**AGING & DISABILITY RESOURCE CENTER OF THE NORTHWOODS**

**EXECUTIVE/PERSONNEL COMMITTEE**

**Friday, June 15, 2018 – 11:00 A.M.**

**300A South Lake Avenue, Crandon, WI 54520**

**Members Present:** Bix, Millan, Tuckwell

**Member(s) Absent:** Cushing (excused) (NOTE: There is one vacancy on the Executive/Personnel Committee.)

**Call Meeting to Order:** Chair Millan called the meeting to order at 11:00 A.M. Also present were Terese Poe, Regional Manager, Aging & Disability Resource Center of the Northwoods (ADRC-NW); Melissa McLaughlin, CPA, WIPFLI LLP; Joel Gottsacker, Assistant Director, Oneida County Department on Aging (11:02); Catherine Lemke, ADRC-NW Board Member (11:17).

**Public Comment & Introductions:** There were none.

**Approval of the Agenda:** Bix moved to approve the agenda with eighteen items; Tuckwell seconded. All Ayes. Motion Carried.

**Approval of May 4, 2018 Executive/Personnel Minutes:** Tuckwell moved to approve the minutes of the May 4, 2018 Executive/Personnel Committee minutes; Millan seconded. All Ayes. Motion Carried.

**Amendment of Bylaws - Discussion and possible action regarding a proposed amendment to the Bylaws of the ADRC-NW to create Absentee Board Member status for Board Members who have two or more unexcused absences from scheduled Board Meetings.** Poe worked with our attorney on this amendment to ensure that we can establish a quorum for our meetings. After discussion, Tuckwell moved to recommend to the full Board of Directors that it amend the Bylaws of the ADRC-NW to include the following, “Because of the importance of the ADRC-NW to the community, and because of the importance of informed decisions by the ADRC-NW Board, it is vital that the ADRC-NW Board is not prevented from conducting its necessary business due to any Board Member who repeatedly fails to attend Board meetings. For this reason, two consecutive unexcused absences will result in the Board Member being deemed an Absentee Board Member. Any Board Member deemed to be an Absentee Board Member will not be counted for the purpose of having a quorum in order to ensure that the Board meeting may proceed and the necessary business of the Board may be conducted at each monthly meeting. An unexcused absence is an absence that was not prescheduled or previously communicated to the ADRC-NW Regional Manager or the Board Secretary. An Absentee Board Member may be removed from the Board by a two-thirds (2/3) vote of the Board Members present, upon proper notice.” Millan seconded. All Ayes. Motion carried.

**Amendment of Bylaws - Discussion and possible action regarding a proposed amendment to the Bylaws of the ADRC-NW to provide for per diem compensation to Board Members who attend a Board Meeting where no action is taken due to a quorum not being present.** Tuckwell moved to recommend to the full Board of Directors that it approve the following amendment to the ADRC-NW Bylaws, “In the event a quorum is not present for a scheduled meeting of the ADRC-NW Board of Directors or one of its committees, members present will be entitled to a per diem at the regular rate and travel expense reimbursement.” Millan seconded. All Ayes. Motion Carried.

**Approval of Letter of Engagement RE: WIPFLI Fiscal Agent Services:** This letter is very similar to the letter of engagement that was approved previously. However, WIPFLI has been doing the ADRC-NW payroll under a separate letter that does not include the Fiscal Agent services. This letter is designed to cover those Fiscal Agent services which will now begin in July 2018 at a cost of $1,475/month. Bix moved to recommend to the full Board of Directors that it approve the Letter of Engagement for WIPFLI as Fiscal Agent; Tuckwell seconded. All Ayes. Motion Carried.

**Approval of Credit Card Policy:** After discussion, Bix moved to recommend to the full Board that it delete the following item under Card Holder Responsibilities of the Credit Card Policy, “ The ADRC-NW is a tax-exempt agency Therefore, employees are not reimbursed for any sales tax incurred. Any sales tax charged will be treated as a personal charge and deducted from employee’s pay”. Tuckwell seconded. All Ayes. Motion Carried.

