

COMMUNITY CARE OF CENTRAL WISCONSIN
Board Meeting Minutes: Approved

DATE: May 14, 2008
PLACE: Central Wisconsin Airport, Lower Level Conference Room
TIME: 3:00 – 5:00 PM
PRESENT: Patricia Arnold, Jean Bitner, Jim Canales, Jim Clark, Ken Day, Peter DeSantis, Peter Hendler, Lonnie Krogwold, Janis Ribbens
EXCUSED: Keith Langenhahn
OTHERS PRESENT: Steven Bantz, Gary Bezucha, George Collar, Dean Dietrich, Terry Howard, Jean Klingemeyer, Janell Keeter, Kate Norby, Deb Pagel, Lucy Runnells

1. The meeting was called to order at 3:00 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. No public comments were made.
4. Motion by Peter Hendler, seconded by Jim Clark, to approve the April 21, 2008 minutes. Motion carried.
5. No modifications were made to the Agenda.
6. Update from Board Chair and Staff:
 - a. A signed CCPC succession plan was shared with the Board. Jim Canales is beginning discussions for a similar agreement with Marathon County.
 - b. State approval – the Department of Health and Family Services agreed with the disposition of assets and liabilities provided by CCPC.
 - c. The Wisconsin Department of Employee Trust Funds received the WRS Resolution from CCCW by the May 15, 2008 deadline.
 - d. Space update – The Boston Building in Stevens Point is still on schedule for a July 1 occupancy date. Potential office space has been identified in Wausau, Wisconsin Rapids and Marshfield.
7. Jim Canales and Lucy Runnells provided the Board with banking contract recommendations. Responses from three banks were considered and it was recommended that CCCW create a banking relationship with Marshall & Isley (M & I) Bank. Motion by Peter DeSantis, seconded by Peter Hendler that the Board approve the proposed banking recommendation. All voted in favor; motion carried. Discussion regarding signature requirements ensued. Motion by Jim Clark, seconded by Peter Hendler, that CCCW have double electronic signatures on all checks. All voted in favor; motion carried. The Board discussed the proposed use of credit cards by administrative staff included in the recommendation. Motion by Peter Hendler, seconded by Lonnie Krogwold that

the Board approve the recommendation for CCCW credit cards as provided in the Memo dated May 14, 2008. All voted in favor; motion carried.

8. The Board reviewed and discussed the draft bylaws submitted by Ruder Ware. Discussion regarding the Governing Board and Long Term Care District powers. Dean Dietrich advised that the CCCW Governing Board is the Long Term Care District under legal principles. Questions regarding withdrawal and assets were raised; it was recommended the language stand. The 18 month notice was also addressed and left as stated. Conflict of interest and CCCW Board membership was discussed. The statues were interpreted by Dean Dietrich to apply to providers of service, not individuals receiving services from CCCW. The Board will further address conflicts of interest and disclosure during policy development. A question regarding Board approval of investing funds was raised. The Board will continue discussions regarding investment funds during policy development. Motion by Jim Clark, seconded by Pat Arnold to approve the draft bylaws submitted May 14, 2008. All voted in favor; motion carried.
9. Options for Board development and collaboration with other consortia were provided to the Board and discussion ensued. Jim Clark made a motion that CCCW enter into a governance development activity and consider working with other consortia to share costs. Seconded by Pat Arnold. All voted in favor; motion carried. Dean Dietrich provided an overview of policy governance and advised the Board to move at deliberate speed.
10. CCCW staff will continue to investigate development options regarding policy governance and provide a proposal to the Board within the next 30 days.
11. Janis Ribbens motioned to go into closed session pursuant to Wis. Stats., Sec. 19.85(1)(c) and (e) for the purpose of discussion of employment of employees over which the Board exercises responsibility and deliberating specific public business whenever competitive or bargaining reasons require a closed session, namely discussing employee hiring, classifications, and setting forth parameters for wages and benefits. Seconded by Pat Arnold. Roll call vote taken; all voted in favor.
12. No announcements as a result of the closed session were made.
13. The next meeting will take place in Meeting Room A (ground floor) of CWA on **June 11, 2008. This meeting will be in closed session.**
13. Motion by Pat Arnold, seconded by Peter Hendler to adjourn at 5:00 PM. Motion carried.