

ELDERSOURCE BOARD OF DIRECTORS MEETING
Wednesday, September 19, 2018 - 1:00 P.M.
Board Conference Room
ElderSource
Jacksonville, Florida
Call-In Number: 1-888-670-3525;
Participant Passcode: 6900636646, then #

AGENDA

- | | |
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| 1. Call to Order & Introductions | Stuart Gaines, President |
| 2. Roll Call | |
| 3. Approval of Minutes (July 18, 2018 Meeting) | |
| 4. President's Report | Stuart Gaines, President |
| 5. Staff Presentation | |
| • Mission Moments | Renee Knight, Vice President of
Community Services |
| 6. Committee Reports/Motions | |
| Executive Committee | Stuart Gaines, President |
| Budget/Finance Committee | Lynn Esposito, Treasurer |
| Program and Planning Committee | Coley Jones, Vice President |
| Governance Committee | Sue Krall, Secretary |
| Personnel Policies/Bylaws Committee | Sue Krall, Secretary |
| 7. Advisory Council Report | Jerry Reynolds, Chair |
| 8. Old Business | |
| 9. New Business | |
| 10. Other Business/Comments from Members and/or Visitors | |
| 11. Next Meeting | November 21, 2018, 1:00 PM
Board Conference Room
ElderSource
Jacksonville, Florida |
| 12. Adjourn | |

Inclusion Statement: ElderSource values all people – including but not limited to all nationalities, socio-economic backgrounds, abilities, races, genders, religious perspectives, sexual orientations and gender identities – in everything we do. We welcome the unique insights and perspectives of all persons in our quest to fulfill our mission.

Mission: To empower individuals to age with independence and dignity by providing leadership, direction, advocacy, and support for a comprehensive coordinated continuum of care.

PROPOSED MOTIONS

BUDGET/FINANCE COMMITTEE:

The Budget/Finance Committee moves approval of the draft Area Agency on Aging budget for 2019.

PROGRAM AND PLANNING COMMITTEE:

The Program and Planning Committee moves approval of funding for both Jacksonville Senior Services and Aging True for the services they proposed and the amounts they requested in response to the Older Americans Act Request for Proposal.

The Program and Planning Committee moves approval of sole-sourcing with the Baker County Council on Aging for the services they proposed in their response to the Older Americans Act Request for Proposal.

The Program and Planning Committee moves approval of the updated allocations under Local Service Programs and the United Way/Baldwin Foundation.

The Program and Planning Committee moves approval of the updated allocations for the Older Americans Act funding to providers, reducing each provider proportionately to create a disaster relief fund per the Department of Elder Affairs.

GOVERNANCE COMMITTEE:

The Governance Committee moves approval of the ElderSource Board of Directors Application submitted by Mr. Ray Parkhurst of Volusia County.

The Governance Committee moves approval of the nomination of President Stuart Gaines and Mr. Don Roberts to serve a fourth term on the Board of Directors.

PERSONNEL POLICIES/BYLAWS COMMITTEE:

The Personnel Policies/Bylaws Committee moves approval of the amendment of Article V, Section B of the Board bylaws to include a statement that the chair of the Advisory Council is not a voting member. The revised section will read "The membership of the Corporation shall be the chair of the Advisory Council plus a minimum of fifteen (15) members consisting of one (1) member elected from each of the seven (7) counties with the remaining members elected based on the Board's needs regardless of county. The Advisory Council chair is a non-voting member."

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MINUTES

ElderSource
Board of Directors Meeting
July 18, 2018 – 1:00 P.M.
Board Conference Room
Offices of ElderSource
Jacksonville, Florida

Present:

President Stuart Gaines
Vice President Coley Jones
Treasurer Lynn Esposito
Secretary Sue Krall (By telephone)
Mary Ann Daly (By telephone)
Dr. Sandy Robinson
Walette Stanford
Ruth Ann Hepler
Brenda Ezell (By telephone)
Jacqualine Whyte (By telephone)
Shelley Hirsch (By telephone)
Don Roberts
Elizabeth Gunn
Melissa Gilreath
Jerry Reynolds, Advisory Council Rep.

Absent:

Sybil R. Dodson-Lucas
Janet Adkins (Exc.)

Guests:

Paul Schobert, Mutual of America

Staff Present:

Linda Levin, Chief Executive Officer
JaLynne Santiago, Chief Financial and Operations Officer
Nancy Tufts, Vice President of Programs
Phyllis Kennebrew, Customer Services Specialist II
Brenda Donaldson, Administrative Assistant

CALL TO ORDER:

President Stuart Gaines called the meeting to order at 1:05 p.m.

ROLL CALL:

Ms. Brenda Donaldson, Administrative Assistant, called the roll. A quorum was present.

Secretary Sue Krall, Ms. Mary Ann Daly, Ms. Jacqueline Whyte, Ms. Brenda Ezell and Ms. Shelley Hirsch participated in the meeting by telephone.

REVIEW OF 401(K) RETIREMENT PLAN FOR STAFF:

The service provider for the ElderSource 401(k) retirement plan for staff is the Mutual of America Life Insurance Company. Mr. Paul E. Schobert, Participant Account Representative of the Tampa Regional Office of Mutual of America, presented the annual Retirement Plan Review prepared by his organization for the Northeast Florida Area Agency on Aging, Inc., d.b.a. ElderSource. Prior to his presentation to the Board of Directors, Mr. Schobert and Ms. Patti Finnegan, Associate Account Representative, presented the Plan Review to the members of the Personnel Policies/Bylaws Committee.

At the beginning of his presentation, Mr. Schobert disseminated printed copies of the Mutual of America *Retirement Plan Review* prepared for ElderSource and the accompanying handouts to the members of the Board of Directors. Electronic copies of the *Review* and its attachments were also transmitted to the members in advance of their July 18 meeting.

Mutual of America is a life insurance company, but they work only in the area of retirement plans. Mr. Schobert stated that their goal is to help our staff understand their retirement plans and insure that our organization is providing the best retirement plan possible for its employees. Mr. Schobert meets regularly with ElderSource staff to provide education and assist with questions concerning our pension plan. He estimated that, on average, from eight to ten employees meet with him individually during his visits to ElderSource.

Mr. Schobert advised that, for the most part, there have been no material changes in the ElderSource staff retirement plan. He discussed several matters as a part of his review, including:

- The history of Mutual of America,
- The fiduciary support Mutual of America provides to our organization and the other organizations they serve,
- The processes and services they carry out for ElderSource as a bundled services provider,
- Funds,
- Fees and fund expenses for the agency.

Mr. Schobert advised that Mutual of America is a bundled provider. They furnish plan documents and reports, Board resolutions and employee education, and they file Form 5500s (Summary Annual Reports) for us. He stated that it is important to note that ElderSource cannot absolve itself of its role as fiduciary. Mutual of America will assist employers in satisfying their fiduciary obligations, but they cannot serve as a fiduciary as they offer their own funds. Mutual of America staff may educate employees on the investment options available to them, but they may not make fund selections for them.

Mr. Schobert advised that a few years ago, his organization had an outside counsel draft a hold harmless and indemnification agreement. Mutual of America will hold harmless and indemnify a plan sponsor/fiduciary in the event that a plan participant should bring any type of legal action against them for breach of fiduciary responsibilities related specifically to the investments. This would include the payment of reasonable legal fees and the payment of settlements, if it were

determined that the process was not appropriate. Mr. Schobert reported that, in order for this agreement to be effective, we are required to:

1. Have a qualified default investment alternative,
2. Provide the 404(c) notice to our employees annually,
3. Allow Mutual of America to visit our offices and speak with staff at least annually.

ElderSource meets each of these requirements.

Mr. Schobert provided information about Morningstar and the fund offerings available to ElderSource under our group annuity contracts. Morningstar provides ratings for these offerings. The ratings range from one star to five stars, with five stars being the highest rating a fund may receive and one star being the lowest.

Mr. Schobert reviewed the expense analysis and fees for the ElderSource plans. As a member of the National Association of Area Agencies on Aging (n4a), and as an employer with more than \$1 million in assets, ElderSource pays no fees for the administrative services provided by Mutual of America. The only fee to the agency is borne by the employee, based upon the investments they choose.

The *Benchmark Fee Report* and the *Demographic Plan Review* prepared for ElderSource were also reviewed with Board members. We have 48 employees, 34 of whom are contributing to their retirement plan. All employees are eligible to contribute to the retirement plan immediately upon employment, and there is an automatic enrollment of 1% for new employees only. New employees may opt out of the automatic enrollment, but only a minimal number of staff has opted out.

APPROVAL OF MINUTES:

Mr. Don Roberts moved approval of the minutes of the May 16, 2018 meeting of the ElderSource Board of Directors. Vice President Coley Jones seconded the motion. The motion carried without opposition, and the minutes were accepted as submitted.

PRESIDENT'S REPORT:

President Stuart Gaines presented the President's Report. President Gaines spoke of the importance of Board member financial support of the agency and the need to have 100% participation in this area. He noted that it is extremely important that all members give financially to the organization as our funders want to see that commitment from the Board. He encouraged the members to give at a level that is meaningful to them.

President Gaines updated everyone on the work of the CEO Appraisal Workgroup. There was a motion through the committee to consider an assessment tool that all Board members will be asked to complete based upon information the CEO will provide about their performance. The tool is available through BoardSource. The Workgroup approved a motion for the purchase of a full BoardSource membership, including the assessment tool.

President Gaines reported that he and the CEO meet every other month in advance of Board meetings to discuss any pending issues or to follow up on matters that were discussed previously.

STAFF PRESENTATION:

Mission Moments:

Ms. Phyllis Kennebrew, Customer Services Specialist II, presented the Mission Moments report. She spoke of the case of a senior who lives alone in Nassau County on a very limited income. The man's residential lighting began flickering off and on due to a corroded panel box. He faced the disconnection of his electricity in a very short period of time due to the condition of the box, which had to be repaired. The senior no longer drives, and he was unable to reach the Nassau County Council on Aging in order to complete his application for assistance through the Senior to Senior program. Their Volunteer Coordinator went to him with the paperwork. We were able to have his panel box repaired, and his power was not disconnected.

Staff Recognition:

The members of the Board recognized the 25th employment anniversary of Ms. Brenda Donaldson, Administrative Assistant, which took place in early July.

CHIEF EXECUTIVE OFFICER'S REPORT:

Ms. Linda Levin, Chief Executive Officer, presented the Chief Executive Officer's report. She referred to the written July 2018 *Chief Executive Officer's Report*, which is available through the Board portal.

- **Responding to Needs:**

Ms. Levin reviewed our new programs to provide mental health counseling for seniors and address opioid dependency, and we hope to be able to provide a new service addressing suicide prevention. In addition to these programs, we are expanding our home repair/modification services. This will be done through the Older Americans Act Title IIIB increased funding we just received. In their Older Americans Act allocations, each provider has been given specifically designated funds for mental health counseling and home repairs/modifications.

- **A Night with the Stars:**

The A Night with the Stars gala takes place on October 29 at the Alhambra Dinner Theatre in Jacksonville. Detailed information concerning the event was provided at the close of the meeting.

- **Department of Elder Affairs Monitoring:**

Our agency will be monitored by the Department of Elder Affairs in November. Staff will advise the members of the Board of the date and time of our Entrance Interview and Exit Interview as soon as we learn of them.

- **Legislative Visits:**

Ms. Levin has been meeting with elected officials and those running for office. During these visits, Ms. Levin provides information about ElderSource, what we do and educating them on the needs of the seniors we serve. Often, the officials visit ElderSource and tour our facilities.

EXECUTIVE COMMITTEE:

President Stuart Gaines, Chair, presented the report of the Executive Committee. He referred to the minutes of the committee's June 22 conference call, which were sent to the members of the Board of Directors in advance of their July 18 meeting. During their meeting, the Executive Committee approved:

- The Request for Proposals document for the 2019-2024 Older Americans Act procurement process,
- Sole sourcing Older Americans Act services in Clay, Flagler, Nassau, St. Johns and Volusia Counties through our existing providers. In each of these counties, the current providers were the only respondents to the Request for Information (RFI). We will go forward with the Request for Proposals process for Baker and Duval Counties. In Baker County, the Council on Aging and one new party responded to the RFI. In Duval County, responses were received from the City of Jacksonville and Aging True.

ElderSource will contract to the Jacksonville Area Legal Aid, Community Legal Services of Mid-Florida and AHEC (Area Health Education Centers), as there was no competition for those services.

