

Mid-State Health Network (MSHN) Board of Directors Meeting
Tuesday, January 10, 2023
Comfort Inn and Suites Hotel & Conference 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. Ed Woods asked for a moment of silence in respect for Mr. Woods' brother, Jim and Mr. John Johansen's wife, Gerri who have recently passed away. Mr. John Johansen wished to express thanks to MSHN staff and those board members who sent their condolences.

2. Roll Call

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

Board Member(s) Present: Brad Bohner (LifeWays) – joined at 5:09 p.m., Joe Brehler (CEI), Ken DeLaat (Newaygo), David Griesing (Tuscola), Dan Grimshaw (Tuscola), John Johansen (Montcalm), Jeanne Ladd (Shiawassee), Pat McFarland (Bay-Arenac), Deb McPeek-McFadden (Ionia), Gretchen Nyland (Ionia), Kurt Peasley (Montcalm), Joe Phillips (CMH for Central Michigan), Tracey Raquepaw (Saginaw), Tom Ryder (Bay-Arenac), Kerin Scanlon (CMH for Central Michigan), Richard Swartzendruber (Huron), Susan Twing (Newaygo), and Ed Woods (LifeWays)

Board Member(s) Remote: Tina Hicks (Gratiot) – joined at 5:02 p.m., Irene O'Boyle (Gratiot) – joined at 5:05 p.m.

Board Member(s) Absent: Bruce Cadwallender (Shiawassee), Mike Cierzniewski (Saginaw), Ken Mitchell (CEI), and Beverly Wiltse (Huron)

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

Staff Member(s) Remote: None

Public Present: Mr. Bryan Krogman; Chief Executive Officer at Community Mental Health Association of Central Michigan

3. Approval of Agenda for January 10, 2023

Board approval was requested for the Agenda of the January 10, 2023, Regular Business Meeting.

MOTION BY DEB McPEEK-McFADDEN, SUPPORTED BY JEANNE LADD, FOR APPROVAL OF THE AGENDA OF THE JANUARY 10, 2023, REGULAR BUSINESS MEETING, AS PRESENTED. MOTION CARRIED: 17-0.

4. Public Comment

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

5. FY2023 Quality Assessment and Performance Improvement Program (QAPIP) and the FY2022 Annual Effectiveness Evaluation

Ms. Kim Zimmerman presented an overview of the FY2023 QAPIP and the FY2022 Annual Effectiveness Evaluation included within board meeting packets and recommended for board approval. 14-day question on page 8-breakdown per CMHSP is in full report.

MOTION BY DAVID GRIESING, SUPPORTED BY DEB McPEEK-McFADDEN, FOR APPROVAL OF THE QUALITY ASSESSMENT AND PERFORMANCE IMPROVEMENT PROGRAM (QAPIP) FOR OCTOBER 1, 2022 TO SEPTEMBER 30, 2023 AND THE ANNUAL EFFECTIVENESS AND EVALUATION REPORT FOR OCTOBER 1, 2021 TO SEPTEMBER 30, 2022. MOTION CARRIED: 18-0.

6. Chief Executive Officer's Report

Mr. Joseph Sedlock wished to acknowledge Mr. Bryan Krogman as the Chief Executive Officer of Community Mental Health of Central Michigan who was present this evening. Mr. Krogman wished to express his thanks to the Board. Mr. Sedlock discussed several items from within his written report to the Board highlighting the following:

- PIHP/Regional Matters
 - Employee Holidays
 - Internal Structure Adjustments
 - Strategic Planning will take place on Tuesday, May 2nd, 2023. Plan on a full day prior to the Board meeting already scheduled that evening.
- State of Michigan/Statewide Activities
 - Opioid Health Homes and NEW Substance Use Disorder Health Homes
 - Behavioral Health Home Coming to the MSHN region Spring 2023
- Federal/National Activities
 - New Updates for 42CFR2 (Confidentiality of SUD Patient Records)

7. Deputy Director's Report

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

- COVID Update
- MSHN Staffing Update
- Health Insurance Update
- Crisis Residential Development
- Performance Bonus Incentive Report FY22
- Population Health and Integrated Care Measurement Portfolio

8. Chief Financial Officer's Report

Ms. Leslie Thomas provided an overview of the financial reports included within board meeting packets for the period ended November 30, 2022.

MOTION BY KURT PEASLEY, SUPPORTED BY TRACEY RAQUEPAW, TO RECEIVE AND FILE THE PRELIMINARY STATEMENT OF NET POSITION AND PRELIMINARY STATEMENT OF ACTIVITIES FOR THE PERIOD ENDING NOVEMBER 30, 2022, AS PRESENTED. MOTION CARRIED: 18-0.

9. Contracts for Consideration/Approval

Ms. Leslie Thomas provided an overview of the FY2023 contract listing provided in the meeting packet and expressed her apologies for the total row placed between section 3 and 4 stating that the total row was in error and should not appear. Ms. Thomas requested the board authorize MSHN's CEO to sign and fully execute the contracts listed on the FY2023 contract listing with the deletion of the total row between section 3 and 4 of the contract listing.

MOTION BY KEN DeLAAT, SUPPORTED BY SUSAN TWING, TO AUTHORIZE THE CHIEF EXECUTIVE OFFICER TO SIGN AND FULLY EXECUTE THE CONTRACTS AS PRESENTED WITH THE REMOVAL OF THE TOTAL ROW BETWEEN SECTION 3 AND 4 ON THE FY23 CONTRACT LISTING. MOTION CARRIED: 18-0.

