

Area Agency on Aging Serving Napa and Solano
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Minutes of Board Meeting: Tuesday June 19, 2012, 3:00 PM
Florence Douglas Senior Center, 333 Amador Street, Vallejo, CA 94590

Donald Bond, Presiding

Solano County

Dist. 1	Marty Kuehneman, Treasurer	Present
2	Vacant	
3	Donald Bond, Chair	Present
4	Steve Korn	Excused
5	Stephen Murphy	Present
At-Large	James McCully	Present
At-Large	Rev. Tony Ubalde, Secretary	Present
At-Large	Vacant	

Napa County

Dist. 1	Carolyn Wrage, Vice Chair	Present
2	Thomas McNicholas	Present
3	Vacant	
4	Vacant	
5	Vacant	
At-Large	Jo Ann Busenbark	Excused
At-Large	Edwin Warren	Present
At-Large	Vacant	

The meeting was called to order at 3:05 by Chair Donald Bond. A quorum was present.

Present: Leanne Martinsen – Executive Director, Doug Hanson – CFO, Harriett Dietz -- Planner.

There was no Public Comment.

Regular Business

1. **Motion by Edwin Warren to approve the agenda for the June 19, 2012 meeting as presented, 2nd by Marty Kuehneman. Motion carried.**
2. **Motion by Carolyn Wrage, 2nd by Tom McNicholas to approve the minutes of the April 17, 2012 meeting as presented, motion carried, with Rev. Ubalde abstaining as he was not present.**
3. Finance / Treasurer's Report:
 - a) Doug Hanson reviewed the May 2012 Financial Statement and indicated that revenue and expenses are on track for this point in the year. He answered questions about in-kind personnel, which includes contract service providers. **Motion by Edwin Warren, 2nd by Marty Kuehneman to accept the May 2012 financial reports, motion carried.**
 - b) Doug Hanson reported that the Form 990 had been prepared by our auditors, and mailed to members prior to this meeting. **Motion by Carolyn Wrage, 2nd by Tom McNicholas to accept the 990 Report for Fiscal Year 2010-2011, motion carried.**
 - c) Doug Hanson distributed copies of the initial Area Plan Budget and explained that was submitted to CDA within 30 days after the receipt of the planning estimate from CDA. The Area Plan Budget reflects the Older Americans Act funding and the related state funds, but does not include MSSP or other grant-funded programs that do not run through CDA, and we must have a budget approved by CDA in order to draw down funds for the new fiscal year. The budget is usually

amended at least once during the fiscal year when we receive a revised planning estimate from CDA. Members requested that in the future, these documents be provided in advance, to allow for more opportunity to review before the meeting.

Motion by Rev. Ubalde, 2nd by Marty Kuehneman to accept the original Area Plan Budget for FY 2012-2013, motion carried.

4. Advisory Council Report and Recommendations –Sharon Monck was not able to attend this meeting to report information from the Advisory Council. The last meeting was the planned June 7 joint meeting with the Board of Directors. Although there was not a quorum of the Board present, the Advisory Council did conduct business, and considered staff recommendations regarding provider contracts for FY 2012-13. The current AAA providers responded to a Request for Proposals (RFP) in 2009. This year’s Provider applications for continued funding are for the fourth year of the 4-year funding cycle. A spreadsheet summarizing the proposed provider contracts was provided in the meeting packet.

	Contract	Titles	Initial Amount
Community Action of Napa Valley (CANV) - (Congregate)	021	III C-1	\$ 84,110
Community Action of Napa Valley (CANV) (Home-Delivered)	022	III C-2	\$ 231,312
Meals on Wheels of Solano Co. (Congregate)	031	III C-1	\$ 199,533
Meals on Wheels of Solano Co. (Home-Delivered)	032	III C-2	\$ 519,919
CANV/Volunteer Center of Napa Co.	041	III B	\$ 20,216
Faith In Action	251	III B	\$ 46,671
Legal Services of Northern CA - Solano Co.	081	III B	\$ 33,863
Legal Aid of Napa	241	III B	\$ 25,513
Adult Day Services of Napa Valley (FCSP)	192	IIIE	\$ 35,594
Ombudsman Services of Northern California (Solano)	221	III B Omb,VII A&B	\$ 62,027
Ombudsman Services of Northern California (Solano)	222	SDF/SNFQA	\$ 38,168
North Bay Adult Day Care (FCSP)	232	IIIE	\$ 36,042
Vallejo Specialized Training Adult Respite STARS(FCSP)	261	III E	\$ 13,500

The Council voted to recommend to the Board that Staff proceed with establishing contracts with service providers as proposed with the exception of the CANV Senior Services Programs (formerly with the Volunteer Center), and also that the contract with Community Action Napa Valley/Volunteer Center not be renewed unless there are very specific steps that could be taken to remove the contract from the provider if the corrective action plan is not implemented. There were concerns that the provider has not achieved the contract goals set for the current year. Leanne Martinsen indicated that the AAA could choose to place additional conditions in a service provider contract, and provide additional support and monitoring for compliance.

4. Committee Reports

- a) Executive Committee: Donald Bond indicated that the Executive Committee had met with the officers of the Advisory Council to plan the agenda for the June 7 joint meeting. Rev. Ubalde volunteered to attend the next Advisory Council meeting on July 12 in American Canyon.

b) Membership Committee

1. Rev. Ubalde noted that Sarah Johnson had resigned because she relocated to another state, and that he had conversation with Supervisor Seifert regarding appointing another member.

