

**AREA AGENCY ON AGING OF PASCO-PINELLAS, INC.
BOARD OF DIRECTORS MEETING MINUTES
November 16, 2020**

Board Members Present in Person

President Camille Hernandez, Mayor City of Dade City, Pasco County
Immediate Past President Chris Comstock
Audrey Baria
Barbara Sheen Todd
Charlie Justice, Commissioner, Pinellas County Board of County Commissioners
Elithia Stanfield
Judge George Jirotko, 6th Judicial Circuit
Julie Hale
Mike Wells, Commissioner, Pasco County Board of County Commissioners
Robert Hatfield
Stuart Strikowsky

Board Members Present Via Zoom Video

Vice President, Charles Robinson, Esq
Secretary, Virginia Rowell
Anne Corona
Linda Lee
Martha Lenderman
Paul McClintock

Board Members Not Present:

Treasurer, Harriet Crozier
Sallie Parks

Others Present:

Ann Marie Winter, Executive Director, Area Agency on Aging of Pasco-Pinellas
Tawnya Martino, ADRC Director, Area Agency on Aging of Pasco-Pinellas
Jason Martino, Director of Planning Area Agency on Aging of Pasco-Pinellas
Wendy Arroyo, HR Administrator, Area Agency on Aging of Pasco-Pinellas
Stacie Bolen, Director of Outreach, Area Agency on Aging of Pasco-Pinellas
Colleen Flynn, Legal Counsel, Area Agency on Aging of Pasco-Pinellas
Paul Moore, CPA Financial Consultant
Virginia Cruz, Executive Assistant, Area Agency on Aging of Pasco-Pinellas

Agenda Item #1 – Call to Order

The Area Agency on Aging of Pasco-Pinellas, Inc. and Board of Directors Meeting was held Monday November 16, 2020 at 9549 Koger Blvd, Gadsden Bldg., St Petersburg FL 33702.
President Camille Hernandez called the meeting to order at 9:35 a.m.

Agenda Item #2 – Introduction of Audience

President Hernandez invited the audience to introduce themselves if they wished to, there were no responses.

Agenda Item #3 – Public Meeting Notice

President Hernandez 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 physically present.

Agenda Item #5 – Public Comments for Items on Agenda

None.

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

A new vendor, Aqua Home Care was presented for Community Care for the Elderly, Alzheimer’s Disease Initiative, Home Care for the Elderly, Older Americans Act Title III E – Respite.

Ms. Elithia Stanfield made a motion to approve Aqua Home Care for Community Care for the Elderly, Alzheimer’s Disease Initiative, Home Care for the Elderly, Older Americans Act Title III E.

Dr Audrey Baria seconded. None opposed, motion carried.

Agenda Item #7 – Consent Agenda

President Hernandez stated that the items on the Consent Agenda were: Board of Directors Meeting Minutes – October 19, 2020; Finance Committee Meeting Minutes – October 8, 2020; AAAPP Statement of Revenue and Expense – Budget vs Actual, August 31, 2020; AAAPP Balance Sheet, August 31, 2020; Program Monitoring Report(s): 1. Alzheimer’s Association - Florida Gulf Coast Chapter – Memory Mobile Program – Annual Review. 2. Community Aging and Retirement Services, Inc. – Older Americans Act Title IIIB/LSP Adult Day Care Program – Annual Review, 3. Neighborly Care Network - Older Americans Act Title IIIB/LSP Adult Day Care Program – Annual Review, 4. Neighborly Care Network - Older Americans Act Title IIIB/LSP Transportation Program – Annual Review, 5. Area Agency on Aging – Older Americans Act Title III E (NFCSP) – Caregiver Support – Annual Review and 6. Area Agency on Aging – Victim of Crimes Act (VOCA) – Annual Review. There were no questions or comments.

Judge George Jirotko made a motion to approve the Consent Agenda. Commissioner Mike Wells seconded. None opposed, motion carried.

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

None.

