

Area Agency on Aging Serving Napa and Solano

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Minutes of Board Meeting: Tuesday, March 21 2017, 2:30 PM **Comprehensive Services for Older Adults (CSOA) Main Conference Room** **650 Imperial Way, Napa, CA 94559**

Carolyn Wrage, Presiding

Solano County

Dist.1	Marty Kuehneman, Treasurer	Present
2	Marilyn Manfredi	Present
3	Robert Panush	Present
4	Richard Lundin	Excused
5	Michael Donnellan	Excused
At-Large	James McCully	Excused
At-Large	Rev. Dr. Tony Ubalde, Secretary	Excused
At-Large	Stephen Murphy, Vice Chair	Excused t

Napa County

Dist. 1	Heather Stanton	Present
2	Betty Rhodes	Present
3	Charles Morse	Present
4	Beverly Saxon-Leonard	Present
5	Vacant	
At-Large	Jo Ann Busenbark	Present
At-Large	Carolyn Wrage, Chair	Present
At-Large	Vacant	

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

Present: Leanne Martinsen – Executive Director, Jacquelin Bell, CFO, Vincent Valenzuela -- Planner, Arnold Koenig – Advisory Council member,

Public Comment: None.

Regular Business

- 1. Motion by Marilyn Manfredi to approve the agenda for the March 21, 2017 Board meeting as presented, seconded by Betty Rhodes, motion carried, with Beverly Saxon-Leonard abstaining.**
- 2. Motion by JoAnn Busenbark, to approve the minutes for the February 21, 2017 meeting as presented, seconded by Heather Stanton, motion carried, with Betty Rhodes abstaining.**
- Finance / Treasurer's Report:
 - Jacquelin Bell, CFO, reported that the Finance Committee met just prior to this meeting, and the fiscal notes and January finance reports, including the variance report were reviewed and are also included in the meeting packet. She indicated that the Agency has a strong cash position, discussed the reconciliation work that is ongoing, and answered questions from members. **Motion by Heather Stanton to accept the finance reports, seconded by Marilyn Manfredi, motion carried.**
 - Jacquelin Bell, CFO reported that the part-time help has completed the reconciliation of the bank accounts to the general ledger, and this will be sent to the auditors, so that they can proceed with the independent audit for the FY ended 6/30/2016. The reconciliation for the current year will be next. The CDA audit, which covered 4 years (including data from 2011-12 which was retrieved from the old accounting system) is nearing completion.

4. Correspondence: None
5. Advisory Council Report: Leanne Martinsen indicated that the Advisory Council did not have any recommendations for the Board at this time, and the next Program Monitoring Committee meeting will be before the May Advisory Council meeting, when the third quarter service delivery reports will be reviewed.
6. Board Committee and Work Group Reports were not presented due to time constraints:
 - a) Executive Committee: Carolyn Wrage reported that the Committee had met on March 14 to consider the eleven recommendations from the Organizational Assessment report. She also noted that several Board members had been invited to the presentation on March 20, when Bruce Wagstaff presented the report to the group of stakeholders, including County Supervisors Jim Spering and Brad Wagenknect and staff from both Napa and Solano Counties. The items in new business reflect the desire of the committee to proceed with a retreat as soon as possible, and that several of the recommendations had a common theme of communication. JoAnn Busenbark noted that there were items related to both internal communications and external advocacy, and that the Board members had a chance to discuss their response. Heather Stanton said that the meeting was very positive, and they had suggested that a technical advisory committee be established, which would provide an ongoing opportunity for AAoA staff to interface with County Health and Human / Social Services staff.
 - b) Membership Committee: Rev. Ubalde was not present to report, but Leanne Martinsen indicated that she had met with Belia Ramos (Napa Co. District 5 Supervisor), to provide information about AAoA and encourage her to appoint an individual from her district to the AAoA Board..
 - c) Legislative and Veterans Issues: Dr. Lundin was not present to report. Leanne Martinsen provided handouts on legislative advocacy from the California Association of Area Agencies on Aging.
7. Leanne Martinsen distributed a written report on recent AAoA Activity, and highlighted the following.
 - Responded to CDA's requests to update sections of the (2016-2020) Area Plan on February 17, awaiting approval.
 - Anticipate receipt of budget display and contract for FY 2017-18 from CDA on or after April 1. The Area Plan update and Area Plan budget are due to CDA on May 1. Staff is planning public forums during April to encourage community input. Heather Stanton suggested that a joint meeting be scheduled with the Advisory Council.
 - Working with Planner, released RFP, applicant workshops this week and next, applications due 3/31.
 - Working with CFO on various items related to audit and also updating annual budget to reflect CDA budget revision (OTO funds) and other changes since start of FY.
 - Independent Audit for Fiscal Year ended June 30, 2016 started in November.

- CDA Fiscal Audit for Fiscal Years 2011/12 through, 2014/15 on-site January 9-13 2017.
- Solano Guide has been updated and copies are available now. Napa Guide in final edit, will be next.
- Kaiser sponsorship award for Fall Prevention events in September 2017.
- Submitting application for Kaiser Community Benefit funds to support expansion of existing Health Promotion programs. Application due March 24.
- Made application to Napa County for Master Settlement Account (MSA) funding to support StopFalls Napa Valley during 2017-2018. Funding recommendations scheduled to be released on March 31.
- Participated in C4A Capitol Day on February 23, along with Planner and two Advisory Council members. Briefings on state budget and other issues as well as meetings with State Senator Bill Dodd, and staff from Assembly members Cecilia Aguiar-Curry (dist. 4) and Tim Grayson (dist. 14). Heather Stanton suggested that the Board members be included in future legislative advocacy.
- Working on components to respond to organizational assessment. Staff Communications and Performance reviews.
- Represented AAoA at community forums.
 - Senior Coalition of Solano County – Poverty work group meeting – Solano Volunteer Center and Network of Care Website Development.
 - Healthy Aging Population Initiative (HAPI) Collaborative and committees (Napa) – Napa Network of Care Website Development and Livable Communities (All age friendly) project.
 - Live Healthy Napa County Leadership group – Strategic planning for 2017 – focus on food resources.
 - Solano Fall Prevention Partnership meeting
 - Napa Nonprofit Coalition

In response to questions, Leanne Martinsen indicated that she was working with Elizabeth Mautner, who will be retiring as the Napa Long-Term Care Ombudsman, on succession planning for that program. She also indicated that arrangements will be made to share the Network of Care websites with the Board at a future date.

