

COMMUNITY CARE OF CENTRAL WISCONSIN

Board Meeting Minutes: Approved

DATE: February 23, 2011
PLACE: Central Wisconsin Airport – Mosinee, WI
TIME: 3 p.m.
PRESENT: Board Members Arlene Meyer, Ken Day, David Morse, Janis Ribbens, Jim Clark, Peter DeSantis, Judy Karpf, Donna Rozar, Gene Simon
EXCUSED: Board Member Peter Hendler
OTHERS PRESENT: Jim Canales, CCCW Chief Executive Officer; Mark Hilliker, CCCW Chief Operations Officer; Lucy Runnells, CCCW Chief Financial Officer; Jody Kohl, CCCW Human Resources Director; Tara Adam, CCCW Executive Assistant

1. The meeting was called to order at 3:00 p.m. by Board Chair Ken Day.
2. Notice of this meeting was provided to Marathon, Portage, and Wood County Clerks; major newspapers of Wausau, Marshfield, Wisconsin Rapids, Stevens Point, and Merrill; and the CCCW website.
3. No public comment was made. All Board Members introduced themselves and provided a brief description of their background. Board Chair Ken Day provided a brief Board orientation by explaining the Policy Governance model which the CCCW Board has adopted as the structure it uses to provide policy governance. This model includes the establishment of End (Outcome) Statement Policies, Executive Limitation Policies, Chief Executive Officer/Board Relationship Policies, and Board Process Policies. Chair Day went on to explain that the Board represents the community, and its End Statement Policies describe the Board/Community expectations for the organization's performance. Chair Day continued by describing the process to be used to elect officers as included in the organization's Bylaws. Chair Day also reviewed the Board's monthly calendar which includes performance monitoring reports requested by the Board and provided by staff each month.
4. Motion by Jim Clark, seconded by Janis Ribbens, to approve the Minutes dated January 26, 2011. Motion carried.
5. Election of Officers
Chair Day turned leadership of the meeting over to CEO Jim Canales to conduct the election of the Board Chair.
 - ✓ Jim Clark nominated Ken Day for the position of Board Chair. Donna Rozar made a motion to close nominations; Jim Clark seconded the motion. All voted in favor.Chair Day resume leadership of the meeting.
 - ✓ Gene Simon nominated Peter Hendler for the position of Board Vice Chair. Peter DeSantis made a motion to close nominations; Jim Clark seconded the motion. All voted in favor.
 - ✓ Peter DeSantis nominated Jim Clark for the position of Secretary/Treasurer. Janis Ribbens moved to cast a unanimous ballot to close nominations. All voted in favor.

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6. Board Education/Governance Monitoring

A. CEO/Administrative Update

- ✓ CEO Jim Canales directed the Board to the Administrative update in the Board packet, which provides views of activities currently taking place. Jim also provided an update to discussions with the Department of Health Services regarding financial conditions regarding high residential care costs, and recapped to the Board how the increase in residential costs has seriously affected CCCW's financial picture over the last two years. DHS has requested data from CCCW in order to conduct their own analysis of the residential care cost increase, including data on Community Relocation Initiative (CRI) costs. Jim pointed out the following information:
 - CRI enrollees, who are individuals in nursing homes opting to relocate to a community setting, bypass the waiting list and are able to be referred directly to an MCO (through an ADRC) for enrollment.
 - Nearly 20% of all CRI enrollees statewide (2009-2010) came from Marathon and Wood counties.
 - Among all MCOs in Wisconsin, CCCW facilitated 42% of all CRI enrollees (2009-2010), which CCCW management believes has largely driven financial losses in 2009 and has negatively impacted the final budgeted 2010 net income projection.

Mark Hilliker expanded on the concern of CRI enrollment costs, and provided a handout to Board members detailing the number of actual CRI enrollees. Between 2009 and 2010, 242 people were brought into Family Care as a CRI relocation. The number of 2011 CRI referrals already stands at 24. This number is significant and has a major impact on CCCW's budget. Due to this information and development, CCCW has asked DHS for additional capitation payment consideration. CCCW will be in contact and discussions with DHS for any recommendations and resolution to this issue.

