

LINCOLN COUNTY BOARD OF SUPERVISORS

Wednesday, July 23, 2025 - 6:00 PM

MINUTES

1. Call to Order

Chair Boyd called the meeting to order at 6:00pm.

2. Pledge of Allegiance

3. Roll Call

Roll was called by Clerk Marlowe with the following supervisors present: William Bialecki, Lori Anderson-Malm, Elizabeth McCrank, Andrew Zelinski, Norbert Ashbeck, Donald Dunphy, Laurie Thiel, Christine Vorpapel, Jesse Boyd, Randy Detert, Julie DePasse, Marguerite Lyskawa, Marty Lemke, Dana Miller, Jim Meunier, Ken Wickham, Joseph Dorava, Angela Cummings, Eugene Simon, and Greg Hartwig (20). Excused: Alan Bishop (1). Absent: Derek Woellner (1).

4. Announcements - None

5. Appointments - None

6. Awards - None

7. Recognitions - None

8. Approval of the Minutes

a. Approve Minutes From: July 15, 2025 Regular Meeting Minutes

M/S Bialecki/Meunier to approve the July 15, 2025, County Board Minutes. M/S DePasse/Cummings to amend the type of vote from ~~roll call~~ to voice vote on amendment #2 on the resolution amendment form. Motion to amend carried by a voice vote. M/S Bialecki/Meunier to approve the minutes as amended. The motion to approve as amended was carried by a voice vote.

9. Letters and Memorials - None

10. Reports of Standing & Special Committees - None

11. Public Comment

There were no requests for public comment.

12. Resolutions

a. Res 2025-07-35 Resolution Authorizing County Board Chair and County Clerk to Execute Amended Sanitary Sewer Easement for the Pine Crest Nursing Home Parcel

WHEREAS, by Resolution 2025-06-29, the Lincoln County Board of Supervisors approved the sale of the Pine Crest Nursing Home and Health & Human Services Building to Merrill Heath Holdings, LLC and Jack Pines Healthcare, LLC; and

WHEREAS, by the same Resolution, the Lincoln County Board of Supervisors directed Corporation Counsel and the Administrative Coordinator to continue to work with the Purchaser to finalize the Agreements and bring the sale to Closing as provided for in the Agreement; and

WHEREAS, as a part of the Due Diligence process related to the sale, it was discovered that a Sanitary Sewer Easement existed on the Pine Crest/Health & Human Services Building Parcel, which easement was made between Lincoln County and the City of Merrill, was executed by the County Board Chair and County Clerk on behalf of the County and was recorded in the Register of Deeds office in 1992; and

WHEREAS, also as a part of the Due Diligence process, it was discovered that a portion of the sanitary sewer was relocated in approximately 2016 as part of the construction project for the remodel of Pine Crest Nursing Home and addition of a new wing; and

WHEREAS, despite the relocation of the sanitary sewer during the construction project, an amended Sanitary Sewer Easement was never prepared and recorded with the Register of Deeds, documenting the relocation of a portion of the sanitary sewer; and

WHEREAS, although the Purchaser is satisfied with the documentation provided demonstrating the relocation of the sanitary sewer, an Amended Sanitary Sewer Easement should be prepared and recorded with the Register of Deeds to properly document the relocation of a portion of the sanitary sewer that occurred during the past construction, such that the records for the parcel are accurate and represent the actual location of the sanitary sewer.

NOW, THEREFORE BE IT RESOLVED, that the Lincoln County Board of Supervisors directs Corporation Counsel and the Administrative Coordinator to work with the City of Merrill to prepare an Amended Sanitary Sewer Easement as provided herein.

BE IT FURTHER RESOLVED, that the Lincoln County Board of Supervisors directs the County Board Chair and County Clerk to execute the Amended Sanitary Sewer Easement once prepared, and further directs Corporation Counsel to have the executed Amended Sanitary Sewer Easement recorded with the Register of Deeds.

