

**Mid-State Health Network (MSHN) Board of Directors Meeting**  
**Tuesday, May 4, 2021**  
**Zoom Video/Audio Conference**  
**Meeting Minutes**

This meeting of the Mid-State Health Network Board of Directors was held virtually under 2020 PA 254, Section 3a.(1)(b) which permits an electronic meeting of a public body due to a local state of emergency declared for the area which the public body usually holds its meetings. MSHN offices are located in Ingham County, and this is the “usual meeting location” and the board has chosen in prior years to rotate its meetings among member counties. On April 27, 2021, the Ingham County Board of Commissioners continued its declaration of a county-wide state of emergency through May 31, 2021. The videoconferencing technology used to conduct this meeting permitted two-way communication for all meeting participants, including members of the public.

**1. Call to Order**

Chairman Ed Woods called this meeting of the Mid-State Health Network Board of Directors to order at 5:01 pm.

**2. Roll Call**

Ms. Amanda Ittner, MSHN Deputy Director, conducted the Roll Call for Board Members in attendance.

**Board Member(s) Present:** Jim Anderson (Bay-Arenac), Brad Bohner (LifeWays), Joe Brehler (CEI), Bruce Cadwallender (Shiawassee), Craig Colton (Huron), Ken DeLaat (Newaygo), Tina Hicks (Gratiot) [joined at 5:27 pm], Dianne Holman (CEI), John Johansen (Montcalm), Jeanne Ladd (Shiawassee), Pat McFarland (Bay-Arenac), Rhonda Matelski (Huron), Deb McPeek-McFadden (Ionia), Gretchen Nyland (Ionia), Irene O’Boyle (Gratiot), Kurt Peasley (Montcalm), Tracey Raquepaw (Saginaw), Kerin Scanlon (CMH for Central Michigan), and Ed Woods (LifeWays)

**Board Member(s) Absent:** David Griesing (Tuscola), Dan Grimshaw (Tuscola), Steve Johnson (Newaygo), Joe Phillips (CMH for Central Michigan), Leola Wilson (Saginaw)

**Staff Members Present:** Joseph Sedlock (Chief Executive Officer), Amanda Ittner (Deputy Director), Leslie Thomas (Chief Financial Officer).

A moment of silence to honor an employee family at LifeWays and all who have been lost since our last board meeting was observed.

**3. Approval of Agenda for May 4, 2021**

Board approval was requested for the Agenda of the May 4, 2021 Regular Business Meeting.

**MSHN 20-21-026 MOTION BY DEB MCPEEK-MCFADDEN SUPPORTED BY JIM ANDERSON FOR APPROVAL OF THE AGENDA OF THE MAY 4, 2021, REGULAR BUSINESS MEETING, AS PRESENTED. MOTION CARRIED: 18-0.**

**4. FY 20 Financial Audit Presentation**

Derek Miller, CPA, Partner in the auditing firm Roslund, Prestage and Company, presented the financial audit of MSHN for fiscal year 2020. Mr. Miller noted that MSHN is in a strong financial position and that the audit found no material weaknesses and provided the basis for a “clean” auditor opinion.

**MSHN 20-21-027 MOTION BY PAT MCFARLAND, SUPPORTED BY GRETCHEN NYLAND TO RECEIVE AND FILE THE FY20 AUDIT REPORT OF MID-STATE HEALTH NETWORK COMPLETED BY ROSLUND, PRESTAGE AND COMPANY. ROLL CALL**

**VOTING IN FAVOR OF THE MOTION: JIM ANDERSON, BRAD BOHNER, JOE BREHLER, BRUCE CADWALLENDER, CRAIG COLTON, KEN DELAAT, DIANNE HOLMAN, JOHN JOHANSEN, JEANNE LADD, PAT MCFARLAND, RHONDA MATELSKI, DEB MCPEEK-MCFADDEN, GRETCHEN NYLAND, IRENE O’BOYLE, KURT PEASLEY, TRACEY RAQUEPAW, KERIN SCANLON, ED WOODS. MOTION CARRIED: 18-0**

**5. Public Comment**

There was no public comment.

