

Mid-State Health Network (MSHN) Board of Directors Meeting
Tuesday, January 12, 2021
Zoom Video/Audio Conference
Meeting Minutes

1. Call to Order

Chairman Ed Woods called the meeting to order at 5:00 p.m.

The Chairman relayed sad news of the passing of Mr. Dick Gromaski, who served on the MSHN SUD Oversight Policy Advisory Board and the Bay Arenac Behavioral Health Board of Directors. A moment of silence was taken to honor Mr. Gromaski's dedication and service.

Chairman Woods also asked 30 seconds of silence be taken in honor of friends, colleagues and family members lost in the past year and for meeting participants for surviving last year's health crisis.

2. Roll Call

Ms. Merre Ashley, MSHN Executive Assistant, 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), David Griesing (Tuscola), Dan Grimshaw (Tuscola), Dianne Holman (CEI), John Johansen (Montcalm), Steve Johnson (Newaygo), Jeanne Ladd (Shiawassee), Pat McFarland (Bay-Arenac), 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: Tina Hicks (Gratiot), Rhonda Matelski (Huron), Joe Phillips (CMH for Central Michigan), and Leola Wilson (Saginaw)

Staff Members Present: Joseph Sedlock (CEO), Amanda Ittner (Deputy Director), Leslie Thomas (Chief Financial Officer), Dr. Todd Lewicki (Chief Behavioral Health Officer), Kim Zimmerman (Director of Quality, Compliance and Customer Service), and Merre Ashley (Executive Assistant)

3. Approval of Agenda for January 12, 2021

Board approval was requested for the Agenda of the January 12, 2021 Regular Business Meeting.

MSHN 20-21-012 MOTION BY KEN DELAAT, SUPPORTED BY BRAD BOHNER, FOR APPROVAL OF THE AGENDA OF THE JANUARY 12, 2021, REGULAR BUSINESS MEETING, AS PRESENTED. MOTION CARRIED: 18-0.

4. Public Comment

There was no public comment.

5. Board Self-Evaluation

Chairman Woods announced that 15 minutes have been set aside to allow members time to complete their self-assessment of the board of directors via the online link provided on the meeting agenda. He asked those members who had not yet completed and submitted the survey to do so. MSHN staff were available to assist and answer questions as needed. For those unable to complete the survey during the meeting, the survey link would remain open through Friday, January 15, 2021.

Mr. Dan Grimshaw and Mr. Jim Anderson joined the meeting at 5:07

6. Direct Care Worker Premium Pay Extension

Mr. Joseph Sedlock referenced the document provided within the board meeting packet and provided an overview of the elements of the proposal. Request was made for board action to approve the extension of Direct Care Worker Premium Pay for the second and third quarters of FY21 (through July 9, 2021).

MSHN 20-21-013 MOTION BY BRAD BOHNER, SUPPORTED BY KERIN SCANLON, TO APPROVE THE EXTENSION OF DIRECT CARE WORKER PREMIUM PAY FOR THE SECOND AND THIRD QUARTERS OF FY21 (through July 9, 2021). VOTING IN FAVOR: JIM ANDERSON, BRAD BOHNER, JOE BREHLER, BRUCE CADWALLENDER, CRAIG COLTON, KEN DELAAT, DAVID GRIESING, DAN GRIMSHAW, DIANNE HOLMAN, JOHN JOHANSEN, STEVE JOHNSON, JEANNE LADD, PAT MCFARLAND, DEB MCPEEK-MCFADDEN, GRETCHEN NYLAND, IRENE O'BOYLE, KURT PEASLEY, TRACEY RAQUEPAW, KERIN SCANLON, AND ED WOODS. VOTING AGAINST: N/A. MOTION CARRIED: 20-0.

7. Regional Crisis Residential Unit (CRU) Service Procurement

Dr. Todd Lewicki identified reference material included within board meeting packet and presented additional information and answered questions. Mr. Sedlock provided additional comments. Following brief discussion, request was made for board action to approve taking the steps necessary to develop the regional CRU, beginning with issuance of a Request for Proposals. Administration will present further information at future board meetings, especially in relation to any contract proposed to be awarded.

