



COMMUNITY CARE OF CENTRAL WISCONSIN

Board Meeting Minutes: Approved

DATE: September 26, 2012
PLACE: Central Wisconsin Airport, Mosinee, WI, Meeting Room A
TIME: 3-5 p.m.
PRESENT: Board Members Ray Bloomer, Ken Day, Peter DeSantis, Peter Hendler, Jim Jansen, Rob Kublank, Ramona Pampuch, Janis Ribbens, Donna Rozar
EXCUSED: Board Members Jim Clark, Peter Hendler, Ramona Pampuch
OTHERS PRESENT: Jim Canales, CCCW Chief Executive Officer; Mark Hilliker, CCCW Chief Operations Officer; Jody Kohl, CCCW Chief Human Resources and Information Officer, Jason Taylor, CCCW Chief Financial Officer; Tara Adam, CCCW Executive Assistant, Jackie Szehner, CCCW Health & Wellness Coordinator

1. The meeting was called to order at 3:00 p.m. by Board Chair Ken Day. An announcement was made that CCCW Board Member Judy Karpf passed away earlier in the month.
2. No Public Comment was made.
3. Motion by Jim Jansen, seconded by Janis Ribbens, to approve the Minutes dated August 22, 2012. Motion carried.
4. Board Education/Governance Monitoring
 - A. Administrative Updates
 - ✓ CEO Jim Canales stated that CCCW's 2013 capitation rate is a 4.08% decrease from the 2012 rate.
 - ✓ A lawsuit has been filed on behalf of 17 Family Care members who reside in the MCO areas of Northern Bridges, Community Health Partnership, and Care Wisconsin due to reduced rates to residential providers. Jim Canales will keep the Board abreast of this situation.
 - ✓ The RFP has been delivered to the Department of Health Services. The state will announce the results on October 15.
 - ✓ Community Health Partnership is ceasing operations as of December 31, 2012 in providing both Partnership and Family Care.
 - ✓ Julie Strenn, CCCW Provider Network Director, and Kate Norby, CCCW Self-Directed Supports and Organizational Training Manager, gave their resignations on October 4 and will begin their own consulting business. CCCW most likely will utilize their services in the future.
 - ✓ Board Member Bloomer questioned the relationship between CCCW and the Union regarding Act 10 being recently overthrown. CHRIO Jody Kohl replied that currently, operations continue as Act 10 was put into place June 2011. If Act 10 is eventually reversed, there will be an impact as everything would need to be renegotiated.
 - B. Monitoring Reports
 - ✓ Member Report. Total CCCW membership has increased to 3,307 people. 22.1% of CCCW members use some form of self-directed services.
 - ✓ Income Statement. The net income increased from last month by \$454,373 to \$6,338,832. Member residential costs increased in the last month. The increase is being analyzed in terms of what drove that increase.

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5. Board Policy Discussion/Actions

A. Fiscal Year 2013 Budget Assumption Discussion and Possible Action

Based on the reduction in the monthly capitation amount for 2013, the proposed budget was reworked to account for the reduction amounts totaling about \$5.2 million annually. It is being considered to add another 1% to the current 1% incentive being paid to providers in 2012 to enable current retained earnings to be used for the increase, and to correspond with the capitation rate reduction in place for next year. Other budget cost assumptions, such as technology, healthcare, and organizational initiatives, will have money built in for 2013 while still planning for maintaining 100% risk reserve requirements/solvency protections. The Board stated that their projected net income margin goal for 2013 will be 1.5%. Motion by Janis Ribbens; seconded by Ray Bloomer, to accept all 2013 budget assumptions suggested by the CCCW Executive Team. All voted in favor; Motion Carried.

B. 2013 CCCW Board Compensation Discussion and Possible Action

Current CCCW Board compensation is at \$45 per meeting. After discussion, Board Member Bloomer made a Motion to keep the \$45 rate the same for all Board Members, with an additional \$15 going to the Board Chair starting in June 2013. Donna Rozar seconded the Motion; all voted in favor; Motion Carried.

C. Action to Approve 2012-2013 Strategic Planning Update Profile

COO Mark Hilliker presented the Strategic Plan Update for final review and launch. Motion by Rob Kublank; seconded by Peter DeSantis, to approve the Strategic Planning process and timeline as presented. All voted in favor; Motion Carried.

D. Review and Propose Changes to Section 4: Chief Executive Officer/Board Relationship Policies of the CCCW Board

Section 4 of the Board Policy Manual describes the relationship between the CEO and the Board. Chair Day suggested that the word "fringe" be removed from Section B.4.1. Also, in the same section, the words "incentive compensation" should replace the word "bonuses." It was also discussed that for B.4.4, the current Letter of Appointment signed by CEO Jim Canales suffices for the stated "Contract Agreement" in that section.

6. Motion to go Into Closed Session

Donna Rozar made a motion to go into Closed Session pursuant to Section 19.85(1)(c), Wis. Stats., for the purpose of considering compensation of agency employees over which the Board of Directors exercises jurisdiction and Section 19.85(1)(e), Wis. Stats. for the purpose of considering public business which for competitive or bargaining reasons requires a closed session, including discussion of compensation and benefit plans and proposals for agency employees and service areas for agency. Motion seconded by Janis Ribbens. Roll call vote taken; all Board Members voted in favor. Motion carried.

7. Return to Open Session.

8. Consistent with the recommendation of the Wipfli study and to maintain external equity, the Board approved a 5% increase to the compensation schedule for all employees.

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9. Next Meeting Agenda Items

- Using the Executive Director's position description, the organization's outcome statements, and the annual Executive Director organizational and professional development goals established in January, the Board reviews the process for conducting the Executive Director's performance review and completes individual Board members assessment for the Executive Director's performance.
 - Approve the CCCW 3-Year Business Plan.
 - Approve the next year's annual budget.
 - Strategic Planning Initial Steps (Board Involvement)
 - Administrative Reports
 - Member Report
 - Monthly Income Statement
 - Quarterly Balance Sheet
 - Quarterly Business Sustainability Report
 - Quarterly Employment Network Report
 - Quarterly Self-Directed Supports Usage Report
10. The next Board meeting will occur on Wednesday, October 24, 2012, at 3 p.m. in Meeting Room A at Central Wisconsin Airport.
11. There being no further business, the meeting was adjourned with a Motion from Rob Kublank; seconded by Jim Jansen. Motion carried.

Respectfully submitted by Tara Adam, CCCW Executive Assistant