



**Board of Director's Meeting -- Tuesday, July 18, 2017 -- 2:30 PM**  
**Area Agency on Aging Serving Napa and Solano**

**Comprehensive Services for Older Adults (CSOA) Main Conference Room**  
**650 Imperial Way, Napa, CA 94559**

*The Area Agency on Aging Serving Napa and Solano does not discriminate against persons with disabilities and meetings of the Board of Directors are held in accessible facilities. If you wish to attend this meeting and you will require assistance in order to participate, please call the Area Agency on Aging office at 707-644-6612 at least 24 hours in advance of the event to make reasonable arrangements to ensure accessibility to this meeting.*

*Non-confidential materials related to an item on this Agenda submitted to the Advisory Council and/or Board of Directors after distribution of the agenda packet are available for public inspection at the office of the Area Agency on Aging Serving Napa and Solano, 400 Contra Costa Street, Vallejo, during normal business hours.*

**Note: the Finance Committee is scheduled to meet  
just prior to the Board meeting at 1:30 PM**

**AGENDA**

Carolyn Wrage, Board Chair Presiding

2:30 PM Call to order, Quorum check / Sign-in, Introduction of Guests

Public Comment Period (10 minutes) *Please limit to 2 minutes for each speaker, and limit your comments within the subject matter jurisdiction of the Area Agency on Aging Advisory Council and Board of Directors. The Board and Council will hear public comments for up to ten minutes. Any additional public comments will be heard at the conclusion of the meeting. Items from the public will be taken under consideration without discussion by the Board and Council and may be referred to staff. Time limits and subject matter guidelines are to ensure that the Board may complete its agenda in a timely manner.*

**Scheduled Presentation: Grant Bennett Associates –**  
**Presentation of Audit Report for FY 2015-16.**

Note: The Audit Report was not available at the time that this agenda was being prepared for distribution. The Audit team requested additional records on time and effort reporting, which is a new standard (not included in the initial request when the audit was initiated). AAoA staff provided the documentation, but this has delayed the completion of the report. If the report is not completed prior to this meeting, so that staff has an opportunity to review the draft, the presentation will be rescheduled for a later date, and the Board may elect to schedule a special meeting for the purpose of receiving this report.

## Regular Business

1. Review / Amend / Approve Agenda for the July 18, 2017 meeting.
2. Review / Amend / Approve Minutes of June 20, 2017 Board Meeting (copy attached).
3. Finance/Treasurer's Report: Jacquelin Bell CFO, Marty Kuehneman, Treasurer
  - a. Note: June financial reports are not available, as this is the final accounting period in the fiscal year, and the books are still open. The Finance committee is scheduled to meet just prior to the regular Board meeting at 1:30 PM.
  - b. Any other items from Finance Committee.
4. Correspondence: None
5. Advisory Council Report and Recommendations: The Advisory Council did not meet in July. The next meeting will be held on August 10 in Vallejo.
6. Board Committee and work group reports
  - a. Executive Committee – Carolyn Wrage may report on any committee activity.
  - b. Membership Committee – Rev. Tony Ubalde may report on any Membership Committee activity. Napa County has posted the vacancy for District 5, as well as the District 2 and 3 positions that expired on June 30, and incumbents are eligible for reappointment. Note that the bylaws indicate that Directors hold office until a successor has been qualified and elected, so the appointed members with terms that expired on June 30, 2017 remain in membership, and the Board will vote to approve their appointments when they are formalized. The Board may vote to extend the terms of members who serve in "at large positions" with terms that expired on June 30, 2017 (See action item #1 under new business).
  - c. Follow-up to Board Retreat, Members may report out on progress of Implementation plan, including Finance training for Board members, and the ad hoc committee to develop a plan for Executive Director Performance Evaluation.
  - d. Legislative and Veterans Issues report from Dr. Richard Lundin.
7. Executive Director Leanne Martinsen will present a report on recent AAoA Activity, including transition of the Solano Ombudsman program and Napa Information and Assistance to contracts with Community-based nonprofit organizations.

## Old Business:

1. None.

**Tabled Business:** None.

## **New Business:**

1. Action Item: The Board may take action to extend the membership of the following (“At Large”) members with terms that will expire on June 30, 2019: JoAnn Busenbark - Napa, Carolyn Wrage - Napa, Stephen Murphy - Solano
2. Action Item: Request authorization that Leanne Martinsen, the Executive Director of the Agency, be authorized and directed to execute and sign, a Grant Award from Kaiser Foundation Hospitals to provide Health Promotion in Napa and Solano Counties. The award is \$10,000, and the grant period is 7/1/2017 through 6/30/2018. (Copies of the agreement will be sent to Board Members via e-mail.)
3. Action Item: Request authorization that Leanne Martinsen, the Executive Director of the Agency, be authorized and directed to execute and sign, a Memorandum of Understanding with Senior Advocacy Services – North Bay Health Insurance Counseling and Advocacy Program (HICAP) for use of the AAoA facility to provide Medicare counseling services one day a month by appointment. (Copies of the MOU will be sent to Board Members via e-mail.)
4. Action Item: Request authorization for Leanne Martinsen to submit application to Napa Valley Vintners for Auction Napa Valley Community Support Funds to maintain Fall Prevention and Health Promotion services for older adults in in Napa County. The current year grant amount is \$80,000, and we propose to request \$100,000 for calendar year 2017. Staff will participate in a mandatory grant application training on July 20 and the on-line application is due on August 18. A draft outline will be made available to Board Members.
5. Action Item: At the June 20 Board meeting, action was taken to proceed with training as discussed at the Board retreat. Connie Harris, CEO of Solano Community Foundation has indicated her availability for scheduling training specifically for the AAoA Board on reading financial reports includes August 23 & 24. Recommended action: Board to select date and time for financial training, and direct Executive Director to make the necessary arrangements.
6. Discussion & Possible Action re: engagement of audit firm for FY ending 6/30/2017. Recommendation from CFO to consider options for engaging a new CPA firm.

Information Items: For discussion      Schedule of Events (Copy attached).

Roundtable / Announcements (2 minutes, please). Comments by and Board Members  
Adjournment.

The next Advisory Council meeting will be on Thursday August 10, 2017, at 1:00 pm at the AAoA Conference room, 400 Contra Costa St. Vallejo.

The next Board of Directors meeting will be on August 15, 2017 at 2:30 pm at the AAoA Conference room, 400 Contra Costa St. Vallejo.