**Approval of Changes to Employee Handbook – Unpaid Leave:** Bix moved to recommend to the full Board that it approve the proposed changes to the Employee Handbook regarding unpaid leave for employees; Tuckwell seconded. After discussion, Bix moved to amend the proposed changes to include the statement, “During unpaid leave, employees will not accrue benefits.” Millan seconded. All Ayes. The amendment to the proposed change was approved. The proposed changes with the approved amendment then read as follows: 1) add “Employees must have exhausted all paid leave before an unpaid leave will be granted. Once an employee goes on unpaid leave, that employee will be billed for all benefits. Employees are expected to pay for these benefits in a timely manner or risk losing the benefit”; 2) add “During unpaid leave, employees will not accrue benefits”; 3) eliminate “Accrued vacation, personal days, and sick time may be used during the period of unpaid medical/parental leave to provide income for the employee during the leave time”. All Ayes. Motion Carried.

**May convene in Closed Session pursuant to Wis. Stat. 19.85 (1) (c) for the purpose of considering employment, promotion, compensation or performance evaluation data of a public employee over which this body has jurisdiction or responsibility: Specifically to review performance evaluation of a Disability Benefit Specialist.** The Committee elected not to go into Closed Session at this time and to hold over this item for the July meeting.

**May convene, or remain, in Closed Session pursuant to Wis. Stat. 19.85 (1) (c) for the purpose of considering employment, promotion, compensation or performance evaluation data of a public employee over which this body has jurisdiction or responsibility: Specifically to review performance evaluation of Regional Manager.** The Committee elected not to go into Closed Session at this time and to hold over this item for the July meeting.

**The Board will move to return to Open Session and may take formal action on any matter(s) discussed in Closed Session.** No Action Taken because no Closed Session.

**Resignation of a Disability Benefit Specialist:** The Disability Benefit Specialist in Taylor County is resigning on June 13 to take a position elsewhere. Tuckwell moved to post the position both internally and externally in accordance with established ADRC-NW procedures. If no one applies for the position, discussion will be held with an outside individual who is interested in the position. Millan seconded. All Ayes. Motion Carried.

**ADRC Staffing – Rhinelander Office:** All satellite offices except Oneida County have no more than two I & A Specialists; Oneida County has three. Most of the employees will take vacations and/or use comp time that was accrued due to the changeover to Family Care during the summer months. Gottsacker added that in addition to vacations, it was requested by Terese and the DBS program attorney to triage DBS cases through the I&A staff to lessen the DBS’s high caseload. This will potentially increase his I&A staff’s workload. Terese informed the board that the numbers pulled from SAMS does not support the need for additional staff. Oneida County has the lowest numbers in customer contacts, assistance with MA applications, walk-ins and they are averaging the same in functional screens being completed in comparison to the other counties. Home visits are similar to that of Forest County staff. Gottsacker is asking that one of the part-time I & A Specialists be made full-time so that that person can fill in for Oneida County I & A Specialists on vacation. Millan moved to have Ann Erfurth go to full-time status if she is willing and to use carryover funding to pay for the increase in hours; Tuckwell seconded. All Ayes. Motion Carried.

**Restructuring Update:** Oneida County will have their conference call with the state to discuss their application on June 21, and Vilas will have theirs on June 29. The tribal governments in the ADRC-NW should know more about their situation by the end of June and will make a decision sometime later.

**Letters & Communications:** Resignation from Disability Benefit Specialist in Taylor County. Resignation from a Board Member.

**Future Agenda Items:** Millan moved to lay over the Closed Sessions for both the Disability Benefit Specialist performance review and that of the Regional Manager; Bix seconded. All Ayes. Motion Carried. Other items as needed.

**Adjournment:** With no further business, Millan moved to adjourn; Bix seconded. All Ayes. The meeting was adjourned at 11:31 A.M.

**Handouts:** Minutes of the Executive/Personnel Committee meeting of May 4, 2018; Letter of Engagement with WIPFLI for Fiscal Agent services; proposed amendment to the ADRC-NW Credit Card Policy; proposed amendments to the ADRC-NW Bylaws covering Absentee Board Members and payment of per diems; proposed changes to the Employee Handbook.