

COMMUNITY CARE OF CENTRAL WISCONSIN
Board Meeting Minutes: Draft

DATE: June 23, 2010
PLACE: Central Wisconsin Airport, Conference Room A
TIME: 3 p.m.
PRESENT: Ken Day, Jim Clark, Peter DeSantis, Peter Hendler, Lonnie Krogwold, Keith Langenhahn, Donna Rozar, Janis Ribbens
EXCUSED: Rob Kublank
OTHERS PRESENT: Jim Canales, Mark Hilliker, Lucy Runnells, Jody Zuege, Tara Adam

1. The meeting was called to order at 3:00 p.m. 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; and the CCCW website.
3. No public comment was made.
4. Motion by Janis Ribbens, seconded by Lonnie Krogwold, to approve the Minutes dated May 26, 2010. Motion carried.
5. Election of CCCW Board Officers
Motion by Peter DeSantis, seconded by Donna Rozar, to nominate Ken Day as Chair, Peter Hendler as Vice Chair, and Jim Clark as Secretary. Nominations were closed with a Motion by Keith Langenhahn, seconded by Peter DeSantis. Motion carried. Consistent with the Bylaws of CCCW, the term will end December 31, 2010 as a new set of Bylaws will be determined with the addition of Langlade and Lincoln County representatives to the CCCW Board. A new election will be held in January 2011.
6. Board Education/Governance Monitoring Reports
 - A. Administrative Update
 - ✓ Jim Canales reported that the MCO Association, after extensive discussion, is aligned with the CCCW Board regarding state budgeting. The MCO Association agreed to continue moving forward as partners with the Department of Health Services to provide the Family Care benefit.
 - B. Monitoring Reports
 - ✓ There are no significant changes with the member report.
 - ✓ While net income figures continue to show an increase each month, an unanticipated increase in institutional care costs is being experienced by CCCW. When annualized, these costs may exceed \$1 million higher than budgeted. CCCW is developing a strategy for this challenging area.
 - ✓ Another area of an unanticipated shortfall in the 2010 budget is the amount received for the 2009 retrospective rate adjustment. The per member, per month figure is approximately \$19 less than what was estimated in the final 2009 revenue; the end result is about \$1 million less than budgeted. CCCW is not in agreement with the retro rate adjustment figure; data is currently being analyzed and Jim will report any findings or feedback at the July 2010 Board meeting.

CCCW Board Meeting Minutes – June 23, 2010

C. Bringing Care Under Management Report

Mark Hilliker reported on the status of the group which meets monthly to bring care under management. This group details activities that have been implemented, focusing currently on a breakdown of costs by target group to better understand that area. Other areas currently under analysis are institutional and nursing home costs. CCCW's plan to bring care under management differs from other MCOs in that it is a holistic approach examining how the entire organization operates rather than a targeted effort only on a few aspects.

7. Board Policy Discussion

A. Review and Consider Adoption of Proposed Bylaw Revisions for the Expanded CCCW Organization

- Modifications to the Bylaws document as discussed in the previous month's meeting were made by Chairperson Ken Day and reviewed with the Board. Chairperson Day explained the revisions that were made to the Bylaws and discussed sections of significant change. The most important change is in Section 4, which details the Board Membership, in that the Board will consist of 11 members instead of the current 9 members. Each County will appoint two people for terms of either one or two years. The 11th Board Member will be appointed by the 10 Board Members and will be filled by July 2011.
- The Board requested that a term limitation provision be added to the Bylaws. Chairperson Day will develop that section and will bring it back for Board review at the July Board meeting. Motion by Donna Rozar to accept the proposed Bylaws revisions; seconded by Peter DeSantis. Motion carried. The CCCW Board will ask Langlade and Lincoln Counties to pass a board resolution ceding their responsibilities and rights, at the same time joining the CCCW Board and abiding by the revised CCCW Bylaws. The new Bylaws will go into effect January 2011.

B. Discuss and Agree Upon the Governance Process to be Used to Implement CCCW Expansion

- With the approval of the revised CCCW Bylaws, discussion was held regarding the process to invite the Langlade and Lincoln County appointees for the CCCW Board to participate in Board meetings held before the January 2011 expansion date. The Board concurred that this would be beneficial with the provision that CCCW would not pay any compensation and/or travel expenses for representation from these counties to attend prior to January 2011.

C. Review and Consider Adoption of a Board Policy for Disposing of Unneeded CCCW Capital Equipment Assets

- Chairperson Day presented a draft policy which addressed the Board Policy to dispose of unwanted and unneeded CCCW capital equipment assets. Motion by Peter DeSantis; seconded by Janis Ribbens, to approve the policy. Motion carried. Jim Canales shared an administrative procedure which he would use to interpret/implement the Board's policy.

CCCW Board Meeting Minutes – June 23, 2010

- D. Review and Consider Adoption of a Revised Board Policy Documents
- A draft of revisions made to the CCCW Board Governing Policy Manual was distributed to the Board Members for discussion and approval. Keith Langenhahn moved for adoption with the modifications presented; Jim Clark seconded. Motion carried. The document will be shared with Langlade and Lincoln County representatives. Donna Rozar suggested that a Board Member orientation manual be assembled for any new members who join the CCCW Board.
- E. Review and Consideration of a Board Resolution for Organizational Inclusion Under the State of Wisconsin Deferred Compensation Plan
- In addition to the Wisconsin Retirement System contribution and at the request of Lincoln County staff, CCCW would like to offer its employees an additional before-tax retirement savings program sponsored by the State of Wisconsin. Employees would have this additional option to add any retirement contributions on their own as it is independent of the Wisconsin Retirement System. The annual fee for this particular retirement program is a maximum of \$66/year. Peter Hendler moved to approve of the additional program; Jim Clark seconded. Motion carried.
8. Next Meeting Agenda Items
- A. Monitoring Reports
- Member Report
 - Income Statement
 - Quarterly Balance Sheet
 - Annual External Quality Review Report (MetaStar)
 - Quarterly Quality Indicator Report
 - Quarterly Self-Directed Supports Usage Report
 - Quarterly Employment Network Report
- B. Board Actions
- Review and Consider for Approval the Langlade and Lincoln County Board Resolution Required to Join CCCW.
9. The next Board meeting will occur on July 28, 2010 from 3-5 p.m. in Meeting Room A at Central Wisconsin Airport.
10. There being no further business, Motion by Peter DeSantis; seconded by Keith Langenhahn, to adjourn. Motion carried.

Respectfully submitted by Tara Adam, CCCW Executive Assistant