

**LeadingAge Wisconsin
Annual Business Meeting
9:15 a.m. – 10:00 a.m., May 2, 2013
Country Springs Hotel, Waukesha**

Proposed Agenda

- I. Call to Order, Quorum Determination**
- II. Adoption of Agenda**
- III. Leadership Reports**
 - A. Secretary's Report – Minutes of May 3, 2012 Annual Business Meeting
 - B. Chair's Report-- [Annual Report](#)
 - C. Recognition of Outgoing Board Members
 - D. LeadingAge Report
- IV. President/CEO Remarks**
- V. Association Business Matters**
 - A. Proposed 2013-2014 Budget (Treasurer's Report)
 - B. Nominees and Elections for LeadingAge Wisconsin Board of Directors
 - C. By-Laws Amendment: Change to implement the consolidation of Regions V and VI into a single Region.
- VI. LeadingAge Wisconsin Awards Presentation**
- VII. Other Business**
- VIII. Adjournment**

**LeadingAge Wisconsin
Annual Business Meeting
May 3, 2012
Kalahari Resort, Wisconsin Dells
12:30 p.m. – 1:45 p.m.**

Motions

MOTION: By Gunderson, second by Eide, to accept the minutes of the May 5, 2011 annual business meeting as written. Motion passed unanimously.

MOTION: By Christensen, second by Nordberg, to adopt the 2012-2013 budget as presented. Motion passed unanimously.

MOTION: By Binnie, second by Fett, to accept the nominees to the LeadingAge Wisconsin Board of Directors as recommended by the Nominating Committee. Motion passed unanimously.

Minutes

I. President Binnie called the meeting to order. A quorum was present.

II. Adoption of Agenda: Agenda adopted by consensus

III. Leadership Reports

A. Secretary's Report – Minutes of May 5, 2011 Annual Business Meeting

MOTION: By Gunderson, second by Eide, to accept the minutes of the May 5, 2011 annual business meeting as written. Motion passed unanimously.

B. Chair's Report

Binnie highlighted the many successes of LeadingAge Wisconsin this past year that are included in the LeadingAge Wisconsin 2011-12 annual report reflecting the theme, Inspire, Serve and Advocate. He thanked the members for their active participation in LeadingAge Wisconsin by serving on committees and task forces, attending our educational programs, and engaging in the association's long-term care and senior housing advocacy agenda. Binnie thanked the LeadingAge Wisconsin Board and staff for their efforts this past year.

C. Recognition of Outgoing Board Members

Binnie and Sauer acknowledged and thanked the five outgoing LeadingAge Wisconsin Board members for their past years of service:

- Matt Furno, Eastcastle Place, Milwaukee -- At-Large Director since 2006 and served as a member of the LeadingAge House of Delegates;
- Dan Meyer, St. Joseph's Community Care, La Crosse -- At-Large Director since 2009 and served as the Vice Chair of Public Policy;
- David Rothmann, Brewster Village, Appleton -- At-Large-Director since 2006 and a key contributor to setting the Association's public policy agenda;
- Margie Rankin, (retired) Parkview Health Center, Oshkosh -- At-Large Director since 2010 and served as Vice Chair of Operations
- Craig Ubbelohde, formerly of Lutheran Homes of Oshkosh, and now with Bethany St. Joseph's in La Crosse -- At-Large Director (2002-2008), Board Chair (2009-10) and Past Chair (2011-12)

Each of these individuals has significantly contributed to the LeadingAge Wisconsin and their tenure on the Board brought many success and growth to the Association.

D. LeadingAge Delegate's Report

Jaberg reported to the membership that LeadingAge continues their work on strengthening the not-for-profit leadership, engaging seniors, creating a new financing paradigm, cultivating talented people and pioneering technology. Jaberg also reported that LeadingAge has done an excellent job informing members and advocating on their behalf on many issues including: health care reform; the Affordable Care Act; care transitions; Medicare funding; and MDS 3.0. Jaberg encouraged all LeadingAge Wisconsin members to be involved with LeadingAge initiatives. Jaberg thanked Leslie Knight and all of the LeadingAge staff for their membership and advocacy efforts this past year

