

**Area Agency on Aging Serving Napa and Solano**  
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**Minutes of Board Meeting: Tuesday March 18, 2014, 3:00 PM**  
**Area Agency on Aging Serving Napa and Solano**  
**Napa Senior Center**  
**1500 Jefferson St., Napa, CA 94559**

**Donald Bond, Presiding**

**Solano County**

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

**Napa County**

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

The meeting was called to order at 2:30 PM by Chair Donald Bond. A quorum was present.

Present: Leanne Martinsen – Executive Director, Steven Rozensky -- Advisory Council Chair and Teri Ruggiero, -- Advisory Council member, Dave Wilson and Mike Marucheu -- Grant Bennett Associates, Donna DeWeerd and Jim Tomlinson – Volunteer Center of Napa.

Public Comment. None

Presentation: Dave Wilson and Mike Marucheu of Grant Bennett Associates presented the Audit Report for FY 2012-13. They reviewed the Management Letter and also the Financial Statements and Supplementary Information that was distributed to all members and answered questions from Board Members. They noted that over 93% of the expenses were for program services and just 6.8% for Administrative expenses. There were no findings and the summary of the Auditor's results was an unqualified opinion. The Agency qualifies as a low-risk auditee for the June 30, 2012 Single Audit. The chair expressed appreciation for the agency management for their work that lead to this audit report.

Regular Business

1. **Motion by Carolyn Wrage to approve the agenda for the March 18, 2014 an executive session at the end of the agenda as recommended by the chair. The motion was seconded by Larry Kromann, motion carried.**
2. **Motion to approve the minutes for the February 18, 2014 meeting as presented by James McCully, seconded by Carolyn Wrage, motion carried.**
3. Finance / Treasurer's Report:
  - a) Leanne Martinsen, presented the February 2014 financial reports that were included in the meeting packet. **Motion to accept the February 2014 financial reports by James McCully, seconded by Thomas McNicholas, motion carried.**

4. Advisory Council Report: Steven Rozensky reported on the March meeting, and information that he had brought back from the Triple-A Council of California (TACC) meeting in February. TACC is comprised of the Chairs of Area Agency Advisory Councils, and they meet quarterly in Sacramento to share information about current issues, related to the aging network. Teri Ruggiero distributed the Advisory Council Program Monitoring Committee report, and discussed the recommendations. The committee meets prior to the regular Advisory Council meeting, and reviews the service delivery reports prepared by staff, and makes recommendations to the full Council. Based on the service delivery during the period of July 2013 through January 2014, the Advisory Council approved the summary report and made the following recommendations to the Board of Directors:
  - a. Regarding the AAoA Direct Services that are not meeting established goals, a written corrective action plan will be provided by March 31, 2014 to set forth a course to improve service numbers in each area.
  - b. Regarding contracted providers Catholic Social Services and North Bay Health Advantage that are not meeting established goals, AAoA staff will work with these providers to bring service numbers up, and AAoA staff will alert the Board of Directors as soon as they become aware that these contractors will not meet their established goals so the Board may direct appropriate action.
  - c. Regarding Meals on Wheels of Solano County (nutrition education), Napa Valley Hospice (respite), and Faith in Action (Mobility Management), agreed that these contractors are taking appropriate action steps to meet their established goals and will monitor progress on these contracts.
5. Correspondence – None
6. Committee Reports:
  - a) Executive Committee – has not met. .
  - b) Membership Committee – Rev. Tony Ubalde was not present to report on committee activity, and Leanne Martinsen indicated that Solano County Supervisors Seifert and Vasquez had been in touch regarding potential appointments. Dr. Richard Lundin, long-term Advisory Council member has expressed interest in becoming a member of the Board of Directors.
  - c) Bylaws Committee – Edwin Warren reported that the committee had not met,
  - d) Marketing and Resources Committee – Larry Kromann reported on the committee, which met on March 11. In order to market who we are and what we do, the committee wants to develop an appealing annual report that can be used in marketing efforts. Michael Donnellan continues to work on the approach for corporate support.
7. Executive Director Leanne Martinsen, Executive Director reported on recent AAoA Activity, including.
  - The next Advisory Council Meeting is on Thursday, 04/03/14 at the Napa Senior Center, and the agenda includes a presentation from Jim Tomlinson about the Volunteer Center in Napa County, as well as the Area Plan Public Hearing.
  - Flyers announcing the March 31 and April 3 Public Hearings are available.
  - The next Board of Directors meeting will be on Tuesday April 15 in Vallejo.