- The distribution of Older Americans Act funding increases as follows:
 - Title IIIB – retain \$80,000 for ElderSource to add two additional Customer Services Specialists and \$143,287 for LAN (local area network); \$14,929 to be distributed evenly between Jacksonville Area Legal Aid and Community Legal Services of Mid-Florida, \$234,489 to be distributed among service providers using the OAA funding formula. Funding distributed to providers includes those funds contracted specifically for mental health counseling and home-improvement services,
 - Titles IIIC1, IIIC2, IIIE - to be distributed among current providers using OAA funding formula,
 - Title IIID – to AHEC to provide evidence based programming including the addition of Chronic Pain Self Management to address opioid dependency as well as a suicide prevention program,
 - The allocations for the United Way/Baldwin Foundation funding as reflected within the chart furnished to the members of the Executive Committee.

During the July 18 meeting of the Executive Committee's Chief Executive Officer Appraisal Workgroup, the members of the Executive Committee approved the purchase of a full BoardSource membership, including the assessment tool. The tool will be used for Board member self-assessments and the assessment of the CEO.

BUDGET/FINANCE COMMITTEE:

Treasurer Lynn Esposito, Chair, presented the report of the Budget/Finance Committee.

Treasurer Esposito advised that, from her financial perspective, things are on track. The organization is expected to be in a good financial position at the end of the year, and with the new allocations we received, we were able to get some new positions in place. We also received

additional funding through the sale of the Mobile Resource Center (MaRCy) for \$13,000.

Ms. JaLynne Santiago, Chief Financial and Operations Officer, reviewed the proposed 2018 budget revision for the Area Agency on Aging, sent to the members of the Board in advance of their meeting. She advised that we are within our ideal rate in terms of our expenses and that we are still on target. Ms. Santiago reported that she expects 2018 to end at or below our ideal rate. She also anticipates that revenues will be above what we budgeted for the year, based upon where we are trending.

Vice President Coley Jones moved approval of the revised Area Agency on Aging 2018 Budget. Mr. Don Roberts seconded the motion. The motion carried, without opposition.

PROGRAM AND PLANNING COMMITTEE:

Vice President Coley Jones, Chair, presented the report of the Program and Planning Committee.

As a part of their June 15 meeting, the members of the Program and Planning Committee reviewed the Programs Report with staff. Vice President Jones advised that the agency's programs are pretty much on track. A deficit is projected in a few Older Americans Act (OAA) programs, but we are only four months into the program year, and this is not a concern at this time. We will monitor the situation, however.

Vice President Jones reviewed the Request for Interest (RFI) and Request for Proposals (RFP) process for 2019 Older Americans Act (OAA) procurement. He explained that for five of the seven counties comprising PSA4, (Clay, Flagler, Nassau, St. Johns and Volusia Counties) Older Americans Act services will be sole sourced through our existing providers. In each of these counties, the current providers were the only respondents to the Request for Information (RFI). We will go forward with the Request for Proposals process for Baker and Duval Counties. In Baker County, the Council on Aging and one new party responded to the RFI. In Duval County, responses were received from the City of Jacksonville and Aging True. The approval of the OAA RFI and RFP was discussed earlier in the meeting during the Executive Committee's Report.

The Serving Health Insurance Needs of Elders (SHINE) program will be integrated with the Senior Medicare Patrol (SMP) program, which investigates fraud. This is through a five-year grant received by the Department of Elder Affairs. Each of Florida's Area Agencies on Aging will receive approximately \$30,000, which will be in addition to their SHINE contract.

GOVERNANCE COMMITTEE:

Secretary Sue Krall, Chair, presented the report of the Governance Committee.

The Governance Committee last met on July 13. In keeping with their earlier meeting, the members of the Governance Committee visited the BoardSource website and reviewed the information available there. They found BoardSource to be worth joining, provided that the cost of membership and their survey tool was within our organization's budget. The survey tool is \$699 if the purchaser is a member. Based upon our budget, our annual membership fee would be \$1,500, for a total cost to ElderSource of \$2,199 annually. There are adequate funds in the budget for this purchase.

On behalf of the Governance Committee, Secretary Sue Krall moved that ElderSource invest the sum of approximately \$2,200 annually to purchase the BoardSource membership and tool. Mr. Don Roberts seconded the motion. The motion carried, with no opposition.

Also considered at the committee's July 13 meeting was the Board self-assessment. The committee supported conducting the Board self-assessment every two years, with the next self-assessment taking place in 2019. The committee will encourage all Board members to participate in the self-assessment process.

At their meeting, the Governance Committee also reviewed the Board Member and Board President Position Descriptions. They recommended the revision of the Board Member Position Description by adding line eight, which reads "In consultation with the Board President and Executive Committee, participates in the annual evaluation of the Chief Executive Officer, including compensation." The committee also recommended the amendment of line fourteen of the Board President Position Description to read, "Formally evaluates the performance of the CEO in consultation with the Executive Committee and the Board of Directors and recommends to the Board the annual salary of the CEO."

President Stuart Gaines opened the floor for a motion to accept the recommendations of the Governance Committee as concerns the revision of the Board Member and Board President Position Descriptions. Mr. Don Roberts so moved. Ms. Elizabeth Gunn seconded the motion. The motion carried, without opposition.

The Governance Committee has favorably considered two applications for membership on the Board of Directors, received from Ms. Catherine Kelly and Dr. Lauri Wright. It was felt that both candidates would be an excellent fit for the Board, and the members spoke well of each nominee. Secretary Krall noted that we are still in need of diversity on the Board and members from Baker, Clay and Volusia Counties.

The Governance Committee moved approval of the Board membership applications of Ms. Catherine Kelly and Dr. Lauri Wright. Mr. Don Roberts seconded the motion. The motion carried, without opposition.

PERSONNEL POLICIES/BYLAWS COMMITTEE:

Secretary Sue Krall, Chair, presented the report of the Personnel Policies/Bylaws Committee.

During their meeting of July 13, the members of the Personnel Policies/Bylaws Committee met with Mr. Paul E. Schobert and Ms. Patti Finnegan of the Tampa Regional Office of Mutual of America. Mr. Schobert and Ms. Finnegan presented the annual Retirement Plan Review prepared for ElderSource to the members of the committee.

ElderSource contributes ten percent of a staff member's salary to their retirement fund once the employee has reached their first anniversary of employment. They are immediately vested for their own contributions, and vesting for employer contributions is six year graded. A few years ago, on the recommendation of Mutual of America, ElderSource introduced the opt-out to staff. New employees now are automatically enrolled contributing 1% of their salaries, but they have the choice of opting out. If they wish, staff also has the opportunity to contribute more than the 1% and may do so in round numbers or ½% increments.

The members of the Personnel Policies/Bylaws Committee considered the question of auto escalation for new staff, beginning on a specified date in the future. An alternative would be to sweep into auto escalation everyone who had been automatically enrolled and those current employees who do not contribute into the plan, giving them the opportunity to opt out. Each year, the amount of the employee's contribution would grow in 1% increments, capping out at 6%.

The members of the Personnel Policies/Bylaws Committee moved that the Board of Directors assist staff in improving their retirement and savings plan by automatically escalating their own contributions to their plan by 1% per year over a five-year period, up to 6%. The staff would be advised that they may opt out of the auto escalation if they wish to do so. The automatic escalation will take effect with the second pay period of January 2019. Eligibility is limited to those employees who were auto enrolled at 1% and remained there. As soon as they make an election to change the auto enrollment, the auto escalation would not apply. Dr. Sandy Robinson seconded the motion. The motion carried, with no opposition.

ADVISORY COUNCIL REPORT:

Mr. Jerry Reynolds, Chair, presented the Advisory Council Report. He advised that the Advisory Council has added members recently to insure that each county is represented. They have also amended their bylaws to reflect that if an Advisory Council member is a staff member of a service provider, they cannot be a voting member on the Advisory Council. Although they were not voting members previously, it was not delineated in the bylaws. This is per the Department of Elder Affairs.

At their last meeting, the Advisory Council served as a focus group for the strategic planning process. The consultant facilitated a lively discussion among the members who all provided input as to what is needed in each of our counties to support the elderly and caregivers.

The Advisory Council will also be helping staff with telephone calls to seniors to see if they need help with applying for benefits and then connecting them with the staff.

Mr. Reynolds advised that the Area Plan update is coming up and that the Advisory Council will be giving staff their input on that as well.

OLD BUSINESS:

None.

NEW BUSINESS:

None.

OTHER BUSINESS/COMMENTS:

None.

ADJOURNMENT:

Having no further business, the meeting was adjourned at 2:05 p.m.

NEXT MEETING:

The next regularly scheduled meeting of the ElderSource Board of Directors will be held on Wednesday, September 19, 2018 at 1:00 p.m. in the Board Conference Room, Offices of ElderSource, 10688 Old St. Augustine Road, Jacksonville, Florida.

Ms. Brenda Donaldson, Administrative Assistant, prepared the minutes.

Approved by: _____
Dr. Sue Krall, Secretary

Date: _____

VISION STATEMENT

The overarching vision for the family of corporations is that everyone lives and ages with independence and dignity in their home and community.

INCLUSION STATEMENT:

ElderSource values all people – including but not limited to all nationalities, socio-economic backgrounds, abilities, races, genders, religious perspectives, sexual orientations and gender identities – in everything we do. We welcome the unique insights and perspectives of all persons in our quest to fulfill our mission.

MISSION MOMENTS

SHINE, Serving the Health Insurance Needs of Elders, is a federal program that helps older adults understand their Medicare benefits and provides counseling and consultation and advocacy related to their benefits.

Ms. A. is 79 years old and relocated to Jacksonville from Puerto Rico after Hurricane Maria. She came to ElderSource in December 2017. We assisted her with applying for MSP (Medicare Savings Program) and LIS (Low Income Subsidy) and referred her to multiple other resources in the community to help her with some of her other needs. Ms. A. returned to ElderSource in August 2018 to tell us how much she appreciated how we helped her. She is now getting \$109 more in her Social Security check due to the MSP benefit and is only paying \$6 a month for medication as a LIS beneficiary. She moved into her own low income senior housing apartment in July as result from a direct referral from us. And is now attending the Mandarin Senior Center where she also volunteers. Ms. A. was so happy that she did a couple of salsa steps with cane in hand in the office our SHINE Liaison, Carrie Gonzalez.

Senior to Senior is a program started by Mrs. Delores Barr Weaver to help older adults in a financial crisis. The program helps to resolve the presenting crisis, but also the underlying cause of the crisis when possible. The Jim Moran Foundation began supporting this program in 2018.

Mrs. C. is 60 years old and lives in Clay County with her husband who is a veteran. Mr. C. is oxygen dependent in addition, is frail and a fall risk, uses a feeding tube and requires constant supervision. Mrs. C. is also ill and battling double-breast cancer. Her cancer surgery cannot be performed until she can provide the VA a caregiving plan for Mr. C. for the time she will be in surgery, recovering and receiving therapy. To give her some time to make (and pay) for caregiver arrangements, UF Health authorized her to take chemo pills to keep the cancer at bay until her surgery. The chemo pills have a \$400 required co-payment. UF Health connected her with a pharmaceutical grant that will pay for her medication co-payments, but their funding won't start until sometime in September 2018. On the days that she goes to Gainesville for the chemo pill, she is expected to get to the doctor's office, take the chemo pill and deal with the side effects quickly, turn around and get in her car and drive back home to relieve the caregiver, all within a few hours.

**ELDERSOURCE
MISSION
STATEMENT**

*To empower
individuals to age
with independence
and dignity by
providing leadership,
direction, advocacy,
and support for a
comprehensive
coordinated
continuum of care.*

**ELDERSOURCE
INSTITUTE MISSION
STATEMENT**

*ElderSource Institute
provides access to
the most trusted
resources, expert
knowledge and local
network on all
matters of aging.*

**WISE OWL
PROPERTIES
MISSION
STATEMENT**

*Wise Owl Properties
manages capital
investments to best
support the missions
of the ElderSource
organizations and
provide a return on
investment*

Clay Electric scheduled disconnection for non-payment of her energy bill and provided her a 24 hours' notice, as required when customers are on oxygen. Because her husband cannot be left without supervision, Mrs. C. was not able to arrange/pay for a caregiver that same day, in order to get the Low Income Home Energy Assistance. The applicant must come in person for assistance and there were no appointments available for that week. Mrs. C. was referred to us by United Way 211 for utility assistance as their energy was going to be disconnected within 24 hours. When she contacted us, Mrs. C. was completely frustrated that there was no agency that would assist her, despite her pleading for help. Through the use of email and fax, the paperwork was completed for Senior to Senior and processed. The Senior to Senior fund was used to pay \$579.59 to Clay Electric for the family.

