

Region 2 Area Agency on Aging
Minutes of a Regular Meeting of the Board of Directors
January 24, 2019 at 2:01 p.m.
102 N. Main Street, Brooklyn, Michigan

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Members Present: Bruce Caswell, Matt Dame, Debbie Eccleton, Curtis Gale, Megan Kiser, Bob Knoblauch, Stephen Rajzer, Keith Williams, Chris Wittenbach

Members Excused: None

Members Absent: None

Staff: Jerry Benjamin, Russ Graves, Brenda Lang, Kara Lorenz-Goings, Margaret O'Malley, Greg Schira, Anne Marie Smith, Julie Wetherby

Guests: Sherri King, Danielle Pequet, Merlin Rajala

1. Call to Order

Chair Stephen Rajzer called a regular meeting of the Region 2 Area Agency on Aging Board of Directors to order at 2:01 p.m. on January 21, 2019.

2. Opening Ceremony and Roll Call of Members

The Board members and guests recited the Pledge of Allegiance, after which the executive assistant called the roll.

3. Approval of Agenda

Bob Knoblauch moved to approve the agenda as presented, Curtis Gale seconded. Motion carried with no one opposed.

4. Guests

Stephen Rajzer invited the guests to introduce themselves.

5. Approval of Minutes

Bob Knoblauch moved to approve the minutes of the special Board Meeting on December 7, 2018 as presented, Megan Kiser seconded. Motion carried with no one opposed.

Curtis Gale moved to approve the minutes of the regular Board Meeting on December 20, 2018 as presented, Keith Williams seconded. Motion carried with no one opposed.

6. Public Comment: None

7. Presentation

Russ Graves, Compliance and Contracts Officer for Region 2 AAA, introduced the Region 2 AAA compliance program by first talking about the necessity of a compliance program, and then presenting the seven elements of an effective program. Russ also presented examples of HIPAA violations, and examples of fraud, waste, and abuse.

8. Reports

a. Michigan Aging and Adult Services Agency (AASA)

Sherri King reported the following: Robert Gordon is the new director of the Michigan Department of Health and Human Services, one of the tasks of the AASA staff is to make Governor Whitmer aware of the operations of the aging network,

Richard Kline will continue as executive director of AASA, materials for the 2020-2022 Multi-year AIP will be available on March 1, 2019, the partial federal government shut-down has not affected Older Americans Act funding.

b. Agency CEO

The Board members reviewed a report from Julie Wetherby that included updates from the Agency managers on Care Management, Nursing Facility Transition, Quality Improvement, Human Resources, Information Technology, Education, managers' networking and professional development activities in the past month, and general operations of the Agency (attached). Julie also reported that Region 2 AAA received word from the Office of Justice that the VOCA grant will be funded until at least March 1, 2019, in spite of the partial government shut-down, HUD and nutrition programs have been adversely affected by the shut-down but the state will continue to honor Bridge Cards. Julie reported that she attended the annual Martin Luther King, Jr. Dinner in Jackson County at the invitation of Debbie Eccleton. Board Members reviewed a handout from Nichole Baker, AASA Planner and Coordinator for Region 2 AAA, showing the new names of the Older Americans Act Grant Funded Services (attached).

9. Committee Business

a. Personnel Committee

Chris Wittenbach, Personnel Committee Chairperson, reported the following from the meeting of the Personnel Committee on January 21, 2019:

1. Board Members Present: Bruce Caswell, Matt Dame (guest), Debbie Eccleton, Megan Kiser, Stephen Rajzer, Chris Wittenbach.
2. Staff Present: Russ Graves, Margaret O'Malley, Greg Schira, Julie Wetherby
3. The Committee members reviewed the procedure for the staff survey that was sent to all staff on January 14, 2019 by Nonprofit Network with a due date of January 25.
4. The Committee members reviewed the approved policy and form for the CEO performance evaluation. The Board Members discussed including in the policy a special meeting of the full Board to review the composite evaluation before the CEO meets with the Executive Committee, and including on the evaluation form a requirement to provide comments if "Needs Improvement" or "Below Expectation" is chosen.
5. The Committee reviewed the Agency organizational chart, noting that the Compliance and Contracts Officer also reports to the Board.
6. The Committee members reviewed a chart of Julie Wetherby's growth opportunities on a monthly basis beginning in September, 2018.
7. The Committee agreed to meet next on Tuesday, February 19, 2019 at 1:00 p.m. due to the closure of the Agency for Presidents' Day on February 18.
8. The Committee members reviewed a proposal that the Agency contract with Financial One Accounting to provide a Controller for six months at a cost of

approximately \$47,000.00, and agreed to forward the proposal to the Finance Committee for further approval.

b. Finance Committee

Bob Knoblauch reported the following from the meeting of the Finance Committee on January 22, 2019:

1. Board Members Present: Matt Dame, Curtis Gale, Bob Knoblauch, Keith Williams.
2. Staff Present: Jerry Benjamin, Brenda Lang, Greg Schira, Anne Marie Smith, Julie Wetherby
3. The Committee reviewed an amendment to the FY 2019 Budget and agreed to recommend approval to the full Board.

