

Mid-State Health Network (MSHN) Board of Directors Meeting  
Tuesday, July 11, 2023  
**Comfort Inn & Suites and 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. Woods welcomed new board member, Robert (Bob) Pawlak, appointed from Bay-Arenac Behavioral Health.

**2. Roll Call**

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

**Board Member(s) Present:** Brad Bohner (LifeWays), Joe Brehler (CEI), 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), Bob Pawlak (BABH), Kurt Peasley (Montcalm), Joe Phillips (CMH for Central Michigan), Tracey Raquepaw (Saginaw) – joined at 5:06 p.m., Kerin Scanlon (CMH for Central Michigan) – joined at 5:06 p.m., Richard Swartzendruber (Huron), and Ed Woods (LifeWays)

**Board Member(s) Remote:** David Griesing (Tuscola), Susan Twing (Newaygo), Joanie Williams (Saginaw)

**Board Member(s) Absent:** Ken DeLaat (Newaygo), Dan Grimshaw (Tuscola), Beverly Wiltse (Huron)

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

**3. Approval of Agenda for July 11, 2023**

Board approval was requested for the Agenda of the July 11, 2023, Regular Business Meeting.

**MOTION BY BRAD BOHNER, SUPPORTED BY DEB McPEEK-McFADDEN, FOR APPROVAL OF THE AGENDA OF THE JULY 11, 2023, REGULAR BUSINESS MEETING, AS PRESENTED. MOTION CARRIED: 15-0.**

#### **4. Public Comment**

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

#### **5. Board Development: Dual Eligible Special Needs Plans (D-SNPs)**

Mr. Dave Schneider, from Health Management Associates, presented information about Dual Eligible Special Needs Plans to board members. Mr. Schneider recommends MSHN Board members to participate in stakeholder engagement and to be aware of decisions that are published or that MDHHS is taking engagement on. MSHN administration will keep board members informed of stakeholder engagement opportunities and other MDHHS actions.

#### **6. 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
  - Tuscola Behavioral Health Systems has announced that Julie Majeske has assumed the role of Chief Executive Officer replacing Sharon Beals as of July 1, 2023. MSHN will ask Ms. Majeske to introduce herself at a future board meeting.
  - MSHN Board Resolution on Conflict Free Access and Planning: as an update since the report was prepared, MDHHS is hosting 2 listening sessions in August to receive provider input on the proposals. Mr. Sedlock will email members the information regarding the listening sessions.
  - MSHN Equity Upstream Series Recognition
  - 24<sup>th</sup> Annual Substance Use and Co-Occurring Disorder Hybrid Conference
  - MSHN Office
- State of Michigan/Statewide Activities
  - Director of the Bureau of Specialty Behavioral Health Services Jeff Wierich took a new position with the State Hospital Administration and will be succeeded by Kristen Jordan. Meghan Groen has been named the Senior Deputy Director for the Behavioral, Physical Health and Aging Services Division.
  - Governor Whitmer Makes PIHP Regional Appointments to the Opioid Task Force
  - So-Called “Shirkey” Bills Re-Introduced

- MCHE Annual Board Meeting Save the Date of September 7, 2023. Board members will be provided with a link in advance of the meeting for anyone that wishes to participate.

Board members reviewed a memorandum from Mr. Sedlock requesting signature authority clarification, in particular, under what circumstances the Chief Executive Officer is permitted to authorize purchases when an existing contract is in place and included a recommendation for the following clarification to be added to pertinent policies/procedures:

- Unless prohibited by other MSHN executed contracts, MSHN Board-approved policies, or pertinent regulations, the MSHN CEO is authorized to:
  - Approve and execute any expenditure of funds (including but not limited to funds associated with memoranda of understanding, contracts, purchase orders, special procurement initiatives, or similar instruments) for a single item/service/support or group of similar items/services/supports, provided that the total amount involved in the request is less than the policy-established maximum of \$24,999.
  - Present to the Board of Directors for its consideration any item or group of items that would (as a single request) exceed the established \$24,999 maximum signature authority of the CEO for any/all services/supports/services/products/items.

If the recommendation is approved, the language will be added to the Delegation to the Chief Executive Officer and Executive Limitations policy and presented to the Policy Committee.

