

BAY AGING

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS

January 23, 2020

Board Members Present: Mr. Stanley Clarke, At-Large, Essex County; Barry L. Gross, M.D., Secretary, Gloucester County; Mr. Ron Saunders, Treasurer, Gloucester County; Mr. Ed Clayton, Mathews County; Mr. Bruce Craig, Northumberland County; Mr. James Dudley, Middlesex County; Ms. Belinda Johnson, Westmoreland County; Ms. Vera Lee, Lancaster County; Mr. Charles Adkins, Esq., King & Queen County; Ms. Marcia Jones, Middlesex County; Ms. Karen Lewis, Vice Chair, Westmoreland County; and Ms. Cynthia Talcott, Richmond County

Board Members Absent: Mr. Jimmie Carter, Lancaster County and Rev. Maria Harris, King William County;

Staff Present: Ms. Kathy Vesley, President/CEO; Ms. Jennifer Beck, Director of Community Living Programs; Ms. MaDena DuChemin, Human Resource Manager; Ms. Cathey Eades, Director, Care Transitions; Ms. Melissa Blake, Veteran Directed Care Administrator; Jean Duggan, Director of Development; Ms. Stephanie Hutton, Executive Assistant; Mr. Michael Norvell VP of Business Development and Marketing; Ms. Tiffany Robins, Director of Home and Community Based Programs, Director of Care Coordination; Ms. Mary Simpson, Deputy CFO; Ms. Lisa Walker, VP, Advocacy Resources; Mr. Bobby Vassar, Sr Counselor to the President & CEO; Mr. Ken Pollock, Transit Director; Mr. Bill Smith, Deputy CFO; and Mr. Joshua Gemerek, Sr. VP Housing

Call to order: Chairman Stanley Clarke called the meeting to order at 9:37 a.m.

Roll Call: Ms. Stephanie Hutton called roll and a quorum was established for the scheduled January 23, 2020 Board of Directors Meeting.

Program:

Ms. Vesley requested the scheduled adoption and presentation of a resolution honoring Mr. Bill Reisner's term on the Board be continued to the March meeting. Mr. Reisner was scheduled to attend today's meeting but became ill and had to cancel. Directors unanimously agreed to continue the resolution and presentation to the scheduled March meeting.

Ms. Vesley shared a PowerPoint presentation of photos and videos as well as a blog posting by the Administration for Community Living (ACL) about ACL's recent visit to Urbanna. The event's purpose was

for ACL to learn more about what makes Bay Aging's Veteran Directed Care program so successful. Key ACL staff were in attendance in addition to veterans and caregivers who had emotional success stories to share. Directors who attended commented on how impressed they were with the representation from ACL as well as how moving the stories from the veterans and caregivers were. Directors felt everyone learned a lot about the core value of the program.

Consent Agenda:

- Minutes - November 21, 2019
- Agenda - January 23, 2020

Mr. Craig made a motion to approve the Consent Agenda.
Seconded by Dr. Gross, the motion was approved unanimously.

New Business:

Mr. Saunders stated the Finance Committee met last week and reviewed the financials. There was a discussion about adding a review of goals on the dashboard in six months.

Mr. Saunders reported the Finance Committee reviewed in depth the Bay Aging Financials through December 2019, including a dashboard instrument, which provides a monthly analysis of programs and services and their outcomes, and recommends the Bay Aging Board of Directors approve same. Seconded by Mr. Craig, the motion was approved unanimously.

Mr. Saunders stated the Finance Committee met last week and reviewed the Bay Aging Foundation financials. The financials were approved by the Bay Aging Foundation Board and are provided to the Bay Aging Board as a status report.

Ms. Vesley stated the Bay Health Solutions (BHS) Board of Directors met on January 6, 2020 and approved a slate of eight resolutions authorizing the co-CEOs to perform routine daily operations.

Mr. Clarke reported the Executive Committee reviewed in depth the eight BHS Resolutions. Seconded by Mr. Saunders, the motion was approved unanimously. (See attached addendum)

Ms. Vesley presented an altered resolution to allow initial closing of Daffodil Gardens Phase II to begin.

Mr. Clarke reported the Executive Committee reviewed in depth the proposed resolution for the initial closing of Daffodil Gardens Phase II and recommend same. Seconded by Ms. Jones, the motion was approved unanimously.

Ms. Vesley announced potential opportunities to partner with developers on three Low Income Housing Tax Credit developments. Bay Aging would be listed as a non-profit partner and will receive approximately \$30,000 once complexes are complete. This is a no risk opportunity and would also provide Bay Aging with first right of refusal should the apartment complex be listed for sale.

Mr. Clarke reported the Executive Committee discussed in depth partnering with developers on three Low Income Housing Tax Credit developments and recommend same. Seconded by Mr. Dudley, the motion was approved unanimously.