2. If they have not already done so, it would be advisable for those members with appointments expiring at the end of this fiscal year to contact the County Supervisor to let them know that they are interested in continuing to serve. There was discussion about the lack of quorum for meetings earlier this year, and it was suggested that staff prepare a record of attendance to evaluate by the next meeting.
 3. Leanne Martinsen has corresponded with the Supervisors to inform them that it is time to make appointments/reappointments, and confirmed that the Napa Co. vacancies have been posted.
- c) Nominating committee – Rev. Tony Ubalde reported that the following members had agreed to serve, if elected:
- Chair – Donald Bond
 - 1st Vice Chair – Carolyn Wrage
 - 2nd Vice Chair – Thomas McNicholas
 - Secretary – Rev. Dr. A.C. “Tony” Ubalde
 - Treasurer – Marty Kuehneman
- Election of officers is scheduled under new business.
5. Executive Director / Staff Report:

Leanne Martinsen reported on current activities, including the following items:

- Presentation by Sarah Steenhausen on “Challenges and Opportunities for California’s Aging Network” just prior to this meeting was very well received, with 35-40 in attendance to hear how programs and services that support long-term living are being re-shaped into a system of managed care, driven by the current budget climate and affordable care act.
- Work on AAA website, transitioned to new format, with calendar to post events and place to post meeting agendas and minutes.
- Area Plan and Budget were submitted to CDA on time, and we are awaiting approval.
- Response to Corrective Action Plan for report of CDA on-site program monitoring visit June 14-17 2010, conference call with CDA staff last week, clearing remaining findings.
- Contract Providers have submitted applications for continued funding.
- Met with staff at CANV to discuss transitions and proposed corrective action plan, recommend additional monitoring to evaluate progress and compliance.
- Stop Falls Napa Valley (SFNV) Fall Prevention Program, TCWF approved \$150,000 for 3 yr., Auction Napa Valley invited full application (\$50,000/year) due 7-9.
- Both Napa and Solano County Prevention and Early Intervention Programs will be funded for the next fiscal year.
- Kaiser approved the grant for Latino Outreach for \$20,000 for next year.
- Investigating to determine whether we can claim funds under MediCaid Administrative Activities (MAA) for some of our Napa programs.
- AAA representation at various Commission and Coalition meetings.
- Participated in American Canyon Sr. Housing RFP review
- Volunteered at Auction Napa Valley events

7. Harriett Dietz discussed the Area Plan process, and the implementation plans. She discussed the need to measure both Outputs (quantitative) and incorporate Outcome (qualitative) measures. CDA has acknowledged receipt of the Area Plan, but has not approved it yet. Copies will be made available, and will be posted on the AAA website. She also discussed the updated outreach brochure that is being developed for the AAoA. There was discussion about including the names of current Board and Advisory Council Members.

Old Business:

1. Doug Hanson distributed information, including copies of a drawing of the proposed building expansion and stated that he had followed up with the architect. As discussed previously, the funds for this project will come from the Cargill Foundation grant. This addition will provide a classroom, library or office, and ADA compliant restroom. It will also reconfigure the main entrance to be ADA compliant. The building that we had been told would be available in February cannot be permitted in California, so is not an option. The architect can facilitate the city permit process, and recommends that this be initiated before July 1. **Motion by James McCully, 2nd by Rev. Ubalde, that staff be authorized to continue working with the architect on the project, approving expenditures up to \$210,000.**

Tabled Business: None

New Business:

1. Election of officers – There were no nominations from the floor, and **Rev. Ubalde indicated that the motion from the Nominating committee was that the Board accept slate as recommended by nominating committee, 2nd by James McCully, motion carried.**
2. Approval of Continued Funding of Provider Contracts, Board members discussed and acknowledged the concerns of the Advisory Council presented earlier in the meeting. **Motion by James McCully, 2nd by Carolyn Wrage to authorize staff to renew contracts with current providers (see Advisory Council Report agenda item #4) for FY 2012-2013, motion carried, with Rev. Ubalde recusing himself (due to a conflict of interest as he serves on the School Board and the Specialized Training Adult Respite program is a program of the Vallejo Adult School).** It was requested that Leanne Martinsen provide the detail of direct service program funding for FY 2012-2013, by the next meeting.
3. **Motion by Rev. Ubalde, 2nd by Stephen Murphy, Resolution authorizing that Leanne Martinsen, Executive Director be authorized and directed to execute and sign Contract AP-1213-28 and MS-1213-31 and all amendments with the California Department of Aging (CDA) for fiscal year 2012-2013, motion to adopt this resolution carried.**
4. **Motion by Marty Kuehneman, 2nd by James McCully, Resolution authorizing that Leanne Martinsen, Executive Director be authorized and directed to execute and sign Community Development Block Grant Agreement with the City of Vallejo for fiscal year 2012-2013, motion to adopt this resolution carried.**

Information Items:

1. The Schedule of Events was included in the meeting packet.
2. Rev. Ubalde reported that the City of Vallejo was initiating a participatory budgeting process that will encourage local citizens to advocate for funding local needs with the proceeds from Measure B, and make recommendations to the City Council. This was announced at the Vallejo Senior Roundtable meeting this month, and the Board expressed concern as to whether it would be appropriate for the agency to participate in this process.

The Board adjourned to executive (closed) session to discuss personnel matter at 4:20 PM. The next meeting will be on July 17, 2012, at the Florence Douglas Senior Center in Vallejo.

Action Item Summary:

- staff to prepare a record of attendance to evaluate by the next meeting.
- staff to continue working with the architect on the proposed building expansion
- staff to renew contracts with current providers

Submitted by: Leanne Martinsen, Executive Director

Approved by _____, Secretary to the Board

Date: _____