

Area Agency on Aging Serving Napa and Solano
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Minutes of Joint Meeting of the Board of Directors and Advisory Council
Tuesday, December 16, 2014, 2:30 PM
Area Agency on Aging Serving Napa and Solano
Training/Conference Room
400 Contra Costa Street, Vallejo, CA 94590

Board of Directors -- Carolyn Wrage, Presiding
Advisory Council – Steven Rozensky, Presiding

Solano County

Dist. 1	Marty Kuehneman, Treasurer	Present
2	Marilyn Manfredi	Present
3	Vacant	
4	Richard Lundin	Present
5	Michael Donnellan	Excused
At-Large	James McCully	Present
At-Large	Rev. Dr. Tony Ubalde, Secretary	Excused
At-Large	Stephen Murphy, Vice Chair	Present*
* Via telephone, joined at 3:00 PM		

Napa County

Dist. 1	Heather Stanton	Present
2	Thomas McNicholas, Vice Chair	Present
3	Vacant	
4	Laurence Koross	Present
5	Larry Kromann	Present
At-Large	Jo Ann Busenbark	Present
At-Large	Edwin Warren	Present
At-Large	Carolyn Wrage, Chair	Present

Advisory Council members present: Steven Rozensky, Carl Bunch, Carroll Cotten, Suzanne Blakeley, Lois Harper.

Advisory Council members absent/excused: Betty Lou Mukerji, Nieves Fernandez, Teri Ruggiero.

Staff Present: Leanne Martinsen – Executive Director, Doug Hanson – CFO, Harriett Dietz – Planner, Ruth Feigel – Program Assistant MIS.

Guests Present: Sally Livingston, Susan Okun.

The meeting was called to order at 2:35 PM by Board Chair Carolyn Wrage. A quorum of the Board was present. Dr. Lundin led the Pledge of Allegiance.

Public Comment: None.

Regular Business

- 1. Motion by Marilyn Manfredi to approve the agenda for the December 16, 2014 meeting, with the addition of an item under new business to authorize the Board Chair and Executive Director to sign the HICAP MOU, seconded by Heather Stanton, motion carried.**
- 2. Motion by Larry Kromann to approve the minutes for the November 18, 2014 Board meeting as presented, seconded by Laurence Koross, motion carried, with Dr. Lundin abstaining.**

3. Finance / Treasurer's Report:

- a) Doug Hanson, CFO, presented the November 2014 financial reports that were included in the meeting packet. He explained that this report reflects the activity for the first 5 months of the fiscal year, and answered questions from the members. One provider (Legal Aid of Napa Valley) has not requested reimbursement, but otherwise we are on track for this point in the year. **Motion by Thomas McNicholas to accept the November 2014 financial statements, seconded by Larry Kromann, motion carried.**

At 2:45 PM, Advisory Council Steven Rozensky declared a quorum of Council members was present, and called the Council meeting to order.

4. **Motion by Susanne Blakely to approve the minutes for the December 4, 2014 Advisory Council meeting as presented, seconded by Carroll Cotten, motion carried.**

5. Advisory Council Report. Steven Rozensky indicated that at the Advisory Council meeting on December 4, they made a recommendation regarding the response to the Request for Proposals (RFP) to provide telephone reassurance in Napa County.

6. Correspondence – None.

7. Advisory Council Committee Reports:

- a) Leanne Martinsen indicated that the Program Monitoring committee had not met to review the service delivery report that was included in the meeting packet, and that staff had been in contact with those providers that had reported less than 30% of goal through the month of November, and that they had plans to bring the programs up to goal.
- b) Lois Harper reported that two applicants were present, and the membership would vote on their membership at this meeting. Leanne Martinsen indicated that both applicants had completed the new member orientation, and she had received another application as well.
- c) Suzanne Blakeley reported that there was a movement to bring the Older Americans Act reauthorization for a vote at this session, and encouraged members to contact members of Congress and Senate in support of passage.

8. Board Committee Reports

- a) Executive Committee – Carolyn Wrage reported that the Executive Committee had met with Leanne Martinsen, and reviewed the recruitment process for the CFO position. The Job Description has been updated, and Donald Bond had provided input for the interview process. Leanne Martinsen indicated that the job had been posted on the AAoA website, Monster.com and Craigslist. The interview panel will include a Board Member (Tom McNicholas), and another AAA Director. Leanne indicated that she had already received a dozen applicants. Larry Kromann indicated that the section in the bylaws that lists the duties of the Treasurer should be reviewed, and clarified to reflect current practice.