**6. 2020 Board Self-Assessment**

Ms. Irene O’Boyle, MSHN Board Vice-Chairperson, provided a written report and overview of the 2020 Board Self-Assessment. Ms. O’Boyle noted several highlights from the board survey, including an 83% participation rate and that nearly all areas of the self-assessment indicated annual improvements over the past four years that the assessment has been completed.

**MSHN 20-21-028 MOTION BY KEN DELAAT SUPPORTED BY KERIN SCANLON TO RECEIVE AND FILE THE 2020 BOARD SELF-ASSESSMENT. ROLL CALL**

**VOTING IN FAVOR OF THE MOTION: JIM ANDERSON, BRAD BOHNER, JOE BREHLER, BRUCE CADWALLENDER, CRAIG COLTON, KEN DELAAT, TINA HICKS, DIANNE HOLMAN, JOHN JOHANSEN, JEANNE LADD, PAT MCFARLAND, RHONDA MATELSKI, DEB MCPEEK-MCFADDEN, GRETCHEN NYLAND, IRENE O’BOYLE, KURT**

**PEASLEY, TRACEY RAQUEPAW, KERIN SCANLON, ED WOODS. MOTION CARRIED:  
19-0**

## **7. CEO Report**

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

- MSHN and regional COVID operations status
- Provider stabilization activities
- SUD Community Block Grant Reduction Plan Implementation
- MSHN Board strategic planning sessions and plans
- Michigan Crisis and Access Line
- Certified Community Behavioral Health Centers
- Senate and House proposals affecting the public behavioral health system
- Federal HHS Budget

## **8. Deputy Director Report**

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

- Population Health and Integrated Care Activities
- Complex Care Management Proposal for the Unenrolled Population
- Certified Community Behavioral Health Centers Demonstration
- Balanced Score Card Metrics for FY 21
- Provider Network Adequacy Report - 2020
- Annual Disclosure of Ownership, Controlling Interests, and Criminal Convictions

## **9. Chief Financial Officer's Report**

Ms. Leslie Thomas provided an overview of the financial reports included within board meeting packets for the period ended March 31, 2021.

**MSHN 20-21-029 MOTION BY KURT PEASLEY, SUPPORTED BY DIANE HOLLMAN TO RECEIVE AND FILE THE STATEMENT OF NET POSITION AND STATEMENT OF ACTIVITIES FOR THE PERIOD ENDING MARCH 31, 2021, AS PRESENTED. ROLL CALL VOTE.**

**VOTING IN FAVOR OF THE MOTION: JIM ANDERSON, JOE BREHLER, CRAIG COLTON, KEN DELAAT, TINA HICKS, DIANNE HOLMAN, JOHN JOHANSEN, JEANNE LADD, PAT MCFARLAND, RHONDA MATELSKI, DEB MCPEEK-MCFADDEN, GRETCHEN NYLAND, IRENE O'BOYLE, KURT PEASLEY, TRACEY RAQUEPAW, KERIN SCANLON, ED WOODS. NO RECORDED VOTE: BRAD BOHNER, BRUCE CADWALLENDER. MOTION CARRIED: 17-0.**

## **10. Contracts for Consideration/Approval**

Ms. Ittner provided an overview of the FY21 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 FY21 contract listing.

**MSHN 20-21-030 MOTION BY KEN DELAAT, SUPPORTED BY JOHN JOHANSEN TO AUTHORIZE THE CHIEF EXECUTIVE OFFICER TO SIGN AND FULLY EXECUTE THE CONTRACTS LISTED ON THE FY21 CONTRACT LISTING, AS PRESENTED. ROLL CALL VOTE.**

