



**Nursing Home Collaboration Committee
Monday, November 7, 2016 – 4:00 pm
Health & Human Services Center – Room 2001
303 W. Chapel Street
Dodgeville, Wisconsin**

**Iowa
County
Wisconsin**

For information regarding access for the disabled please call 935-0399.

Any subject on this agenda may become an action item.

A quorum of the Bloomfield Healthcare Committee may be present. That committee will take no action.

- 1 Call to order.
- 2 Roll Call.
- 3 Approve the agenda for this November 7, 2016 meeting.
- 4 Approve the minutes of the September 23rd, Oct 24th and Oct 31st 2016 meetings.
- 5 Report from committee members and an opportunity for members of the audience to address the committee. No action will be taken.
- 6 Approve the Bylaws and Articles of Incorporation for the 501(c)(3) non-profit.
- 7 Work on the 501(c)(3) application.
- 8 Draft of a resolution to replace Resolution No.8-0216 Nursing Home Collaboration Committee duties.
- 9 Motion to convene in closed session pursuant to section 19.85(1)(f) Considering financial, medical, social or personal histories or disciplinary data of specific persons, preliminary consideration of specific personnel problems or the investigation of charges against specific persons except where par. (b) applies which, if discussed in public, would be likely to have a substantial adverse effect upon the reputation of any person referred to in such histories or data, or involved in such problems or investigations. (Personal histories of non-profit Board member candidates)
- 10 Motion to return to open session.
- 11 Possible action on closed session item.
- 12 Resolution creating the Prairie Village Care Incorporated.
- 13 Set next meeting date.
- 14 Adjournment.

Posting verified by the County Clerk's Office: Date: 11/3/16 Initials: GK

Nursing Home Collaboration Committee

Friday, September 23, 2016

HHS-Room 2001

303 W. Chapel Street

Dodgeville, WI, 53533

Carrol Anderson called meeting to order at 11:00 am.

Roll call, Members present: Carol Anderson, Bruce Paull, Dan Nankee and Jeremy Meek. Ken Palzkill was excused. Also present: Larry Bierke.

Nankee moved, Meek seconded to approve the September 23rd, 2016 agenda. Motion carried.

Paull moved, Meek seconded to approve the September 19th, 2016 minutes. Motion carried.

Reports: Nankee noted that he thought the best option was to partner with the hospital, second best was to partner with Lafayette County. Anderson mentioned an article she read about Wisconsin being one of the most underfunded Medicaid programs in the nation.

Closed Session: Nankee moved, Meek seconded to go into closed session pursuant to section 19.85(1)(e) Deliberating or negotiating the purchasing of public properties, the investing of public funds, or conducting other specified public business, whenever competitive or bargaining reasons require a closed session (Deliberating strategy for a possible merger with Upland Hills Health on a nursing home.) at 11:05 am. Aye-4 Nay-0 Motion carried.

Meek moved, Paull seconded to reconvene to open session at 12:03 pm. Aye-4 Nay-0

Meek moved, Nankee seconded to request Chair Meyers call a Special County Board Meeting on October 31, 2016 at 7 pm to discuss in closed session the progress with Upland Hills Health negotiations. Motion carried.

Meek moved, Paull seconded to adjourn the meeting at 12:04 pm. Motion carried.

Nursing Home Collaboration Committee

Minutes

Monday, October 24, 2016-4:00 pm

Health & Human Services Center- Room 2001

Dodgeville, WI

Chairman Anderson called meeting to order at 4:00 PM

Roll Call: Anderson, Meek, Nankee, and Paull. Others present Larry Bierke and Penny Cleary, Maureen Molony arrived at 3:50 pm. Supervisor Palzkill was excused.

Motion to approve agenda was made by Nankee and second by Meek. It was agreed that items might be out of order as needed to accomplish finished agenda. Aye-4 Nay-0

Comments from attendees: Paull commented on Fennimore Times Articles concerning Grant County Jail and the process.

Motion to approve minutes from October 17th and October 20th was made by Nankee and second by Meek. The minutes from September 23rd are not approved yet. Aye-4 Nay-0

Item 10; Look at Resolution No 8-0216 to change name and responsibilities of committee.

Item 8; Facility Names: After much discussion a motion was made by Meek and second by Paull change temporary Newco to permanent name "Prairie Care Inc." Aye-4 Nay-0

A motion was made by Paull and second by Nankee to name site, building and all other services under "Bloomfield Village". Aye-4 Nay-0

Item 7; By-Laws of the 501(c)(3) non-profit board. Reviewed and discussed the Prairie Care Corporate Bylaws at considerable length. Carried to October 31, 2016 meeting to review again.

Item 9; A motion was made by Paull and second by Nankee to spend \$7500 to do a Feasibility study with Wipfli. Discussion was has as to options going forward.
Aye-4 Nay-0

Items 11, 12, and 13 were agreed to discuss at October 31, 2016 meeting.

Item 14; A motion was made by Meek and second by Paull to adjourn at 6:47 pm
Aye-4 Nay-0

Minutes
Nursing Home Collaboration Committee
Monday, October 31, 2016
Health and Human Services Center –Room 2001
303 W. Chapel Street
Dodgeville, Wisconsin

Carol Anderson called the meeting to order at 3:00 pm.

Roll call, Members present Carol Anderson, Bruce Paull, Dan Nankee, and Jeremy Meek. Ken Palzkill excused. Others present Larry Bierke, Maureen Molony, and Penny Cleary.

