

Area Agency on Aging Serving Napa and Solano
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Minutes of Board Meeting: Tuesday June 17, 2014, 3:00 PM
Area Agency on Aging Serving Napa and Solano
Training/Conference Room
400 Contra Costa Street, Vallejo, CA 94590

Donald Bond, Presiding

Solano County

Dist. 1	Marty Kuehneman, Treasurer	Present
2	Vacant	
3	Donald Bond, Chair	Present
4	Richard Lundin	Present
5	Michael Donnellan	Present
At-Large	James McCully	Excused
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	Excused
5	Vacant	
At-Large	Jo Ann Busenbark	Excused
At-Large	Edwin Warren	Excused
At-Large	Vacant	

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

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

Public Comment: None.

Regular Business

1. **Motion by Carolyn Wrage to approve the agenda for the June 17, 2014 meeting as presented, seconded by Richard Lundin, motion carried.**
2. **Motion by Stephen Murphy to approve the minutes for the May 20, 2014 meeting with two corrections (In the first paragraph, delete the sentence “Carolyn Wrage welcomed Dr. Lundin...” and in the last paragraph of the Advisory Council Report on page 3, add clarifying language so that the sentence reads “We acknowledge that the Outreach Goals set for AAoA Direct Services this year were not reasonable, given the staffing reductions...”), seconded by Stephanie Bunch, motion carried.**
3. Finance / Treasurer’s Report:
 - a) Doug Hanson, CFO, presented the May 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. There was a question about Advertising expenses that were not budgeted, and Doug Hanson agreed to bring the detail to the Board at the next meeting. **Motion to accept the April 2014 financial reports by Stephanie Bunch, seconded by Tom McNicholas, motion carried.** Tom McNicholas commented regarding how the funding relates to the priorities in the area plan. Doug Hanson also noted that the cost for insurance next year will be \$400 less than the current year. He also noted that CDA audit staff had been on site the first week in June, to audit the years 2008 – 2011.

b) Doug Hanson, CFO, distributed copies of the Initial Budget for Fiscal Year 2014-15, which is due to CDA on June 20, 2014. He indicated that this budget was developed from the planning estimate that CDA issued in May (a document that we usually have in February or March), and that we will not be able to claim funds for July services until the budget document is approved by CDA as well as the signed contract and insurance certificates are in place. He provided an overview of the budget form and categorical funding, as well as the sections that indicate staff salaries, local matching fund requirements, and adequate proportion calculation for priority services. He also indicated that the budget can be, and usually is revised during the year as funding is adjusted. **Motion to accept the Original Area Plan Budget for Fiscal Year 2014-15 by Stephanie Bunch, seconded by Tom McNicholas, motion carried.**

4. Advisory Council Report: Teri Ruggiero presented the Advisory Council Program Monitoring Committee summary report that was included in the Board meeting packet. The committee met on June 2, and reviewed the service delivery during the period of July 2013 through April 2014, and this report was approved by the Advisory Council meeting on June 5, when the Advisory Council approved the summary report and made the following recommendations to the Board of Directors:

a) Regarding the AAoA Direct Services:

1. The Committee does not support adjusting goals for any of the direct services provided by the agency. The Committee understands that there is confusion regarding the definition of "outreach", therefore we recommend that staff be directed to research the evolution of the CDA definition of "outreach" and the standards in the past for which it was applied. This information will be useful in any type of future discussion to be held prior to adjusting goals in the Outreach area.
2. The Committee strongly urges the Board to direct staff to perform an out-of-cycle RFP for Telephone Reassurance in Napa.
3. Training and/or refresher training regarding Outreach should be provided to all levels of the agency including the Board, the Advisory Council, volunteers, providers and staff. The Executive Director should be directed by the Board to include, as part of this training, the expectation of all Agency staff to perform outreach and report it on a monthly basis as a part of their regular assignments
4. Staff should be directed to provide information to all contractors on how to report outreach activities on a voluntary basis.

b) Regarding Catholic Social Services: The Monitoring Subcommittee recommends that this provider continue to remain on watch status. If by the January 2015 Advisory Council meeting, Catholic Social Services is not meeting telephone reassurance goals in Solano County, we would strongly urge the Board to start an out-of-cycle RFP to obtain a new vendor to provide this service. The RFP process would need to begin in January 2015 in order for a new vendor to be in place by July 2015.

In the discussion that followed, Teri commented that of the many categories of service provided directly by the AAoA, only three (Outreach in both counties and the Telephone Reassurance in Napa County) would not provide at least 90% of

the service units as the goals were set for the year. **Motion by Carolyn Wrage, seconded by Steve Murphy to accept the report, motion carried.**

5. Correspondence – None

6. Committee Reports:

a) Executive Committee – has not met.

b) Membership Committee – Rev. Tony Ubalde was not present to report. **Motion by Tom McNicholas, seconded by Richard Lundin to accept Marilyn Manfredi, who has been appointed to fill the Solano District 2 vacancy, and to serve a term expiring June 30, 2016.** .Leanne Martinsen indicated that she would arrange a date for new member orientation, Leanne Martinsen reported that Napa has posted the three Board appointments that expire this month (Districts 1, 4, and 5), and that Board members Carolyn Wrage and Larry Kromann have indicated their interest in being reappointed.

c) Nominating Committee -- Rev. Tony Ubalde was not present but had submitted a report that the committee nominated members for offices as listed below.

