AREA AGENCY ON AGING 1-B
Board of Directors Meeting
Friday, February 26, 2016 9:30 a.m.
29100 Northwestern Highway, Suite 400, Southfield, MI 48034

MINUTES

Members Present:	Amin Irving, Chair	Mark Rottermond
	Vurn Bartley, Jr. (phone)	Comm. Bob Smith (phone)
	Jan Dolan	Barbara Turner (phone)
	Walter Ernst	Comm. Jason Turner (phone)
	Sandra Hann	Jamie Verdi
	Andy Hetzel	Karen Wintringham
	Robert McMahon	Comm. Helaine Zack
	Tom Miree	
Members Absent:	Comm. Gary Childs	Peter Lichtenberg
	Betty Chu	Comm. Karl Tomion
	Comm. Ruth Ann Jamnick	
Guests Present:	Meta Lothman	Patrick Fuelling, Doeren Mayhew
Staff Present:	Tina Abbate Marzolf, CEO	Jim McGuire
	Marie Baloga	Erika Morgan
	Garry Cole	Lori Smith
	Amanda D'Angelo	Margaret Topous
	Roberta Habowski	Bill Walsh
	Jenny Jarvis	Kathleen Yanik
	Ann Langford	

Call to Order/Roll Call/Introductions

Amin Irving, Chair, called the meeting to order at 9:31 a.m. Roll was called, and a quorum was present.

Kathleen Yanik introduced Margie Topous, Communications Specialist, to the Board.

Call to the Public

None

Consent Agenda

I. Minutes of the November 20, 2015, Board of Directors Meeting
Action requested to approve minutes of November 20, 2015, Board of Directors Meeting

II. FY 2016 First Quarter Contractor Over/Under Report
Action requested to accept and file report

III. Application Review Committee Membership
Action is requested to approve the appointment of Marsha Koet, Dan Sier, and Barbara Turner to the Application Review Committee effective immediately.

IV. Minutes of October 21, 2015 Advisory Council Meeting
Action requested to accept and file report

ACTION: Jan Dolan moved, supported by Karen Wintringham, to approve the Consent Agenda. Motion carried unanimously.

Agenda Items

I. Executive Report – Tina Abbate Marzolf, Chief Executive Officer

Tina Abbate Marzolf announced there are several new Advisory Council members this year, many of whom attended an orientation meeting on February 17.

Tina reviewed the new format of the Executive Report, which was changed to reflect the new format of the Corporate Goals. Tina reported that this year, the AAA 1-B's goal is to enroll approximately 33% more people than last year into the Prepaid Ambulatory Health Plan (PAHP). Several new process improvements have been implemented in order to meet this goal.

Tina announced that the AAA 1-B kicked off its Leadership Training for Excellence program in January. This training is based on Harvard Business Review training materials to provide staff with the tools to be successful in their leadership roles. The first training included Team Leaders and Managers from the Community Support Services Department and the feedback has been positive.
Tina congratulated Lori Smith for being the AAA 1-B's first quarter 2016 212° award winner.

II. Finance Committee Report – Mark Rottermond, Chair, Finance Committee

Mark Rottermond reported that the Finance Committee met on February 8, 2016. Mark introduced Pat Fuelling, Doeren Mayhew, to the Board.

A. FY 2015 Audit

Patrick Fuelling, Doeren Mayhew, presented the FY 2015 Financial Audit to the Board of Directors. Doeren Mayhew granted the AAA 1-B an unmodified opinion on the FY 2015 financial statements with three material weaknesses and one significant deficiency identified in the financial statements. Additional testing performed by Doeren Mayhew identified that the weaknesses and the deficiency were one-off issues that have mostly been resolved. Patrick provided some highlights of the Financial Statements and noted that the AAA 1-B is very strong in the area of cash assets and that revenue has increased from the previous year.

ACTION: Walter Ernst moved, supported by Tom Miree, to accept the FY 2015 audit and approve its submittal to the Michigan Aging and Adult Services Agency and Department of Health and Human Services. Motion carried unanimously.

B. Restatement of 401K Plan

Mark reported that the 401K Plan was amended to permit hardship withdrawals.

ACTION: Walter Ernst moved, supported by Bob Mcmahon, to adopt the corporate resolution adopting the AAA 1-B 401K Profit Sharing Plan and Trust, as amended and restated effective January 1, 2016. Motion carried unanimously.

C. Restatement of Pension Plan

Mark reported that the Pension Plan was amended to include provisions for employees that have been reemployed after normal retirement age and suspension of benefits.

ACTION: Walter Ernst moved, supported by Bob Mcmahon, to adopt the corporate resolution ratifying the amended and restated plan, as signed by the Chief Administrative Officer on January 26, 2016 and effective January 1, 2016. Motion carried unanimously.

D. Financial Report

Bill Walsh presented highlights of the FY 2015 yearend Financial Report including Prepaid Ambulatory Health Plan (PAHP), MI Choice program reconciliation, and SameAddress. Bill noted that SameAddress performed better than planned last year and was able to launch their new business for less money than what was budgeted.

Bill also presented the first quarter 2016 financial statements, including PAHP and SameAddress.

