

**Region 2 Area Agency on Aging**  
**Minutes of a Regular Meeting of the Board of Directors**  
**May 23, 2019 at 12:33 p.m.**  
**102 N. Main Street, Brooklyn, Michigan**

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**Members Present:** Tony Bair, 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:** Sandy Camron, Russ Graves, Kara Lorenz-Goings, Margaret O'Malley, Greg Schira, Julie Wetherby

**Guests:** Nate Baldermann, Sherri King, Marce Wandell

1. Call to Order  
Chairperson Stephen Rajzer called a regular meeting of the Region 2 Area Agency on Aging Board of Directors to order at 12:33 p.m. on May 23, 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 amended to include "Audit" under Unfinished Business, Curtis Gale seconded. Motion carried with no one opposed.
4. Guests  
Stephen Rajzer invited the guests and staff to introduce themselves.
5. Approval of Minutes  
Bruce Caswell moved to approve the minutes of the regular Board Meeting on April 25, 2019 as presented, Bob Knoblauch seconded. Motion carried with no one opposed.
6. Public Comment: None
7. Presentation  
Nathan Baldermann, engagement principle from Rehmann Robson, presented the FY 2018 Audit Report (attached), noting that the audit did not show any material weaknesses or significant deficiencies.  
  
Bruce Caswell asked for a report showing how much money the Agency has repaid to the State because of improperly submitted information over the past three to four years.
8. Reports
  - a. Michigan Aging and Adult Services Agency (AASA)  
Sherri King reported the following: Scott Wamsley continues to serve as Acting Director of the AASA, preliminary indications show a \$100,000 reduction for AASA in the 2020 State budget, new multi-year plans from the AAAs are due at the end of June and will be reviewed by the Commission on Services to the Aging in August.

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Bruce Caswell asked about what the AASA is doing to combat elder abuse, and for the number of seniors that have been removed from an abusive situation and received help with finances. ~~as Executive Director~~

e-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 reported that ~~Julie also reported that~~ the n4a will recognize the Region 2 AAA AT program at the annual n4a conference in July, and Region 2 AAA staff met with Representative Bronna Kahle, Eric Leutheuser, Sarah Lightner, and Julie Alexander on Older Michigianians Day (May 15, 2019).

Bruce Caswell asked if Waiver participants are "easier" than transitions, and how do costs compare. Julie responded that care in a nursing facility costs \$160 a day, while care at home costs an average of \$80 a day.

The Board Members reviewed an updated proposal for affordable and accessible housing options and referred the proposal to the Finance Committee for further review and a recommendation. Stephen Rajzer asked to see the grant proposal for funding for emergency housing that was submitted to Queens Church.

9. Committee Business

a. Bylaws

Curtis Gale reported the following from the meeting of the Policy Review Committee on ~~February 21~~ May 20, 2019:

1. Board Members present: Matt Dame, Curtis Gale, Stephen Rajzer
2. The Committee members reviewed a draft of the Bylaws dated April 22, 2019, made several changes, and directed that a new draft be prepared and uploaded to Box for review by the Board Members prior to the Board Meeting on May 23, 2019.

Curtis Gale moved to adopt the Bylaws as presented (attached), Matt Dame seconded. Motion carried after a roll call vote: Bruce Caswell-yes, Matt Dame-yes, Debbie Eccleton-yes, Curtis Gale-yes, Megan Kiser-yes, Bob Knoblauch-yes, Keith Williams-yes, Chris Wittenbach-yes, Tony Bair-yes, Stephen Rajzer-yes.

Stephen Rajzer thanked the Committee members and Region 2 AAA staff who were involved with reviewing the Bylaws.

b. Personnel Committee

Chris Wittenbach, Personnel Committee Chairperson, reported the following from the meeting of the Personnel Committee on ~~February 19~~ May 21, 2019:

1. Board Members Present: Bruce Caswell, ~~Megan Kiser~~ Megan Kiser, Stephen Rajzer, and Chris Wittenbach
2. The members of the Committee met in closed session to discuss the CEO Performance Evaluation.
3. The Committee members, after resuming the open meeting, agreed to schedule a special meeting on Thursday at 11:30 a.m. to continue Julie Wetherby's performance evaluation.

Bruce Caswell moved, at 1:18 p.m., to begin a closed session for the purpose of discussing the CEO Performance Evaluation, Megan Kiser seconded. Motion carried after a roll call vote: Matt Dame-yes, Debbie Eccleton-yes, Curtis Gale-yes, Megan Kiser-yes, Bob Knoblauch-yes, Keith Williams-yes, Chris Wittenbach-yes, Stephen Rajzer-yes, Tony Bair-yes, Bruce Caswell-yes.

The Board Members resumed the open meeting at 1:23 p.m.

