

## Area Agency on Aging Serving Napa and Solano

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**Minutes of Board Meeting: Tuesday April 15, 2014, 3:00 PM**

**Area Agency on Aging Serving Napa and Solano**

**Training/Conference Room**

**400 Contra Costa Street, Vallejo, CA 94590**

**Carolyn Wrage, Presiding**

### **Solano County**

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

### **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	Excused
At-Large	Vacant	

The meeting was called to order at 2:30 PM by Vice Chair Carolyn Wrage. A quorum was present. Carolyn Wrage welcomed Dr. Richard Lundin, the newest Board Member and asked guests to introduce themselves.

Present: Leanne Martinsen – Executive Director, Doug Hanson -- CFO, Harriett Dietz, Planner, Steven Rozensky -- Advisory Council Chair and Teri Ruggiero, -- Advisory Council member, Donna DeWeerd, Yvonne Baginski.

Public Comment: None.

Regular Business

- 1. Motion by Stephen Murphy to approve the agenda for the April 15, 2014 meeting as presented, seconded by Thomas McNicholas, motion carried, with Richard Lundin abstaining.**
- 2. Motion to approve the minutes for the March 18, 2014 meeting as presented by Larry Kromann, seconded by Marty Kuehneman, motion carried with Richard Lundin abstaining.**
- Finance / Treasurer's Report:
  - Doug Hanson, CFO, presented the March 2014 financial reports, which were included in the meeting packet. He indicated that we are on track for this point in the fiscal year and answered questions from Board Members. Tom McNicholas asked if it was possible to get graphs or charts like the ones that the auditors used, and stated that it would be nice to have a summary report. Larry Kromann commented that the Auditors had made recommendations for an audit committee, and stated that the low proportion expended for Administration makes it difficult to operate the agency, and to find additional resources for the operation of the Agency. Doug Hanson explained that we do not have much flexibility with the Federal and State funds, as every dollar that comes through

the CDA must be budgeted, and there are many rules about how these funds can be spent, and there are requirements that these funds be matched, so we don't really have much in the way of "discretionary" funds. There was some discussion regarding the formation of a committee, but action was not taken at this time. **Motion to accept the March 2014 financial reports by Larry Kromann, seconded by Stephen Murphy, motion carried.**

- b) Doug Hanson, CFO, presented the Area Plan Budget A9 1314-28, Revision 1 for FY 2013-2014, which was included in the meeting packet. This is a revision of the 9 month contract, including the additional One-Time-Only (OTO) funds that became available after the original contract was issued. He explained that OTO funds don't increase the available funds for Administration, and that the contracts for service providers have been modified to include the additional funds. He answered questions from Board Members.
4. Advisory Council Report: Steven Rozensky reported on the April 3 and April 10 meetings. He referred to the summary of comments for the FY 2014-2015 Area Plan Update, which was prepared by staff, and included comments from Advisory Council Members, comments received at the public hearings, and staff response related to these recommendations. (Note: Following the April 10 Advisory Council meeting, staff added a section to reflect comments received at that meeting, and copies of this update (dated April 15, 2014) were made available at this meeting.) Teri Ruggiero presented the Advisory Council Program Monitoring Committee report, which was included in the Board meeting packet. The committee met on April 2, and reviewed the service delivery during the period of July 2013 through February 2014. At the regular meeting on April 3, the Advisory Council approved the summary report and made the following three recommendations to the Board of Directors:
- a) The Monitoring Subcommittee recommends, and the AAoA Executive Director has agreed, to allow members of the Monitoring Subcommittee to provide technical assistance in the development of a specific written corrective action plan for all Direct Services not meeting goals in time for the April Board of Directors meeting. We recommend the Board of Directors approve the implementation of the corrective action plan at their meeting.
  - b) (Regarding Catholic Social Services and North Bay Health Advantage), Through discussion and agreement with AAoA staff, the Monitoring Subcommittee continues to recommend that AAoA staff provide technical support and outreach assistance to these service providers (Catholic Social Services and North Bay Health Advantage) to help them meet their goals. Additionally, we recommend that AAoA staff make the Board of Directors aware that it is unlikely these service providers will meet goals by the end of the year so the Board may consider fiscal action as prescribed by the contract.
  - c) Through discussion and agreement with AAoA staff, the Monitoring Subcommittee recommends that at the end of the second quarter of each fiscal year, all service providers falling below 40% of established goals will be put on a high risk "watch" status and the Advisory Council recommend the Board consider taking fiscal action as prescribed in the contract.

The Corrective Action Plan for AAoA Direct Services (Dated April 15, 2014, it was developed after the Board Meeting packet was mailed) was distributed and

discussed. Board members shared concerns that the plan did not include specific measurable goals and consequences. **Motion by JoAnn Busenbark to accept the Corrective Action Plan for AAoA Direct Services as presented seconded by Stephanie Bunch, motion carried. Motion by Stephanie Bunch seconded by JoAnn Busenbark to direct the Executive Director to look at the performance objectives and evaluation criteria, and report back at the next meeting, motion carried.** Jo Ann Busenbark also asked that information about how much of the amount budgeted for the I&A program go to support the Vallejo facility to be provided by the next meeting as well. Stephanie Bunch expressed appreciation and support for the staff and Advisory Council in working to resolve these issues. James McCully also stated that the Board wants staff to have the resources that they need to be successful, and that services are delivered to seniors.