IV. Executive Director's Remarks

Sauer acknowledged and thanked Community Living Solutions for sponsoring today's annual business meeting luncheon. Sauer recognized the students in the UW-Eau Claire CHAASE program and thanked them for attending the Spring Conference. Sauer discussed the LeadingAge Wisconsin website redesign, the plans for expanding services and supports, Medicaid and Medicare sustainability and how LeadingAge Wisconsin will work to advance the missions and goals of the members. Sauer noted that the annual report highlights our core services: advocacy, member services, education, and visioning and direction. Sauer thanked the membership for their involvement, serving as volunteers, and their support in making these accomplishments happen. Sauer acknowledged and thanked outgoing LeadingAge Board members for their years of service and the valuable leadership they provide to LeadingAge Wisconsin. He thanked Binnie for his leadership and guidance these past two years as President and thanked the Board of Directors for their efforts this past year. Sauer also thanked the staff, legal counsel and our Clinical Consultant for their work this past year.

V. Association Business Matters

A. Proposed 2012-2013 Budget (Treasurer’s Report)

Christensen reported the Budget and Finance Committee met in March to review the current year projections and to develop the 2012-2013 association budget. The operating gain is estimated at \$97,900, rising to \$107,900 after the gain on market value investments is included.

The proposed budget projects net revenues after expenses at \$63,700. Christensen reported that the Dues Task Force met in February and recommended that the proposed budget should maintain the existing modified millage dues system with no changes being proposed to the dues brackets, minimum or maximum payment levels.

Budgeted expenditures have increased 4.0% annually since 2002-03. The budget includes \$30,000 for strategic development activities for enhanced advocacy efforts and for special projects.

Christensen thanked the staff for their efforts in making another solid year possible, with a special acknowledgement to Brian Schoeneck for his hard work on the budget.

MOTION: By Christensen, second by Nordberg, to adopt the 2012-2013 budget as presented. Motion passed unanimously.

B. Nominees and Elections for LeadingAge Wisconsin Board of Directors

Ubbelohde announced the slate of officers as recommended by the Nominating Committee for 2012-2013:

- Chair.....Mike Christensen, Grace Lutheran Foundation, Eau Claire
- Chair-Elect & Vice Chair--Member Services.....Mike Basch, Sheboygan Senior Community, Sheboygan
- Vice Chair -- Operations.....Sue Prostko, Village at Manor Park, West Allis
- Vice Chair -- Public PolicyScott Ross, Woodside Lutheran Home, Green Bay
- Secretary.....Laurie Kreul, Good Samaritan Society, Fennimore
- Treasurer.....Sherry Gunderson, Rock Haven, Janesville
- Immediate Past President.....Lynn Binnie, Fairhaven Retirement Community, Whitewater
- LeadingAge Liaison.....Joe Xanthopoulos, Oakwood Lutheran Homes, Madison
- Senior Advisor.....TBA

Binnie announced that the Nominating Committee recommends the following individuals be elected by the membership to serve on the LeadingAge Wisconsin Board of Directors:

- **Ron Schaetzl**, St. Clare Meadows, Baraboo, to serve his second, three-year term;
- **Scott Ross**, Woodside Lutheran Home, Green Bay, to serve his second, three-year term;
- **Mari Beth Borek**, Lutheran Homes & Health Services, Fond du Lac, to serve her first, three-year term (Note: later corrected to reflect her filling a predecessor's unexpired term);
- **Jim Fett**, St. Paul Elder Services, Kaukauna, to serve his first, three-year term;
- **Frances Petrick**, Brookside Care Center, Kenosha to serve her first, three-year term; and
- **Marion Wozniak**, Cedar Crest, Janesville, to serve her first, three-year term.

MOTION: By Binnie, second by Fett, to accept the nominees to the LeadingAge Wisconsin Board of Directors as recommended by the Nominating Committee. Motion passed unanimously.

Binnie reported that Region I and Region III have completed their regional elections. Sue Prostko, Village at Manor Park in West Allis, having completed her predecessor's unexpired term, has been reelected by Region I to serve her first, three-year term on the LeadingAge Wisconsin Board of Directors; and Pete Eide, Hillview Health Care Center in La Crosse having also completed his predecessor's unexpired term, has been reelected by Region III to serve his first, three year-term, on the LeadingAge Wisconsin Board of Directors. Congratulations are extended to these leaders.