Agenda Item #9 – Program Planning and Development Committee Report

Chair Julie Hale reported that the Committee met by Zoom Video Meeting on November 5, 2020 to review the responses to the RFQ for (1). OAA/LSP for Transportation Services in Pasco County and (2). OAA/LSP for Mental Health Services in Pinellas and Pasco Counties.

1. OAA/LSP RFQ for Transportation Services in Pasco County

Chair Julie Hale by direction of the Program Planning and Development Committee moved to recommend that the Board of Directors award OAA/LSP for Transportation Services in Pasco County to Pasco County Public Transportation as of January 1, 2021 for one year with up to 5 annual renewals thereafter. Directors voted to approve. None opposed, motion was carried.

2. OAA/LSP RFQ for Mental Health Counseling Services in Pinellas and Pasco Counties

Chair Julie Hale informed that the Committee was made aware that there were no responses to this RFQ. AAAPP staff have consulted with Legal Counsel and is reaching out to mental health providers to negotiate the continuation of services for current clients of the program. The Committee supports the approach being undertaken by AAAPP staff and made a motion to inform the Board of Directors. Discussions on mental health services ensued. For information only, no action necessary.

Agenda Item #10 – Area Agency on Aging of Pasco-Pinellas Inc 2019 990 Report

Ms. Ann Marie Winter, Executive Director presented the Area Agency on Aging of Pasco-Pinellas Inc 990 Report for 2019 as provided by Cavanaugh & Co. LLP. The Finance Committee recommends that the Board of Directors approve and file the 990 with the IRS. Dr Audrey Baria made a motion to approve

and file the 2019 990 Report with the IRS. Ms. Barbara Sheen-Todd seconded. None opposed, motion carried.

Agenda Item #11 – AAAPP Statement of Revenue and Expense Budget vs Actual

Ms. Ann Marie Winter, Executive Director presented for review the AAAPP Statement of Revenue and Expense - Budget vs Actual for the period September 30, 2020. Ms. Winter reported that the AAAPP has now completed 63% of the fiscal year with a projected surplus towards the end of 2020. There were no questions or comments. Judge George Jirotko made a motion to approve the AAAPP Statement of Revenue and Expense - Budget vs Actual for the period September 30, 2020. Dr Stuart Strikowsky seconded. None opposed, motion carried.

Agenda Item #12 – AAAPP Balance Sheet

Ms. Ann Marie Winter, Executive Director, presented for review the Area Agency on Aging of Pasco-Pinellas Balance Sheet for the period September 30, 2020. There were no question nor comments. Judge George Jirotko made a motion to approve the AAAPP Balance Sheet for the period September 30, 2020. Mr. Chris Comstock seconded. None opposed, motion carried.

Agenda Item #13 – Area Agency on Aging of Pasco-Pinellas Inc. Surplus/Deficit Report

Ms. Ann Marie Winter, Executive Director presented the Area Agency on Aging of Pasco-Pinellas Surplus/Deficit Report for the period September 30, 2020. There were no question nor comments. Ms. Barbara Sheen Todd made a motion to approve the Area Agency on Aging of Pasco-Pinellas Inc. Surplus/Deficit Report for the period September 30, 2020. Mr. Chris Comstock seconded. None opposed, motion carried.

Agenda Item #14 – Conflict of Interest Form 2021

Ms. Ann Marie Winter, Executive Director presented the Conflict of Interest Form 2021. Ms. Winter explained that the Conflict of Interest Form is an annual requirement that AAAPP Board of Directors must complete, sign and return to the AAAPP by mail or electronically.

Agenda Item #15 - 2021 AAAPP Board Meeting Schedule

Ms. Ann Marie Winter, Executive Director presented the AAAPP Board of Directors Meeting Schedule for 2021. Ms. Winter informed that the Board will meet 10 times in 2021 on the 3rd Monday of each month with the exception of January and February 2021 when they will meet on the 2nd Monday of the month. There are no meetings in July and December. For information only, no action necessary.