Ms. F. is 60 years old is legal blind and has multiple health conditions limited mobility from a stroke. She lives with her mother in a home they own. She has limited mobility, and to get in and out of her home she has to go up and down several steps. She doesn't leave home very often, but when it is necessary, such as for doctor's appointments, she has to ask her neighbors to help lift her in her wheelchair over the steps. This is an unsafe circumstance for both Ms. F. and the neighbors. Her Case Manager from Aging True, referred Ms. F. to us for assistance. Ms. F.s and her mother live on \$1961 combined Social Security Income and they do not receive food stamps. The Senior to Senior program paid for a ramp to be built. Five Star Quality Handyman Service performed the work, at a cost of \$2463. This gave Ms. F. safer transport in and out of her home and helps her to live more independently.

Benefits Enrollment Center is a grant from the National Council on Aging to help screen older adults for a variety of benefits including those that SHINE assists with but also Veterans benefits, SNAP (Supplemental Nutrition Assistance Program), formerly food stamps, emergency home energy assistance etc. Once screened, clients are referred to the appropriate program for application.

Ms. T. called us in March and has been assessed and placed on the Medicaid Managed Care Long Term Care waiting list. We sent a letter of active and waitlisted clients who appeared eligible for additional assistance and asked our Advisory Council members to follow up calls to those clients to see if they were interested in speaking with someone more. One of our Advisory Council members spoke with Ms. T. and the client requested a call from our BEC Coordinator to assist with the application for MSP and LIS. The BEC Coordinator completed a Benefits Checkup Tool and the program listed the benefits she qualified for, including SNAP. The coordinator assisted Ms. T. with her SNAP application, along with the MSP, and LIS. During the conversation, she mentioned she was late with her electricity bill a few months ago and now they are charging her a \$250 deposit and she didn't have the money for it. Staff was able to refer to the Emergency Home Energy Assistance Program at the Clay County Council on Aging where they were able to assist her with her electric bill.

**IMPORTANT
DATES**

Strategic Planning

ElderSource Task
Force Meetings
September 7, 13 and
21; 12-1:30

ElderSource Institute
Task Force Meetings
September 14 and
October 12; 9-10:30

Wise Owl Task Force
Meeting
October 12; 12-1:30

ElderSource, Inc.
(Parent) Task Force
Meetings
September 20 and
October 25; 12-1:30

**A Night with
the Stars**

October 29, 6pm
Alhambra Dinner
Theater

DOEA Monitoring

Week of
November 6, 8am
through November
8, 3pm

STRATEGIC PLANNING: OLD AND NEW

The semi-annual status report has been posted on the Board Portal for your review. We are in the last year of the current plan. If you have any questions, regarding the current plan or status report, contact me.

We started on our next cycle of strategic planning with Julia Burns from Clarity Transitions. We had our all boards retreat and are now going into small task force meetings. The PowerPoint that was referred to at the retreat was sent to everyone previously. It includes the input and feedback from key stakeholder interviews, surveys of professionals as well as surveys of clients and caregivers, and input from Advisory Council and staff focus groups. This will help inform our work going forward. Work will begin with revisiting the mission statement for ElderSource and the vision statement which will help guide us in our work when it comes to setting priorities, determining strategies and tactics and assigning responsibility.

FLORIDA ASSOCIATION OF AREA AGENCIES ON AGING (F4A)

Chapter 430: The association is making recommendation to DOEA for changes needing to be made to Chapter 430. This Florida Statute addresses the state funded programs, bidding requirements for these programs, and the operations of the Aging and Disability Resource Centers.

Legislative priorities: F4A has started working on legislative priorities for the coming session to include increased funding for the ADRCs to address the workload issues being experienced statewide, funding for administrative/management dollars for the Area Agencies on Aging to manage the state programs, and funding for the state programs and services.

Executive branch issues and priorities: The association also started talking about several priorities on which we want to work with the Department to include but not limited to, the administrative/management funding for Area Agencies on Aging, changes to the Home Care to the Elderly subsidy amount and allowing HCE clients to keep their benefit when they go into the Medicaid Long Term Care Program, the development of a fiscal handbook.

Funding opportunities: We discussed at our last meeting some innovative ways to generate revenue including taxing districts, license plate revenue and medical marijuana tax revenue. I'm chairing the committee to work on these.

ADVOCACY EFFORTS

Over the summer we invited legislative candidates from both political parties to visit the agency and take a tour to learn about who we are, what we do, our operations and the needs of older adults in our community. We also have been

strongly advocating with DOEA to make changes to the Home Care for the Elderly Program so that people do not experience a decrease in their subsidy benefit or lose it all together when they “age out” of the Home Care for Disabled Adult Program for under 60 and go into HCE and/or go into Medicaid Managed Care Long term Care. DOEA is seeking input on the rule addressing this to which we submitted comments. We are gearing up for our federal advocacy efforts as well.

MISCELLANEOUS STAFF ISSUES:

First, I want to address with you some recent staff turnover we have experienced. We have lost several staff primarily in the Helpline mostly due to personal reasons. I share this with you so that you are aware of potential impact on workloads and backlogs which may be raised during the course of monitoring by DOEA. Managers are working to quickly fill these positions and get staff trained quickly to keep the impact to a minimum and to be able to address and any deficiencies or backlogs before too long.

Second, I want to highlight for you a few things we have been working with staff:

- **Leadership Team Mission Statement:** The leadership team created a mission statement for ourselves that we then rolled out to staff at our last staff meeting in a fun and exciting way. That mission statement is The Leadership Team strives to lead by example with professionalism and integrity that inspires, guides, supports and empowers staff to work with passion and compassion so they feel valued and can serve clients, volunteers, the community and funders effectively. We had a good time putting it together and rolling it out to staff and will continue to reinforce it.
- **Community garden:** Every month I have small group lunch meeting as a time to get to know staff and for staff to get to know each other better. We talk about a variety of things and staff have the opportunity to ask questions and share ideas. One suggestion was to do an ElderSource community garden together. We have formed a committee of interested staff who have already started putting some ideas together. We hope to have something “operating” by the end of the year. Staff will be able to plant, care and cultivate and staff are also interested in including the residents in the various communities on our block.
- **Inclusion efforts:** We have continued to expose staff to issues related to diversity and inclusion. Through the end of the year staff have signed up to serve on a committee and plan an informative activity for everyone. Staff have enjoyed planning and participating and learning.
- **Working caregivers:** We are so focused on serving others that we forget we have people among us who live with some of the same issues of the people we are helping. We conducted a survey of staff to see who is in a caregiving role, what their challenges are and how we as an agency can help. The full Leadership Team is meeting to review the results and to develop plan, continuing to create an environment where our staff feel supported.

SISTER COMPANIES UPDATES

ElderSource Institute:

ElderSource Institute has been increasing its training in the community as well as its online training. Staff continues to sell the LGBT Elder Cultural Competency Trainings, the Train-the-Trainer package, and now the LGBT Elder Friendly Business Certification funded by the LGBT Community Fund at the Community Foundation. ElderSource Institute with the LGBT Cultural Competency Training is an inaugural member of the National Association of Area Agencies on Aging Member Marketplace. The Member Marketplace is an opportunity for member area agencies on aging to market their services and products to other area agencies on aging around the country through the national association. ElderSource Institute is also exploring other venture opportunities to be detailed at a later date.

Wise Owl Properties:

The Board of Directors for Wise Owl Properties continues to actively seeking to have the 10696 property leased or sold. The arrangement Wise Owl was working on most recently did not come to fruition. The company interested in the space was not able to get the zoning exception it needed. The Board continues to seek other opportunities.

Parent Company:

Strategic Planning: Strategic Planning has started! Focus groups and surveys are underway and the All Boards Retreat and Task Force meetings are all scheduled.

Development Committee: This year's A Night with the Stars has a new twist. It will be held October 29 at the Alhambra Dinner Theater. It will be a night recognizing individuals working on the front lines providing direct care to elderly in their home, at a center, in a facility, etc. All nominees will be honored and Luminary Awards will be given to the winners in the various categories. The Delores Barr Weaver Elder Advocate Award will be given to Senator Aaron Bean and Representative Travis Cummings for their support of older adults in the legislature. They were instrumental in obtaining the funding increases in our programs and services serving frail elders as well as in continuing to obtain the funding just for our region for home delivered meals for people on the waiting list. A portion of the proceeds raised will be going to provide support to family caregivers.

ElderSource Board of Directors
Meeting of the
Executive Committee
CEO Appraisal Workgroup
Offices of ElderSource
Jacksonville, Florida
July 18, 2018 – 12:00 P.M.

MINUTES

Present:

President Stuart Gaines
Vice President Coley Jones
Treasurer Lynn Esposito
Dr. Sandy Robinson
Elizabeth Gunn

Absent:

Secretary Sue Krall (Exc.)

Staff Present:

Linda Levin, Chief Executive Officer
Brenda Donaldson, Administrative Assistant

CALL TO ORDER:

President Stuart Gaines called the meeting to order at 12:15 p.m. A quorum was present.

REVIEW OF GOVERNANCE COMMITTEE RECOMMENDATIONS:

The members of the Governance Committee met on July 13, 2018 to finalize their recommendations concerning the amendment of the Board President and Board member position descriptions addressing the CEO performance appraisal. Copies of the committee's suggested revisions for these documents were furnished to the CEO Appraisal Workgroup in advance of their July 18, 2018 meeting. They also considered membership in BoardSource for the use of the Board and the CEO, including a CEO performance appraisal tool.

• **Board President and Board Member Amended Position Descriptions:**

President Gaines advised that the goal of the revision of the Board member position description was to more fully involve the Board of Directors in the performance evaluation of the Chief Executive Officer (CEO), including compensation. It was the recommendation of the workgroup and the Governance Committee that the Board members take a larger role in the CEO's evaluation, including compensation.

The members of the CEO Appraisal Workgroup reviewed the modifications recommended by the Governance Committee. They considered the possibility of holding quarterly open conversations with the CEO in order to discuss strategic goal planning and personnel development plans. Historically, this has not been done, but the CEO and the Board President do meet every other month in advance of Board meetings to discuss any pending issues or to follow up on matters that were discussed previously. The Workgroup members stated that they would also welcome speaking with the CEO about any issues. It was suggested that, as part of the President's Report at Board meetings, the Board President read into the minutes of the meeting information about any discussions held with the CEO.

Staff evaluations normally take place in October of each year. Compensation for the CEO should be submitted to the Board of Directors for approval by January of the following year.

- **BoardSource Membership:**

The members of the Governance Committee reviewed the BoardSource website and survey tool. They found BoardSource to be worth joining, provided that the cost of membership and the survey tool are within the organization's budget. The cost of the survey tool is discounted and is \$699 if the purchaser is a BoardSource member. Based upon our budget, our annual membership fee would be \$1,500, for a total cost to ElderSource of \$2,199 annually. There are adequate funds in the budget for this purchase.

Several members of the Governance Committee have worked with BoardSource in the past and like it. The agency used BoardSource some years ago, and the Board then found it to be very helpful. The Governance Committee believes that BoardSource membership would be of great use to Board members if they access the website, use the information and take advantage of it.

The CEO Appraisal Workgroup reviewed a demonstration of the assessment tool, using the assessment of an executive with another organization. The program is web based and takes approximately one hour for Board members to complete. The survey tool may be stopped and the survey answers saved until the user returns. There is a tracking mechanism so that the Board may know which members have completed the survey and which have not. Our goal is to have 100% participation in the assessment process.

Through BoardSource membership, the Board and CEO also have access to papers, sample policies, books and training. BoardSource serves as a resource for the Board and the CEO, and membership may be renewed on an annual basis.

For staff evaluations, the ElderSource CEO and senior leadership currently use Performance Now. The Performance Now program is automated and is also the tool used by the CEO for her self-evaluations. It has all of the competencies for the different positions, and comments may be edited. Performance Now also includes employee goals, which may also be edited.

Following further discussion, Dr. Sandy Robinson moved approval of the purchase of a full BoardSource membership, including the assessment tool. Vice President Coley Jones seconded the motion. The motion carried, without opposition.

- **Board Self-Assessments:**

Ms. Levin advised that Board self-assessments are done every two years, with the next self-assessment slated for 2019. The results of the assessments are tallied and are presented to the Governance Committee for their review. If there is anything that requires attention on the part of the Board, the committee will bring the matter to the attention of the appropriate member(s).

- **Board Member Development:**

Workgroup members noted that our Board members come from a variety of backgrounds and levels of Board experience. They felt that the Board member training available through BoardSource would be very valuable to new members. The workgroup members also talked about Board member recruitment through the Advisory Council, using the Advisory Council as a training ground, and/or committee membership by individuals who are not current Board members. These members would be brought to the Board after they have had the opportunity to learn more about the organization via committee or auxiliary membership. The Board could then be built strategically, based upon its needs.

The recommendations concerning Board membership will be presented to the Governance Committee for their consideration.