VI. LeadingAge Wisconsin Awards Presentation

LaFavor and Trost announced that they will present five "People, Places, and Programs That People Oughta Know!" awards today. They reported LeadingAge Wisconsin's Awards Committee revamped the awards criteria and all nominations will be featured in *e-News* throughout the upcoming year.

Expanding the World of Possibilities for Aging Award: Renaissance Salon & Spa -- Lutheran Home & Health Services, Fond du Lac

Advocate Award: Bob Bartelt, Volunteer, St. Anne's Salvatorian Campus, Milwaukee

Inspire Award: Bev Harper, Oakwood Village Prairie Ridge Campus, Madison

Serve Award: Jim Fett, President/CEO, St. Paul Elder Services, Kaukauna

2012 Hall of Fame Award: Mike Berry, 1943 - 2010

There being no further business, the meeting adjourned.

April 11, 2013

To: LeadingAge Wisconsin Members

From: Mike Christensen, LeadingAge Wisconsin Chair
Lynn Binnie, LeadingAge Wisconsin Nominating Committee Chair

Subject: LeadingAge Wisconsin's 2013 Spring Conference & Annual Business Meeting
{The LeadingAge Wisconsin Annual Business Meeting will be held from 9:15 a.m. to 10:00 a.m. on May 2, 2013 in conjunction with the Association's May 1-3, 2013 Spring Conference at the at the Country Springs Hotel in Waukesha--
www.leadingagewi.org/sites/default/files/13spring.pdf.}

- Proposed Board Nominees and 2013-14 Officers
- Proposed 2013-14 LeadingAge Wisconsin Operating Budget
- Proposed Bylaws Amendment—Region V and VI Consolidation
- Spring Conference Highlights—Come Join Us!

Your Association's Annual Business Meeting will be held from 9:15 a.m. to 10:00 a.m. on Thursday, May 2, 2013, at the Country Springs Hotel in Waukesha. This meeting will be held in conjunction with the LeadingAge Wisconsin 2013 Spring Conference: [Exceptional](#). During this meeting, members will be asked to review and approve the Association's proposed 2013-14 operating budget, act on a slate of nominations to the LeadingAge Wisconsin Board of Directors, approve a bylaws amendment to consolidate Regions V and VI into a single Region, and celebrate exceptional long-term services and supports.

Proposed Board Nominees and 2013-14 Officers

On behalf of the LeadingAge Wisconsin Nominating Committee, we would like to thank all members who applied to serve on the LeadingAge Wisconsin Board of Directors. The Nominating Committee's task this year was made especially difficult given the number and impressive quality of the nominees. Participation and leadership in LeadingAge Wisconsin is critically important as we collectively strive to serve older adults and persons with a disability. We congratulate this year's nominees and encourage those members who were not nominated to continue to actively serve their association through the many networking, task force, committee and regional opportunities.

Nominating Committee Recommendations

The Nominating Committee recommends that the following individuals be elected by the membership (at the May 2, 2013 Annual Business Meeting in Waukesha) to serve as **At-Large Directors** on the LeadingAge Wisconsin Board of Directors:

- **Vern Larson**, LindenGrove – Mukwonago, to serve his second, three-year term;
- **Douglas Trost**, St. Francis Home, Fond du Lac to serve his second, three-year term;
- **Mari Beth Borek**, Lutheran Homes and Health Services, Fond du Lac, to serve her first, three-year term, having completed an unexpired term through May 2013;
- **Dan Goodier**, Christian Community Homes & Services, Hudson, to fill an unexpired term until May 2014;
- **Kris Krentz**, Skaalen Retirement Services, Stoughton, to fill an unexpired term until May 2015;
- **Jane Hooper**, Clearview, Juneau, to serve her first, three-year term; and
- **Renee Anderson**, St John's Communities, Milwaukee, to serve her first, three-year term.