10. Executive Committee Report

Ms. Irene O'Boyle announced the FY2022 Board Self-Evaluation will be emailed to members in the next couple of weeks. The Board Self-Evaluation is conducted annually. Ms. Sherry Kletke will send the survey to members by email through Survey Monkey. Members will be given two weeks to complete the survey. Results of the survey will be available at the February Executive Committee Meeting and presented to the full board at the March Board of Directors meeting. Ms. O'Boyle encouraged all Board members to participate by completing the evaluation in the timeframe offered.

11. Chairpersons Report

Mr. Ed Woods reported MSHN has received recent resignation notice of board members Mr. Ken Mitchell and Mr. Mike Cierzniewski.

13. 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 BRAD BOHNER, TO APPROVE THE FOLLOWING DOCUMENTS ON THE CONSENT AGENDA: APPROVE MINUTES OF THE NOVEMBER 1, 2022 BOARD OF DIRECTORS MEETING; RECEIVE SUBSTANCE USE DISORDER OVERSIGHT POLICY BOARD MINUTES OF OCTOBER 19, 2022; RECEIVE BOARD EXECUTIVE COMMITTEE MEETING MINUTES OF DECEMBER 16, 2022; RECEIVE OPERATIONS COUNCIL KEY DECISIONS OF NOVEMBER 21, 2022 AND DECEMBER 19, 2022. MOTION CARRIED: 18-0.

13. Other Business

14. Public Comment

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

15. CEO Performance Evaluation

Mr. Joseph Sedlock was recognized and requested the board consider this personnel matter in closed session.

MOTION BY GRETCHEN NYLAND, SUPPORTED BY DAVID GRIESING TO ENTER CLOSED EXECUTIVE SESSION TO CONSIDER THE CEO PERFORMANCE APPRAISAL. ROLL CALL VOTING IN FAVOR: BRAD BOHNER, JOE BREHLER, KEN DeLAAT, DAVID GRIESING, DAN GRIMSHAW, JOHN JOHANSEN, JEANNE LADD, DEB McPEEK-McFADDEN, PAT McFARLAND, GRETCHEN NYLAND, KURT PEASLEY, JOE PHILLIPS, TRACEY RAQUEPAW, TOM RYDER, KERIN SCANLON, RICHARD SWARTZENDRUBER, SUSAN TWING, AND ED WOODS. VOTING IN OPPOSITION: NONE. MOTION CARRIED.

Point of Order was raised by Dan Grimshaw indicating that board members present by remote means cannot participate in a closed board session except to present information. Board parliamentarian John Johansen agreed.

MOTION BY GRETCHEN NYLAND, SUPPORTED BY DAVID GRIESING TO WITHDRAW MOTION TO ENTER INTO CLOSED EXECUTIVE SESSION TO CONSIDER THE CEO PERFORMANCE APPRAISAL. ROLL CALL VOTING IN FAVOR: BRAD BOHNER, JOE BREHLER, KEN DeLAAT, DAVID GRIESING, DAN GRIMSHAW, JOHN JOHANSEN, JEANNE LADD, DEB McPEEK-McFADDEN, PAT McFARLAND, GRETCHEN NYLAND, KURT PEASLEY, JOE PHILLIPS, TRACEY RAQUEPAW, TOM RYDER, KERIN SCANLON, RICHARD SWARTZENDRUBER, SUSAN TWING, AND ED WOODS. VOTING IN OPPOSITION: NONE. MOTION CARRIED.

MOTION BY DEB McPEEK-McFADDEN, SUPPORTED BY BRAD BOHNER, TO ENTER INTO CLOSED EXECUTIVE SESSION TO INCLUDE REMOTELY PARTICIPATING BOARD MEMBER IRENE O'BOYLE AS REPORTER FOR THE CEO PERFORMANCE REVIEW AND EXCUSE ALL OTHERS. VOTING IN FAVOR: BRAD BOHNER, JOE BREHLER, KEN DeLAAT, DAVID GRIESING, DAN GRIMSHAW, JOHN JOHANSEN, JEANNE LADD, DEB McPEEK-McFADDEN, PAT McFARLAND, GRETCHEN NYLAND, KURT PEASLEY, JOE PHILLIPS, TRACEY RAQUEPAW, TOM RYDER, KERIN SCANLON, RICHARD SWARTZENDRUBER, SUSAN TWING, AND ED WOODS. VOTING IN OPPOSITION: NONE. MOTION CARRIED.

The Board met in closed session for approximately 30 minutes.

MOTION BY DEB McPEEK-McFADDEN, SUPPORTED BY DAVID GRIESING, TO ADJOURN THE CLOSED SESSION AND RECONVENE THE BOARD OF DIRECTORS REGULAR BUSINESS MEETING. VOTING IN FAVOR: BRAD BOHNER, JOE BREHLER, KEN DeLAAT, DAVID GRIESING, DAN GRIMSHAW, JOHN JOHANSEN, JEANNE LADD, DEB McPEEK-McFADDEN, PAT McFARLAND, GRETCHEN NYLAND, KURT PEASLEY, JOE PHILLIPS, TRACEY RAQUEPAW, TOM RYDER, KERIN SCANLON, RICHARD SWARTZENDRUBER, SUSAN TWING, AND ED WOODS. VOTING IN OPPOSITION: NONE. MOTION CARRIED.

MOTION BY BRAD BOHNER, SUPPORTED BY KURT PEASLEY, TO RECEIVE AND FILE THE 2022 MSHN CHIEF EXECUTIVE OFFICER PERFORMANCE EVALUATION RESULTS. MOTION CARRIED.

16. Adjournment

The MSHN Board of Directors Regular Business Meeting adjourned at 6:50 p.m.