- ~~3. Julie Wetherby reported that she and Margaret O'Malley are working on a proposal regarding the possible restructuring of the Agency.~~

- ~~4. The Committee members reviewed, and recommended approval of, the questionnaire submitted by Mark Mann for membership on the Advisory Council.~~

~~— Chris Wittenbach moved, by the direction of the Personnel Committee, that Mark Mann be accepted as a member of the Advisory Council representing Hillsdale County. Curtis Gale seconded. Curtis noted that he spoke with Mark, and that Mark is a veteran and manages a residential facility for men in Hillsdale County. Motion carried with no one opposed.~~

- ~~6. The Committee reviewed a proposal to hire a Community Health Worker and recommended that the proposal be forwarded to the Finance Committee for further approval.~~
- ~~7. The Committee members reviewed two updated Employee Handbook policies, and recommended that they be approved.~~

~~— Chris Wittenbach moved, by the direction of the Personnel Committee, that the updated Drug Free and Alcohol Free Workplace Policy, and the updated Paid Time Off Policy, be approved. Keith Williams seconded. Curtis Gale noted, during discussion, the lack of definition of "licensed practitioner" in the Drug Free and Alcohol Free Workplace Policy. Also, in regards to the PTO Policy, Curtis noted the following: 1) non-payment of earned PTO to staff who are terminated for cause, to non-exempt staff who resign without two weeks' notice, and exempt staff who resign without four weeks' notice, and 2) using PTO days when PTO has been exceeded. Curtis suggested tabling discussion and sending the item back to the Personnel Committee. Julie stressed that the only change in the PTO Policy is the addition of the last sentence: "This Policy meets or exceeds the mandated requirements of the 2019 State of Michigan Paid Medical Leave Act", and that making additional changes would constitute a revision of the policy. Stephen clarified that State~~

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~~law defines who determines those who qualify for medical marijuana, that the policies are being updated in an existing Employee Handbook due to new State laws, and that revising the Employee Handbook is not the Board's task at this time. Motion carried with no one opposed.~~

- ~~9. The Committee discussed staff attendance at work during extreme weather. Julie Wetherby and Margaret O'Malley reviewed the Agency procedure in regards to staff flexing their time, using PTO, or working from home when road conditions are unfavorable.~~

~~j.c. Julie Wetherby reported that a Region 2 AAA manager resigned on the day of the Board meeting. Finance Committee~~

~~Curtis Gale~~Bob Knoblauch reported the following from the meeting of the Finance Committee on ~~February~~ May 21, 2019:

1. Board Members Present: Tony Bair, Matt Dame, Curtis Gale, Bob Knoblauch, ~~Stephen Rajzer~~, Stephen Rajzer, Keith Williams.
2. Anne-Marie Smith updated the Committee members on the ongoing efforts of the Finance staff to provide timely reporting. The Committee members discussed several reporting timelines and agreed to recommend a procedure of forwarding to the Board acceptance of reports for one month prior.  

Bob Knoblauch moved, by the direction of the Finance Committee, to establish a procedure of the Finance Committee forwarding to the Board reports for one month prior, Keith Williams seconded. Motion carried with no one opposed.
3. The Committee members did not discuss the proposed Reserve Policy since they had forwarded it to the Board last month for review and final approval.  

Tony Bair moved to approve the Reserve Policy, Keith Williams seconded. Motion carried with no one opposed.
4. The Committee members reviewed a request to keep \$8,083.00 of \$26,680.00 in MMAP SHIP funding in-house for MMAP salaries, fringes, taxes, and other costs, and award the balance of \$18,597.00 to the Region 2 counties by formula, and  

Bob Knoblauch moved, by the direction of the Finance Committee, that \$8,083.00 of \$26,680.00 in MMAP SHIP funding be kept in-house for MMAP salaries, fringes, taxes, and other costs, and the balance of \$18,597.00 be awarded to the Region 2 counties as follows: \$9,484.00 to the Jackson Department on Aging, \$5,951.00 to the Lenawee Department on Aging, and \$3,162.00 to the Hillsdale Senior Services Center, Matt Dame seconded. Motion carried with no one opposed.
5. The members of the Committee reviewed a report of the 2018/2019 Aging and Adult Services Award amended, and recommended that it be approved.

Bob Knoblauch moved, by the direction of the Finance Committee, that the amended 2018/2019 Aging and Adult Services Award be approved, Tony Bair seconded. Motion carried with no one opposed.

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

Bob Knoblauch moved that the Statement of Financial Position dated April 30, 2019, the Income Statement for the seven months ended April 30, 2019, the Capitation and Bills Analysis Summary for the period October 1, 2018 – April 25, 2019, the report of Income by Division as of April 30, 2019, the Grant Spend Down Analysis dated April 30, 2019, and the CEO's Credit Card Payments for the Statement ending May 4, 2019, be accepted, Tony Bair seconded. Motion carried with no one opposed.