MSHN 20-21-014 MOTION BY JOHN JOHANSEN, SUPPORTED BY GRETCHEN NYLAND, FOR MSHN TO MOVE FORWARD WITH ISSUING A REQUEST FOR PROPOSALS (RFP) TO PURSUE A CONTRACT FOR THE DEVELOPMENT OF A CRISIS RESIDENTIAL UNIT WITHIN THE MSHN REGION. VOTING IN FAVOR: JIM ANDERSON, BRAD BOHNER, JOE BREHLER, BRUCE CADWALLENDER, CRAIG COLTON, KEN DELAAT, DAVID GRIESING, DAN GRIMSHAW, DIANNE HOLMAN, JOHN JOHANSEN, STEVE JOHNSON, JEANNE LADD, PAT MCFARLAND, DEB MCPEEK-MCFADDEN, GRETCHEN NYLAND, IRENE O'BOYLE, KURT PEASLEY, TRACEY RAQUEPAW, KERIN SCANLON, AND ED WOODS. VOTING AGAINST: N/A. MOTION CARRIED: 20-0.

8. Chief Executive Officer's Report

Mr. Joseph Sedlock's CEO report included highlight of topics noted within the written report as provided within board meeting packets. He also spoke to a variety of new informational items.

9. Deputy Director's Report

Ms. Amanda Ittner highlighted items of the report, provided within board meeting packets.

10. Chief Financial Officer's Report

Ms. Leslie Thomas provided an overview of the financial reports included within board meeting packets, and recommended board action to receive and file.

MSHN 20-21-015 MOTION BY KURT PEASLEY, SUPPORTED BY DIANNE HOLMAN, TO RECEIVE AND FILE THE STATEMENT OF NET POSITION AND STATEMENT OF ACTIVITIES FOR THE PERIOD ENDING NOVEMBER 30, 2020, AS PRESENTED. VOTING IN FAVOR: JIM ANDERSON, BRAD BOHNER, JOE BREHLER, BRUCE CADWALLENDER, CRAIG COLTON, KEN DELAAT, DAVID GREISING, DAN GRIMSHAW, DIANNE HOLMAN, JOHN JOHANSEN, STEVE JOHNSON, JEANNE LADD, PAT MCFARLAND, DEB MCPEEK-MCFADDEN, GRETCHEN NYLAND, IRENE O'BOYLE, KURT PEASLEY, TRACEY RAQUEPAW, KERIN SCANLON, AND ED WOODS. VOTING AGAINST: N/A. MOTION CARRIED: 20-0.

11. Contracts for Consideration/Approval

Ms. Ittner provided an overview of the FY21 contract listing provided within board meeting packet. She requested approval for MSHN's CEO to sign and fully execute the contracts listed on the FY21 contract listing as presented.

MSHN 20-21-016 MOTION BY JOHN JOHANSEN, SUPPORTED BY JIM ANDERSON, TO AUTHORIZE THE CHIEF EXECUTIVE OFFICER TO SIGN AND FULLY EXECUTE THE CONTRACTS LISTED ON THE FY21 CONTRACT LISTING. VOTING IN FAVOR: JIM ANDERSON, BRAD BOHNER, JOE BREHLER, BRUCE CADWALLENDER, CRAIG COLTON, KEN DELAAT, DAVID GREISING, DAN GRIMSHAW, DIANNE HOLMAN, JOHN JOHANSEN, STEVE JOHNSON, JEANNE LADD, PAT MCFARLAND, DEB MCPEEK-MCFADDEN, GRETCHEN NYLAND, IRENE O'BOYLE, KURT PEASLEY, TRACEY RAQUEPAW, KERIN SCANLON, AND ED WOODS. VOTING AGAINST: N/A. MOTION CARRIED: 20-0.

12. Executive Committee Report

Chairperson Woods announced the resignation of board member Ms. Colleen Maillette and thanked her for her longstanding service and dedication. He announced that Jim Anderson volunteered and has been temporarily appointed to fill the Board Secretary assignment formerly held by Ms. Maillette. He will serve in that role until board elections occur in May 2021.

The Chairman informed the board of new appointments to the MSHN Board Policy Committee: Mr. Jim Anderson and Ms. Jeanne Ladd.

Chairperson Woods reported that the CEO contract has been thoroughly reviewed by the Board Executive Committee and would be presented to the full board for approval later in the meeting.

13. Chairperson's Report

Chairperson Woods welcomed new board member Pat McFarland, appointed by the Bay Arenac Behavioral Health Board of Directors to fill the seat recently vacated by Colleen Maillette.

The chair once again acknowledged Mr. Dick Gromaski's passing and offered sincere appreciation on behalf of the board, Bay and Arenac County communities, and Region 5.

Mr. David Griesing disconnected from the video conference at 6:42 p.m.

