

## Meeting Minutes

| <b>Meeting:</b> Board of Directors      |  |   |                     |
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| Meeting Date                            | Location   | Duration                                    | Dial-in Number      |
| August 19, 2009                         | Fond du Lac City/Cty<br>Government Center<br>160 S Macy St<br>Fond du Lac  | 3:38 – 5:43 p.m.                            |                     |
| Mtg. Leader                             | Meeting Materials  |   |                     |
| Allen Buechel                           | <ul style="list-style-type: none"><li>• WRS Informational Handout</li><li>• Recommendation Number: 002-0609 Employment of Care Managers</li><li>• Recommendation Number: 006-0609 Educational Requirements for Care Management Staff</li></ul> |   |                     |
| Members in Attendance                   |  |   |                     |
| Jim Brey                                | Allen Buechel  | Laura DeGolier                              | Mark Harris         |
| Lea Kitz                                | Jim Koziczowski  | Todd Moely                                  | Judy Ruggirello     |
| Bob Ziegelbauer                         |  |   |                     |
| Members Excused / Absent                |  |   |                     |
|   |  |   |                     |
| Others Present                          |  |   |                     |
| Todd Klauer – Todd Steven & Assoc, Inc. | Katie Kreis – LCD  | Katie Mnuk – LCD                            | Jim Meisinger – CCO |
| Katie Oestreich – Dungarvin             | Ken Stoffel – Winnebago County DHS   | Marc Quaintance – Todd Steven & Assoc, Inc. |                     |

| Agenda Item              | Notes & Recommendations   |
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| Call to Order            | Buechel called the meeting to order at 3:38 p.m.  |
| Review & Approve Minutes | <p>Members reviewed Draft 2 of the 8/5/09 meeting minutes and discussed the following revisions:</p> <ul style="list-style-type: none"> <li>In the motion to approve the 7/1/09 meeting minutes, strike 'Moely' and replace with 'Brey'</li> <li>Add sections 3.04 and 5.05 to the list of sections discussed regarding member compensation.</li> <li>Strike 'county' from planning committees under the Project Coordinator Report.</li> <li>Add Kitz's comment regarding separation of Fond du Lac County and District IT services.</li> </ul> <p>Moved by Moely to approve 8/5/09 draft meeting minutes as revised; seconded by Ruggirello. Motion carried by vote of Ayes, 9. Nays, 0.</p> <p>Chair Buechel requested that all future meeting minute revisions be submitted to members in writing for review in advance of the meeting.</p> |
| Public Comment           | None were presented.  |
| Elect Board Officers     | Moved by Ziegelbauer; seconded by Moely to cast a unanimous vote to nominate the complete slate of temporary officers as the Board's permanent officers. Motion carried by vote of Ayes, 9 Nays, 0.   |
| Discuss & Approve        | Members reviewed <i>'Recommendation Number: 002-0609</i>  |

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| Recommendations | <p><i>Employment of Care Managers.</i>’ Mnuk provided background on the recommendation and noted that both Manitowoc and Winnebago Counties currently contract for some portion of case management. Moved by Kozickowski to adopt Recommendation Number: 002-0609 as drafted; seconded by Brey. Motion carried by vote of Ayes, 9. Nays, 0.</p> <p>Members reviewed ‘<i>Recommendation Number: 006-0609 Educational Requirements for Care Management Staff.</i>’ Mnuk provided background information on the evolution of the recommendation through the District’s Planning &amp; Governance and Steering Committees. The State Family Care Contract language requires that care managers have a 4-year degree but does allow grandfathering for current staff.</p> <p>Members revised the recommendation to allow grandfathering for staff employed or contracted by a Lakeland member county “<i>on the contract’s effective date.</i>”</p> <p>Moved by Harris to accept Recommendation Number: 006-0609 as revised; seconded by Moely. Motion carried by vote of Ayes, 9. Nays, 0.</p> |
| WRS Membership  | <p>Mnuk provided an overview of the Wisconsin Retirement System (WRS), including requirements in Family Care laws requiring the District to join the WRS. Moved by Ziegelbauer; seconded by Harris to file a resolution of inclusion with the WRS. Motion carried by a vote of Ayes, 9. Nays, 0.</p> <p>The District must notify the Dept. of Employee Trust Funds that it will join the WRS by 11/15/2009. Specific details regarding employee contributions will be determined by the Board as it reviews District employee’s benefit structure.</p>   |
| Recruitment     | <p>Members discussed commencing recruitment efforts for the District’s Finance Director and Human Resources Director positions.</p> <p>The District’s Finance Director needs to be in place soon so that they can be involved in key decisions and completing the District’s 3-year budget due in October. The Human Resources Director is needed to conduct the District’s staff recruitment efforts.</p> <p>Position descriptions have been drafted for both positions. Members discussed the option of Wipfli, LLC beginning recruitment efforts.</p> <p>Moved by Kitz for Wipfli, LLC to initiate a recruitment process for the Finance Director and Human Resources Director positions and conduct pre-screening of candidates; seconded by DeGolier. Motion carried by a vote of Ayes, 9. Nays, 0.</p>   |
| CEO Recruitment | <p>At 5:25 p.m., moved by Moely to convene in closed session pursuant to Wis. Stat. § 19.85(1)(e) to deliberate or negotiate the purchasing of public properties, the investing of public funds, or conducting other specified public business, whenever</p>   |

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|                     | <p>competitive or bargaining reasons require a closed session, to wit: receive and review CEO Selection Committee Report related to recruitment; seconded by Harris. Motion carried by roll call vote of Ayes, 9 (Brey, Buechel, DeGolier, Harris, Kitz, Koziczowski, Moely, Ruggirello, Ziegelbauer). Nays, 0.</p> <p>Meeting reconvened in open session at 5:35 p.m. by roll call vote of Ayes, 9 (Brey, Buechel, DeGolier, Harris, Kitz, Koziczowski, Moely, Ruggirello, Ziegelbauer), Nays, 0.</p>  |
| Future Agenda Items | <p>Members discussed a tentative timeline for future agenda items:</p> <ul style="list-style-type: none"> <li>• Interview CEO candidates – 9/2</li> <li>• Discuss capitation rates &amp; CEO benefit package – 9/16</li> <li>• Business Plan review – 10/7</li> <li>• Quality Plan presentation – 10/21</li> </ul> <p>After completion of the CEO recruitment, Board Policies and Procedures will be discussed.</p> <p>Wipfli, LLC will work with a Third Party Administrator (TPA), and the CEO, Finance and Human Resources Directors, as necessary, regarding development of a District benefit package.</p> <p>When questioned who would negotiate the CEO benefit package, a recommendation was made for the Executive Committee to lead negotiations.</p> |
| Adjourn             | <p>At 5:43 p.m., moved by Moely to adjourn; seconded by Ruggirello. Motion carried by a vote of Ayes, 9. Nays, 0.</p>   |