Regional Elections

Regions I, II and IV and V have completed their regional elections: **Dan Risch**, Lincoln Lutheran, Racine, has been elected by Region I to complete an unexpired term until May 2015; **Terry Hensel**, Pleasant View Nursing Home, Monroe, has been elected by Region II to complete an unexpired term until May 2014; **Tony Manzella**, Dunn County Health Care Center, Menominee, has been elected to serve his second, three-year term as the Region IV Director; and **Pauline Darling**, Bethany Home, Waupaca, has been elected to her first, three-year term as Region V Director (Note: As described below, if the bylaws amendment is adopted by the membership at the May 2, 2013 Annual Business Meeting, the Region V Director position will be converted to an At-Large position). These regional elections are complete and do not require ratification by the full membership.

Proposed LeadingAge Wisconsin 2013-2014 Board Officers

We also are pleased to report that the Nominating Committee recommends the following slate of officers for the 2013-2014 LeadingAge Wisconsin Board of Directors. The LeadingAge Wisconsin Board will consider this slate immediately after adjournment of the 2013 Annual Business Meeting:

Chair.....**Mike Christensen**, Grace Lutheran Foundation, Eau Claire
Chair-Elect.....**Mike Basch**, Sheboygan Senior Community, Sheboygan
Vice Chair--Member Services...**Mari Beth Borek**, Lutheran Homes and Health Services, Fond du Lac,
Vice Chair--Operations.....**Jim Williams**, Cedar Communities, West Bend
Vice Chair--Public Policy.....**Scott Ross**, Woodside Lutheran Home, Green Bay
Secretary.....**Douglas Trost**, St. Francis Home, Fond du Lac
Treasurer.....**Frances Petrick**, Brookside Care Center, Kenosha
Immediate Past Chair.....**Lynn Binnie**, Fairhaven Retirement Community, Whitewater
LeadingAge Liaison.....**Joe Xanthopoulos**, Oakwood Lutheran Homes, Madison
Senior Advisor.....**David Keller**, Luther Manor, Wauwatosa

Outgoing Board Members

This year, seven members are leaving the LeadingAge Wisconsin Board of Directors. Please join me in thanking these dedicated volunteers for their past years of service:

- **Jim Fett**, St. Paul Elder Services, Kaukauna: At-Large Director since 2012.
- **Sue Prostko**, formerly with the Village at Manor Park, West Allis: Region I Director since 2010 and served as the Vice Chair of Operations and Chair of the Program Committee.
- **Laurie Kreul**, formerly with Good Samaritan Society- Fennimore: At-Large Director since 2011 and served as the Secretary and Vice Chair of the Program Committee.
- **Eileen LaFavor**, Baldwin Care Center, Baldwin: At-Large Director since 2007 and Chair of the Awards Committee.
- **Charlie Nelson**, Congregational Home, Brookfield: At-Large Director since 2007 and Vice Chair of the Housing Committee.
- **Sherry Gunderson**, Rock Haven, Janesville: Region II Director since 2008 and served as Secretary, Treasurer, and Chair of the Budget and Finance Committee and Health Issues Committee.
- **Trudey Peterson**, formerly of Odd Fellows Rebekah Homes Association, Green Bay: Region V Director since 2007 and served as the LeadingAge Liaison and Public Policy Congress representative.

Each of these individuals has given freely of their time and talents and LeadingAge Wisconsin has been made stronger through their many contributions and servant leadership. *We will recognize these Directors at the Annual Business Meeting.* Please extend your personal thanks and gratitude to them as well.

Proposed 2013-13 LeadingAge Wisconsin Operating Budget—No Changes to Dues Structure

The LeadingAge Wisconsin Board of Directors has unanimously approved the proposed 2013-14 association operating budget as recommended by the Budget and Finance Committee and Executive Committee. The proposed budget maintains the existing LeadingAge Wisconsin modified millage dues system with no changes being proposed to the dues brackets, minimum or maximum payment levels. In addition, the LeadingAge Wisconsin Premier Associate (business) dues will remain at \$485 and Subscriber Organization dues will remain at the greater of the modified millage amount or \$1,700. A complete description of the applicable LeadingAge Wisconsin dues structure is available at [here](#), beginning on page 25. The proposed 2013-14 operating budget and other information on the Annual Business Meeting is available [here](#).