8. Vincent Valenzuela reported that the RFP is underway and the proposals will be due on March 31. A committee of Advisory Council members will review the applications and make recommendations to the full Council at their May 4 meeting. Their recommendations will come to the Board at the May 16 meeting, when the Board will act to direct staff to prepare contracts for FY 2017-18, which would start July 1, 2017. He answered questions from members about the scoring the applications, and suggestions about scheduling and promoting the Area Plan Public Meetings.

Old Business:

Marilyn Manfredi reported that a social event for Board and Advisory Council members, as well as AAoA staff is planned at La Strada on June 15 from 5:30 – 7:00 pm. They are estimating the cost for the food to be \$20.00 per person, and expect to invite about 40, including the County Supervisors. The Committee would like to plan a program/presentation. **Motion by JoAnn Busenbark to proceed with plans and approve expenditures up to \$3,000 from the funds retained from previous Board-sponsored fundraising events, seconded by Heather Stanton, motion carried.**

Tabled Business: None

New Business:

1. Action Item: **Motion by Heather Stanton to the Board Chair and Executive Director to sign the Memorandum of Understanding with the County of Sonoma Area Agency on Aging for the oversight and administration of the Health Insurance Counseling and Advocacy Program (HICAP), seconded by JoAnn Busenbark, motion carried.** Several members indicated that they would like to have presentations from HICAP and other providers at Board Meetings. Leanne Martinsen indicated that this is a standing item for the Advisory Council and she could also arrange these for Board meetings.
2. Discussion: In response to recommendation for a Board retreat to develop an overall vision and specific goals for the AAoA, the Executive Committee has suggested engaging a facilitator, and securing a suitable location, for a date some time during the first half of May, if possible. The question is whether a majority of the members could participate on a weekday or would prefer Saturday. This would likely be a 4-6 hour commitment, meals and refreshments provided. In the discussion that followed, Marilyn Manfredi suggested that the Solano Community Foundation may have resources through the Nonprofit Partnership to support a facilitator, and offered the training room at Medic Ambulance in Vallejo as a location. Leanne Martinsen will poll the members to determine who is able to participate on either May 6, 20 or June 3 (all Saturdays). Betty Rhodes, JoAnn Busenbark, Heather Stanton and Marilyn Manfredi agreed to serve on a planning committee to help with logistics. There was some discussion regarding approaching foundations or use of the Board Development Fund for expenses. Jo Ann Busenbark also commented on the importance of setting some goals to guide the performance evaluation process.
3. Discussion: In response to recommendations related to improving stronger communication with the Boards of Supervisors in both counties, the Executive Committee has suggested that some members of the Board join the Executive Director at least once a month, at a Board of Supervisor's meeting in each County, to speak briefly during the public comment time about the AAoA and current topics relevant to older adults in the community. Leanne Martinsen commented that she will select one meeting in each county each month, and develop talking points for a relevant topic, so that the Board member could follow up with a related story. Jo Ann Busenbark commented that would be good for Board Members to be seen and identified with the Executive Director, and this would create a stronger brand

with the Board of Supervisors. In the discussion that followed, Chuck Morse shared that he is working on a golf tournament to raise funds for Collabria, and suggested that the AAOA could have a sign on the golf course. Three members volunteered to contribute a total of \$250, which will purchase a tee sponsorship. Chuck will follow up with Collabria and Leanne Martinsen will provide a digital copy of the logo.

4. Discussion of the workload for fiscal staff: Heather Stanton thanked staff for putting this item on the agenda, because after participating in a couple of finance committee meetings, it is clear that the staff is struggling to catch up and she asked whether the Board should seek additional resources to support the fiscal department, and whether that would help to get caught up. Jacquelin Bell distributed a copy of an overview of the current workload, discussed changes that have been made to improve effectiveness and efficiency, and other opportunities under consideration, including implementing additional modules in the accounting system and importing payroll data directly into the accounting system. The discussion that followed indicated that there are items that may be short term (such as response to audit, implementing new software, automating tasks that are currently done manually, etc.) and there might be an organization that would provide a one-time grant to build capacity. There was also acknowledgement that there are other items that require a longer term solution (such as succession planning), these things that the Board might include in their planning process. The consensus was that the Board would like to have the CFO provide more information about the costs, and continue the discussion at the next Board meeting.

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

Roundtable Announcements: Jo Ann Busenbark commented that she had attended the Napa Alliance on Aging luncheon, and reported that Allison Hayley, the District Attorney had stated that seniors are a high priority. She also commented on the Senior Celebration "Cirque de Napa" that is scheduled in October. This year it will be a fundraising event to support the Share the Care organization. She also noted that the IHSS Advisory Committee will be hosting a thank you luncheon for IHSS providers on April 28.

The meeting was adjourned at 4:10 PM.

The next meeting will be on at 2:30 on April 18, 2017 in Vallejo.

Action Item Summary:

Submitted by: Leanne Martinsen, Executive Director

Approved by _____, Secretary to the Board

Date: April 18, 2017