

**AREA AGENCY ON AGING OF PASCO-PINELLAS, INC.
BOARD OF DIRECTORS' MEETING MINUTES – August 20, 2018**

Board Members Present:

President Chris Comstock, Pinellas County
Vice-President Camille Hernandez, Mayor, City of Dade City, Pasco County
Treasurer Linda Lee, Pinellas County
Immediate Past President, Virginia Rowell, Pinellas County
Anne Corona, Pasco County
Barbara Sheen Todd, Pinellas County
Charles Robinson, Esquire, Pinellas County
Charlie Justice, Commissioner, Pinellas County Board of County Commissioners
Judge George Jirotko, 6th Judicial Circuit
Julie Hale, Pasco County
Julie Peluso, Fire Commissioner, Palm Harbor Fire Control & Rescue, Pinellas County
Martha Lenderman, Pinellas County
Mike Wells, Commissioner, Pasco County Board of County Commissioners
Paul McClintock, Pasco County
Robert Hatfield, Pasco County
Sallie Parks, Pinellas County

Board Members on Tele-Conference:

None

Board Members Not Present:

Secretary Harriet Crozier, Pinellas County
Elithia Stanfield, Pinellas County

Others Present:

Ann Marie Winter, Executive Director, Area Agency on Aging of Pasco-Pinellas
Kathy Carleton, Chief Financial Officer, Area Agency on Aging of Pasco-Pinellas
Tawnya Martino, Director of Program Accountability, Area Agency on Aging of Pasco-Pinellas
Jason Martino, Director of Planning, Area Agency on Aging of Pasco-Pinellas
Beverly Burton, ADRC Director, Area Agency on Aging of Pasco-Pinellas
Wendy Arroyo, HR Administrator, Area Agency on Aging of Pasco-Pinellas
Virginia Cruz, Recording Secretary, Area Agency on Aging of Pasco-Pinellas
Courtney Vandenberg, Executive Aide to Commissioner Charlie Justice
Kristina Jalazo, Director GCJFCS

Agenda Item # 1 – Call to Order

The Area Agency on Aging of Pasco-Pinellas, Inc., Board of Directors' Meeting was held Monday August 20, 2018 at 9549 Koger Blvd., St. Petersburg, FL. President Chris Comstock called the meeting to order at 9:37 a.m.

Agenda Item # 2 – Introduction of Audience

President Comstock asked the audience to introduce themselves and welcomed them to the meeting.

Agenda Item # 3 – Public Meeting Notice

President Comstock announced the meeting was publicly noticed.

Agenda Item # 4 – Roll Call

Ms. Ann Marie Winter, Executive Director, called the roll. A quorum of board members was present.

Agenda Item # 5 – Public Comments for Items on Agenda

None.

Agenda Item # 6 – Addendum Item (s) or any other Item Requiring Board Discussion

None.

Agenda Item # 7 – Consent Agenda

President Chris Comstock stated that the items on the Consent Agenda were Board Meeting Minutes – June 18, 2018, Finance Committee Meeting Minutes – June 5, 2018, Financial Statement - June 30, 2018, Surplus/Deficit Report – June 30, 2018, Finance Monitoring Reports: Bay Area Legal Services, Inc. – Administrative Review – Annual Desk Review, Neighborly Care Network, Inc. – Administrative Review – Annual Desk Review, Program Monitoring Report(s): Gulf Coast Legal Services, Inc. – Older Americans Act Title III-B/III EG/LSP Legal Services Program – Annual Visit Community Aging & Retirement Services, Inc. – Older Americans Act Title III B/LSP/LSP Respite Adult Day Care Program – Annual Visit, Bay Area Legal Services, Inc. – Older Americans Act Title III-B/III EG/LSP Legal Services Program – Annual Visit, Area Agency on Aging of Pasco-Pinellas, Inc. – Information and Referral/Assistance & Intake & Screening – Annual Visit, Neighborly Care Network – Older Americans Act Title III- B/LSP/LSP Respite Adult Day Care Program – Annual Visit, New Vendor; Four Murphy’s Personal Care, LLC dba Home Instead Senior Care – Community Care for the Elderly, Home Care for the Elderly, Alzheimer’s Disease Initiative, and Older Americans Act Title III E, Waitlist Report – August 8, 2018. Ms. Virginia Rowell requested that agenda Item #7 E (2) Neighborly Care Network Inc. Administrative Review – Annual Desk Review be pulled for further clarification. Ms. Sallie Parks made a motion to approve the consent agenda without Agenda Item 7 E (2). Ms. Virginia Rowell seconded. None opposed, motion carried.