Dated: July 23, 2025 **Authored by:** Kenneth Wickham, Supervisor, District 18 **Co-Sponsored by:** Julie DePasse, Supervisor, District 12 **Committee:** N/A **Committee Vote:** N/A **Date Passed:** N/A **Fiscal Impact:** \$30 recording fee for amended easement **Drafted by:** Karry A. Johnson, Corporation Counsel.

M/S DePasse/Miller to approve Resolution 2025-07-35. Corporation Counsel Johnson introduced and explained the resolution and fielded questions from the floor. The motion to approve the resolution was carried by a roll call vote of **(19-1)**. **Ayes:** Bialecki, Anderson-Malm, McCrank, Zelinski, Ashbeck, Thiel, Vorpapel, Boyd, Detert, DePasse, Lyskawa, Lemke, Miller, Meunier, Wickham, Dorava, Cummings, Simon, and Hartwig **(19)** **Nays:** Dunphy **(1)**.

b. Res 2025-07-36 Resolution Approving the Interim Management Agreement between Lincoln County and Jack Pines Healthcare LLC for the Management of the Pine Crest Nursing Home

WHEREAS, by Resolution 2025-06-29, the Lincoln County Board of Supervisors approved the sale of the Pine Crest Nursing Home and Health & Human Services Building to Merrill Heath Holdings, LLC and approved an Operations Transfer Agreement to Jack Pines Healthcare, LLC; and

WHEREAS, by the same Resolution, the Lincoln County Board of Supervisors directed Corporation Counsel and the Administrative Coordinator to continue to work with the Purchaser to finalize the Agreements and bring the sale to Closing as provided for in the Agreement; and

WHEREAS, as a part of the sale and transfer of operations process, Merrill Health Holdings, LLC and/or Jack Pines Healthcare, LLC has applied with the State of Wisconsin Department of Health Services (DHS) for a license to operate the Pine Crest Nursing Home, which is a requisite license for the sale and transfer of operations to occur; and

WHEREAS, although the State of Wisconsin DHS has indicated preliminary approval of the requested license, it is unclear if the license will be formally issued by the anticipated closing date of August 1, 2025; and

WHEREAS, Jack Pines Healthcare, LLC, cannot operate the Pine Crest Nursing Home without this license, but it can take over the management of Pine Crest without the license once the sale has occurred, if the parties so agree; and

WHEREAS, the parties to the sale have worked hard and diligently to bring the sale to a close on August 1, 2025 and desire to not delay closing in this matter; and

WHEREAS, by the terms of the Asset Purchase and Sale Agreement and/or the Operations Transfer Agreement, the Nursing Home Management Agreement between Lincoln County and North Central Health Care shall terminate upon the closing of the sale on August 1, 2025; and

WHEREAS, the purpose of the Interim Management Agreement is solely to bridge the gap, if any, between the sale closing date of August 1, 2025 and the date the State of Wisconsin DHS issues Jack Pine Healthcare, LLC, its license to operate the nursing home, and the Interim Management Agreement, by its very terms, shall terminate concurrently and automatically upon Jack Pine Healthcare, LLC's receipt of its license from DHS without the need for further action; and

WHEREAS, in an effort to make the transition of the ownership and operation of Pine Crest Nursing Home as seamless as possible for the residents, their families and the employees, which employees will become employees of Purchaser as of August 1, 2025 (unless they elect not to be hired), it is prudent to put this Interim Management Agreement in place to allow the sale to close as planned and protect the parties, the nursing home operations, the residents and the employees from any further uncertainties related to the continuation of operations at Pine Crest Nursing Home.

NOW, THEREFORE BE IT RESOLVED, that the Lincoln County Board of Supervisors hereby approves the Interim Management Agreement between Lincoln County and Jack Pines Healthcare, LLC and directs the Board Chair to execute the Interim Management Agreement on behalf of Lincoln County.