ADJOURNMENT:

Having no further business, the meeting was adjourned at 12:55 p.m.

Ms. Brenda Donaldson, Administrative Assistant, prepared the minutes.

Northeast Florida Area Agency on Aging
2019 Draft Budget

	AAA 2018 Budget	AAA 2018 Proj Actual	2018 Budget to Actual	AAA 2019 Budget	\$ Change 2018 Proj Actual 2019 Budget	% Change 2018 Proj Actual 2019 Budget	NOTES
Program Revenue							
DOEA Contracts	1,891,604.00	1,982,604.00	(91,000.00)	1,953,311.00	(29,293.00)	-1%	2019 - Additional Funds received in MIPPA and MAC & MW programs
Program Revenue	172,260.00	172,260.00	-	145,000.00	(27,260.00)	-16%	
Admin Revenue	1,030,368.00	933,165.00	97,203.00	1,030,368.00	97,203.00	10%	2018 - Do not expect to earn all of Admin; unearned revenue will carry into 2019
Veteran's Program Revenue	130,123.00	240,246.00	(110,123.00)	240,250.00	4.00	0%	
Carry forward	40,897.00	-	40,897.00	173,059.00	173,059.00	#DIV/0!	2019 - Projected Carryforward from OAA Programs (Admin, HB ICR, IHE ICR)
Total Program Revenues	3,265,252.00	3,328,275.00	(63,023.00)	3,541,988.00	213,713.00	6%	
Operating Expenses							
Salaries	1,837,730.00	1,826,954.00	10,776.00	1,953,645.00	126,691.00	7%	2019 - Expect to be underbudget due to gaps in staff 2019 - Salaries based on 5% increase and add'l (2) positions: Volunteer Coordinator, Admin Support
Add'l Taxable Health Insurance Stipend	43,048.00	44,609.00	(1,561.00)	46,494.00	1,885.00	4%	
Year End Bonuses	-	10,000.00	(10,000.00)	10,000.00	-	0%	Did not originally budget for; was anticipating year end projections for affordability
Total Salaries	1,880,778.00	1,871,563.00	9,215.00	2,010,139.00	128,576.00	7%	
Employee Benefits							
Health	230,432.00	206,117.00	24,315.00	260,234.00	54,117.00	26%	2019 - Overall Personnel costs are higher due to added positions: Admin Support, Contract Manager, Volunteer Coordinator
Dental	11,250.00	11,738.00	(488.00)	13,340.00	1,602.00	14%	
Life	8,323.00	8,316.00	7.00	9,736.00	1,420.00	17%	
Pension	173,394.00	157,904.00	15,490.00	170,073.00	12,169.00	8%	2019 - Pension plan is based on the number of hours worked; AAA has experienced staff turnover in hourly positions
Total Benefits	2,304,177.00	2,265,638.00	38,539.00	453,383.00	197,884.00	-80%	
Payroll Taxes	155,451.00	146,175.00	9,276.00	165,510.00	19,335.00	13%	
Workman's Comp	8,100.00	8,100.00	-	8,100.00	-	0%	
Total Payroll Taxes	163,551.00	154,275.00	9,276.00	173,610.00	19,335.00	13%	
Payroll Processing Fees	9,907.00	10,944.00	(1,037.00)	11,140.00	196.00	2%	2019 - Includes cost of Affordable Care Act Compliance through Paycom
Employee Screenings	700.00	1,334.00	(634.00)	1,000.00	(334.00)	-25%	firing of additional staff and current employee re-screening
Total Other Employee Expenses	10,607.00	12,278.00	(1,671.00)	12,140.00	(138.00)	-1%	
Total Personnel Costs							
	2,478,335.00	2,432,191.00	46,144.00	2,649,272.00	195,861.00	9%	
Travel & Conferences	38,808.00	22,209.00	16,599.00	38,808.00	16,599.00	75%	
Rent - Office	135,000.00	135,000.00	-	135,000.00	-	0%	2019 - We were able to recover expenses other programs couldn't previously
Maintenance & Repair	-	2,416.00	(2,416.00)	1,000.00	(1,416.00)	-59%	
Telephone & Internet	40,653.00	41,379.00	(726.00)	44,379.00	3,000.00	7%	
Office Supplies	16,000.00	16,000.00	-	19,611.00	3,611.00	23%	
Printing & Supplies	39,209.00	35,403.00	3,806.00	39,209.00	3,806.00	11%	
Postage & Shipping	22,263.00	25,713.00	(3,450.00)	27,713.00	2,000.00	8%	

**Northeast Florida Area Agency on Aging
2019 Draft Budget**

	AAA 2018 Budget	AAA 2018 Proj Actual	2018 Budget to Actual	AAA 2019 Budget	\$\$ Change 2018 Proj Actual 2019 Budget	% Change 2018 Proj Actual 2019 Budget	NOTES
Office Equipment/Leasing	32,464.00	34,989.00	(2,525.00)	37,872.00	2,883.00	8%	2019 - Purchase additional equipment for oncoming staff
Outreach/Marketing/Advertising	59,667.00	42,124.00	17,543.00	59,667.00	17,543.00	42%	2019 - Increase marketing efforts through Strategic Planning
Dues & Subscriptions	37,518.00	37,518.00	-	47,740.00	10,222.00	27%	
Software	1,500.00	1,500.00	-	1,800.00	300.00	20%	
Consulting & Professional Fees	113,746.00	113,746.00	-	105,766.00	(7,980.00)	-7%	2019 - Won't have the same one time expenses as in 2018
Bank Fees	2,500.00	3,000.00	(500.00)	3,500.00	500.00	17%	
Taxes & Licenses	500.00	500.00	-	500.00	-	0%	
Property & Liability	16,144.00	13,000.00	3,144.00	16,144.00	3,144.00	24%	2019 - Not sure what to anticipate
Staff Training & Recognition	10,828.00	7,500.00	3,328.00	15,000.00	7,500.00	100%	
Volunteer Expenses	30,230.00	30,230.00	-	30,230.00	-	0%	
Total Operating Expenses	3,075,365.00	2,994,418.00	80,947.00	3,273,211.00	278,793.00		
Non DOEA Expenses							
CEO Allocation	6,000.00	4,500.00	1,500.00	5,000.00	500.00	11%	
Lobbying	5,000.00	5,000.00	-	5,000.00	-	0%	
Board Expenses				3,000.00	3,000.00	#DIV/0!	
Other Non DOEA Expenses				3,000.00			
Total Non DOEA Expenses	11,000.00	9,500.00	1,500.00	16,000.00	3,500.00		
Total Expenses	3,086,365.00	3,003,918.00	82,447.00	3,289,211.00	282,293.00		
Net Operating Margin	178,887.00	324,357.00	(145,470.00)	252,777.00	(68,580.00)		
Less: Transfers Out		200,000.00					
Less: Depreciation & Amortization	10,295.00	4,862.00		0.00			2018 - RV was sold
Total Net Margin	168,592.00	119,495.00	(145,470.00)	252,777.00	(68,580.00)		
* Additional Notes							
Unbudgeted Items for 2019:							
Telephone System Upgrade							
Purchase Multi-purpose Vehicle							

ElderSource
BUDGET/FINANCE COMMITTEE
10688 Old St Augustine Road
Jacksonville, FL 32257
Friday, August 24, 2018
1:00 PM

Present

Lynn Esposito Chair- via phone
Don Roberts-via phone
Elizabeth Gunn
Melissa Gilreath

Staff

JaLynne Santiago
Belinda Witherspoon

Meeting Called to Order

The meeting was called to order at 12:58 PM by Don Roberts.

Approval of Minutes

The minutes from the last meeting on June 22, 2018 were accepted as presented.

Review of Financial Reports

JaLynne reviewed the financials beginning with the Statement of Financial Position. JaLynne had no concerns as it relates to liabilities. In terms of Intercompany Receivables, the transfers could be ready as early as September and no later than the end of 2018. The Statement of Activities reflects the \$33,000 in additional revenues received for the MAC and Medicaid Waiver program. The funds allowed us to shift the OAA administrative cost back to these two programs where they belong.

JaLynne explained the YTD Actual Budget is the Current Year to Date Budget divided by six. She addressed Don's question regarding the gap between the 51% overage in Personnel Expenses and the 26% under in Employee benefits by explaining what is included under both of the line items. JaLynne states that the health benefits stipend received by approximately 14 staff in lieu of the health benefits was not included in the employee benefits line item. The MIPPA Program received an additional \$58,950 and will be reflected on Septembers report. Don asked for clarification of the expenses in the Veterans Program. JaLynne explained the program's payroll processing is part of the expenses. She explained the program, although requiring a lot of work, is growing faster than originally expected. JaLynne closed by reporting that we are on track financially.

Audit Update

JaLynne updated the committee on the audit. The audit is wrapping up with just a few requests trailing in from the auditors. The audit is expected to go well and the auditors are on track to present to the Board at the September Board meeting.

2019 Budget

JaLynne informed the committee that she is currently in the process of developing the 2019 Budget. JaLynne stated that she is currently considering upgrading our telephone system.

There is a concern that we may not be in the best position with our current software to respond in a disaster or other emergency. If we move to a cloud based software, Don asked that we also consider looking at cyber security. Melissa shared with JaLynne a contact that she used at Elderly Housing Management Corporation (EHM) to install there cyber security. Included in the 2019 Budget will be the financial performance of core programs, excluding pass through programs.

Staff will work with the committee to schedule a meeting to review the 2019 Budget prior to the Board meeting scheduled for September 19.

Meeting Adjourned at 1:22 PM
Minutes prepared by Belinda Witherspoon

Programs Committee Minutes
10688 Old St Augustine Rd
Friday August 31, 2018
12:00 PM

Present

Coley Jones, Chair via phone
Catherine Kelly
Dr. Lauri Wright–via phone
Gwen Azama-Edwards-via phone
Jackie Whyte-via phone
Lynn Esposito-via phone
Shelley Hirsch-via phone
Sybil Dodson-Lucas-via phone
Walette Stanford-via phone

Staff

Nancy Tufts
Linda Levin
Sherry Holmes

Meeting Called To Order

Coley Jones called the meeting to order at 12:03 PM.

Approval of Minutes

A motion to approve the minutes from the June 15, 2018 meeting was made by Lynn Esposito and seconded by Catherine Kelly. Minutes were unanimously approved.

Provider Surplus Deficit

Nancy Tufts, Vice President of Planning and Programs reviewed the Programs Report with the committee:

Older American Act (OAA)

Nancy noted that these numbers are through July. There was an increase in funding that has been allocated but not yet distributed as we are waiting on the amendment from DOEA before executing amendments with the providers. The providers have planned on spending additional funding for mental health services and home improvements. Nancy informed the committee that there may be a surplus at the end of the contract but it should be specific to the new funding that we will receive. Staff is working with the providers to make a plan. Linda stated that the OAA will allow for carry forward so if it does not get spent this year we will get it back next year. We will have a calendar year to spend it out. The carry forward only applies to the OAA.

Emergency Home Energy Assistance for the Elderly Program (EHEAP)

The contract year has been changed, extended by two months and with additional funding added. This additional funding did not come through until last month. Nancy indicated that there may be a surplus in the program but staff is working diligently with each provider to get the number of clients they can serve. Best practices were shared with the providers (received from other providers). i.e., coordinating with their local electrical company, working with representatives from their local Community Action Center and United Way. Staff is encouraging the providers to identify any barriers that would prevent them from spending these funds. We are also looking at other ways we can help such as utilizing our staff to help with applications.

General Revenue (GR)

Nancy noted that we are in the first month of the new contracts. She does not foresee any concerns at this time.

Senior to Senior and EASE (Emergency Assistance Serving Elders)

See Page 8 (handout) for the number of seniors served in June and July, along with the client highlights for this program.

Veterans Directed Home and Community-Based Services (VD-HCBS)

Nancy noted that the number served by this program continues to increase. See page 9 (handout) for details.

SHINE

The number of volunteers for our seven counties is shown on page 9 (handout). Staff continues to recruit for new volunteers. Staff and volunteers are beginning to prepare for open enrollment which starts in October.

Trend Report

Nancy informed the committee that providers have spent out their GR contracts and there are no concerns, nor are their concerns currently with the OAA spending. The Trend Report (pages 10-19).

Clay County Council on Aging (CCCOA)

Nancy and Linda updated the committee in detail regarding concerns with CCCOA. Staff have been having ongoing dialogue with Executive Director of the COA and most recently had a meeting with him and his two top staff. We have asked for additional details and may need to request a meeting with his Board. In the meantime, Linda informed the committee that we have an emergency procurement procedure. We have a procedure for continuing services if CCCOA were to close their doors. There are other providers in our area nearby who could assume the role until we do a new competitive bid for a provider in that community. Our goal is to help the provider through this period to avoid having to do this if possible.