A motion to approve agenda was made by Nankee and seconded by Meek. Aye-4 Nay-0

A motion to approve minutes was made by Meek and seconded by Paull. Aye-4 Nay-0

Comments were made by Bierke concerning conversation with Larry Lester. Larry Lester stated that Wipfli had not completed a Market Study and quoted some possible alternatives. Some discussion was had as how to finance going forward.

Talked about By-laws and Articles of Incorporation. Maureen informed us that the Prairie Care, Inc. name was taken at this time. Alternative names were discussed, listed are names to be researched in order of desire. (1) Prairie Village Care Inc. (2) Prairie Care Management Inc. (3) Prairie Valley Management Inc. Maureen was instructed to do a Trademark search if one of the previous names was able to be used.

Discussed 501(c)(3) application concerning Articles of Incorporation. It was agreed that Articles III, IX, and X need to be updated. We have desire to approve at Full County Board on November 15, 2016. Maureen was instructed to register the name after November 15, 2016 meeting if Board approves.

Discussed 501(c)(3) application concerning Corporate Bylaws. Most discussion was had on Article II-Member. A Definitive Agreement will need to be drafted to address several issues.

Worked on Resolution and finances for Executive Committee to review at November 8, 2016 meeting.

A motion to adjourn was made by Nankee and seconded by Meek Aye-4 Nay-0

Closed session item was tabled until November 7, 2016 meeting.

Meeting adjourned at 5:00 pm.

AGENDA ITEM COVER SHEET

Title: Nursing Home Collaboration Committee Duties Resolution

Original

Update

TO BE COMPLETED BY COUNTY DEPARTMENT HEAD

DESCRIPTION OF AGENDA ITEM (Please provide detailed information, including deadline):

The Nursing Home Collaboration Committee will be voting on November 7th to move this draft resolution forward. At the last County Board Meeting it was recommended that the duties of the Collaboration Committee be updated to reflect the fact that the County is no longer negotiating with Upland Hills Health and that the committee needs new direction from the County Board.

RECOMMENDATIONS (IF ANY):

It is recommended that the Committee be properly authorized by the County Board. The responsibilities in the Resolution are expected to be recommended by the Nursing Home Collaboration Committee.

ANY ATTACHMENTS? (Only 1 copy is needed)

Yes

No

If yes, please list below:

Attached is a copy of a draft resolution.

FISCAL IMPACT:

As the Committee continues to move forward with the duties on the resolution, there will be a fiscal impact, however the amount of such is unknown at this time and will likely require separate County Board action to appropriate funding.

LEGAL REVIEW PERFORMED:

Yes

No

PUBLICATION REQUIRED:

Yes

No

STAFF PRESENTATION?:

Yes

No

How much time is needed? _____

COMPLETED BY: Larry Bierke, County Administrator

DEPT: County Administrator

2/3 VOTE REQUIRED:

Yes

No

TO BE COMPLETED BY COMMITTEE CHAIR

MEETING DATE:

AGENDA ITEM #

COMMITTEE ACTION:

Resolution No. _____

RESOLUTION TO ESTABLISH AND COLLABORATE WITH “PRAIRIE CARE INCORPORATED” FOR THE CONSTRUCTION OF A SKILLED NURSING FACILITY AND AN ASSISTED LIVING FACILITY.

WHEREAS, Iowa County currently owns, maintains, and manages a Nursing Home, as defined by Wisconsin State Statute §50.01(3) and located in Iowa County.

WHEREAS, The Iowa County Board approved the creation and appointment of the Nursing Home Collaboration Committee in February of 2016; and

WHEREAS, the Iowa County Board would like to create a nonprofit entity to build, own and manage a new County Nursing Home Facility; and

WHEREAS, in support of the Iowa County Nursing Home, the Iowa County Board has decided that an Assisted Living Facility shall also be constructed, owned, and managed by the nonprofit; and

NOW, THEREFORE, BE IT RESOLVED, that the Nursing Home Collaboration Committee shall be renamed the “Nursing Home/Assisted Living Collaboration Committee” and shall have one additional County Supervisor appointed to it.

BE IT FURTHER RESOLVED, that the Iowa County Board of Supervisors hereby tasks the Nursing Home/Assisted Living Collaboration Committee with the responsibility of representing the Iowa County Board in all aspects of creating “Prairie Care Incorporated”, a 501(c)(3), to own real estate and to finance construction of a skilled nursing facility and an assisted living facility, and to manage both on behalf of Iowa County.

BE IT FURTHER RESOLVED, that the Iowa County Board of Supervisors hereby delegates to the Nursing Home Collaboration Committee the following responsibilities:

1. Shall seek professional assistance from specialized legal counsel, professional experts, accounting professionals, and all County Staff in an “as needed” basis to perform duties.
2. Shall seek final approval from the Iowa County Board for organizational documents, leases, and any other documents or agreements necessary for the creation of “Prairie Care Incorporated” and the construction and management of the skilled nursing and assisted living facility.

3. Organize and seek financing to assist "Prairie Care Incorporated" with the purchase of land and construction of buildings, in an area where water and sewer access is available.
4. Create proper management arrangements by drafting documents, leases, and terms defining the relationship between "Prairie Care Incorporated" and Iowa County.

BE IT FURTHER RESOLVED, that the Nursing Home/Assisted Living Collaboration Committee shall report to the Iowa County Board monthly on their activities and progress.

Dated this 15th day of November, 2016

DRAFT