B. Monitoring Reports

- ✓ The correct numbers for disenrollments in January is 46 instead of 144. Jim addressed the waiting list number for Marathon County (264 people), and stated that by the Marathon County entitlement date of November 1, 2011, the number will be down to approximately 180 people. The ADRC-CW is confident that the Wood County waiting list will disappear by its entitlement date of January 1, 2012.
- ✓ The income statement continues to show an ongoing deficit due to the residential care costs from CRI relocations and higher than anticipated disenrollment numbers.
- ✓ Lucy Runnells explained the balance statement, in that the final figure for December 2010 was \$448,105. The amount will be added to the risk reserve and carried over to 2011. The risk reserve currently stands at \$2.8 million; the requirement by the State is to have the risk reserve at \$6.9 million by year-end 2011.
- ✓ The 2011 Quality Plan Summary was presented by Mark Hilliker which shows ongoing and new initiatives related to Quality. Board member Rozar made a motion to approve the Quality Management Plan; David Morse seconded. All voted in favor.

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7. Motion to go Into Closed Session
Gene Simon made a motion to go into Closed Session pursuant to Section 19.85(1)(c) and (f), Wis. Stats., for the purpose of considering compensation of public employees over which the Board exercises jurisdiction and discussion of investment of public funds which for bargaining reasons requires a Closed Session, including discussion regarding status of contract negotiations with Union representing Agency professional employees. Motion seconded by Donna Rozar. Roll call vote taken; all voted in favor.
8. In the return to Open Session, an announcement was made that there were no Board actions taken in Closed Session.
9. Board Policy Discussion/Actions
 - A. Discuss Process for the Selection of the Board-Appointed CCCW Board Member
 - ✓ Chair Day asked the Board for their input on the process to appoint the open Board member position. The Board felt that the community should be allowed to apply for the position through an announcement in the local newspapers. Donna Rozar made a motion to request that a public notice announcement be twice posted to generate candidates to be interviewed by the CCCW Board. Motion seconded by Peter DeSantis; all voted in favor.
 - B. Discuss Board Perspective Regarding Expansion into Additional Service Areas
 - ✓ Representatives from the Northwood's Planning Committee attended the January 2011 CCCW Board Meeting exploring interest in Family Care expansion to their five counties (Florence, Forest, Oneida, Taylor, and Vilas). After discussion among the Board, and acknowledging the fact that dialogue is taking place with DHS regarding CCCW's financial status, it was decided that a continuation of the discussion regarding the potential for expansion could continue with the Northwoods Group, but that final decisions would be based upon the fiscal implications for CCCW and other state policy decisions which affect expansion.
 - C. Discuss Process Which the Board Wishes to Use to Review and Propose Modifications to the Board Policies Which are to be Reviewed Annually
 - ✓ Chair Day suggested that each month, for the next four months, the four categories of Board Policies (Outcome, Executive Limitation, CEO/Board Relationship, and Board Process) be discussed and possibly modified. The Board agreed with this proposal.
10. Next Meeting Agenda Items
 - Administrative Reports
 - Board messages and comments for CEO Jim Canales to relay to DHS Secretary Dennis Smith for April 2011 meeting
 - Presentation by CCCW Member on Self-Directed Supports
 - Insurance Compliance with Oversight from OFCE
 - Member Report
 - Income Statement
 - Quarterly Bringing Care Under Management Report
 - Annual Self-Directed Supports Members Satisfaction Survey Results
 - Annual Member Satisfaction Survey Report
 - Annual Provider Network Satisfaction Survey Report
 - Annual Appeal Grievance Report

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➤ Board Actions

- Board Listening Session with Stakeholders
 - Take Actions Necessary to Request Appointment of Board Members by County Governments
 - Review and approval of CCCW Quality Work Plan
11. The next Board meeting will occur on March 23, 2011, at 3 p.m. in Meeting Room A at Central Wisconsin Airport.
 12. There being no further business, the meeting was adjourned with a motion from David Morse; seconded by Janis Ribbens. Motion carried.

Respectfully submitted by Tara Adam, CCCW Executive Assistant