- We have received a revised Budget from CDA with about \$47,000 additional funds which must be expended this fiscal year. About \$43,000 will be passed through to the nutrition providers, and contract modifications will be issued for most of the other contract providers as well. We are required to submit a revised budget to CDA within 30 days.
- We have not yet receive the planning estimate for next fiscal year.
- CDA is following up on site visit conducted in February, and when the data section is complete, a written report will be issued, and the Board and Advisory Council will receive copies.
- CDA fiscal audit scheduled for June.
- The Advisory Council will be holding election of officers and also electing representatives to the California Senior Legislature in May. We are currently accepting applications for candidacy for CSL positions.
- AAoA staff has scheduled provider site monitoring visits (March-June), and Advisory Council members are invited to participate.
- Napa County contract to claim funds under MediCaid Administrative Activities (MAA) (outreach and application assistance) for some of our Napa programs.
- Napa MSA application for StopFalls Napa Valley to be submitted this month (\$70,000)
- Auction Napa Valley Letter of Interest for funding for Napa County programs including StopFalls Napa Valley and Healthy Minds-Healthy Aging will be submitted this month.
- AAoA representation at various Commission and Coalition meetings.
- We are planning to upgrade our telephone system, and the new technology should create more efficiency for the Agency.
- The Solano Transit Authority will be conducting individual paratransit eligibility evaluations at the AAoA training room in Vallejo, on a regular basis, 2-3 Fridays a month.

Tom McNicholas asked whether the upcoming BottleRock event in Napa would be an opportunity for fundraising, and Stephanie Bunch responded that she had looked into this, and there was no information at this time that the organizers were offering this to nonprofit organizations, but an e-mail inquiry could be made.

JoAnn Busenbark expressed concern that the front counter at the AAoA office is not ADA accessible. She understood that the original plans for the building expansion had included changes to that area, which had been subsequently eliminated due to costs, and felt that the Board should have been informed. Leanne Martinsen indicated that she will follow up to see how this can be remedied.

Old Business:

1. Discussion of remote access for Board meetings is under consideration for future bylaws changes.

Tabled Business: None.

New Business:

1. **A motion was made by Edwin Warren, seconded by JoAnn Busenbark to accept the Audit Report for Fiscal Year 2012-2013 presented by Grant Bennett Associates at this meeting, motion carried.**

2. **A motion was made by JoAnn Busenbark, seconded by Stephanie Bunch to adopt the RFP/Procurement Policies and Procedures as recommended by the Advisory Council, motion carried.**
3. **A motion was made by JoAnn Busenbark, seconded by Larry Kromann to approve the Grievance Policies and Procedures for program participants and contract providers, motion carried.** .
4. **A motion was made by Edwin Warren, seconded by James McCully to accept the Program Monitoring Committee recommendations from the Advisory Council at this meeting, motion carried.** The Board expressed appreciation for the Advisory Council's work on this report.
5. **A motion was made by JoAnn Busenbark, seconded by Larry Kromann: Resolution authorizing Leanne Martinsen, Executive Director to sign contract MI-1314-28 and all amendments with the California Department of Aging (CDA) for the period of February 14, 2014 through September 29, 2014.** This is a contract for \$6,598.00 to provide outreach regarding Medicare for low-income seniors. Board members expressed concern whether this grant included sufficient administrative funds.
6. Discussion of plan an event to celebrate the opening of the new AAoA training/conference facilities at the main office tentatively on May 9 during Older Americans Month. The marketing committee and other Board members can provide assistance. JoAnn Busenbark volunteered to contact an event planner. There was concern whether there was sufficient lead time, or perhaps the event should be scheduled in late May or June.

Information Items: The Schedule of Events was included in the meeting packet.

Roundtable/Announcements:

The chair requested that members complete the performance evaluation form for the Executive Director, and return to him before the next meeting.

Teri Ruggiero announced that she is a member of a community chorus in Napa, and the group is available to sing at community events.

Edwin Warren indicated that the Veterans Home also has musical groups available.

Donna DeWeerd announced that the Gasser Foundation is working with the Volunteer Center and working to restore senior programs in Napa County. Some of the feedback they have received is that the telephone Information and Assistance is not an effective way for a certain population to connect to services. The Gasser Foundation is underwriting (temporarily) a new program "Share the Care", which is designed to create a cadre of volunteers and natural leadership in the community. She indicated that they intended to approach the AAoA at the Public Hearing about financial support for this to provide Information, Assistance and Follow-up that would be more Napa-centered.

The meeting was adjourned to an executive session at 4:30 PM.

The next meeting will be on April 15, 2014 at the AAoA Conference/Training room in Vallejo.

Action Item Summary:

Submitted by: Leanne Martinsen, Executive Director

Approved by \_\_\_\_\_, Secretary to the Board

Date: \_\_\_\_\_