Volusia County Transportation

The Department of Elder Affairs (DOEA) requires a level 2 background screening if direct services are being provided to an older adult. Votran the transportation agency for the county of Volusia that serves our aging population did not have those background checks. They have approximately 800 drivers. Staff has been working with the COA and Votran and the DOEA. We will update the committee by the next meeting as to when Votran will have the background checks completed. The Deputy Secretary of Elder Affairs was made aware and they are supportive of our actions.

Area Plan Update

This plan outlines the needs in the community, targeting and outreach goals, outcome measure requirements, and basic demographics of each county. Nancy noted that the area plan is posted on our website. These are the updates made to the plan:

- Changed the targeting goals to reflect the most recent estimates in each population and the goal of the service recipients.
- Each county's targeting goals updated

- Updated the tentative outreach schedules for each county and the PSA also.

Motion

A motion to accept the Area Plan updates was made by Shelley Hirsch and seconded by Walette Stanford. Motion passed unanimously.

2019 Older Americans Act Request for Proposal

Nancy reported that we received only one proposal for Baker County and all fatal criteria was met. We are recommending to sole-source the Older American Act services with Baker County Council on Aging for Titles IIIB (with the exception of legal services), IIIC-1, IIIC-2 and IIIE.

There were two bidders for Duval County, City of Jacksonville Senior Services and Aging True. The committee discussed the reviews and the scoring that they conducted of the RFPs applications and made their recommendations. Nancy noted that the City of Jacksonville Senior Services and Aging True were rated almost equally in all areas. The committee determined the scores indicated that both providers were worthy of being funded. The committee also noted that these providers are only asking for what they are already doing and for the same amount of funding that they had been getting.

Motion

A motion to approve funding for both Jacksonville Senior Services and Aging True for the services they proposed and for the funding they requested was made by Lynn Esposito and seconded by Shelley Hirsch. Motion passed unanimously.

Motion

A motion to approve the sole-sourcing with Baker County Council on Aging was made by Shelley Hirsch and seconded by Lauri Wright. Motion passed unanimously.

New Business

Local Service Programs and United Way/Baldwin Updated Allocations

Nancy explained to the committee the need to redistribute previously approved allocations for LSP and United Way/Baldwin Foundation funds due to county limitations placed on the United Way funding of which we were not initially aware. Staff is recommending moving \$5,000 from each program between St. Johns County Council on Aging and Baker County Council on Aging so that they each continue to have the same total amount of funding, just from different grants.

Motion

A motion to approve the updated allocations was made by Catherine Kelly and seconded by Shelley Hirsch. Motion passed unanimously.

Older Americans Act Allocation Updates-Disaster Funds

Funding increases for the OAA contracts were approved during the last meeting. Since that time, we received a notice from DOEA requesting a portion of the funding, to be held back as a Disaster Recovery Fund, reducing the actual allocations for OAA services to each provider. Staff is recommending making these reductions according to the percentage of their funding

Motion

A motion to approve the updated allocations for the OAA disaster funds was made by Catherine Kelly and seconded by Lauri Wright. Motion passed unanimously.

State General Revenue Closeout 2017-2018

The General Revenue contracts ended June 30, 2018. Funds were moved between providers who were either over or under spending to fully maximize the funding and spend out the contracts..
There was no further business for discussion and the meeting was adjourned.

Meeting Adjourned at 12:58 PM

Minutes prepared by Sherry Holmes

ElderSource Board of Directors
Meeting of the
Governance Committee
Board Conference Room
Offices of ElderSource
Jacksonville, Florida
September 7, 2018 – 3:00 P.M.

Minutes

Present:

Dr. Sue Krall, Chair
Ruth Ann Hepler (By telephone)
Walette Stanford (By telephone)

Absent:

Dr. Sandy Robinson (Exc.)
Janet Adkins

Staff:

Linda Levin, Chief Executive Officer
Brenda Donaldson, Administrative Assistant

CALL TO ORDER:

Dr. Sue Krall, Chair, opened the meeting of the Governance Committee at 3:10 p.m. A quorum was present.

Ms. Ruth Ann Hepler and Ms. Walette Stanford participated in the meeting by telephone.

APPROVAL OF MINUTES:

Chair Sue Krall opened the floor for any additions or corrections relative to the minutes of the July 13, 2018 meeting of the Governance Committee. There were none, and Ms. Walette Stanford moved approval of the minutes as written. Ms. Ruth Ann Hepler seconded the motion. The motion carried, and the minutes were accepted as presented.

NOMINATION OF SLATE OF 2019 BOARD OFFICERS:

The members of the Governance Committee considered the nomination of a slate of Board officers for the two-year term of office taking place from 2019 through 2020. President Stuart Gaines and Vice President Coley Jones are presently completing the second year of their first two-year term in their current offices, and Treasurer Lynn Esposito and Secretary Sue Krall are completing the unexpired terms of the officer vacancies they filled. Each officer may be re-elected for a second consecutive two-year term. The committee may also nominate a new slate of officers altogether, keeping with succession planning. Following discussion, the committee members agreed that they would like to nominate the current Area Agency on Aging Board officers for a second term of service:

President: Mr. Stuart Gaines
Vice President: Mr. Coley Jones
Treasurer: Ms. Lynn Esposito
Secretary: Dr. Sue Krall
At Large Members: Ms. Elizabeth Gunn; Dr. Sandy Robinson

Ms. Ruth Ann Hepler so moved. Ms. Walette Stanford seconded the motion. The motion carried, without opposition.

Chair Sue Krall will contact the nominees to insure that they are willing to serve a second term of office.

TERMS ENDING:

The members of the committee reviewed a list of the current terms of all Area Agency on Aging Board members, together with the month and year those terms are ending. Chair Krall reminded the committee that the fourth term of Ms. Jacqueline Whyte, member from Flagler County, will end in November 2018. The third terms of President Stuart Gaines, member from Flagler County, and Mr. Don Roberts, member from St. Johns County, will end in December 2018. In keeping with Article V, Section C, of the Board bylaws, "Each member of the Corporation shall be elected for a term of two (2) years and may be elected for a maximum of three full consecutive two (2) year terms. A fourth two (2) year term may be approved by seventy-five percent (75%) of the entire membership of the Corporation."

It was the consensus of the Governance Committee members to ask President Gaines and Mr. Roberts to serve an additional two-year term on the Board of Directors. Chair Krall will contact each member to ask if they are willing to serve a fourth term.

BOARD MEMBERSHIP:

The Governance Committee considered the Board membership application submitted by Mr. Ray Parkhurst of Volusia County. Chair Krall has been in touch with Mr. Parkhurst concerning his application. He is a current member of the ElderSource Advisory Council and has worked with Ms. Levin on a number of community and disaster related initiatives. He is on staff with the American Red Cross.

Ms. Ruth Ann Hepler moved approval of the nomination of Mr. Ray Parkhurst to serve on the ElderSource Board of Directors. Ms. Walette Stanford seconded the motion. The motion carried, with no opposition.

NEXT MEETING:

Should there be any nominated officers who find that they cannot serve for the 2019 – 2020 term of office, the members of the Governance Committee will meet again to consider a new slate. The members of the committee will also meet before the end of 2018 to revisit the Board Profile and re-examine Board membership needs for 2019.

ADJOURNMENT:

Having no further business, the meeting was adjourned at 3:20 p.m.

The minutes were prepared by Ms. Brenda Donaldson, ElderSource Administrative Assistant.



**ElderSource
BOARD OF DIRECTORS APPLICATION**

<p>I. Your Contact Information:</p> <p>Name: Ray Parkhurst</p> <p>Home Phone: 386-262-3332 Business Phone: 386-262-3332</p> <p>Home Address: 136 Avalon Dr. Ormond Beach. Fl. 32176</p> <p>Business Address: 341 White St. Daytona Beach Fl. 32114</p> <p>Occupation: Community Recovery Specialist Email: ray.parkhurst@redcross.org</p>																	
<p>II. Demographic and Diversity: The following information is for reporting to our funder (the Florida Department of Elder Affairs) and to ensure we have a diverse board with members representing various parts of our community and the elders we serve.</p> <p>Date of Birth: 12/18/1955</p> <p>Race/Ethnicity: <input checked="" type="checkbox"/> White <input type="checkbox"/> African American <input type="checkbox"/> Hispanic <input type="checkbox"/> Asian <input type="checkbox"/> Mixed Race <input type="checkbox"/> Other _____</p> <p>LGBT: <input type="checkbox"/> Yes No <input checked="" type="checkbox"/> (optional)</p>																	
<p>III. Your Background (Please attach a resume)</p> <p>Are you a veteran?: <input type="checkbox"/> Yes No <input checked="" type="checkbox"/></p> <p>What is your area of expertise either through work or education?</p> <table style="width: 100%; border: none;"> <tr> <td>Accounting</td> <td>Investment</td> <td>Finance</td> </tr> <tr> <td>Marketing</td> <td>Website Development</td> <td>Fundraising IT/MIS</td> </tr> <tr> <td>Planning</td> <td>Business Development</td> <td>Law (specify type): _____</td> </tr> </table> <p>Other: Facility Engineering, Project management, Disaster Recovery, and Preparedness</p> <p>What sector would you say you represent?</p> <table style="width: 100%; border: none;"> <tr> <td>Health Care</td> <td>Business</td> <td>Government</td> <td>Higher Education</td> </tr> <tr> <td>Faithbased Organization</td> <td>Disabilities</td> <td></td> <td></td> </tr> </table> <p>Other: Non – Profit</p> <p>Please list other community boards and committees you currently serve on, and years of involvement:</p> <p>Board Member Volusia Interfaith Networking in Disaster for 5 years. Board Chair Emergency Feeding Sheltering Program for Volusia / Flagler 3 years.</p>	Accounting	Investment	Finance	Marketing	Website Development	Fundraising IT/MIS	Planning	Business Development	Law (specify type): _____	Health Care	Business	Government	Higher Education	Faithbased Organization	Disabilities		
Accounting	Investment	Finance															
Marketing	Website Development	Fundraising IT/MIS															
Planning	Business Development	Law (specify type): _____															
Health Care	Business	Government	Higher Education														
Faithbased Organization	Disabilities																

List other aging agencies and or other community activities in which you have been involved:

Advisory Board representing Volusia for Elder Source

List three references:

Name	Phone Number
Jim Judge - Volusia County EM Director	386-316-1554
Fran Bruno - Retired Chair Volusia County	386-341-2021
Rebecca Delorenzo Executive Director Red Cross Space Coast Chapter	386-562-2280

III. Your Ability to Serve:

I am able to regularly attend bi-monthly Board meetings.	X	Yes	___	No
I am able to serve on Committees in addition to Board meetings.	X	Yes	___	No
I am be able to commit to additional time for training and retreats.	X	Yes	___	No
I understand I am expected to make a financial commitment meaningful to me.	X	Yes	___	No

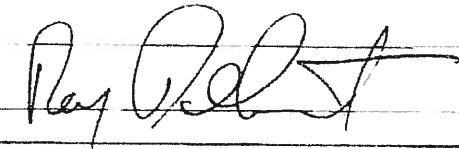
IV. Your Views on our Organization (use reverse side for additional comments):

What is your interest in the Northeast Florida Area Agency on Aging d/b/a ElderSource?

I have always had a passion for assisting the vulnerable in our communities and in my present position with the American Red Cross and Eldersource advisory board I have seen first-hand how much of a challenge it is for our elderly population in Volusia. I believe I can make a difference by supporting ElderSource's mission thru my leadership skills, experience and knowledge of our underserved community.

Please write a brief statement of your understanding of the mission of the organization:

To advocate for and provide access to resources to our elderly community accomplished by the generosity of donors and coordination of federal financial support.

Signature: 

Date: 08-21-18

Please attach a resume.

RAY PARKHURST

136 Avalon Dr.
Ormond Beach Fl. 32176

Phone: (386) 262-3332
Email: raypark@bellsouth.net

Professional with diversified experience in business and disaster management. Proactive focused with strong organizational skills. Excellent project manager. Expertise in disaster recovery and emergency preparedness planning. Skilled in building long term partnerships.

EXPERIENCE

American Red Cross Daytona Beach Fl.

2011-Present

Community Recovery Specialist

- Provided support to Agencies supporting long term recovery efforts.
- Identify and support Grant funding to agencies
- Supported Implementation of CAN Recovery platform to disaster case managers.

Disaster Program Manager

- Facilitative leader of the disaster cycle by managing the preparedness , response and recovery services within Volusia and Flagler counties accomplished by the identification, development and training of volunteer disaster leadership team.
- Successfully rebuilt relationships with local government and community partners
- Partner in launching Volusia COAD and have served in various leadership positions.
- Supported local and national Red Cross response efforts to disasters.