Bob Knoblauch moved, by the direction of the Finance Committee, to approve FY 2019 Budget Amendment #1, Curtis Gale seconded. Roll call vote: Matt Dame-yes, Curtis Gale-yes, Megan Kiser-yes, Bruce Caswell-abstain, Bob Knoblauch-yes, Debbie Eccleton-yes, Keith Williams-yes, Chris Wittenbach-yes, Stephen Rajzer-yes. Motion carried, after discussion, with no one opposed.

4. The members of the Committee reviewed a request for a budget to cover participation of the Region 2 AAA in the formation of an entity organized by the Area Agencies on Aging Association of Michigan, and to be owned by the area agencies on aging in Michigan, and recommended that the request be approved.

Bob Knoblauch moved, by the direction of the Finance Committee, to approve a budget of \$20,000 to fund the Agency's participation in the formation of an entity organized by the Area Agencies on Aging Association of Michigan, Keith Williams seconded. Motion carried, after discussion, with no one opposed.

5. The members of the Committee reviewed, and recommended acceptance of, the Agency's financial records for the past reporting period.

Bob Knoblauch moved, by the direction of the Finance Committee, to accept the Income Statement for the Three Months Ended December 31, 2018, the Statement of Financial Position dated December 31, 2018, the Grant Spend Down Analysis dated December 31, 2018, and the Credit Card Payments for the Statement ending December 26, 2018, Curtis Gale seconded. Motion carried, after discussion, with no one opposed.

6. The Committee members reviewed a recommendation from the Personnel Committee to approve a request to contract with Financial One Accounting to provide a Controller, and recommended that the proposal be approved.

Bob Knoblauch moved, by the direction of the Finance Committee, to approve the proposal to contract with Financial One Accounting to provide

a Controller for six months at a cost of approximately \$47,000.00, Matt Dame seconded.

Stephen Rajzer moved to amend the motion by replacing “approximately” with “up to”, Bruce Caswell seconded. Motion carried with no one opposed.

Original motion carried, as amended, with no one opposed.

The Board Members discussed the delay in scheduling the financial audit (March), and agreed that, moving forward, decisions of this kind will be made after consulting the Finance Committee. Julie reported that she called the members of the Executive Committee to let them know about the audit change.

c. Policy Review Committee

Curtis Gale reported the following from the meeting of the Policy Review Committee on January 21, 2019:

1. Board Members Present: Matt Dame, Curtis Gale, Stephen Rajzer, Chris Wittenbach.
2. Staff Present: Russ Graves, Greg Schira, Julie Wetherby
3. The Committee members agreed to meet on Thursday, February 21, 2019 at 1:00 p.m. due to the closure of Region 2 AAA on February 18 for Presidents’ Day, and suggested that the Personnel Committee meet on Tuesday, February 19, 2019 at 1:00 p.m. for the same reason.
4. The Committee members continued a line-by-line review of the Bylaws as edited by Russ Graves since the December meeting of the Policy Committee.

d. Advisory Council

The Board members reviewed a report of the Advisory Council meeting that took place on January 22, 2019 (attached).

Curtis Gale reported that Charles Peruchini, has reconsidered his completed questionnaire for membership on the Advisory Council.

10. Unfinished Business: None

11. New Business: None

12. Board Member Comments and Questions

- Keith Williams reported that former Board Member Bob Gilmore recently had a stroke. Stephen Rajzer requested that a card be sent to Bob on behalf of the Board.
- Curtis Gale noted that progress is being made.
- Bruce Caswell thanked the Board Members for “putting up” with his questions.
- Chris Wittenbach acknowledged the growth of Safe Haven and asked if it would run out of money before the end of the year. Kara Lorenz-Goings responded by saying that the biggest cost is housing, and that eighteen people have been served this year. Kara also suggested the possibility of using donations from the fundraising event strictly for housing. Debbie Eccleton spoke about a foundation

started by the family of a Jackson police officer who was killed when responding to a domestic violence call, as a possible resource for funds.

- Stephen Rajzer reported that the Jackson County Board of Commissioners has not yet appointed someone to fill the vacancy on the Region 2 AAA Board.

13. Adjournment

The Board members adjourned the meeting at 3:49 p.m. after a motion by Debbie Eccleton, and support by Megan Kiser.

Next meeting: February 21, 2019 at 2:00 p.m.
Region 2 Area Agency on Aging
102 N. Main Street, Brooklyn, Michigan

Greg Schira, Executive Assistant

Julie Wetherby, Board Secretary

Approved by the Board of Directors on February 21, 2019.