Dated: June 25, 2025 **Authored by:** Kenneth Wickham, Supervisor, District 18 **Co-Sponsored by:** Julie DePasse,

Supervisor, District 12 **Committee:** N/A **Committee Vote:** N/A **Fiscal Impact:** **Drafted by:** Karry A. Johnson, Corporation Counsel

M/S DePasse/Thiel to approve Resolution 2025-07-36. Corporation Counsel Johnson introduced, summarized and explained the resolution and then fielded questions from the floor. The **motion to approve** the resolution was carried by a **roll call vote of (19-1)**. **Ayes:** Bialecki, Anderson-Malm, Zelinski, Ashbeck, Thiel, Boyd, Detert, DePasse, Lyskawa, Lemke, Miller, Meunier, Wickham, Dorava, Cummings, Simon, and Hartwig **(17)** **Nays:** McCrank, Dunphy, and Vorpapel **(3)**.

- c. **Res 205-07-37** Resolution Authorizing the Administrative Coordinator to sign and submit the Change of Ownership (CHOW) to the Centers for Medicare & Medicaid Services (CMS) Upon the Sale of Pine Crest Nursing Home

WHEREAS, by Resolution 2025-06-29, the Lincoln County Board of Supervisors approved the sale of the Pine Crest Nursing Home and Health & Human Services Building to Merrill Heath Holdings, LLC and approved an Operations Transfer Agreement to Jack Pines Healthcare, LLC; and

WHEREAS, by the same Resolution, the Lincoln County Board of Supervisors directed Corporation Counsel and the Administrative Coordinator to continue to work with the Purchaser to finalize the Agreements and bring the sale to Closing as provided for in the Agreement; and

WHEREAS, as a part of the sale and transfer of operations process, Merrill Health Holdings, LLC and/or Jack Pines Healthcare, LLC has applied with the Centers for Medicare & Medicaid Services (CMS) for a Change of Ownership (CHOW), which is a requisite for the sale and transfer of operations to occur; and

WHEREAS, the seller must report a CHOW within 30-days when a Medicare provider has been purchased by another organization; and

WHEREAS, the CHOW results in the transfer of the old owner's Medicare Identification Number and provider agreement (including any outstanding Medicare debt of the old owner) to the new owner.

NOW, THEREFORE BE IT RESOLVED, that the Lincoln County Board of Supervisors hereby authorizes the Administrative Coordinator to sign and submit the Change of Ownership (CHOW) to the Centers for Medicare & Medicaid Services (CMS) Upon the Sale of Pine Crest Nursing Home on behalf of Lincoln County.

Dated: July 23, 2025 **Authored by:** Jesse Boyd, Board Supervisor, District 10 **Co-Sponsored by:** Julie DePasse, Board Supervisor, District 12 **Committee:** N/A **Committee Vote:** N/A **Date Passed:** N/A **Fiscal Impact:** None **Drafted by:** Renee Krueger, Administrative Coordinator

M/S DePasse/Thiel to approve Resolution 2025-07-37. Administrative Coordinator Krueger introduced and explained the resolution and fielded questions from the floor. The **motion to approve** the resolution was **carried by voice vote**.

13. Ordinances - None

14. Report of Claims - None

15. Approval for Mileage and Per Diem for Board Meeting

M/S DePasse/Thiel to approve mileage and per diem for this meeting was **carried by a voice vote**.

16. Next County Board Meeting Date:

- a. **August 19, 2025, Lincoln County Service Center, Assembly Conference Room 255/257/260**

17. Adjourn

Chair Boyd adjourned the meeting at 6:17pm.

STATE OF WISCONSIN)
) SS
COUNTY OF LINCOLN)

I, Christopher J Marlowe, County Clerk in and for said Lincoln County, Wisconsin do hereby certify the within and foregoing is a true and accurate recital of all proceedings by and before the Board of Supervisors at their special meeting on July 23, 2025.

Christopher J Marlowe, County Clerk