Ms. Martha Lenderman stated that while Board members are conscientious of fulfilling their responsibility to attend in person Board meetings the state is also in the middle of a current public health emergency as it relates to Covid-19. In the best interest of Board members and the Agency there is need to consider the possibility of bi-monthly or quarterly Board meetings. Ms. Lenderman stated a change in the Bylaws will be required to adjust the meeting schedule considering the risks factors and surges in cases of Covid19. Also, the Executive Committee has the power to take action in the absence of full Board subject to ratification by the full board when convenient.

Ms. Colleen Flynn, AAAPP Legal Counsel advised that in accordance with the AAAPP By-Laws there is nothing in the statute that requires a minimum number of meetings. In her opinion, a vote to temporary suspend the requirements of the Bylaws to meet 9 times a year is possible and then authorize a new schedule to skip some meetings instead of voting to change the By Laws. Ms. Flynn informed that should the need for an emergency Board meeting arise, the Executive Committee can invoke the Executive Committee portion of the Bylaws and take action. There were discussion and questions which ensued on the matter. The Board will meet in person for the January 11, 2021 and will assess further based on the status of the pandemic.

Agenda Item #16 - 2021 AAAPP Annual Meeting and Luncheon

Ms. Ann Marie Winter, Executive Director presented four options for consideration regarding the 2021 Annual Meeting and Luncheon.

1. *Direct staff to identify a date and work towards creating the Luncheon on that date.*
2. *Hold off to the first quarter to determine if to proceed with the annual later in the year.*
3. *Do a virtual event later in the year, with no fundraising goal attached.*
4. *Cancel 2021 luncheon and prepare for 2022.*

The Board will continue to assess the status of current pandemic and wait until January 2021 to decide on an option. The Annual Meeting will be held since this is the meeting where offices are sworn in for the new term.

Agenda Item #17 - Outcome Measures

Ms. Tawnya Martino, ADRC Director presented the Achievement of Outcome Measures for Fiscal Year 2019-2020. Ms. Martino informed that three outcome measures were not achieved namely: Environment which were high risk referrals, Nutrition and MW Eligibles which are no longer being used by the DOEA. For information only, no action necessary.

Agenda Item #18 – President’s Report

President Hernandez thanked Directors for attending the meeting in person to conduct the business of the AAAPP. Congratulated Commission Charlie Justice and Commissioner Mike Wells for their electoral victories. Extended congratulation to Congressman Gus Bilirakis through Director Robert Hatfield. Thanked the AAAPP staff for the incredible work being done during this pandemic. Wished everyone a Happy Thanksgiving and Merry Christmas.

Agenda Item #19 – Executive Director Report

The Executive Director reported as follows: new position has been created in the Finance Department to ensure continuity of the department. Hired Ms. LaShanna Young as Controller. Recruitment for CFO and Grant Accountant continues; the AAAPP is working to identify Mental Health provider for OAA Title IIIB services; close to finalizing recruitment for a new Director of Program Accountability. Currently working with Jason and Tawnya in overseeing the GR and OAA programs; the Helpline backlog is currently up to 14 days, call volume is very high due to open enrollment; will be co-chairing the Tampa Bay Humana Bold Goal Impact workgroup with PSA6 and Humana; will be co-presenting virtually in mid-December at the National Home & Community Based Services Conference on the AAAPP Dinning Out at Home Program; working with Social Venture Partners on a project to help providers increase their capacity. The Executive Director informed that work continues in keeping the leadership team and staff motivated during this difficult time. Staff continues to do an incredible job despite all the emotional, physical and environmental strains they endure. The Executive Director thanked Ms. Stacie Bolen for her outreach program, thanked the IT Team for the new system installed for board meetings in the conference room. She wished everyone Happy Holidays and look forward to the time when we can all hug each other.

Agenda Item #20 – Board Members Comments

Mr. Chris Comstock wished everyone a Happy Thanksgiving, Happy Holidays and Happy New Year.

Agenda Item #21 – Open Agenda/Public Comments

None.

Agenda Item #22 – Adjourn

There being no other items for discussion the meeting adjourned at 10:50 a.m.

Respectfully Submitted,

Harriet Crozier, Secretary

Approved if signed

Virginia Cruz
Recording Secretary

Date _____