

COMMUNITY CARE CONNECTIONS OF WISCONSIN

Board Meeting Minutes: Approved

DATE: Wednesday, August 24, 2016
PLACE: CCCW Wausau Office
TIME: 1-3 p.m.
PRESENT: Board Members Mary Lou Bergman, Lori Bina, Ken Day, Sam Hardin, Joy Henrich, David Markert, Janis Ribbens, Donna Rozar, Dale Schleeter, and Bob Weaver
EXCUSED: Clarence Campbell
OTHERS PRESENT: Janna Duffy, CCCW Executive Director of Operations, Mark Hilliker, CCCW Chief Executive Officer, Jody Kohl, CCCW Chief Human Resource and Information Officer, Kris Kubnick, CCCW Executive Director of Operations, Jason Taylor, CCCW Chief Financial Officer, Tara Adam, CCCW Executive Secretary

1. The meeting was called to order at 1 p.m. by Board Chair Ribbens.
2. No public comment was given.
3. Motion by Bina, seconded by Henrich, to approve the Minutes dated July 27, 2016. All voted in favor; Motion carried.
4. Board Updates/Education
 - A. Administrative Updates
 - DHS has made an announcement that the remaining seven waiver counties (Adams, Dane, Florence, Forest, Oneida, Taylor, and Vilas) will join the Family Care Program in 2017 or 2018. RFPs are expected to be let before the end of 2016 to allow MCOs to be selected and six of the seven counties to transition in the first half of 2017 (Dane will transition in 2018).
 - Merger planning continues to move forward, on track for a 1/1/2017 merger date. The largest efforts currently underway include developing a joint Business Plan for the merged organization, building benefit options for staff, and transferring care management data from the ContinuUs system, whose contract with Milwaukee County will expire at the end of 2016, into the MATRIX system at Western Wisconsin Cares.
 - With the reduction in the number of MCOs and the volume of people supported within Family Care, DHS has stated they are reviewing the solvency fund amount each MCO contributes to. Currently, that number stands at \$750,000 per MCO.
 - CCCW continues to contract with providers in Rock County; there currently are 340 signed contracts and another 80 contracts pending.
 - Rock County enrollments continue to exceed expectations. Approximately 60% of people who received enrollment counseling have chosen CCCW. With the high level of enrollment, recruitment for the necessary number of nurses has been a challenge. CEO Mark Hilliker thanked existing CCCW staff who have assisted with meeting Rock

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County contract enrollment requirements. Board Chair Ribbens echoed Mark's sentiment for all of the extra work staff are undertaking.

- Options and recommendations with FLSA changes and implications continue to be evaluated as a collective decision among the three MCOs. A recommendation will be placed in the Business Plan to support the decision.
- CCCW is in the final stages of being able to send and receive information and data directly between the CareDirector program and WPS. Converting data from the i-series system will be eliminated in the process.
- The 2016 Performance Improvement Project is aimed at improving dementia care practices among residential service providers. Meetings took place with 14 residential service providers to introduce tools for the providers to develop individualized care plans that incorporate interventions most likely to be successful in supporting members.

B. Monitoring Reports

- Monthly Income Statement. A high number of enrollments, mainly in Rock County, drove the total revenue number to \$130.7 million. Administrative and service coordination costs continue to be below budget. Member service costs are a bit higher than expected due to the Rock County expansion. Developmental disabilities costs in Rock County increased costs, but are expected to drop as a true mixture of enrollments is seen over the next few months. Total net income stands at \$384,000.
- Quarterly Quality Indicator Report. This report analyzes membership, disenrollments, and self-direction by members, broken down by target group and office locations. 21% of members self-direct one or more of their cares. Member falls contribute to the highest number of incidents in the 2nd Quarter 2016. CCCW continues to have a high satisfaction rate from members, along with a high satisfaction on supports members are receiving.
- Volunteer Time Off Update. An update was provided by Jody Kohl on employees who have used the Volunteer Time Off allowance in its first full calendar year. It was stated that as an organization, the Volunteer Time off benefit ties into the philosophy of Commonunity[®] and supports communities. Programs benefitting from the Volunteer Time Off allowance include Special Olympics, the Salvation Army, Boys & Girls Clubs, local Senior Centers, United Way, and local schools. The Board provided positive remarks on the benefit.

5. Board Discussion/Action

A. Merger Governance Committee Update

Janis Ribbens, Ken Day, and Lori Bina provided a rundown of steps that have already taken place to merge CCCW, ContinuUs, and Western Wisconsin Cares, including initial appointments from each Board to the Merger Governance Committee and the formation of the corporate structure.

B. Update on Articles of Incorporation for the New Corporation

Articles of Incorporation, which were non-disapproved by DHS, were filed with the Department of Financial Institutions. The Corporation has now been

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- formed and is recognized as a non-stock not-for-profit corporation in Wisconsin. A 501(c)(3) federal status application is being completed, which is expected to provide savings and opportunities beneficial to the corporation.
- C. Discussion and Possible Affirmation of the Bylaws for the New Corporation
Finalized Bylaws for Community Link, Inc. were presented to the CCCW Board. Motion by Bergman; seconded by Markert, to affirm the Bylaws, as presented. All voted in favor; Motion carried.
- D. Discussion and Possible Action on Adoption of Resolution to Appoint Initial Directors to the New Corporation's Board of Directors
Motion made by Hardin, seconded by Bergman, to adopt the Resolution appointing Janis Ribbens, Ken Day, and Lori Bina as initial Directors of the Community Link, Inc. Board of Directors. All voted in favor; Motion carried.
- E. Discussion and Possible Action Regarding Authorization of Assignment and Assumption Agreement Between CCCW and the New Corporation
Motion by Rozar, seconded by Henrich, to approve the authorization of the Assignment and Assumption Agreement between CCCW and Community Link, Inc. All voted in favor; Motion carried.
6. Closed Session
Board Member Ribbens read the motion to go into Closed pursuant to Section 19.85(1)(e), Wis. Stats. for the purpose of considering employment status of a public employee over which the Board exercises responsibility. Motion seconded by Bina. Roll call vote taken; all voted in favor. Motion carried.
7. Return to Open Session.
8. No announcements were made related to any actions that may have taken place in Closed Session.
9. Next Meeting Agenda Items
- A. Monitoring Reports
 - Monthly Income Statement
 - B. Board Discussion/Action
 - Approve Year 2017 Budget Development Assumptions
10. The next two Board meetings will occur on Wednesday, September 28, and Wednesday, October 5, 2016 at 1 p.m. at CCCW's Wausau Location – 1200 Lakeview Drive, Suite 100, Wausau, WI 54403. Videoconferencing will take place at CCCW's Hayward location - 15618 Windrose Lane, Suite 108, Hayward, WI 54843.
11. There being no further business, the meeting was adjourned with a Motion from Henrich, seconded by Markert. All voted in favor; Motion carried.
12. Meeting adjourned at 3:02 p.m.