American Red Cross Daytona Beach Fl.

2009-2011

Volunteer

- Received Rookie of the year award.
- Logistics Lead for Chapter

CB Richard Ellis Orlando

Facility Manager (contract position)

2009-2010

- Provided Facility Management and vendor contract oversight at 17 Siemens Osram industrial and office properties.
- Successful re-bid of janitorial contracts generated \$90k in annual savings
- Financial analysis, budget and monthly customer reporting.

SIEMENS REAL ESTATE – Orlando Fla.

Regional Facility Manager

2005- 2008

Key team member providing Program Management on a major corporate initiative that transitioned 25 million square feet of factory / office space to outsourced provider.

- ◆ Managed customer relationships. Oversaw performance of FM provider for 5 million square
- Selected to represent Siemens on National Energy Management and LEED initiative team.
Identified projects, secured funding and implemented energy saving opportunities across whole portfolio. Efforts generated annual energy savings of \$1.4 million and provided 9.9million pounds of CO2 reduction.
- Led team in Hurricane preparation and major disaster recovery effort of facilities in Florida, restoring sites to operational status in record time and minimizing business interruption.
- Received Mid West Region employee of the year award for outstanding contribution.

SIEMENS BUILDING TECHNOLOGIES– Lake Mary Fla.

2001 – 2005

Regional Facility Operations Manager

Responsible for a portfolio of 2.5 million square feet of space spanning five sites in four states managing a staff of 48 employees.

- Optimized facilities services programs at five Siemens Communications facilities by standardizing services and rebidding contracts which generated \$200k in savings.
- Implemented centralized Call Center operations which delivered in excess of \$100K in annual cost savings and consolidated and outsourced Reprographics/mailroom functions from 3 sites that generated \$900k in annual savings.

SIEMENS COMMUNICATIONS – Lake Mary Fla.

Facility Manager / Facility Supervisor

1990 -

2001

Responsible for Lake Mary facility and reprographics services with factory, office, and data center and lab space totaling 750,000 square feet managing a staff of 25 employees.

- Created and maintained Continuity of Operations Plan for Lake Mary site.
- Established and maintained facilities strategic master plan as well as implementing CAFM (Archibus) system that improved utilization of vacant space by 15%
- Coordinated logistics of three major plant relocations, Hauppauge NY, Albuquerque NM and Cherry Hill NJ to Lake Mary site. Major construction and renovation of plant was accomplished during plant relocations without disruption to production and brought in on budget.

EDUCATION

SOUTHERN ILLINOIS UNIVERSITY
Candidate, B.S., in Industrial Technology

PRIOR TECHNICAL TRAINING

- Electronic Technology Associate Science degree, United Electronics Institute
- Method Engineering & MTM-1, Maynard Research Council

COMMUNITY SUPPORT

Board member - Volusia Community Organizations active in Disaster (COAD)
Board member – Volusia Interfaiths Networking in Disaster (VIND)
Chair Emergency Feeding Sheltering Program United Way
Advisory Board - ElderSource representing Volusia County

TRAINING OSHA – 501 General Industry Train-the-Trainer
IFMA – Certified Facility Manager – Expired 2012
FEMA – / ICS, 100,200, 300,400, 700,800, HSEEP,
SERT – Volunteer management / disaster training classes / COOP
American Red Cross training– Disaster Services training



ElderSource
BOARD OF DIRECTORS CONFLICT OF INTEREST QUESTIONNAIRE

Name: Ray Parkhurst

Date: 8-21-18

List any business and professional activities in which you are an owner, partner, officer, board member, employee or member as of the date of this application:

Names of Business/Professional Organization with which you are associated

Position held

American Red Cross

Community Recovery Specialist

Volusia Interfaith Networking in Disaster

Board member

I have read the by-laws and conflict of interest policy of the Northeast Florida Area Agency on Aging and have listed any possible conflict below:

X I have no interests which would result in a conflict with the Northeast Florida Area Agency on Aging.

I have interests, as described below, which could result in a conflict with the Northeast Florida Area Agency on Aging.

When acting as a member of the Board of Directors of the Agency, I will place the interest of the Agency above all other interests. I will promptly inform the board chair of ElderSource, Inc. of any material change that develops in the information contained in the foregoing statement.

Signature

[Handwritten signature]

8-21-18

Date

ElderSource Board of Directors
Meeting of the
Governance Committee
Board Conference Room
Offices of ElderSource
Jacksonville, Florida
July 13, 2018 – 12:00 P.M.

Minutes

Present:

Dr. Sue Krall, Chair
Janet Adkins (By telephone)
Ruth Ann Hepler
Walette Stanford (By telephone)

Absent:

Dr. Sandy Robinson (Exc.)

Staff:

Linda Levin, Chief Executive Officer
Brenda Donaldson, Administrative Assistant

CALL TO ORDER:

Dr. Sue Krall, Chair, opened the meeting of the Governance Committee at 12:02 p.m. A quorum was present.

Ms. Janet Adkins and Ms. Walette Stanford participated in the meeting by telephone.

APPROVAL OF MINUTES:

Ms. Ruth Ann Hepler moved to approve the minutes of the Governance Committee meeting of May 10, 2018. Ms. Janet Adkins seconded the motion. The motion carried, and the minutes were approved as presented.

CONSIDERATION OF BOARDSOURCE MEMBERSHIP AS A BOARD RESOURCE:

The members of the Governance Committee continued their discussion of the possible use of BoardSource as a resource for the Board of Directors. This consideration was made at the request of the Executive Committee Chief Executive Officer Appraisal Workgroup. The Board and staff has worked with BoardSource in the past and found their resources to be very helpful.

In keeping with their May 10, 2018 meeting, the Governance Committee visited the BoardSource website and reviewed the information available there. They found BoardSource to be worth joining, provided that the cost of membership and their survey tool is within our organization's budget. The survey tool is \$699 if the purchaser is a member. Based upon our

budget, our annual membership fee would be \$1,500, for a total cost to ElderSource of \$2,199 annually. There are adequate funds in the budget for this purchase.

Following discussion, it was the consensus of committee members to recommend to the Board of Directors that ElderSource invest the sum of approximately \$2,200 annually to purchase the BoardSource membership and tool. Ms. Ruth Ann Hepler so moved. Ms. Walette Stanford seconded the motion. The motion carried, with no opposition.

EVALUATION OF BOARD SELF ASSESSMENT:

As requested by the Governance Committee, and in advance of their July 13 meeting, Chief Executive Officer Linda Levin furnished the members with a copy of the results of the 2017 Board self assessment and the questions that formed the survey. The Governance Committee at that time decided to conduct the survey every other year. The members of the current Governance Committee agreed to conduct the Board self assessment again in 2019.

A question was added to the Board self assessment which asks how long the survey respondent has been a member of the Board.

It was the recommendation of the Governance Committee to continue with their policy to conduct the Board self assessment every other year, completing the survey again in 2019. Ms. Ruth Ann Hepler so moved. Ms. Walette Stanford seconded the motion. The motion carried, with no opposition.

REVIEW OF BOARD MEMBER AND BOARD CHAIR POSITION DESCRIPTIONS:

During their meeting of May 10, the members of the Governance Committee reviewed both the Area Agency on Aging Board of Directors Board Member Position Description and the Area Agency on Aging Board of Directors Position Description for the Board President. The members recommended:

- Changing the title of Chief Executive in the Board President Position Description to Chief Executive Officer. Following the initial reference to Chief Executive Officer, CEO should be used,
- Adding language to the Board Member Position Description which states that members would specifically participate in the annual evaluation of the CEO, including compensation. This would be in consultation with the Board President and the Executive Committee.

The recommended revisions were made in each document and were submitted to committee members for their further review. The members approved each suggested change at their July 13 meeting.

The Governance Committee recommends that the title of Chief Executive in the Board President Position Description be changed to Chief Executive Officer. Following the initial reference to the Chief Executive Officer, CEO should be used. The Committee further recommends that

language be added to the Board Member Position Description to state that all Board members will participate in the annual evaluation of the Chief Executive Officer, including compensation. This will be in consultation with the Board President and the Executive Committee. Ms. Ruth Ann Hepler so moved. Ms. Walette Stanford seconded the motion. The motion carried, with no opposition.

BOARD MEMBERSHIP APPLICATIONS:

The Governance Committee considered the Board membership applications submitted by Dr. Lauri Wright and Ms. Catherine Kelly, who are both from Duval County.

Chair Krall spoke with Dr. Wright concerning her application. Dr. Wright is on the faculty of the University of North Florida, where she is a Professor of Nutrition. She has volunteered with Ms. Levin in the past on the Meals on Wings initiative, which provides meals to those in need who are not currently on the waiting list for Meals on Wheels. They work with Baptist Medical Center to gather leftover food from their cafeteria and transport the food to the University of North Florida. There student volunteers package the food and deliver it to those being served by Meals on Wings. She is excited about becoming involved with ElderSource and represents the health care and higher education sectors.

Chair Krall also spoke with Ms. Catherine Kelly, who is a retired corporate officer from Florida Blue. Ms. Kelly previously met with Ms. Levin and Mr. Don Roberts, who recommended her for Board membership. She very much wishes to assist ElderSource. She represents the health care sector and has expertise in marketing and human resources.

Ms. Ruth Ann Hepler moved approval of the Board membership applications of Dr. Lauri Wright and Ms. Catherine Kelly. Ms. Walette Stanford seconded the motion. The motion carried, with no opposition.

Staff is actively recruiting Board candidates from Volusia County. Ms. Levin invited the assistance of the Governance Committee in these recruitment efforts.

ADJOURNMENT:

Having no further business, the meeting was adjourned at 12:15 p.m.

The minutes were prepared by Ms. Brenda Donaldson, ElderSource Administrative Assistant.

ElderSource Board of Directors
Meeting of the
Personnel Policies/Bylaws Committee
Board Conference Room
Offices of ElderSource
Jacksonville, Florida
September 7, 2018 – 4:00 P.M.

Minutes

Present:

Dr. Sue Krall, Chair
Ruth Ann Hepler (By telephone)
Walette Stanford (By telephone)

Absent:

Dr. Sandy Robinson (Exc.)
Janet Adkins

Staff:

Linda Levin, Chief Executive Officer
Brenda Donaldson, Administrative Assistant

CALL TO ORDER:

Dr. Sue Krall, Chair, called the meeting to order at 3:20 p.m. A quorum was present.

Ms. Ruth Ann Hepler and Ms. Walette Stanford participated in the meeting by telephone.

APPROVAL OF MINUTES:

Ms. Walette Stanford moved approval of the minutes of the July 13, 2018 meeting of the Personnel Policies/Bylaws Committee. Ms. Ruth Ann Hepler seconded the motion. The motion carried, and the minutes were accepted as presented.

ADMENDMENT OF THE BOARD BYLAWS:

The Department of Elder Affairs has updated their Programs and Services Handbook, and one of their changes relates to conflict of interest and who can vote on the Board. They added that "Voting members of the AAA's Board of Directors shall not include a member of the AAA's Advisory Council." At present, our Board bylaws do not include that clarification.

The members of the Personnel Policies/Bylaws Committee recommend that Article V, Section B of the Board bylaws be amended to include a statement that the chair of the Advisory Council is not a voting member. With the addition of a second sentence, the section will read "The membership of the Corporation shall be the chair of the Advisory Council plus a minimum of fifteen (15) members consisting of one (1) member elected from each of the seven (7) counties with the remaining members elected based on the Board's needs regardless of county. The Advisory Council chair is a non-voting member." Ms. Walette Stanford moved that the members of the Personnel

Policies/Bylaws Committee accept that change to the bylaws. Ms. Ruth Ann Hepler seconded the motion. The motion carried, without opposition.

ADJOURNMENT:

Having no further business, the meeting was adjourned at 3:35 p.m.

The minutes were prepared by Ms. Brenda Donaldson, ElderSource Administrative Assistant.

Adopted – September 18, 2002
Effective---January 1, 2003
Amended ---May 26, 2004
Amended ---May 25, 2005
Amended ---September 28, 2005
Amended---July 19, 2006
Amended---November 15, 2006
Amended---March 19, 2008
Amended---September 17, 2008
Amended---March 17, 2010
Amended---September 15, 2010
Amended---March 21, 2012
Amended---March 19, 2014
Amended---September 17, 2014
Amended---March 15, 2017

BYLAWS
OF THE
NORTHEAST FLORIDA AREA AGENCY
ON AGING, INC.
DEPARTMENT OF ELDER AFFAIRS
PLANNING AND SERVICE AREA 4

BYLAWS

NORTHEAST FLORIDA AREA AGENCY ON AGING, INC.