Proposed LeadingAge Wisconsin Bylaws Amendment— Consolidation of Regions V and VI

At the request of Region V and VI members, the LeadingAge Wisconsin Board of Directors has voted to submit a bylaws amendment to the full membership at the Annual Business Meeting to consolidate

Region V and VI into a single Region. If this bylaws amendment is approved by the membership, the Region V Director (Pauline Darling) will assume an At-Large Director position and the current Region VI Director (Mike Basch) will represent the newly consolidated Region on the Board of Directors. Under the proposed bylaws amendment, the number of Region Directors would be reduced from six to five and the number of At-Large Directors would be increased from fifteen to sixteen. Later this year, the LeadingAge Wisconsin Board of Directors is expected to rename the Regions using more descriptive references.

Spring Conference—Come Join Us!

With just over two weeks from the start of our Spring Conference, our attendance numbers are climbing impressively. There is still time to join your peers for this program which offers something for everyone. Your Conference features three pre-con seminars, a trip to Miller Park to watch the Brewers beat the St. Louis Cardinals-- with bus service, a tailgate party and game tickets included-- and the best current information on managed care initiatives, changing housing and services delivery systems, health care reform's impact on employers, marketing, financial management, clinical care standards, culture change, and much more. For more information on LeadingAge Wisconsin's Spring Conference, please go to: www.leadingagewi.org/sites/default/files/13spring.pdf.

Should you have any questions on the proposed nominations, operating budget, bylaws amendment or spring conference details, please do not hesitate to contact us or the LeadingAge Wisconsin staff. We again thank you for your interest and involvement in LeadingAge Wisconsin and look forward to seeing you in Waukesha on May 1-3, 2013.

Be Sure to Attend:
The 2013 LeadingAge Wisconsin
Spring Conference & Annual Business Meeting --
Exceptional
May 1-3, 2013, Country Springs Hotel, Waukesha
www.leadingagewi.org/sites/default/files/13spring.pdf



**LeadingAge Wisconsin
Projected FY 2013 and Proposed FY 2014 Budgets**

	2012-13 Budget	Projected 6/30/2013	Variance	Proposed 2013-14 Budget
Member Dues	\$ 773,800	\$ 764,500	\$ (9,300)	\$ 754,500
Associate Dues	40,000	43,000	3,000	43,000
LeadingAge Dues	51,000	51,900	900	49,000
Investment Income	25,000	26,800	1,800	25,300
Conferences/Seminars	406,000	374,500	(31,500)	455,500
Surveys/EO	4,000	3,500	(500)	3,500
Member Services	56,900	50,400	(6,500)	48,600
Miscellaneous	5,000	7,000	2,000	7,000

Total Revenue \$ 1,361,700 \$ 1,321,600 \$ (40,100) \$ 1,386,400

Salaries/Insurance/Temp.	\$ 611,900	\$ 611,100	\$ 800	\$ 623,900
Health Insurance	74,600	74,400	200	87,900
Payroll Taxes	42,300	42,500	(200)	43,600
Employee Pension	31,500	31,400	100	32,100
Staff Travel	23,000	23,500	(500)	24,500
Professional Development	1,500	2,400	(900)	2,000
Board/Committee	25,000	24,500	500	27,500
Insurance/Taxes	6,000	6,100	(100)	6,400
Telephone	7,000	6,800	200	7,000
Copier	19,000	17,400	1,600	15,000
Postage	6,000	5,400	600	5,500
Computer Expense	10,000	9,000	1,000	10,000
Printing	3,000	3,000	-	3,000
Supplies/Sub./Memberships	7,500	6,500	1,000	5,300
Conferences/Seminars	270,300	262,800	7,500	332,800
Legal Counsel	25,000	22,200	2,800	25,000
Audit	6,900	7,200	(300)	7,200
Bank Expense/Misc.	1,600	200	1,400	200
Data Base	3,000	1,000	2,000	1,000
Member Services	49,300	42,100	7,200	38,900
Depreciation	20,000	19,200	800	19,500
Office Building	23,600	23,000	600	23,600
Strategic Development	30,000	33,000	(3,000)	35,000