ACTION: Bob Mcmahon moved, supported Walter Ernst, to accept and file the Finance Committee report. Motion carried unanimously.

III. Governance Committee Report – Tom Miree, Chair, Governance Committee

Tom Miree reported that the Governance Committee met on February 8, 2016.

A. Policies

1. Fragrance Sensitive Workplace
This policy was created to limit the use of fragrances in the AAA 1-B offices. Tina stated that once this policy is approved, the agency will work with office property managers to help ensure that cleaning products used in our offices are fragrance sensitive.

2. IT Security
This policy was revised to add transfer methods for electronic Protected Health Information (ePHI) policies and the Health Insurance Portability and Accountability Act (HIPAA) Compliance Manual to the list in the AAA 1-B security portfolio.

3. Office Closure Due to Severe Weather or Other Emergency
This policy was revised to identify key staff required to work in the event of an office closure due to severe weather to maintain critical operations of the AAA 1-B.

4. Transfer Methods of ePHI
This policy addresses acceptable methods for transferring ePHI information.

ACTION: Walter Ernst moved, supported by Karen Wintringham, to approve the policies as follows:

Fragrance Sensitive Workplace
IT Security
Office Closure Due to Severe Weather or Other Emergency
Transfer Methods of ePHI

Motion carried unanimously.

B. Board Officer Nominations
Tom reported the Committee will have a slate of officer candidates to present at the March 18 Board of Director's meeting.

C. Results of 2015 Board of Directors Assessments
Tom reported that the Committee reviewed the results of three surveys, which included the Annual Survey of the Full Board of Directors, the Annual Survey of Individual Board of Director Members, and Meeting Surveys. Feedback from the surveys resulted in the Committee requesting a list of acronyms and an overview of AAA 1-B key programs be provided to Board members. The Committee also

reviewed 2015 Board and Committee member attendance. Tina noted that Amin Irving is an ex-officio member and is not required to attend committee meetings. Tom encouraged all Board members to continue to complete the meeting surveys and offer suggestions for improvement.

D. Strategic Planning
Tom announced that the AAA 1-B has hired consultant, Go Lean, to help facilitate the development of the FY 2017-2019 Strategic Plan. A Board and Advisory Council member strategic planning retreat will be held on Friday, March 4. Jenny Jarvis encouraged Board members to attend this workshop to help develop the AAA 1-B Strategic Plan.

ACTION: Walter Ernst moved, supported by Jan Dolan, to accept and file the Governance Committee report. Motion carried unanimously.

IV. Ad Hoc Strategic Diversification Committee Report – Mark Rottermond

Mark Rottermond reported that the Ad Hoc Strategic Diversification Committee met on January 25, 2016.

Mark reported that SameAddress has funding to operate until at least the end of March. The Finance Committee will meet to discuss their financials and make a recommendation to the Board at the March 18 meeting.

Mark reported that MI Health Link experienced a financial loss in FY 2015. Tina reported that one reason for the loss is that a high percentage of people opted out of the program which helped cause low program enrollment.

ACTION: Walter Ernst moved, supported by Helaine Zack, to accept and file the Ad Hoc Strategic Diversification Committee report. Motion carried unanimously.

V. Silver Key Coalition Advocacy Strategy – Jim McGuire, Director of Research, Policy Development, and Advocacy

Jim McGuire reported that the Silver Key Coalition is seeking a $5 million statewide increase in funding for in-home services supported through the Michigan Aging and Adult Services Agency (AASA). In addition, Jim announced that the Silver Key Coalition's efforts will be extended beyond the original three year time frame to continue making progress towards the goal of eliminating people on the wait list.

ACTION: Bob Mcmahon moved, supported by Walter Ernst, to adopt the advocacy position recommended by the Advisory Council to support the request for a $5 million funding increase for FY 2017. Motion carried unanimously.

VI. Corporate Metrics – Jenny Jarvis, Chief Strategy Officer

Jenny Jarvis stated that the Board will receive a dashboard of the status of the AAA 1-B Corporate Goals at the end of each quarter. Amin Irving recommended assigning weights to each goal to help establish work priorities.

VII. Mobility Management Update – Roberta Habowski, Mobility Project Manager

Roberta Habowski provided an update on myride2. She reported that myride2 continues to grow at a steady rate of 13%. Roberta announced that the agency received a $155,000 grant from SMART to fund the myride2 program. She reported that the Regional Transportation Authority has been developed for Macomb, Oakland, Wayne, and Washtenaw counties to advocate for coordinated transportation systems. Helaine Zack commended Roberta for serving on the Regional Transit Authority (RTA) and for all of her advocacy efforts.

VIII. Member Information Exchange

Garry Cole announced that there will be two free screenings of the film, "The Age of Love," sponsored in part by SameAddress, at Madonna University on Monday, March 21. Garry also reported that SameAddress will be sponsoring three speed dating events at senior centers.

IV. Adjournment

Amin Irving, Chair, adjourned the meeting at 11:30 a.m.

Respectfully submitted,

Lori Smith, Administrative Assistant

Approved:

Karen WIntringham, 1st Vice Chairperson

March 18, 2016
Date