7. Bob Knoblauch reminded the Committee members that the Board will meet at 12:30 p.m., and the Annual Meeting at 2:00 p.m., on Thursday, and an audit presentation will take place during the Board Meeting.
8. Stephen Rajzer inquired about the Committee receiving a report of the average payment per person.

~~11. Julie Wetherby, and Anne Marie Smith, reported that preparations for the FY 2018 Financial Audit are on track for March 11, 2019.~~

~~12. The members of the Committee reviewed, and recommended acceptance of, the Agency's financial records for the past reporting period (attached), and~~

~~Curtis Gale moved, by the direction of the Finance Committee, that the Income Statement for the Four Months Ended January 31, 2019, the Statement of Financial Position dated January 31, 2019, the Grant Spend Down Analysis dated January 31, 2019, the Capitation and Bills Analysis Summary as January 31, 2019, and the Credit Card Payments for the Old National Bank Statement ending January 25, 2019, and the Huntington Bank Statement ending February 4, 2019,~~

~~be accepted, Bruce Caswell seconded. Curtis noted during discussion that the reports are being accepted rather than approved due to loss of approximately \$100,000 a month in Waiver. Motion carried with no one opposed.~~

~~20. The Committee members discussed the timeline for preparing the financial reports, including scheduling the Committee meetings and Board meeting during the fourth week of the month. Anne Marie Smith provided clarification for consideration of changes in the timeline.~~

~~21. The Committee members reviewed a recommendation from the Personnel Committee to approve a proposal to hire a Community Health Worker, and recommended that the proposal be approved, with the provision that the Social~~

~~Worker Supports Coordinator position that is currently part of Care Management would not be filled.~~

~~Curtis moved, by direction of the Finance Committee, to approve the proposal to hire a Community Health Worker, realizing a potential savings in wages of \$16,000 per year. Matt Dame seconded. Motion carried with no one opposed.~~

~~23. Stephen reported that he attended a meeting of the Jackson City Council where a community member suggested that funds from a Community Development Block Grant be given to Region 2 AAA for housing for seniors.~~

~~24. Stephen reported that he communicates regularly with the chair of the Jackson County Board of Commissioners regarding filling the vacancy on the Region 2 AAA Board.~~

y-d. Policy Review Committee

Report included under "Bylaws".

10. Unfinished Business

Audit

Curtis Gale moved to accept the Year-end FY 2018 Audit Report, Bob Knoblauch seconded. Motion carried with no one opposed.

11. New Business: None

12. Election of 2019-2020 Officers

a. Chris Wittenbach moved to nominate Stephen Rajzer as Chair, Tony Bair supported. Stephen Rajzer called for other nominations, with none forthcoming.

Bob Knoblauch moved to close the nominations and cast a unanimous ballot for Stephen Rajzer as Chair, Tony Bair supported. Motion carried with no one opposed.

b. Curtis Gale moved to nominate Bob Knoblauch as Treasurer, Megan Kiser supported. Stephen Rajzer called for other nominations, with none forthcoming.

Curtis Gale moved to close the nominations and cast a unanimous ballot for Bob Knoblauch as Treasurer, Tony Bair supported. Motion carried with no one opposed.

c. Bob Knoblauch moved to nominate Curtis Gale as Vice Chair, Bruce Caswell supported. Stephen Rajzer called for other nominations, with none forthcoming.

Keith Williams moved to close the nominations and cast a unanimous ballot for Curtis Gale as Vice Chair, Bruce Caswell supported. Motion carried with no one opposed.

13. Board Member Comments and Questions

~~• Keith Williams is encouraged by the progress of work of the Board.~~

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- ~~Julie Wetherby thanked the Board members for their support and the Financial One staff for their work.~~
- ~~Stephen Rajzer reminded the Board about the Advocacy Strategy Session scheduled at Region 2 AAA on March 4, 2019, 9:00-11:00 a.m. Stephen also let the Board members know that he will be out of the country February 28 – March 10, 2019.~~ Chris Wittenbach hopes Region 2 AAA has enough staff to support the increased number of slots.
- Matt ~~Damon~~ Dame congratulated the officers.
- Bob Knoblauch commented on the Agency's fund balance by noting that the care of the region's seniors should be utmost.
- Stephen Rajzer thanked the Board Members and reminded them about the Safe Haven Event taking place on June 11, 2019.
- Julie Wetherby thanked the Board Members and reminded them about the Annual Meeting immediately following the Board Meeting.

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14. Adjournment

The Board members adjourned the meeting at ~~4:07~~1:47 p.m.

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Next meeting: ~~March 21~~ June 20, 2019 at 2:00 p.m.  
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Greg Schira, Executive Assistant

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Julie Wetherby, Board Secretary

Approved as corrected by the Board of Directors on June 20, 2019.