DEPARTMENT OF ELDER AFFAIRS

PLANNING AND SERVICE AREA 4

ARTICLE I

NAME

Section A. The name of this Corporation is the Northeast Florida Area Agency on Aging, Inc. hereinafter referred to as the Corporation.

ARTICLE II:

MISSION AND PURPOSES

Section A. The Mission of this Corporation is “To empower individuals to age with independence and dignity by providing leadership, direction, advocacy, and support for a comprehensive coordinated continuum of care.”

Section B. The specific Purposes for which the Corporation is organized include, but are not limited by, the following:

1. To operate as an area agency designated by the State of Florida, in accordance, with the Older Americans Act of 1965 as amended, and as defined in the State Community Care for the Elderly Act and to engage in the planning, provision, and supervision of a broad range of social services, programs, and activities for older persons within a designated planning and service area designated as Planning and Service Area Four (PSA 4).
2. To receive and administer grants and other funds from the U.S. Government, state governments, local government entities, private corporations, associations and foundations, and individuals in accordance with the purposes of the Older Americans Act and the State of Florida Department of Elder Affairs, hereinafter referred to as DOEA.

3. To perform only those activities permitted to be carried out by a corporation exempt from federal income tax under section 501(C)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).
4. To exercise all powers generally allowed to not for profit corporations under the laws of the State of Florida for the purpose of carrying out the legislative intent regarding area agencies on aging as expressed in the Older Americans Act of 1965 as amended, and which include:
 - (a) To promote the independence, dignity, health and well-being of older persons;
 - (b) To serve as the advocate and focal point for all information concerning older persons in the planning and service area;
 - (c) To foster the development of a more comprehensive and coordinated system of services for older persons in the planning and service area known as PSA 4, which encompasses Baker, Clay, Duval, Flagler, Nassau, St. Johns, and Volusia Counties.

ARTICLE III: RESPONSIBILITIES

Section A. The Responsibilities of this Corporation include, but are not limited to:

1. To develop and submit annually to DOEA an Area Plan designed to develop comprehensive and coordinating services and programs for older persons throughout the planning and service area;
2. To accept, allocate and disburse funds to assist in meeting the needs of the elderly;
3. To establish measurable program objectives and priorities for implementation of the Area Plan in keeping with the objectives established by the DOEA;
4. To evaluate the effectiveness of the services provided by public and private agencies in the planning and service area;
5. To evaluate activities carried out pursuant to the Area Plan, including therein the views of the older persons participating in such activities;

6. To establish an Area Agency Advisory Council consisting of representatives of program participants and the general public, including low income and older minority persons; at least one half of the membership of such Advisory Council shall be made up of actual consumers of services under the Area Plan; the function of such Advisory Council being to advise the Corporation on such matters relating to the development of the Area Plan (See ARTICLE XI).
7. Unless exempt by Florida Statutes, the Florida Rules of Civil Procedure or other applicable law or regulations, all regular or special membership meetings, Corporation of directors meetings, executive committee meetings, including workshops and hearings, shall be open to the general public, noticed, and conducted pursuant to the State of Florida Government in the Sunshine Law, as amended from time to time.

ARTICLE IV OFFICERS

Section A. Officers

The officers of the Corporation shall be a President, Vice-President, Secretary, Treasurer and two At-Large officers. All officers shall be elected by majority vote of a quorum of Corporation members. No person shall hold more than one office.

Section B. Duties of officers

Elected officers shall perform the following duties:

1. The President shall preside at all Corporation meetings and also be the Chair of the Corporation. The President shall appoint Corporate members to committees specified in the Bylaws and established from time to time by Corporate resolution; provide testimony relative to issues on aging before bodies conducting hearings and forums on topics of importance to older persons; serve as Chair of the Executive Committee and ex officio member of all committees; prepare the annual evaluation of the Executive Director, with input from the Executive Committee, and recommend to the Corporation the annual salary of the Executive Director.
2. The Vice President shall perform such duties as are assigned by the President, including the duties of President in his or her absence.

3. The Secretary shall assure appropriate maintenance of all Corporation records, shall assure the recording of the minutes of all Corporate meetings, shall require the sending of all notices and minutes of the Corporation and shall perform or delegate any other duties as may be prescribed by the Corporation or the President.
4. The Treasurer shall assure the proper compilation and maintenance of the books of account of the Corporation. The Treasurer shall serve as Chair of the Finance Committee and shall perform any other duties usually pertaining to the office of Treasurer or as may be prescribed by the Corporation or the President.
5. The purpose of the At-Large officer positions shall be to ensure contiguous succession planning. The At-Large officers shall not have signatory privileges. The At-Large officers shall serve on the Executive Committee and shall be permitted to vote on actions of the Executive Committee.

Section C. Officers shall be elected at the annual meeting of the Corporation from a slate presented by the Nominating Committee and nominations from the floor. The officers shall take office January 1.

Section D. Any officer of the Corporation may be removed from office, with or without cause, by a majority vote of the entire membership of the Corporation.

Section E. Officers shall be elected for a two year term and may be re-elected for a second consecutive term after which time they are ineligible to serve in such elected position for a minimum of one year.

Section F. Vacancies in Officer Positions due to resignation, death or other reasons shall be filled by majority vote of all Corporation members present at any meeting at which a quorum is present. The new officer elected to fill the unexpired term shall serve the remainder of the term.

ARTICLE V: MEMBERSHIP

Section A. The Corporation membership that comprises PSA4 shall consist of persons who shall be representatives from each of the following counties: Baker, Clay, Duval, Flagler, Nassau, St. Johns, and Volusia. A representative of a county shall be a resident of that county, or principally employed in that county, during the term of service on the Corporation. A representative who changes both his/her county residency or principal place of employment from the represented county shall be

deemed to have resigned from the Corporation effective upon the Corporation becoming aware of such change of county residency or principal place of employment. Each representative shall immediately inform the Executive Director of the Agency of any change in his/her county of residency or principal place of employment.

Section B. The membership of the Corporation shall be the chair of the Advisory Council plus a minimum of fifteen (15) members consisting of one (1) member elected from each of the seven (7) counties with the remaining members elected based on the Board's needs regardless of county. The Advisory Council chair is a non-voting member.

Section C. Members of the corporation shall be nominated and elected at the Annual Meeting. ElderSource, Inc. may nominate individuals for positions on the Board and will have approval authority of all nominees.

Each member of the Corporation shall be elected for a term of two (2) years and may be elected for a maximum of three full consecutive two (2) year terms. A fourth two (2) year term may be approved by seventy-five percent (75%) of the entire membership of the Corporation. Any member may be reelected to the Corporation and shall be eligible for three (3) more two (2) year terms after an intervening absence from Corporation membership for one (1) year or more.

A member's term shall commence on the first business day following the meeting of the corporation at which they were elected.

Section D. No person who is a member of a governing Corporation, advisory committee or council, or staff of a service provider, under contract with the Agency or family member thereof (defined as ascendants, descendants, siblings, uncles, aunts), will be elected to Corporation membership. An elected member whose status changes to one of the prohibited statutes shall be deemed to have resigned from the Corporation effective upon the Corporation becoming aware of such prohibited status. Each member shall immediately inform the Executive Director of any changes which may result in his/her prohibited position status.

Section E. No Corporation member or employee of the Corporation shall have or hold any employment or contractual relationships with any person or entity which is subject to regulations of and/or receives funds through the Area Agency on Aging of Northeast Florida, Inc. except county commissioners or other elected officials.

Section F. Attendance at Corporation meetings is essential. The Executive Director shall bring recurring absences to the attention of the Corporation for review and action. Absences of a member from three (3) regular meetings within one fiscal year shall be grounds for immediate dismissal upon vote of a majority of the Corporation members present at any meeting at which a quorum is present.

Section G. Corporation members may be removed for cause by a majority vote of the members present and may be removed without cause by vote of a seventy-five percent (75%) of the entire membership of the Corporation.

Section H. A board member may voluntarily resign as a member by tendering written notice of resignation to the President of the Board of Directors. The effective date of resignation shall be immediately upon receipt of the notice by the President of the Board or at such time specified in the written notice.

Section I. The Northeast Florida Area Agency on Aging, Inc. wishes to honor and provide ongoing recognition to members who have donated extensive, meritorious service to the Corporation and, hence, to the older adults of northeast Florida, thus the honorary status of Honorary Life Membership is established. Provisions for Honorary Life Membership are:

1. Honorary Life Membership may be awarded, to those members who have retired from active membership within the Corporation.
2. Honorary Life status may be awarded upon the affirmative vote of two-thirds of the active membership of the Corporation.
3. Nominees for Honorary Life status will be made by the members of the Corporation.
4. Nominations may be received at any regular business meeting.
5. Honorary Life Members may attend all meetings and special events, but shall be non-voting participants.

ARTICLE VI: BOARD OF DIRECTORS

Section A. The members of the Corporation shall be the governing authority responsible for developing policies and overseeing corporate operations in accordance with applicable laws and regulations and the provisions of the Corporation's Articles and Bylaws.

Section B. In carrying out its responsibilities, the members of the Corporation shall:

1. Be responsible and accountable for the authorization of the execution of contractual obligations per the policies of the Corporation;

2. Be responsible for financial management oversight of the Corporation;
3. Approve the annual budget and variances thereof and personnel policies;
4. And provide for an annual evaluation by the Executive Committee of the Corporation's activities and issuance of an annual report by June 30 of each year.

Section C. As the policy making body of the Area Agency on Aging, the members of the Corporation shall also:

1. Employ a qualified full-time Executive Director;
2. Establish policies and procedures for conduct of all Corporation and agency functions, in keeping with prevailing rules, regulations and operating manuals from DOEA and other funding agencies;
3. Assure the development, approval and oversight of administration of the annual Area Plan;
4. Assure the proper expenditures of all funds made available to the Corporation and expended by the agency;
5. Determine the allocation of state and federal funds for entering into contracts with applicant organizations;
6. Accomplish the oversight necessary for the proper programmatic and fiscal performance of organizations under contract to deliver services to older persons in PSA 4.

Section D. The Corporation is subject to the State of Florida Government in the Sunshine Law, and all directors and other personnel of the Area Agency will strictly comply with said law.

Section E. The President of the Corporation is authorized to sign official documents related to the business management of the Corporation. In those instances when the President is unavailable and there is a need for immediate signature on documents the signature authority is passed on in accordance with the following priority schedule:

Vice President – First Alternate
Secretary - Second Alternate

Any or all of the above authorities may be withdrawn or altered with the approval of the Corporation.

ARTICLE VII: MEETINGS

- Section A. Annual Meeting: The annual meeting of the Corporation shall be held during the month of November at a time and place established by the Corporation. The purpose of the Annual Meeting shall be to elect members to fill vacancies of those whose terms are due to expire as of the January meeting, and to elect officers, to receive reports of the President and Treasurer, and to transact all of the regular business of the Corporation, including a review of the Corporation's banking relationship, auditing relationship and law firm relationship.
- Section B. Corporation Meetings: The Corporation shall hold its meetings at the Agency's principal office or at such other places, within the planning and service area, as the Corporation may from time to time determine. The Corporation shall meet bi-monthly or hold no fewer than six (6) meetings per year.
- Section C. Meeting Notice: Notice of all meetings of the Corporation shall be sent by mail to all members at least ten (10) calendar days in advance of such meeting.
- Section D. Special Meetings: A special meeting of the Corporation may be called at any time upon at least five (5) calendar days notice in advance of such meeting by the President of the Corporation or by a majority of the corporate members.
- Section E. Quorum: Corporate members must be present to vote. A quorum shall consist of a simple majority of the total voting membership.. When a quorum is present, a majority of those present may take action on matters properly presented at the meeting. Business shall be transacted only at regular or specially called meetings and shall be duly recorded in the minutes thereof; provided a written resolution signed by all Corporation members or by all members of a committee shall be the act of the Corporation or such committee.
- Section F. Meeting Conduct: Roberts Rules of Order, Current Revised Edition, shall guide the board in conducting its business, except where superseded by these bylaws or by any special rules of order adopted by the Corporation.
- Section G. Conflict of Interest: Any member of the Corporation who has a real or potential conflict of interest shall declare that conflict. Such member shall specify the basis for such conflict. In no case shall a member having the conflict have the right to advocate or vote on matters regarding the conflict.
- Section H. Telephone Meetings: Members shall be deemed present at any meeting of the Corporation or any committee thereof if a conference telephone, or similar communications equipment, by means of which all persons participating in the meeting can hear each other at the same time, is used. Notwithstanding this section, the Executive Committee or the majority of the members of the

Corporation can dispense with this section and require that any meeting be conducted in person, provided that the notice of said meeting discloses that personal attendance is required.