5. Correspondence – None

6. Committee Reports:

a) Executive Committee – has not met.

b) Membership Committee – Rev. Tony Ubalde was not present to report, and Leanne Martinsen reported that we have received notice that Dr. Richard Lundin has been appointed to serve on the Board of Directors by the Solano County Board of Supervisors. Dr. Lundin has previously served on the Advisory Council and also as the Senior Senator representing PSA #28 in the California Senior Legislature. **Motion by JoAnn Busenbark, seconded by Tom McNicholas to accept the nomination of Dr. Richard Lundin to fill the Solano District 4 position, with a term that expires June 30, 2015, motion carried.** Members with terms expiring in June 2014 should contact their supervisors regarding reappointment. Leanne Martinsen reported that Napa Board members would be joining her at the Napa Board PICK event on April 30, and distributed copies of the AAoA Board Member job description as well as a piece from the Napa Valley Community Foundation “10 Things that make Non-profit Boards Effective”, that was recommended by Tom McNicholas

c) Bylaws Committee – Edwin Warren was not present, but had sent word that the committee had met and would have a report at the next meeting.

d) Marketing and Resources Committee – Larry Kromann reported on the committee, which met on April 8. The committee is working to develop a brochure/annual report that will be used in marketing to the community. He reiterated that the objectives of the committee were to market the mission of the AAoA into the community, and to look at the available resources and how to best use them. The economy and sequestration have reduced the ability of the organization to provide services. He stated his concern that the amount expended for administration is so low, and staff may be trying to do more than it is possible to do well. **Motion by Larry Kromann, seconded by JoAnn Busenbark to ask the Executive Director to work with staff to do a self-analysis of procedures and operations, and report findings and recommendations back to the Board by June 1, motion carried.**

6. Executive Director Leanne Martinsen, Executive Director reported on recent AAoA Activity, including.

- Next Bd. Mtg. Tues 5/2014 @ 2:30 PM at AAoA Conference Room
- Next AC Mtg. Thurs. 05/01/14 @1:00 PM at AAoA Conference Room, the agenda includes election of officers, CSL Election
- No Planning Estimate/Budget for next FY...yet
- CDA Site Monitor February.10-13, 2014, and followed up on data and nutrition, but findings were relatively minor.
- CDA fiscal audit scheduled for June.
- Napa MSA recommended for StopFalls Napa Valley (\$70,000)
- St. Joseph's application for HMHAP funding approved (\$50,000)
- ANV LOI was submitted last month for funds to support SFNV & HM-HAP
- Call from Stephan Betz regarding meeting to discuss supplemental funding from Solano County and Fall Prevention.
- AAoA representation at various Commission and Coalition meetings
- C4A budget request to restore state funding for senior programs, heard in assembly budget committee last month.

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 JoAnn Busenbark, seconded by Thomas McNicholas accept the Advisory Council's recommendations regarding the Program Monitoring committee, motion carried.**
2. Donna DeWeerd noted that her comments made at the Public Hearing and Advisory Council related to the Gasser Foundation's support of the Napa Volunteer Center and the new Share the Care program, was related to the recommendation to consider a truncated process be put in place so that an RFP could be issued so that Information and Assistance program could be transferred to a Napa County Community-Based Organization could be accomplished by July 1, 2014. (Note: Following the Area Plan public hearings and Advisory Council meeting, this document, dated April 7, 2014, along with a summary of the public hearing comments was sent via e-mail attachment to Advisory Council members, Board Members, and all of the public hearing attendees that had provided e-mail contact information. Following the April 10 Advisory Council meeting, staff added a section to reflect comments received at that meeting, and copies of this update, dated April 15, 2014 were made available at this meeting.) In the discussion that followed, Leanne Martinsen indicated that the customary practice has been to issue an RFP for nutrition and supportive services every four years The usual timetable is to develop the RFP in February, in order to result in contracts that begin on July 1, aligned with the fiscal year, and if an RFP process was implemented outside of this cycle, it would still take 4-5 months to have a process that was responsive and compliant. She stated that it would not be advisable to shorten the process.

Harriett Dietz commented on the staff response regarding the need to conduct an analysis of the feasibility, costs and benefits of transferring services from the AAoA to local providers. It was also noted that while the Area Plan Update is due to CDA on May 1, and the document can be updated at any time. **A motion was made by Stephanie Bunch, seconded by JoAnn Busenbark to accept the Advisory Council's recommendations regarding the Area Plan Update, motion carried.**

3. **A motion was made by Stephanie Bunch, seconded by JoAnn Busenbark to authorize the Board Chair to sign the transmittal letter for the Area Plan Update, motion carried.**
4. The consensus was to have Rev. Ubalde continue to chair the nominating committee, and JoAnn Busenbark volunteered to serve on the committee as well. The election of officers is routinely scheduled for the June meeting, and the nominating committee may present a report and nominations at the May meeting, with additional nominations, if any, made from the floor at the June meeting..

Information Items: For discussion

1. Schedule of Events (Copy attached).

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

Roundtable/Announcements: None

The meeting was adjourned at 4:35 PM.

The next meeting will be on May 20, 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: \_\_\_\_\_