- b) Membership Committee – Rev. Tony Ubalde was not present to report for the committee. Leanne Martinsen reported that Donald Bond had submitted his resignation, leaving a vacancy in Solano County District 3, as well as Napa County District 3.
 - c) Bylaws Committee – Edwin Warren reported that the committee had not met, but corresponded by e-mail. Stephen Murphy reported that he had researched the Older Americans Act and determined that there was no conflict in that section. The committee will meet to consider the remainder of the outstanding issues.
 - d) Marketing and Resources Committee – Larry Kromann distributed copies of a compilation of the Business Plan Review from the session that was held on December 6, and discussed the next steps, that may include facilitation from the Small Business Development group at Napa Valley College.
 - e) Dr. Lundin reported that Federal Military had received a 1% increase, and that the VA was working to improve access to medical care.
9. Executive Director Leanne Martinsen, Executive Director provided a written report on recent AAoA Activity, and commented on some of the events and meetings that she had participated in the past month, representing the AAoA,
- Next Advisory Council Meeting Thursday 1/8/2015 @ 1:00 PM at AAoA Conference Room
 - Posted CFO position 12/5, have 12 responses, and plan to have interview panel in early January.
 - Also posted RN Nurse Case Manager for MSSP
 - Independent Audit team from Grant Bennett & Associates was on-site in November.
 - StopFalls Napa Valley intends to apply for Napa Master Settlement funds to maintain program in FY 2015-16. We have been informed that 2014-15 is the last year we will be receiving funding from The California Wellness Foundation (have received \$50,000/year for 6 years = \$300,000), as they have established new funding priorities.
 - We have hired a coordinator and are working closely with Solano County Public Health and the Solano Co. Fall Prevention Partnership to launch StopFalls Solano Seniors.
 - We have hired a Health Educator to provide Nutrition Education – SNAP-Ed at congregate nutrition sites in both counties and also to work with Healthy Minds-Healthy Aging in Napa County.
 - A Proposal for RFP for Napa Telephone Reassurance was received. The Advisory Council will bring a recommendation to Board regarding contract development in December.
 - Provider Contract modifications issued to include One-Time Only (OTO) funds and units of service adjustments.
 - Completed individual meetings with contract providers in November to review contracts and service delivery.
 - Provider monitoring site visits scheduled to begin in January; Advisory Council members encouraged to participate.

- AAoA representation at various events, Commission and Coalition meetings
 - Senior Coalition of Solano County –
 - Healthy Aging Population Initiative (HAPI) Collaborative and committees (Napa)
 - Live Healthy Napa County Steering Committee
 - Advisory Group for Marin Clean Energy

Old Business: None.

Tabled Business: None.

New Business – Advisory Council:

1. **Motion by Suzanne Blakeley, seconded by Lois Harper, to accept the membership application of Sally Livingston, to serve a three year term to expire on December 16, 2017, motion carried.**
2. **Motion by Suzanne Blakeley, seconded by Lois Harper, to accept the membership application of Susan Okun, to serve a three year term to expire on December 16, 2017, motion carried.**
3. **Motion by Carroll Cotton, seconded by Suzanne Blakeley to accept the proposed meeting schedule for 2015, motion carried.**

Thursday	January 8	1:00 pm	Vallejo
Thursday	February 5	1:00 pm	Napa
Thursday	March 5	1:00 pm	Vallejo
Thursday	April 2	1:00 pm	Napa
Thursday	May 7	1:00 pm	Vallejo
Thursday	June 4	1:00 pm	Napa
Thursday	July 2	1:00 pm	Vallejo
Thursday	August 6	1:00 pm	Napa
Thursday	September 3	1:00 pm	Vallejo
Thursday	October 1	1:00 pm	Napa
Thursday	November 5	1:00 pm	Vallejo
Thursday	December 3	1:00 pm	Napa

New Business – Board of Directors

1. Harriett Dietz summarized the RFP process, including the Advisory Council Committee review of the application, and answered questions from members. **Motion by JoAnn Busenbark to accept the Advisory Council's recommendation to accept the application from Molly's Angels in response to the Request for Proposals to provide telephone reassurance services in Napa County, and direct staff to proceed with contract development, seconded by Larry Kromann, motion carried, with Heather Stanton voting in opposition.**
2. **Motion by Edwin Warren to authorize to authorize the Board Chair and Executive Director to sign the HICAP MOU for FY 2014-15, seconded by Larry Kromann, motion carried.**

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

Roundtable/Announcements: JoAnn Busenbark requested that a review of the RFP / procurement process be included in the next Board meeting agenda. Heather Stanton requested that consideration of Napa Board meeting locations be included in the next Board meeting agenda. Suzanne Blakeley reported that someone got a 25 cent increase on their Social Security, which triggered a \$10.00 cut in their food stamps. Edwin Warren commented on pending legislation that will impact veteran's homes in California. He stated that vets at the Yountville home have shared rooms, and there is an effort to get more single rooms at the Yountville home. Lois Harper requested the assistance of Board members in recruiting additional Advisory Council members. Tom McNicholas presented Doug Hanson with a book and a "round tuit", in recognition of his pending retirement. Larry Kromann reported that Calistoga Affordable Housing had been approved for financing to build an 8 unit affordable housing apartment in St. Helena. They also received notification of grants from Napa County. He indicated that he had been notified by AARP of a cruise for planning, and that he and his wife would be participating.

The meeting was adjourned at 3:40 PM. Holiday refreshments were served.

The next Advisory Council meeting will feature a celebration of the **"35th Anniversary of the California Senior Legislature"** on Thursday January 8, 2015 at the AAoA Training/Conference Room, 400 Contra Costa St., Vallejo, CA 94590.

The next Board of Directors meeting will be on Tuesday, January 20, 2015, at 2:30 pm, AAoA Training/Conference Room, 400 Contra Costa St., Vallejo, CA 94590

Action Item Summary:

Submitted by: Leanne Martinsen, Executive Director

Approved by _____, Secretary to the Board

Date: _____