



**Board of Director's Meeting -- Tuesday, September 19, 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.

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.*

Regular Business

1. Review / Amend / Approve Agenda for the September 19, 2017 meeting.
2. Review / Amend / Approve Minutes of August 15, 2017 Regular Board Meeting (copy attached).
3. Review / Amend / Approve Minutes of August 22, 2017 Special Board Meeting (copy attached).
4. Finance/Treasurer's Report: Jacquelin Bell CFO, Marty Kuehneman, Treasurer.
Note: The Finance/Audit Committee is scheduled to meet on Monday, September 18 in Vallejo to review the draft audit for FY ending 6/30/2016, as well as other current finance reports and the agency budget for 2017-2018.

- a. July 2017 Financial reports. Finance committee will review prior to regular Board meeting. Recommended Action: to accept report.
 - b. Agency Budget 2017-18. Finance committee will review prior to regular Board meeting. Recommended Action: to accept budget.
 - c. Any other items from Finance Committee.
5. Correspondence: None
6. Advisory Council Report and Recommendations: The Advisory Council did not meet in September. The next meeting will be held on October 5 in Napa.
7. 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.
 - c. Personnel/Evaluation Committee – The committee met on September 12. JoAnn Busenbark may report on any Committee activity.
 - d. Strategic Planning and Oversight Committee – The committee met on September 12. Michael Donnellan may report on any Committee activity.
 - e. Legislative and Veterans Issues report from Dr. Richard Lundin.
8. Executive Director Leanne Martinsen will present a report on recent AAoA Activity, and introduce Ruth Clark, Planner.

Old Business: None.

Tabled Business: None.

New Business:

- 1. Action Item: The Board may take action to accept the appointment of Joan Bennett to fill the Napa County District 5 position, with a term that will expire on June 30, 2018 (Application and Certificate of Appointment attached).
- 2. Discussion Action Item: Organizational Assessment and Executive Director Performance Review. (Item requested by Board member Joan Bennett).
- 3. Action Item: Resolution authorizing that Leanne Martinsen, the Executive Director of the Agency, be authorized and directed to execute and sign, Contract SP-1718-28 and all amendments with the California Department of Aging (CDA) for fiscal year 2017-2018. This is the SNAP-Ed contract. This is the fourth year of funding (the award amount is \$26,204) to provide nutrition education activities (aligned with the current Dietary Guidelines for Americans), using evidence-based approaches at designated congregate nutrition sites, and to promote participation of older adults in the Supplemental Nutrition Assistance Program. (Copies of this contract have been sent to Board Members via e-mail.)
- 4. Action Item: The Board may direct staff to proceed with a process to select/engage an Audit firm for FY ending 6/30/2017.

5. Action Item: The Board may vote to accept the offer of technical assistance from Solano and Napa Counties to have a County auditor review our resources and systems and provide recommendations to the Board of Directors (Recommendation from Strategic Planning and Oversight Committee).
6. Executive Closed Session to discuss personnel/financial issues (Recommendation of Personnel/Evaluation Committee).

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 October 5, 2017, at 1:00 pm at the Napa Senior Activity Center Annex, 1500 Jefferson St., Napa.

The next Board of Directors meeting will be on October 17, 2017 at 2:30 pm at the AAoA Conference room, 400 Contra Costa St. Vallejo.