**MOTION BY JOHN JOHANSEN, SUPPORTED BY TINA HICKS, TO SUPPORT THE RECOMMENDATION AS PRESENTED. MOTION CARRIED: 17-0.**

## 7. Deputy Director's Report

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

- REMINDER-Board Annual Disclosure of Ownership, Controlling Interest, and Criminal Convictions DUE
- Policy Updates
- Network Adequacy Assessment (NAA) Addendum – FY2022
- Universal Credentialing Update and Semi-Annual Report – FY2023
- Autism Services

## 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 May 31, 2023.

**MOTION BY TRACEY RAQUEPAW, SUPPORTED BY TINA HICKS, TO RECEIVE AND FILE THE PRELIMINARY STATEMENT OF NET POSITION AND STATEMENT OF ACTIVITIES FOR THE PERIOD ENDING MAY 31, 2023, AS PRESENTED. MOTION CARRIED: 17-0.**

## 9.. Contracts for Consideration/Approval

Ms. Leslie Thomas provided an overview of the FY2023 contract listing provided in the meeting packet along with a supplement listing included in board members with the MDHHS contract and requested the board authorize MSHN's CEO to sign and fully execute the contracts listed on the FY2023 contract listing and the supplement listing.

**MOTION BY KURT PEASLEY, SUPPORTED BY IRENE O'BOYLE, TO AUTHORIZE THE CHIEF EXECUTIVE OFFICER TO SIGN AND FULLY EXECUTE THE CONTRACTS AS PRESENTED AND LISTED ON THE FY23 CONTRACT LISTING AND SUPPLEMENTAL LISTING. MOTION CARRIED: 17-0.**

## 10. Executive Committee Report

Mr. Ed Woods provided an overview from the May 2023 and June 2023 Executive Committee meetings, highlighting the following:

- Upcoming meeting agenda items
- FY2024 Meeting Locations

**MOTION BY GRETCHEN NYLAND, SUPPORTED BY JOHN JOHANSEN, TO UTILIZE MYMICHIGAN MEDICAL CENTER IN ALMA, MICHIGAN AS THE PREFERRED LOCATION FOR FY2024 BOARD OF DIRECTORS MEETINGS AND TO USE THE COMFORT INN AND SUITES IN MT. PLEASANT AS AN ALTERNATE LOCATION. MOTION CARRIED: 17-0.**

## 11. Chairpersons Report

Mr. Ed Woods informed board members of The ARC Advocacy Priorities – among others, “Regional Entity Status Change.”

Quoting: The ten Prepaid Inpatient Health Plans (PIHPS), the managed care entities responsible for distributing Medicaid to the forty-six community mental health services providers (CMHSPS) and enforcement of state and federal rules, regulations, statutes, and contract provisions were formed under the regional entity statute section of the Mental Health Code, 330.1204(b).

- The Boards of Directors of the PIHPs are populated with board members from the Community Mental Health Services Providers who comprise the PIHP. This

- constitutes a conflict of interest in light of the role of the PIHP. The board structure of the PIHPS needs to be revised so that the majority of board members are not CMHSP board members.
- The Arc Michigan and partner organizations are working to make this change in the PIHP Boards of Directors.

## 12. Nominating Committee Report

Ms. Kerin Scanlon provided board members with an update from the June 2023 Nominating Committee meeting and requests board members in attendance to complete the 2023 Board Officer Interest/Nomination form included in board member folders. The survey will be distributed electronically to those members unable to or that didn't complete the form at tonight's meeting.

## 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 DEB McPEEK-McFADDEN, TO APPROVE THE FOLLOWING DOCUMENTS ON THE CONSENT AGENDA: APPROVE MINUTES OF THE MAY 9, 2023 BOARD OF DIRECTORS MEETING; RECEIVE BOARD EXECUTIVE COMMITTEE MEETING MINUTES OF MAY 19, 2023 AND JUNE 16, 2023; RECEIVE POLICY COMMITTEE MINUTES OF JUNE 6, 2023; RECEIVE NOMINATING COMMITTEE MINUTES OF JUNE 13, 2023; RECEIVE OPERATIONS COUNCIL KEY DECISIONS OF MAY 15, 2023 AND JUNE 12, 2023; AND TO APPROVE ALL THE FOLLOWING POLICIES: TRAVEL, PROCUREMENT, EMPLOYEE COMPENSATION, PERFORMANCE EVALUATION, PERSONNEL MANUAL, POSITION MANAGEMENT, PUBLIC HEALTH EMERGENCY NOTICE, REIMBURSEMENT POLICY FOR CREDENTIALS, LICENSURE AND MEMBERSHIPS, SEPARATION, SUCCESSION PLANNING. MOTION CARRIED: 17-0.**

## 14. Other Business

There was no other business for discussion.

## 15. Public Comment

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

## 16. Adjournment

The MSHN Board of Directors Regular Business Meeting adjourned at 7:04 p.m.