

## **AGING & DISABILITY RESOURCE CENTER OF THE NORTHWOODS BOARD OF DIRECTORS**

**Tuesday, November 26, 2024 – 11:00 A.M.**

**Members Present:** Ackley, Bix Dubiak, Helmert, Lee, Lemke

**Members Absent:** Gretzinger

**Call Meeting to Order:** Chair Lee called the meeting to order at 11:00 A.M. Also in attendance were: Jamie Zarda, Regional Manager, Aging & Disability Resource Center of the Northwoods; Kristin Bauknecht, Office Manager, ADRC-NW; Rod Adams, Chuck Zenner, Scott Mildbrand, Mike Bub, Taylor County Board Supervisors; Jim Metz, Taylor County Board Chair; Ruthann Koch, Taylor County Corporation Counsel; Andria Farrand, Taylor County Clerk; Nicole Hager, Taylor County HR Director; Jenn Viergutz, Taylor County Commission on Aging Director.

**Public Comment & Introduction:** Introductions were made.

**Approval of the Agenda:** Ackley moved to approve the agenda with twelve items; Lemke seconded. All Ayes. Motion Carried.

**Approval of the October 27, 2024 Board of Directors Meeting Minutes:** Dubiak to approve the October 27, 2024 ADRC-NW Board of Directors meeting minutes; Lemke seconded. All Ayes. Motion Carried.

**Financials – October 2024:** Time Reporting capture rates were down in October because employees are using personal time off before the end of year. After reviewing the financial reports, Helmert moved to approve cash disbursements in the amount of \$76,460; Ackley seconded. All Ayes. Motion Carried.

**Forest County Contract to Process ADRC-NW Payroll Beginning on Payday 12/27/24 (Pay Period 12/08/24 – 12/21/24):** Forest County start processing payroll Payday 12/27/24 (Pay Period 12/8/24 -12/21/24). Since employees are already using ADRC timecards, annual leave forms and personal expense vouchers the Board proposes they continue using them through the end of the year. The ADRC-NW will send the timecards as well as a payroll spreadsheet to Forest County so they can process payroll. This will continue until the end of the year. In order to maintain consistency for auditing purposes, Kerber Rose will continue to process Covid Grant payroll hours and expenses for both ADRC-NW Forest and Taylor County employees; Kerber Rose will continue to process Taylor County payroll. Lemke moved to proceed with the above Boards proposal. Dubiak seconded. All Ayes. Motion Carried.

**Employee Conflict of Interest:** The State of Wisconsin says that one of our employees definitely has a conflict of interest because she is running a respite care facility while working for ADRC-NW. They want us to deal with this issue before the end of the year. Lemke moved to write a letter to the employee explaining the situation and asking for a resolution; Dubiak seconded. All Ayes. Motion Carried.

**Discuss Taylor County Resolution No. 43:** Several years ago, the ADRC-NW asked both Taylor County and Forest County for a non-interest-bearing loan that would come due if and/or when the ADRC-NW dissolved.

The outstanding balance on these loans is \$75,000 for each county. Chair Lee informed representatives of Talyor County that the dissolution of the assets of the ADRC-NW will be made as follows: Payments for client services will be paid first, then payroll and then all bills from vendors. Then the remainder will be divided equally between the two counties up to \$75,000. This reflects the legal opinion we got from our attorney, and we will follow that advice. This situation resulted from the State of Wisconsin re-distributing excess income from our ADRC to other ADRCs that did not have enough money to pay their bills and because the State changed their schedule of reimbursing the ADRC. Regarding physical assets, Bub said he thought that equipment that is now being used in one county should remain there even if that results in an unequal distribution of assets. Lemke moved that Forest County, Taylor County and the ADRC-NW itself write letters to our State Representatives, State Senators and the Governor to see if there is something that can be done to ensure that the \$75,000 loans are repaid. It was felt the State caused the problem and should rectify it. Dubiak seconded. All Ayes. Motion Carried.

**Covid drawdown:** 1) The State of Wisconsin had extra covid funds and is now using them to encourage people to get covid vaccines. 2) Forest County and Taylor County are receiving \$45,000 to re-brand the individual ADRCs after the dissolution. Dubiak moved to accept these funds; Lemke seconded. All Ayes. Motion Carried.

**Dissolution Checklist:** Almost everything is already done except our Board needs to pass a dissolution resolution. We are waiting for our attorney to provide this resolution. Our Disability Benefit Specialist had a review with her program attorney who raved about the job she is doing.

**Regional Manager Update:** 1) Zarda set up a meeting with the screening liason to ensure employee are not taking too long to complete long term screens at the present time and what the standard is. 2) We will have just one company do the audit for 2024, and we will use the same company as last year.

**Future Agenda Items: As Needed.** The next meeting of the ADRC-NW Board of Directors will be Tuesday, December 17, 2024 in Crandon.

**Adjournment:** With no further business, Bix moved to adjourn; Dubiak seconded. All Ayes. The meeting was adjourned at 12:35 P.M.

**Handouts:** Minutes of the October 29, 2024 Aging & Disability Resource Center of the Northwoods Board of Directors meeting; Statement of Net Position as of October 31, 2024; Statement of Revenues & Expenses for the Period Ended October 31, 2024; 2023-2024 ADRC Federal & State GPR Revenue Comparison; Cash Disbursements for the month of October 2024; Conflict of Interest Policy (Updated January 2023); Resolution 43 "Resolution to Balance the Proposed 2025 Taylor County Budget (2024-7-73)"; ADRC Dissolution Planning Checklist; Transaction List for October 2024; Reconciliation Report dated 11-08-24; Financial Statement of Accounts with Associated Bank for the period 10-01-24 through 10-31-24.