Agenda Item # 8 – Items for Discussion from the Consent Agenda

Ms. Virginia Rowell referred to the Neighborly Care Network Inc. Administrative Review – Annual Desk Review – Agenda Item #7 E (2) requesting additional information on the 2017 Single Audit Material Weakness, which resulted in a reinstatement of net assets and a late submission of 2016 Data Collection Form by the Auditors, which resulted in a high risk qualification for Neighborly Care Network Inc. Ms. Katherine Carleton explained that the material weakness was an actual reinstatement of funds which NCN categorized as restricted in 2016 which should have been categorized as unrestricted funds which resulted in a “high risk” qualification for NCN. Ms. Carleton further explained, in 2017 audit the funds were re-categorized from restricted to unrestricted assets to ensure compliance. There were questions and comments on the cash flow challenges of NCN which Ms. Carleton addressed. Ms. Sallie Parks made a motion to accept Agenda Item #7 E (2) and Ms. Barbara Sheen Todd seconded. None opposed, motion carried.

Agenda Item # 9 – Board Member Retirement

President Chris Comstock announced that effective August 2018 Board Member Lounell Britt had resigned from the Board. President Comstock invited Ms. Winter to read an email dated August 14, 2018 from Ms. Britt informing of her resignation. Ms. Britt stated that she enjoyed her time with the Board and wished the AAAPP Board a successful future.

Ms. Sallie Parks made a motion to accept Ms. Britt's resignation and Ms. Virginia Rowell seconded.

Judge Jirotko commented that the Board should recognize Ms. Britt's for her contribution on the Board at the 2019 Annual Luncheon. On that note Board members agreed that Ms. Britt will be recognized for her services at the Annual Luncheon.

Ms. Ann Marie Winter informed that the absence of Ms. Britt would create an open Board member seat in Pinellas County and a vacancy on the Program Planning and Development Committee. Board members were asked to identify potential new Board member applicants.

Agenda Item # 10 – Value and Vision Statement

Chair Camille Hernandez presented the new AAAPP Values and Vision Statements which was revised at the recent Strategic Planning Retreat, which read:

Values Statement:

AAAPP regards all seniors and adults with disabilities as valued members of our community who merit dignity, respect and the resources needed for an optimal quality of life.

Vision Statement:

Our community will provide seniors, adults with disabilities and caregivers with the resources and services needed to maintain independence, promote healthy aging and live an optimal quality of life.

By direction of the Strategic Planning Steering Committee made a recommendation that a motion at their meeting to approve both Statements

The motion for approval of the Revised AAAPP Values and Vision Statements was accepted by the Board of Directors.

Agenda Item # 11 – Delegation of Authority

Ms. Ann Marie Winter presented an updated Delegation of Authority Order of Succession Plan in accordance with procedures established in the AAAPP Continuity of Operations Plan.

Ms. Winter highlighted that since the departure of the last Executive Director the plan had not been updated. Ms. Hernandez stated that the plan was put in place by the Executive Committee and should be tabled until the next Executive Committee Meeting for further review.

Ms. Sallie Parks made a motion to move the Delegation of Authority Order of Succession Plan for review by the Executive Committee. Ms. Virginia Rowell seconded. None opposed, motion carried.

Agenda Item # 12 – Program Planning and Development Committee Report

Chair Julie Peluso reported that the Program Planning and Development Committee met by Tele-conference on August 3, 2018 and discussed the 2019 Continuing Applications for Pasco and Pinellas Counties for Older Americans Act/Local Service Provider Services. Chair Peluso informed that the AAAPP staff have reviewed continuing applications received by the current Older Americans Act providers applying for continuing services within Pasco and Pinellas counties and recommended to the Committee that they be approved for FY2019.

By directions of the Committee, it is moved that the staff recommendations, pending additional information received and approved by AAAPP staff, be accepted and contracted with current providers be approved.

Ms. Katherine Carleton informed that there were two outstanding provider contracts for approval pending discussion for a reduction in rates by the providers (CARES and NCN).

Ms. Carleton explained that CARES submitted a unit rate of \$12.50 which exceeded the \$11.77 average rate for services provided under other funding sources, while NCN submitted a 3.89% increase which surpassed the allowable 3% increase. Ms. Carleton requested of the Board to approve the allocation unit rates in order to complete the Area Plan while AAAPP continue negotiation with CARES and NCN with an anticipated reduction of unit rates in order to move forward.

