

BAY AGING

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS

July 24, 2025

Board Members Present: Barry L. Gross, M.D., Chair, Gloucester County; Mr. Robert Wilbanks, Vice-Chair, Middlesex County; Ms. Lynda Smith, Treasurer, Mathews County; Mr. Stanley Clarke, Secretary, Essex County; Ms. Vera Lee, Lancaster County; Mr. Ben Owen, King & Queen County; Mr. Bruce Craig, Northumberland County; Mr. James Dudley, Middlesex County; Ms. Cynthia Talcott, Richmond County; Mr. Bill Doyle, Northumberland County; Ms. Donna Cogswell, Westmoreland County; Ms. Belinda Johnson, Westmoreland County, and Mr. Jimmie Carter, Lancaster County.

Board Members Absent: Reverend Maria Harris, King William County, and Ms. Jeanne Hockaday, Gloucester County.

Guests Present: Mr. William Massey, President & CEO of Peninsula Agency on Aging, and Mr. Sydney Johnson, Essex County Board of Supervisors.

Staff Present: Ms. Kathy Vesley, President & CEO; Mr. Tinsley Goad, Chief Financial Officer; Mr. Alan Walker, Assistant Director, Multifamily Housing Development; Ms. Lisa Walker, VP - Advocacy Resources; Ms. Jennifer Beck, Director, Community Living Programs; Ms. Janice Burse, Assistant Director of Single-Family Housing - Weatherization; Ms. Kenisha Martin, Assistant Director of Single-Family Housing - Planning and Development; Ms. Stephanie Hudgins, Director, Administration & Operations; Ms. Julie Northcott-Wilson, Statistician; Ms. Fran Anderson, Project Manager Community Care Hub and Care Transitions; Mr. Bobby Vassar, Sr. Counselor to the President; Ms. Angie Alley, Assistant Director, Housing Services; Ms. Pat Sanders, Operations Manager; Mr. Patrick Frere, Director, Planning and Development; Ms. Melissa Blake, Director, Veteran Directed Care; Ms. Brooke Foster, Assistant Director, Multi Family Housing; Ms. Brianna Noel, Enrollment Manager, Veteran Directed Care; Ms. Tiffany Robins, Director, Health Services; Ms. Elizabeth Myers, Director, Finance - Housing; Ms. Kenosha Stewart, Assistant Director, Housing Choice Voucher Program; Ms. Natasha Brown, Director, Finance; Ms. MaDena DuChemin, Director, Human Resources; Ms. Rebecca Oliver, Administration & Operations Assistant; Dr. Rev. Mary Ligon, Chaplain; Ms. Julie Horner, Nutrition Programs Manager; Mr. Joshua Gemerek, Senior Vice President, Housing; and Mr. David Fols, Transit Director

Call to order: The Bay Aging Board of Directors met via hybrid method: in-person at the Bay Aging Main Administration Building (5306 Old Virginia Street, Urbanna, VA) and via Zoom teleconference

Ms. Vesley reviewed the 2026 Area Plan and the steps taken in detail: advertising across the entire PSA 17/18 service area of the Northern Neck and Middle Peninsula was completed, a public hearing was held, there was an open timeframe for public comment, and it was presented to the Executive Committee, and approved by the Advisory Council.

Dr. Gross reported that the Executive Committee has reviewed the 2026 Area Plan in depth and recommends the Bay Aging Board approve the same. Seconded by Mr. Craig, the motion was approved unanimously.

Ms. Vesley reported to the Directors, Rappahannock General Hospital's proposal for use of their electronic health record (EPIC), was not selected; however, remains under consideration for possible future implementation. athenahealth, Inc. has been selected for use due to lower cost. It meets the needs for the GUIDE program and is CMS compliant. She extended acknowledgement to Mr. Carter for exceptional effort to secure options.

Ms. Vesley reviewed in detail Affirmative Action Plan (AAP) Report, including 2025 Q2 AAP report, 2025 AAP For Protected Veterans, and 2025 Individuals with Disability, provided prior to the meeting.

Dr. Gross reported that the Executive Committee has reviewed the 2025 Q2 Affirmative Action Plan. Seconded by Mr. Craig, the motion was approved unanimously.

Dr. Gross updated the Board of Directors that initial conversations have begun with an outside consulting firm to implement Succession Planning for the President and CEO. He mentioned there is an approximate timeline of two years and this is a detailed and lengthy process. Discussions are in the early stages of this process.

Dr. Gross reviewed that there is a 457 Deferred Compensation plan in place and budgeted for FY2026, based on the positive comprehensive financial audit of FY2024. It is offered to the President & CEO and the CFO of Bay Aging currently. This may expand later. The Executive Committee will review yearly.

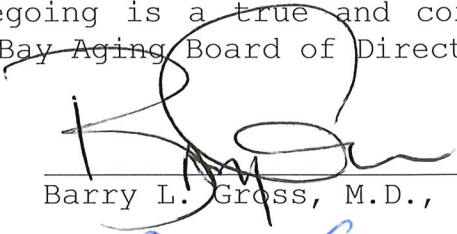
Mr. Walker provided an update on the following properties:

Kingston House, 2-bedroom parish house in Mathews County. The proposed MOU outlines the church would maintain ownership of the property, but Bay Aging would manage, including tenant selection compliant with Fair Housing laws. This is a low-risk opportunity.

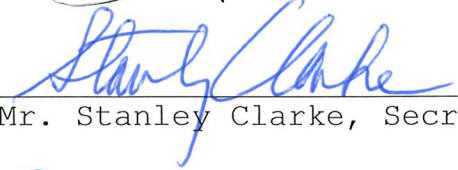
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There being no further business, Dr. Gross adjourned the meeting at 11:36 a.m.

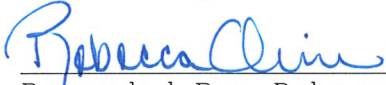
I certify that the foregoing is a true and correct copy of the minutes approved by the Bay Aging Board of Directors.



Barry L. Gross, M.D., Chairman 9/25/25
Date



Mr. Stanley Clarke, Secretary 9-25-25
Date



Recorded By: Rebecca Oliver, 9-25-25
Administration & Operations Assistance Date