

RESOLUTION 55-23

AMENDING RULE 3A OF THE RULES OF THE LAFAYETTE COUNTY BOARD - AUTHORIZING CREATION OF MEMORIAL HOSPITAL COMPENSATION OVERSIGHT COMMITTEE

WHEREAS, Memorial Hospital of Lafayette County (“MHLC”) operates as the only county-owned hospital in the State of Wisconsin and is dedicated to serving the residents of and visitors to the Lafayette County area; and

WHEREAS, the region’s healthcare system has seen significant change in recent years with the consolidation of health systems, opening of specialty and other clinics and expansion of hospital service offerings, among other things; and

WHEREAS, MHLC and the County are committed to maintaining MHLC’s standing and reputation as a Critical Access Hospital dedicated to serving the rural community; and

WHEREAS, other hospitals, health systems and clinics have in recent months approached MHLC staff (contracted or otherwise) in an attempt to hire such staff; and

WHEREAS, decisions surrounding compensation and the terms associated with employment contracts with MHLC’s Chief Executive Officer (“CEO”), Chief Operating Officer (“COO”) and Chief Financial Officer (“CFO”) have historically been presented to the County Board’s Hospital Committee and Finance Committee (and, at time, other committees) before proceeding to the County Board for approval; and

WHEREAS, it is becoming increasingly difficult for the County and MHLC to address competitive needs in a structure involving multiple layers of consideration and approval prior to implementation of compensation adjustments; and

WHEREAS, inclusion of compensation figures and information within the reports provided to the various committees and the County Board, and the committee or County Board discussion of such figures and information, results in MHLC’s competitors learning proprietary and sensitive information surrounding the employment relationship between MHLC employees and MHLC/the County, which can be used to MHLC and the County’s detriment; and

WHEREAS, the Lafayette County Executive, Rules & Legislation Committee believes it would be in the County’s best interests to create the MHLC Compensation Oversight Committee to allow for the timely consideration of issues confronting MHLC within the scope of the MHLC Compensation Committee’s authority, all as set forth in this Resolution; and

WHEREAS, the Executive, Rules & Legislation Committee believes it is in the County's best interests to amend the Rules of the Lafayette County Board ("Board Rules") to create the MHLC Compensation Oversight Committee upon the terms set forth in this Resolution.

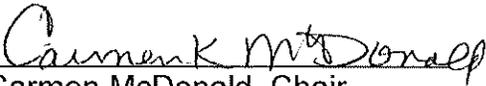
NOW, THEREFORE, BE IT RESOLVED, that the Lafayette County Board of Supervisors, at the recommendation of the Executive, Rules & Legislation Committee, hereby amends Rule 3A of the Board Rules to create the "MHLC Compensation Oversight Committee," which shall be comprised of the County Board Chair, the County Board First Vice Chair and three (3) members of the County Board, who are not on the Hospital Committee, appointed by the County Board Chair.

BE IT FURTHER RESOLVED, that the MHLC Compensation Committee shall have the following authority:

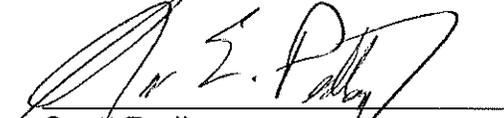
1. The MHLC Compensation Committee shall address all matters relating to the compensation of MHLC employees and has the discretion to adjust the amount of any such compensation provided any adjustment does not change the amount of tax to be levied by the County or the amount of any appropriation set forth in the County's approved budget.
2. The Board hereby authorizes the MHLC Compensation Committee to transfer funds between budgeted items of the MHLC portion of the County's approved budget and to supplement any appropriation to MHLC by transfer from the contingent fund.
3. The MHLC Compensation Committee is authorized to negotiate and enter into employment agreements between MHLC/the County and MHLC's CEO, CFO and COO provided the terms and conditions of such agreement(s) are approved by Corporation Counsel or outside counsel representing the County.
4. Wages, salary and compensation issues relating to MHLC employees shall be addressed by the MHLC Compensation Committee separate and apart from any process applicable to other County employees. The MHLC Compensation Committee shall annually prepare the budget recommendation for MHLC employee costs and provide such recommendation to the Hospital Committee.
5. The MHLC Compensation Committee is authorized and encouraged to meet in closed session when necessary and authorized under Wis. Stat. § 19.85(1) in order to preserve the competitive standing of MHLC and to otherwise maintain sensitive and confidential information surrounding MHLC employee compensation in confidence.
6. In the event of a conflict between the authority of the Hospital Committee and the authority of the MHLC Compensation Committee, the MHLC Compensation Committee shall prevail and have such authority provided it is consistent with the terms of this Resolution.

7. The MHLC Compensation Committee is hereby authorized to take further action not inconsistent with the terms of this Resolution.

Respectfully Submitted,
EXECUTIVE, RULES AND LEGISLATIVE COMMITTEE


Carmen McDonald, Chair


Larry Ludlum


Scott Pedley

John E. Reichling

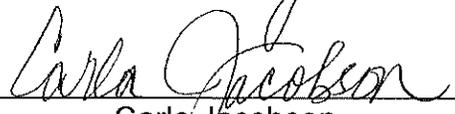

Lee A. Gill

Fiscal Note: There is no direct fiscal impact with the passage of this resolution.

Legal Note: Within County Board Authority. Requires 2/3 vote.

THIS VERSION REFLECTS AMENDMENT MADE BY FORMAL ACTION OF THE LAFAYETTE COUNTY BOARD OF SUPERVISORS' AT A MEETING HELD ON JANUARY 16, 2024.

I, Carla Jacobson, Clerk of the County of Lafayette, State of Wisconsin, do certify that this resolution was adopted by the Lafayette County Board of Supervisors at a meeting held on January 16, 2024.


Carla Jacobson
Lafayette County Clerk