**VOTING IN FAVOR OF THE MOTION: JIM ANDERSON, JOE BREHLER, BRUCE CADWALLENDER, CRAIG COLTON, KEN DELAAT, TINA HICKS, DIANNE HOLMAN, JOHN JOHANSEN, JEANNE LADD, PAT MCFARLAND, RHONDA MATELSKI, DEB MCPEEK-MCFADDEN, GRETCHEN NYLAND, IRENE O'BOYLE, KURT PEASLEY, TRACEY RAQUEPAW, KERIN SCANLON, ED WOODS. NO RECORDED VOTE: BRAD BOHNER. MOTION CARRIED: 18-0.**

### **11. Executive Committee Report**

Chairperson Woods reported the executive committee met with Mr. Sedlock and Ms. Ittner to discuss and review items including:

- Board Self-Evaluation
- Nominating Committee Update
- Board Meeting and Strategic Planning Meetings logistics, agendas, and related planning

Next Board Executive Committee Meeting scheduled for May 21, 2021.

### **12. Chairperson's Report**

Chairperson Woods provided remarks as follows:

- Encouraged board member participation in the upcoming board strategic planning sessions.
- Acknowledged the work of the MSHN staff and regional partners in providing monetary and in-kind stabilization support to the regional provider network.

### **13. Approval of Consent Agenda**

Board approval was requested for items on the consent agenda as listed in the motion below, and as presented.

**MSHN 20-21-031 MOTION BY JIM ANDERSON, SUPPORTED BY JOHN JOHANSEN, TO APPROVE THE FOLLOWING DOCUMENTS ON THE CONSENT AGENDA: APPROVE MINUTES OF THE MARCH 2, 2021 BOARD OF DIRECTORS MEETING; RECEIVE SUD OVERSIGHT POLICY ADVISORY BOARD MEETING MINUTES OF FEBRUARY 17, 2021; RECEIVE BOARD EXECUTIVE COMMITTEE MEETING MINUTES OF MARCH 19, 2021 AND APRIL 16, 2021, RECEIVE POLICY COMMITTEE MINUTES OF APRIL 6, 2021, RECEIVE OPERATIONS COUNCIL KEY DECISIONS OF MARCH 15, 2021 AND APRIL 19, 2021 AND TO APPROVE ALL OF THE FOLLOWING POLICIES: BOARD MEMBER**

**COMPENSATION, CASH MANAGEMENT, CASH MANAGEMENT – ADVANCES, CASH MANAGEMENT – BUDGET AND OVERSIGHT, CASH MANAGEMENT – COST SETTLEMENTS, COSTING POLICY, FINANCE MANAGEMENT, FIXED ASSET DEPRECIATION, FOOD PURCHASES, INVESTMENT, PA2 FUND USE, PA2 INTEREST ALLOCATION, PROCUREMENT, RISK-MANAGEMENT – INTERNAL SERVICE FUND, SUD - INCOME ELIGIBILITY AND FEES, TRANSFER OF CMHSP CARE RESPONSIBILITY, AND TRAVEL. ROLL CALL VOTE.**

**VOTING IN FAVOR OF THE MOTION: JIM ANDERSON, JOE BREHLER, BRUCE CADWALLENDER, CRAIG COLTON, KEN DELAAT, TINA HICKS, DIANNE HOLMAN, JOHN JOHANSEN, JEANNE LADD, PAT MCFARLAND, RHONDA MATELSKI, DEB MCPEEK-MCFADDEN, GRETCHEN NYLAND, IRENE O’BOYLE, KURT PEASLEY, TRACEY RAQUEPAW, KERIN SCANLON, ED WOODS. NO RECORDED VOTE: BRAD BOHNER. MOTION CARRIED: 18-0.**

**14. Other Business:**

Mr. Sedlock expressed gratitude for the work of the Chief Financial Officer, Leslie Thomas, and her team noting that they are responsible for the highest level of audit compliance possible and work every day, week in and week out, to maintain the integrity of the organization and its financial management systems. The Board extended its gratitude and appreciation for Ms. Thomas’ leadership and the efforts of her team.

**15. Public Comment**

There was no public comment.

**16. Adjournment**

The MSHN Board of Directors Regular Business Meeting adjourned at 6:18 pm.