Ms. Virginia Rowell commented that it was important to specify the list of organization being approved/not approved on the agenda. Discussions and questions ensued which Ms. Carleton addressed.

Ms. Martha Lenderman made an amended motion to list the specific organization that were approved and those with outstanding contracts that were still in the process of negotiations, that they will be approved as long as they submit information consistent with no more than 3% increase for NCN and CARES.

The amended motion was seconded by Ms. Virginia Rowell. One opposed, motion carried.

Agenda Item # 13 – Presidents Report

President Comstock thanked everyone who will be attending the third Strategic Planning Retreat.

President Comstock spoke about the latest Charles Schwab Report which stated that many seniors did not feel comfortable unless they had a net worth of 2.5 million dollars. President Comstock stated that the report varied slightly from state to state but higher in New York and California.

President Comstock informed the meeting that the Executive Directors' performance appraisal was due. He informed that he will be meeting with the Executive Director and thereafter the Executive Committee for review and will present his report at the next Board meeting.

President Comstock stated that in light of the heavy traffic and the re-opening of school which results in traffic delays on the roadway, suggested a change of Board meeting time of 10:00 am instead of 9:00 am.

Agenda Item # 14 – Executive Director Report

The Executive Director thanked everyone who participated in the Strategic Planning and Steering Committee and the Strategic Planning Retreats. Ms. Winter's activities for the month included 50 meetings including but not limited to: July 29-August 1 - travel to Chicago along with Tawnya Martino to attend the National 4 Aging Conference; August 14 AAAPP – presented on the FCOA Conference; Convening on Food Insecurity together with multiple stakeholders holding regular meetings; July 5 – meeting with Mayor Wanda Dudley and City Manager Matthew Campbell of Town of Kenneth City; August 3 - meeting with Dr Katherine Hyer, Director of the USF Florida Policy Exchange Center on Aging; August 10 - working lunch meeting with Rep Ben Diamond and key stakeholders about senior issues in Pinellas County; August 13 - lunch meeting with Dr. Ulyee Choe, Director Pinellas County Dept. of Health; August 16 – orientation for new Advisory Council member Kathleen Winters, Executive Director at Alzheimer's Family Organization; August 17 – Orientation for new Advisory Council member Valerie Anderson, Director of Pasco Housing Authority.

Agenda Item # 15 – Board Members Comments

Ms. Virginia Rowell congratulated Vice President Camille Hernandez and members of the Strategic Planning Steering Committee, the Executive Director, Ms. Ann Marie Winter and Ms. Nina Berkheiser, Your Nonprofit Advisor for a job well done.

Ms. Rowell stated that as a member of the Pinellas County Homeless Board according to the last report published in August 2018, the biggest increase in homelessness in Pinellas County were among the elderly. Ms. Rowell said, this significant increase in Pinellas is something that the AAAPP must be concerned about.

Ms. Rowell stated that as a past President of NCN she is concerned about the situation with Neighborly Care Network Inc. senior services. Ms. Rowell highlighted that it takes a long time to build a reputation as a credible agency within a community and to know that the agency is in trouble requires perhaps the AAAPP Board of Directors attention.

It was agreed that a letter will be sent to the NCN President as a Board members' concern. The Executive Director will draft a letter for Board President's review and signature.

The Executive Director stated that NCN was in the process of recruiting a new Chief Executive Office, (CEO) and the AAAPP will be participating in the selection process, to ensure that NCN is fiscally sound and can continually serve the elderly of Pinellas County.

Commissioner Charlie Justice informed that Pinellas County spent \$50,000 annually towards Meals-on-Wheels through NCN, he said that in recent years the amounts were increased to \$96,000. However the budget for 2018 increased to \$200,000 but discussions were now taking place at various levels to decide whether funds should go directly to NCN or through AAAPP.

Commissioner Justice informed the meeting that the County Administrator had retired and Mr. Berry Burton was selected as the next County Administrator effective October 1, 2018.

Agenda Item # 16 – Open Agenda/Public Comments

None.

Agenda Item # 17 – Adjourn

There being no other items for discussion, the meeting adjourned at 11:03 a.m.

Respectfully Submitted,

Harriet Crozier, Secretary

Virginia Cruz
Recording Secretary

Approved if signed

Date_____