

COMMUNITY CARE OF CENTRAL WISCONSIN
Board Meeting Minutes: Approved

DATE: June 25, 2008
PLACE: Central Wisconsin Airport, Lower Level Conference Room
TIME: 3:00 – 5:00 PM
PRESENT: Patricia Arnold, Jean Bitner, Jim Canales, Ken Day, Peter DeSantis, Peter Hendler, Lonnie Krogwold, Keith Langenhahn, Janis Ribbens
EXCUSED: Jim Clark
OTHERS PRESENT: Steven Bantz, Jean Klingensmeyer, Kate Norby, Lucy Runnells,

1. The meeting was called to order at 3:05 PM by Chairperson Ken Day.
2. Notice of this meeting was provided to Marathon, Portage and Wood County Clerks; major newspapers of Wausau, Marshfield, Wisconsin Rapids, and Stevens Point; the CCCW Website and the CCCW Listserv.
3. Public Comments:
 - a. Ed Reed, Wood County HR Director, addressed the Board with a request that additional information related to Human Resources be shared with counties. Jim Canales explained that since May 1, 2008 a change blog has been emailed weekly to county directors for distribution to all long-term care staff. This blog is intended to keep all staff informed of planning progress and decisions.
4. June 4, 2008 and June 11, 2008 minutes were approved with the following change: June 11, 2008 meeting was held in Conference Room A.
5. No modifications were made to the Agenda.
6. Election of Officers:
 - a. In the absence of Secretary Jim Clark, Jim Canales conducted the election of officers.
 - b. Motion by Peter DeSantis, seconded by Peter Hendler to elect on individual to serve as both Secretary and Treasurer for CCCW. All in favor; motion carried.
 - c. Table opened for nomination of CCCW Governing Board President. Peter Hendler nominated Ken Day, seconded by Janis Ribbens. Two additional calls for nominations; nominations closed. Peter Hendler motioned to cast unanimous vote. Keith Langenhahn seconded. No discussion; all voted in favor; motion carried.
 - d. Ken Day opened nominations for CCCW Governing Board Vice President. Lonnie Krogwold nominated Patricia Arnold; seconded by

Janis Ribbens. Two additional calls for nominations; nominations closed. Keith Langenhahn motioned to cast unanimous vote for Vice President; Peter Hendler seconded. No discussion; all voted in favor; motion carried.

- e. Ken Day opened nominations for CCCW Secretary/Treasurer. Lonnie Krogwold nominated Jim Clark; seconded by Peter Hendler. Two additional calls for nominations; nominations closed. Lonnie Krogwold moved to cast unanimous vote; seconded by Keith Langenhahn; all in favor; motion carried.

7. Discussion of CCCW Board Policy Decisions:

- a. Board member compensation – Peter DeSantis moved that Board Members receive \$45 per diem. Second by Lonnie Krogwold. All voted in favor; motioned carried.
- b. Board member expense reimbursement – Agreement that Board members will be reimbursed for mileage at the IRS rate for regularly scheduled meetings. All requests for additional travel expenses will be reviewed at that point in time of such request.
- c. Signature approval requirements – electronic signature agreed upon previously. A financial report summarizing payments will be shared by Lucy Runnells on a monthly basis. No need for motion to approve bills will be necessary. Supplementary reports will be provided to the Board upon request.
- d. Additional committees – The Board did not find a need to generate other committees at this time. An advisory board will be established at a future date, which will consist of people outside of the Governing Board. This and other operational committees will be established as needed and will report to the Board periodically.
- e. Annual budget development calendar – The budget period is January through December. Discussion ensued regarding the capitation rate release and its implementation for budgeting timeframes. Lucy Runnells will share the transition budget plan at the Board’s next meeting.
- f. Identification of audit firm – A draft RFP for an Audit firm was distributed to the Board. This RFP has an anticipated release date of the end of July 2008 with a due date of August 29, 2008. Ms. Runnells suggested sharing final audit reports to the Board at the annual meetings in June.
- g. Disclosure of conflicts of interest – Discussion regarding self-disclosure of conflict of interest ensued.
- h. 2008-2009 Board meeting calendar – The Board agreed to meeting the first and third Wednesday of each month with the first Wednesday being an alternate or used on an as needed basis.

- 8. Options for Board governance in-service education: Ken Day summarized the three options presented to the Board. The Board agreed that the TMG proposal is

- the most flexible. Peter DeSantis moved to recommend entering an agreement with TMG/Don Percy to provide governance in-service education to the CCCW Board. Seconded by Keith Langenhahn. Mr. Day will discuss the specificities with Mr. Percy prior to entering into an agreement. All voted in favor; motion carried. Scheduling details will be finalized and communicated to the Board.
9. Discussion/Action to approve CCCW Borrowing Resolution – A borrowing resolution was provided by Lucy Runnells. Peter Hendler moved that the resolution provided require that any borrowing be co-signed by the Secretary and President of CCCW. Seconded by Janis Ribbens; all voted in favor; motion carried.
 10. A CCCW logo option was presented by Jim Canales. Peter DeSantis moved to adopt the logo as presented. Seconded by Peter DeSatnis. All voted in favor; motion carried.
 11. Next meeting date and agenda – the Board agreed to meet on July 16, 2008 from 3-5 PM in conference room A of CWA. Future meeting topics include financial reports; consultant visits; member report; facility recommendations; administrative/report; budget review/background; approval of closed session minutes.
 13. Motion by Keith Langenhahn, seconded by Peter Hendler to adjourn at 4:50 PM. Motion carried.