14. Approval of Consent Agenda

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

MSHN 20-21-017 MOTION BY DEB MCPEEK-MCFADDEN, SUPPORTED BY BRAD BOHNER, TO APPROVE THE FOLLOWING DOCUMENTS ON THE CONSENT AGENDA: APPROVE DRAFT MINUTES OF THE NOVEMBER 10, 2020 BOARD OF DIRECTORS MEETING; RECEIVE SUD OVERSIGHT POLICY ADVISORY BOARD MEETING MINUTES OF AUGUST 19, 2020; RECEIVE POLICY COMMITTEE MINUTES OF DECEMBER 1, 2020, RECEIVE BOARD EXECUTIVE COMMITTEE MEETING MINUTES OF DECEMBER 18, 2020; RECEIVE OPERATIONS COUNCIL KEY DECISIONS OF NOVEMBER 16, 2020 AND DECEMBER 14, 2020; AND TO ADOPT THE RECOMMENDATIONS OF THE POLICY COMMITTEE TO APPROVE THE PROVIDER NETWORK MANAGEMENT CHAPTER, SERVICE DELIVERY CHAPTER AND QUALITY CHAPTER POLICIES, AS PRESENTED. VOTING IN FAVOR: JIM ANDERSON, BRAD BOHNER, JOE BREHLER, BRUCE CADWALLENDER, CRAIG COLTON, KEN DELAAT, DAN GRIMSHAW, DIANNE HOLMAN, JOHN JOHANSEN, STEVE JOHNSON, JEANNE LADD, PAT MCFARLAND, DEB MCPEEK-MCFADDEN, GRETCHEN NYLAND, IRENE O'BOYLE, KURT PEASLEY, TRACEY RAQUEPAW, KERIN SCANLON, AND ED WOODS. VOTING AGAINST: N/A. MOTION CARRIED: 19-0.

15. Other Business

16. Public Comment

There was no public comment.

17. Performance Evaluation

Mr. Sedlock requested the Board handle this matter in closed session.

MSHN 20-21-018 MOTION BY JOHN JOHANSEN, SUPPORTED BY DIANNE HOLMAN, TO ENTER INTO CLOSED SESSION TO ADDRESS THE CEO CONTRACT. VOTING IN FAVOR: JIM ANDERSON, BRAD BOHNER, JOE BREHLER, BRUCE CADWALLENDER, CRAIG COLTON, KEN DELAAT, DAVID GRIESING, DAN GRIMSHAW, DIANNE HOLMAN, JOHN JOHANSEN, STEVE JOHNSON, JEANNE LADD, PAT MCFARLAND, DEB MCPEEK-MCFADDEN, GRETCHEN NYLAND, IRENE O'BOYLE, KURT PEASLEY, TRACEY RAQUEPAW, KERIN SCANLON, AND ED WOODS. VOTING AGAINST: N/A. MOTION CARRIED: 19-0.

The MSHN Board of Directors entered into Closed Session at 6:41 p.m. to address the CEO Contract.

MSHN 20-21-019 MOTION PROPERLY MADE AND SECONDED TO ADJOURN THE CLOSED SESSION AND RECONVENE THE BOARD OF DIRECTORS REGULAR BUSINESS MEETING. VOTING IN FAVOR: JIM ANDERSON, BRAD BOHNER, JOE BREHLER, BRUCE CADWALLENDER, CRAIG COLTON, KEN DELAAT, DAN GRIMSHAW, DIANNE HOLMAN, JOHN JOHANSEN, STEVE JOHNSON, JEANNE LADD, PAT MCFARLAND, DEB MCPEEK-MCFADDEN, GRETCHEN NYLAND, IRENE O'BOYLE, KURT PEASLEY, TRACEY RAQUEPAW, KERIN SCANLON, AND ED WOODS. VOTING AGAINST: N/A. MOTION CARRIED: 19-0.

The MSHN Board of Directors resumed its regular business meeting to address the CEO contract on the public record.

Mr. Brad Bohner disconnected from the videoconference.

MSHN 20-21-020 MOTION PROPERLY MADE AND SECONDED TO AUTHORIZE EMPLOYMENT CONTRACT OF THE MSHN CEO AS PRESENTED. VOTING IN FAVOR: JIM ANDERSON, JOE BREHLER, BRUCE CADWALLENDER, CRAIG COLTON, KEN DELAAT, DAN GRIMSHAW, DIANNE HOLMAN, JOHN JOHANSEN, STEVE JOHNSON, JEANNE LADD, PAT MCFARLAND, DEB MCPEEK-MCFADDEN, GRETCHEN NYLAND, IRENE O'BOYLE, KURT PEASLEY, TRACEY RAQUEPAW, KERIN SCANLON, AND ED WOODS. VOTING AGAINST: N/A. MOTION CARRIED: 18-0.

18. Adjournment

The MSHN Board of Directors Regular Business Meeting adjourned at 6:56 p.m.

*Minutes respectfully submitted by:
MSHN Executive Assistant*