There was a discussion about BHS referrals and its website and Facebook.

Ms. Vesley reminded Directors the Bay Aging Foundation minutes are posted to the Director's website for review.

Mr. Norvell informed directors about the 2020 plans for the Bay Aging Foundation. One planned series of events is a campaign to target each of the 10 counties in Bay Aging's service area. Gloucester and Middlesex are currently planned with other counties still in the development phases.

Ms. Duggan gave an update on the Dementia Friendly Communities initiative. Information on recognizing signs of dementia and appropriate interaction was shared. An invitation to the two planned community outreach meetings were distributed to the Directors.

Governance:

As part of Bay Aging's ongoing Board governance training, Ms. Vesley, introduced a new segment on Organizational Standards. Ms. Vesley reminded directors that Bay Aging is compliant with all 58 standards set forth by the Community Services Block Grant Organizational Standards Center of Excellence. She reviewed the

three thematic groups and their corresponding categories and standards, mentioning how Bay Aging adheres to each. The document was included in the Board package for their review and to prepare for the discussion prior to the meeting.

Chief Executive's Report:

Ms. DuChemin stated the Leadership Institute met for their first class this week and it was a success. The class will be following John Maxwell's 21 Qualities of a Leader program, which will be supplemented with outside activities that allow the students to apply what they are learning. Ms. Vesley invited Directors to sign up to teach a segment/class, if they are interested.

Prior to this meeting the Directors received via email and through their internal portal the Board Notes; this document was also included in their meeting binders. Board Notes provide programmatic updates, celebrate successes and highlights for new or up and coming programs and services. The Board also receives copies of press releases and other materials that reflect Bay Aging initiatives. Ms. Vesley encouraged Directors to review the materials at their leisure and welcomed any questions they may have.

Ms. Vesley shared that a researcher from the University of Minnesota is completing a project that looks at the top 50 oldest counties in the US. Lancaster County is ranked number 11 in the nation and is the 'oldest of the old' (ages 85+) in the state of Virginia. Ms. Vesley was interviewed and shared views on the reasons for the percentage of successful aging citizens.

Ms. Vesley stated Urbanna Professional Center renovations are moving forward. Requests for bids for contractors to perform the remodel are set to be released around February 1st, a selection will be made in March, and construction will start in April-May. The architect has developed plans and a schedule that will call for the renovation of the three vacant buildings first. Once complete, staff in the current Main Office will move into the remodeled space until the renovations of the Main Office have been complete. Construction of all buildings is set to be finished in October 2020.

Ms. Vesley informed Directors there was a recent Title VI complaint within the Transit division. Mr. Pollock stated a rider felt she was discriminated against because a dispatcher knew she was a minority by talking to her on the phone. Transit does not collect

background information about riders that would allow dispatchers to know a rider's age, race, religion, nation of origin, or other protected information. Mr. Pollock investigated the claim and found no evidence of discrimination. Mr. Vassar added he found no evidence that treatment was different than the standard. The report and findings were sent to the Department of Rail and Public Transportation. The client does reserve the right to appeal. Directors suggested looking into technology that would allow phone calls to be recorded and referenced should a claim arise in the future.

Ms. Vesley shared a schedule of known upcoming county Board of Supervisors Meetings and each Director's corresponding county impact sheet. She encouraged Directors to attend the meetings. Bay Aging would be speaking on behalf of their budget request. Also Directors were asked to review the service sheets and make any suggested edits. Directors suggested having clients speak during the public comment section about how services impacted their lives to help add support for our request.

Ms. Vesley stated there is a bill going before the General Assembly that would bring 3.6 million dollars for home care services. Ms. Vesley shared a letter of support for the bill to be sent to representatives and asked for Director feedback. Directors unanimously agreed Ms. Vesley should sign and send the letter on the agency's behalf.

Ms. Vesley announced May Day will be May 22, 2020 at the Deltaville Maritime Museum. All Directors are encouraged to attend this event.

Ms. Vesley stated the \$10 per hour minimum wage for all employees has been met, and employees in good standing were given a holiday bonus. She shared information in an article she just read about how minimum wage affects suicide rates. This raise in pay has a fundamental impact in the lives of employees. She expressed appreciation for Directors supporting the increase in wages.

Unfinished Business:

Mr. Saunders volunteered to help with the Leadership Institute.

Board Member Comments:

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Next Meeting: The next meeting is scheduled to be held on March 26, 2020 at 9:30 a.m. at Port Town Village.

There being no further business, Mr. Clarke adjourned the meeting at 11:31 a.m.

I certify that the foregoing is a true and correct copy of the minutes approved by the Bay Aging Board of Directors.



Mr. Stanley Clarke, Chairman



Barry L. Gross, M.D., Secretary