Total Operating Expenses \$ 1,298,000 \$ 1,274,700 \$ 23,300 \$ 1,376,900

Net Revenue/Expenses	\$ 63,700	\$ 46,900	\$ (16,800)	\$ 9,500
Gain(Loss) Investments	-	\$ 15,000	\$ 15,000	-
Net Income (Loss)	\$ 63,700	\$ 61,900	\$ (1,800)	\$ 9,500
Property & Equipment	\$ 8,000	\$ 8,000	\$ -	\$ 8,000

**LeadingAge Wisconsin
Research and Education Corporation
Financial Statements**

Assets	06/30/11	06/30/12	03/31/13
Cash-First Business Bank	\$ 51,846.13	\$ 58,777.34	\$ 53,820.03
Total Assets	\$ 51,846.13	\$ 58,777.34	\$ 53,820.03
Total Liabilities/Fund Balance	\$ 51,846.13	\$ 58,777.34	\$ 53,820.03

Income Statement

Revenue

Fund Raising	\$ 210.00	\$ -	
Donation From Region I Fund		\$ 7,896.15	
Interest Income	<u>\$ 78.76</u>	<u>\$ 65.06</u>	<u>\$ 42.69</u>
Total Revenue	\$ 288.76	\$ 7,961.21	\$ 42.69

Expenses

LeadingAge Innovation Fund	\$ -	\$ -	\$ 5,000.00
UW-Eau Claire Foundation	\$ 1,000.00	\$ 500.00	
WHA - Affordable Care Transitions		\$ 500.00	
Fees For Year		\$ 30.00	
Total Expenses	\$ 1,000.00	\$ 1,030.00	\$ 5,000.00

Net Income (Loss) \$ (711.24) \$ 6,931.21 \$ (4,957.31)

Fund Balance-Beginning of Year \$ 52,557.37 \$ 51,846.13 \$ 58,777.34

Fund Balance-End of Year **\$ 51,846.13** **\$ 58,777.34** **\$ 53,820.03**

Proposed LeadingAge Wisconsin Bylaws Amendment—Change to implement the consolidation of Regions V and VI into a single Region.

**ARTICLE IV.
BOARD OF DIRECTORS**

Section 2

Number, Tenure and Qualifications. Members of the Board of Directors shall be elected at the annual meeting. Each director shall hold office for the term for which he/she has been elected and qualified. No director shall serve more than two (2) consecutive three (3) year terms as a member of the Board of Directors, except as provided by these Bylaws. The Chair, Chair-Elect and the immediate past Chair shall remain on the Board of Directors, without regard to their tenure as members of the Board of Directors, during any successive terms of office.

The terms of office for all directors, regular or ex-officio, shall commence when the elected director is qualified at the annual meeting of the Board of Directors. The terms of office of the outgoing directors shall end when their successors have been qualified.

There shall be twenty-one (21) regular directors elected by members of the corporation as follows:

- 1) One director shall be elected from each region as established pursuant to these Bylaws, in accordance with the provisions of **ARTICLE XI, Section 2**. The terms of such directors shall be so ordered that **two at least one terms expires** each year.
- 2) **Fifteen Sixteen** directors-at-large shall be elected from the general membership at the annual meeting. The terms of such directors shall be so ordered that **five at least four** terms expire each year.

In addition, there shall be ex-officio members of the Board of Directors as are appropriate. Except as noted below, all ex-officio members have the rights and powers of regular directors.

- 1) The immediate past Chair.
- 2) A senior advisor, if so elected for a one (1) year term by the Board of Directors.
- 3) The President/CEO, without voting privileges.

Each director shall hold office for the term for which he/she has been elected. Any person elected to fill an unexpired term of any director may be elected to two (2) additional consecutive full three (3) year terms.

**ARTICLE XI.
REGIONAL REPRESENTATION**

Section 1

Regions. The State of Wisconsin, for purposes of regional representation, shall be divided into such regions as the Board of Directors shall deem appropriate.

Section 2

Election of Directors from Regions. Each of the regions shall elect one (1) member of the Board of Directors for a term of three (3) years (so ordered that the terms of **two (2) at least one directors** shall expire each year). Such regional elections shall be held at least 30 days prior to the principal plenary session of the Annual Meeting of the corporation.