICT FREE ACCESS AND PLANNING IMPLEMENTATION DECISIONS OF MDHHS AND TO REQUEST THAT MDHHS RECONSIDER ITS DECISION(S) FOLLOWING REVIEW AND APPROVAL BY THE EXECUTIVE COMMITTEE OF THE REVISED RESOLUTION. ROLL CALL VOTING IN FAVOR: BRAD BOHNER, JOE BREHLER, GREG BRODEUR, KEN DeLAAT, BRUCE GIBB, DAVID GRIESING, DAN GRIMSHAW, JOHN JOHANSEN, PAT McFARLAND, DEB McPEEK-McFADDEN, IRENE O'BOYLE, PAUL PALMER, BOB PAWLAK, KURT PEASLEY, JOE PHILLIPS, TRACEY RAQUEPAW, KERIN SCANLON, RICH SWARTZENDRUBER, SUSAN TWING, AND ED WOODS. VOTING IN OPPOSITION: NONE. MOTION CARRIED: 20-0.**

## 10. Chief Executive Officer's Report

Mr. Joe Sedlock expressed his appreciation to Ms. Amanda Ittner for her coverage at the previous board meeting and to Ms. Leslie Thomas for her work on preparing the financials for the yearly audits discussed earlier. Mr. Sedlock also discussed several items from within his written report to the Board highlighting the following:

- PIHP/Regional Matters
  - Michigan Consortium for Healthcare Excellence (MCHE) Alternate Appointment Resolution
  - Conflict Free Access and Planning (CFAP) Update – The board was asked and agreed to convene a special board meeting to consider compliance when guidance is presented from MDHHS. Mr. Sedlock noted that the Operations Council will be consulted in advance of convening a special board meeting.
  - SOR Site Review
  - COVID Un-Wind Update; Regional Revenue Impact
  - Regional Cost Containment Strategies

- State of Michigan/Statewide Activities
  - Medicaid Health Plan Re-Bid – MI Healthy Life Award Announcement
- Federal/National Activities
  - Summary of Changes to 42 CFR Part 2, Confidentiality of SUD Records

### 11. 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
- Provider Network Adequacy Assessment – FY23
- Population Health and Integrated Care Plan 2024-2025

### 12. Chief Financial Officer’s Report

Ms. Leslie Thomas provided an overview of the financial statements included within board meeting packets for the period ended March 31, 2024.

**MOTION BY PAT McFARLAND, SUPPORTED BY PAUL PALMER, TO RECEIVE AND FILE THE PRELIMINARY STATEMENT OF NET POSITION AND STATEMENT OF ACTIVITIES FOR THE PERIOD ENDED MARCH 31, 2024, AS PRESENTED. MOTION CARRIED: 20-0.**

### 13. Contracts 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 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 FY24 CONTRACT LISTING. MOTION CARRIED: 20-0.**

### 14. Executive Committee Report

Mr. Ed Woods informed board members the Executive Committee met on April 19, 2024, and reviewed the following:

- Board Self-Evaluation
- Conflict Free Access and Planning Draft Briefing Paper

### 15. Chairperson’s Report

Mr. Ed Woods asked for volunteers to act as voting delegates for the Community Mental Health Association of Michigan (CMHAM) Member Assembly Meeting on Monday, June 10, 2024 at their Summer Conference in Traverse City. Voting delegates will be Mr. Ken DeLaat and Mr. Joe Sedlock. MSHN Administration will provide the delegate names to CMHAM.

#### **16. 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 DAN GRIMSHAW, SUPPORTED BY KURT PEASLEY, TO APPROVE THE FOLLOWING DOCUMENTS ON THE CONSENT AGENDA WITH THE REMOVAL OF THE RESOLUTION TO APPOINT AN ALTERNATE MEMBER REPRESENTATIVE TO THE MICHIGAN CONSORTIUM FOR HEALTHCARE EXCELLENCE. APPROVE MINUTES OF THE MARCH 5, 2024 BOARD OF DIRECTORS MEETING; RECEIVE SUBSTANCE USE DISORDER OVERSIGHT POLICY BOARD MINUTES OF FEBRUARY 21, 2024; RECEIVE BOARD EXECUTIVE COMMITTEE MEETING MINUTES OF APRIL 19, 2024; RECEIVE POLICY COMMITTEE MEETING MINUTES OF APRIL 2, 2024; RECEIVE OPERATIONS COUNCIL KEY DECISIONS OF FEBRUARY 26, 2024 AND MARCH 18, 2024 AND APRIL 15, 2024; AND TO APPROVE ALL THE FOLLOWING POLICIES: ACCESS SYSTEM, LEVEL OF CARE SYSTEM, RETROSPECTIVE SAMPLE REVIEW-ACUTE CARE SERVICES, AND UTILIZATION MANAGEMENT. MOTION CARRIED: 20-0**

#### **17. Other Business**

Board approval was requested for the Resolution to Appoint an Alternate Member Representative to the Michigan Consortium for Healthcare Excellence listed as Item #16.6 removed from the Consent Agenda above.

**MOTION TO APPROVE THE RESOLUTION TO APPOINT AN ALTERNATE MEMBER REPRESENTATIVE TO THE MICHIGAN CONSORTIUM FOR HEALTHCARE EXCELLENCE. ROLL CALL VOTING IN FAVOR: BRAD BOHNER, JOE BREHLER, GREG BRODEUR, KEN DeLAAT, BRUCE GIBB, DAVID GRIESING, DAN GRIMSHAW, JOHN JOHANSEN, PAT McFARLAND, DEB McPEEK-McFADDEN, IRENE O'BOYLE, PAUL PALMER, BOB PAWLAK, KURT PEASLEY, JOE PHILLIPS, TRACEY RAQUEPAW, KERIN SCANLON, RICH SWARTZENDRUBER, SUSAN TWING, AND ED WOODS. VOTING IN OPPOSITION: NONE. MOTION CARRIED: 20-0.**

Mr. Woods welcomed Ms. Sara Lurie, Chief Executive Officer of Community Mental Health Authority for Clinton, Eaton, and Ingham Counties who arrived after the meeting had convened.

#### **18. Public Comment**

There was no public comment.

#### **19. Adjournment**

The MSHN Board of Directors Regular Business Meeting adjourned at 7:03 p.m.