Chair	Carolyn Wrage
1 st Vice Chair	Stephen Murphy
2nd Vice Chair	Thomas McNicholas
Treasurer	Marty Kuehneman
Secretary	Tony Ubalde

They also recommended that as past Chair, Donald Bond would remain an Ex. Officio member of the Executive Committee, as this is in the bylaws. There were no additional nominations from the floor. **Motion by Stephanie Bunch, seconded by Richard Lundin to accept the report of the nominating committee, and accept the slate of nominations, motion carried. Motion by Donald Bond, seconded by Stephanie Bunch to add the past chair to the Executive Committee.**

d) Bylaws Committee – Edwin Warren was not present, but submitted a draft report, and indicated that the committee had met and would have a report at the next meeting.

e) Marketing and Resources Committee – Larry Kromann was not present, but Stephanie Bunch distributed draft copies of a marketing brochure template and solicited comments from the membership. The committee will meet again before the next Board Meeting, and will work on refining this brochure.

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

- The next Board Meeting will be on Tuesday 7/15/2014 at 2:30 pm, at the AAoA Conference Room.
- The next Advisory Council Meeting will be on Thursday 08/07/14 at AAoA Conference Room.
- The Area Plan budget is being submitted to CDA this week, and the contract will also be submitted when the insurance certificates arrive.

- CDA Site Monitor February.10-13, 2014, awaiting written report, but findings were relatively minor.
- CDA fiscal audit team will was on site June 2-6.
- Napa MSA awarded for StopFalls Napa Valley (SFNV) (\$70,000)
- St. Joseph's application for Healthy Minds-Healthy Aging (HM-HA) funding approved (\$50,000)
- Auction Napa Valley has invited a full application, due June 20, for funds to support SFNV & HM-HA, Executive Director volunteered at Vintner's dinner and live auction.
- Discussions with Stephan Betz regarding meeting to discuss supplemental funding from Solano County and Fall Prevention.
- AAoA representation at various Commission and Coalition meetings
- Forum on the RCFE Reform Legislation scheduled for Wednesday, June 25 at the AAoA Conference Room. Featured speakers are Prescott Cole with California Advocates for Nursing Home Reform, and Sharon Monck, RCFE Administrator and past chair of the Advisory Council. The Advisory Council has been asking for more information to inform their advocacy.
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Old Business:

1. Discussion of remote access for Board meetings is under consideration for future bylaws changes, and the new telephone system will have a speaker phone unit for the conference room.
2. Dr. Lundin indicated that he intended to continue as the liaison from the Board of Directors to attend Advisory Council meetings. He also will bring information to the Board on veterans issues and legislation. He encouraged members to support proposal to provide additional funding for County Veterans Service Officers. He encouraged members to contact members of the Budget Conference Committee to express support of the Assembly's version of \$5.6 million, and provided the information on how to contact the legislators offices

Tabled Business: None.

New Business:

1. **A motion was made by Richard Lundin, seconded by Tom McNicholas, to extend the terms of at large members Edwin Warren, Rev. Dr. A.C. "Tony Ubalde, and James McCully, with terms expiring on June 30, 2016., motion carried.**
2. **A motion was made by Carolyn Wrage, seconded by Stephanie Bunch to authorize Executive Director Leanne Martinsen be authorized and directed to execute and sign contracts with the County of Solano, County of Napa, Partners in Care Foundation, Kaiser Permanente, Auction Napa Valley, and St. Joseph Health Community Partnership for Fiscal year 2014-2015.**

3. **A motion was made by Stephanie Bunch, seconded by Carolyn Wrage to to approve renewing contracts with current providers (see chart below), and authorize staff to develop provider contracts for FY 2014-2015.**

Contract Provider	Contract	Titles	Initial Amount
Community Action of Napa Valley (CANV) - (Congregate)	021	III C-1	\$ 81,856
Community Action of Napa Valley (CANV) (Home-Delivered)	022	III C-2	\$ 230,510
Meals on Wheels of Solano Co. (Congregate)	031	III C-1	\$ 202,781
Meals on Wheels of Solano Co. (Home-Delivered)	032	III C-2	\$ 570,315
Catholic Social Services - Friendship Services	061	III B	\$ 22,887
Faith In Action	251	III B	\$ 22,887
Legal Services of Northern CA - Solano Co.	081	III B	\$ 52,209
Legal Aid of Napa	241	III B	\$ 23,700
Adult Day Services of Napa Valley (FCSP)	192	IIIE	\$ 32,399
Ombudsman Services of Northern California (Solano)	221	III B Omb,VII A&B	\$ 59,401
Ombudsman Services of Northern California (Solano)	222	SDF/SNFQA	\$ 34,477
North Bay Adult Day Care (FCSP)	232	IIIE	\$ 35,385
Molly's Angels	261	IIIB	\$ 16,152

Information Items: For discussion

1. Schedule of Events (Copy attached).

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

Roundtable/Announcements: Stephanie Bunch indicated that the Veterans Home in Yountville would have tables for community organizations on July 4, and suggested that there would be an opportunity for outreach. Donald Bond thanked the Board for the opportunity to serve two terms as the chair. Doug Hanson indicated that the installation of the new telephone system was scheduled later this month, and a conference telephone will be installed in the training/conference room.

The meeting was adjourned at 4:25PM.

The next meeting will be on at 2:30 on July 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: _____