Section I. **Electronic Signatures of Minutes:** The Secretary may sign minutes of meetings electronically following approval of minutes by the Board of Directors.

ARTICLE VIII: STANDING COMMITTEES

Section A. **Executive Committee:** The President, Vice President, Secretary, Treasurer, Immediate Past President and two At-Large members of the Corporation, elected by the members of the Corporation, which then may or may not be the Chairman of a standing committee, shall be the voting members of the Executive Committee. Other Corporate members may attend the meetings of the Executive Committee and may participate as non-voting members. A quorum shall consist of a simple majority of the members present of the Executive Committee entitled to vote.

1. The Executive Committee shall have the power to act for and on behalf of the Corporation, and shall be accountable to the Corporation.

2. The Executive Committee shall coordinate and oversee, from time to time as appropriate, with the Executive Director:

- (a) Development and maintenance of employee compensation and benefit plans
- (b) Review and revision of Agency personnel policies and procedures
- (c) Review and revision of staffing patterns and organization structure
- (d) Conducting periodic comparative wage analyses for the establishment of appropriate salaries.

Section B: **Finance Committee:** The Treasurer shall serve as Chair, and the President shall appoint additional Corporation members to serve on the Finance Committee.

1. The Finance Committee will ensure that its financial management practices comply with the generally accepted accounting principles and applicable State and Federal laws and regulations.

The Finance Committee will perform long term- and short term financial forecasting and planning for the Agency.

2. Responsibilities of the Finance Committee include: review of financial reports, financial policies and procedures, and annual administrative budget and subsequent revisions.

Section C. Governance Committee: The President shall appoint Corporation members, and shall appoint a Corporation member as committee chair. The governance committee is responsible for ensuring board effectiveness, maximum participation and performance; to recommend new board members in a timely fashion; to ensure board policies are being observed; to implement board development and growth opportunities throughout the year; to ensure all board members receive orientation; and to annually recommend a slate of officers to the board for approval.

Section D: Program and Planning Committee: The President shall appoint Corporation members to serve on the committee and shall designate the chair.

1. The Program and Planning Committee will review program policies and guidelines for short range and long range program plans.
2. Responsibilities of the Program and Planning Committee include:
 - (a) Developing services priorities and performance standards;
 - (b) Evaluating program ideas and identifying areas for special study;
 - (c) Reviewing/analyzing programmatic reports;
 - (d) Observing program monitoring process;
 - (e) Participating in development of the multi-year Area Plan;
 - (f) Reviewing bid instruments;
 - (g) Evaluating proposals;
 - (h) Making recommendations for fund allocations to the Corporation for approval.

Section E. Other Committees: The President may from time to time appoint special and ad hoc committees subject to Corporation approval.

ARTICLE IX: MANAGEMENT PROCEDURES

Section A. All monies belonging to the Area Agency/Corporation shall be deposited in a bank or banks designated by resolution of the Corporation. No money shall be withdrawn from an Agency/Corporation account unless checks are signed by such officers or employees of the Agency as are designated by resolution of the Corporation.

Section B. The fiscal year of the corporation shall be from January 1 to December 31.

Section C. An Annual Financial Report with a pre-audited balance sheet shall be provided to the Corporation at the July meeting. A certified audit of the financial statements and records of the Corporation shall be made by an independent firm of certified

public accountants, selected by the Corporation.

Section D. The Area Agency shall purchase insurance for the purpose of indemnifying members of the Corporation, and the executive director. Employees and Corporation members who sign checks will be bonded as directed by resolution of the Corporation.

Section E. The Corporation shall be responsible for approving the appointment and dismissal of the Executive Director of the designated Area Agency, and the adoption and maintenance of appropriate personnel policies and procedures. (Duties and responsibilities of the respective personnel shall be as outlined in the position descriptions that are on file at the Northeast Florida Area Agency on Aging, Inc.). The Executive Director shall be responsible for the daily operations of the Area Agency, including hiring, supervision and dismissal of all staff.

The Executive Director of the corporation is authorized to sign contracts/amendments for the Corporation. Such contracts and amendments shall be ratified by the Board or Executive Committee of the Board at an immediate subsequent meeting.

ARTICLE X: INDEMNIFICATION

Section A. Limitation of Liability: A member or officer of the Corporation shall not be personally liable for monetary damages to any person or entity for any act, statement, vote, decision, or failure to take an action, if such member or Officer acted, or failed to act, in good faith in the reasonable belief that such action or omission was in the best interest of the Corporation, and in criminal actions or proceedings if such member or officer acted without reasonable grounds for belief that such action was unlawful except (a) liability for any gross breach or intentional failure to perform the Officer's or member's duties (b) for improper personal benefit, or gross recklessness or an act committed in bad faith or with malicious purpose or in a manner exhibiting wanton and willful disregard of human rights, safety or property.

The Corporation/Area Agency shall not be liable nor indemnify any officer that has breached his duty as an Officer or member as defined in Chapter 617.0285, Laws of Florida, as same exists or hereinafter may be amended. If the Legislature of Florida amends Chapter 617.0285, Laws of Florida, hereinafter to authorize the further elimination of limitation of the liability of an Officer or member, then the liability of an Officer or member of the Corporation, in addition to the limitation on personal liability provided herein, shall be limited to the fullest extent permitted by the Laws of Florida. Any repeal or modification of this Article shall

be prospective only, and shall not adversely affect any limitation on the personal liability of a member or Officer of the Corporation existing at the time of such repeal or modification.

ARTICLE XI:
ADVISORY COUNCIL

- Section A. The Corporation shall ensure the establishment of an Advisory Council consisting of persons, including minority individuals equal to the percentage of minorities in the PSA, who are participants or who are eligible to participate in programs assisted under the Older Americans Act, representatives of older individuals, local elected officials, providers of veterans' health care (if appropriate), and the general public, to advise the Corporation continuously on all matters relating to the development of the area plan, the administration of the plan and operations conducted under the plan.
- Section B. The Vice-President of the Corporation or his/her designee, will attend the Advisory Council meetings. The Chair of the Advisory Council or his/her designee will present a report to the Corporation at each regular meeting of the Corporation.
- Section C. Members of the Advisory Council may be appointed to serve on committees of the Corporation.

ARTICLE XII:
AMENDMENTS

- Section A. The Bylaws may be amended or repealed or approved wholly or in part by a quorum of the Corporate Body at any meeting, if notice of the proposed action was included in the notice of the meeting.
- Section B. With approval of the Board of ElderSource, Inc., these bylaws may be amended or repealed and new bylaws may be adopted by the affirmative vote of a simple majority of the Directors present then holding office provided that advance written notice that the bylaws may be amended is given to each Director not less than ten (10) days nor more than thirty (30) days prior to the next Regular or Special meeting wherein a resolution seeking to amend these bylaws will be considered.

ElderSource Board of Directors
Meeting of the
Personnel Policies/Bylaws Committee
July 13, 2018 – 11:00 A.M.
Board Conference Room
Offices of ElderSource
Jacksonville, Florida

Minutes

Present:

Dr. Sue Krall, Chair
Janet Adkins (By telephone)
Ruth Ann Hepler
Walette Stanford (By telephone)

Absent:

Dr. Sandy Robinson (Exc.)

Guests:

Patti Finnegan, Mutual of America
Paul Schobert, Mutual of America

Staff:

Linda Levin, Chief Executive Officer
Brenda Donaldson, Administrative Assistant

CALL TO ORDER:

Dr. Sue Krall, Chair, opened the meeting of the Personnel Policies/Bylaws Committee at 11:03 a.m. A quorum was present.

Ms. Janet Adkins and Ms. Walette Stanford participated in the meeting by telephone.

REVIEW OF 401(K) RETIREMENT PLAN FOR STAFF:

Mutual of America is the service provider for the ElderSource 401(k) retirement plan for staff. Ms. Patti Finnegan and Mr. Paul Schobert, of Mutual of America, presented the annual compliance review of the plan to committee members. The members received copies of the printed *Retirement Plan Review* prepared for ElderSource at the meeting and were also furnished with electronic copies of the same before the meeting.

Mr. Schobert advised that Mutual of America got its start in 1945 for the purpose of providing retirement plans to nonprofit organizations. They are a life insurance company, but work only in the area of retirement and pension plans. Mr. Schobert stated that Mutual of America takes a consultative approach in what they do. Their goal is to help our staff understand their retirement plans and insure that our organization is providing the best retirement plan possible. Mr. Schobert meets regularly with ElderSource staff to provide education and assist with questions concerning our 401(k) plan.

As part of their review, Mr. Schobert discussed several issues, including:

- The services Mutual of America provides to our organization and the other organizations they serve,
- Fees,
- Funds,
- Benchmarks against the industry and other plans similar to that of ElderSource in size.

Mr. Schobert recommended that ElderSource complete and retain a copy of Page 3 of the *Retirement Plan Review* document, “Plan Sponsor Signatures”.

Mr. Schobert advised that Mutual of America is a bundled provider. They furnish plan documents and reports, Board resolutions and employee education, and they file Form 5500s (Summary Annual Reports) for us. He stated that it is important to note that ElderSource cannot absolve itself of its role as fiduciary. Mutual of America will assist employers in satisfying their fiduciary obligations, but they cannot serve as a fiduciary as they offer their own funds. Mutual of America staff may educate employees on the investment options available to them, but they may not make fund selections for them.

Mr. Schobert advised that a few years ago, his organization had an outside counsel draft a hold harmless and indemnification agreement. Mutual of America will hold harmless and indemnify a plan sponsor/fiduciary in the event that a plan participant should bring any type of legal action against them for breach of fiduciary responsibilities related specifically to the investments. This would include the payment of reasonable legal fees and the payment of settlements, if it is determined that the process was not appropriate. In order for this agreement to be effective, we are required to:

1. Have a qualified default investment alternative,
2. Provide the 404(c) notice to our employees annually,
3. Allow Mutual of America to visit our offices and speak with staff at least annually.

ElderSource meets each of these requirements.

Morningstar provides ratings for the fund offerings available to us under our group annuity contracts. The ratings range from one star to five stars, with five stars being the highest rating a fund may receive and one star being the lowest. The goal of Mutual of America for the funds they offer is to have their investment options fall within the five or four star range. Mr. Schobert said that our funds are consistent and top quality offerings. Effective with July 1, 2018, Mutual of America has opened four new funds to all staff: a small cap index fund, a mid-cap value fund, a bond index fund and a 2060 retirement fund.

Mr. Schobert reviewed the expense analysis and fees for the ElderSource plans. As a member of the National Association of Area Agencies on Aging (n4a), and as an employer with more than \$1 million in assets, ElderSource pays no fees for the administrative services provided by Mutual of America. The only fee to the agency is borne by the employee, based upon the investments they choose.

The *Benchmark Fee Report* and the *Demographic Plan Review* prepared for ElderSource were also reviewed with committee members.

ElderSource has a January through December plan year. All employees are eligible to contribute to the retirement plan immediately upon employment, and there is an automatic enrollment of 1% for new employees only. New employees may opt out of the automatic enrollment. Mr. Schobert noted that we have more participation on the part of employees in our pension plan, and only a very minimal number of staff has opted out. He said that while it is fantastic that we do have automatic enrollment, individuals tend not to increase their own contributions. Mutual of America is now moving toward auto escalation, which increases an auto enroll participant's percentage by 1% each year following a full 12 months of employment. This increase in the employee's retirement contribution would take place each year until it reaches a limit set by the agency. They may, however, opt out if they would like to do so by deciding the level at which they wish to contribute to their retirement plan. The employer may set the level at which the auto escalation is capped.

Chief Executive Officer Linda Levin advised that our organization contributes ten percent of a staff member's salary to their retirement fund once the member has reached their first anniversary of employment. They are immediately vested for their own contributions, and vesting for employer contributions is six year graded. A few years ago, on the recommendation of Mutual of America, ElderSource introduced the opt-out to staff. We automatically enroll new employees for them to immediately begin contributing 1% of their salaries, but they do have the choice of opting out. If they wish, staff also has the opportunity to contribute more than the 1% and may do so in round numbers or ½% increments.

The members of the Personnel Policies/Bylaws Committee considered the question of auto escalation for new staff, beginning on a specified date in the future. An alternative would be to sweep into auto escalation everyone who had been automatically enrolled and those current employees who do not contribute into the plan, giving them the opportunity to opt out. Each year, the amount of the employee's contribution would grow in 1% increments. The agency would decide when the auto escalation caps out.

The committee discussed decision points and current trends. They considered whether the agency should begin auto escalation and, if so, when. The committee also discussed whether we should begin auto escalation with new hires or sweep them with the existing staff. The members agreed that the auto escalation would be acceptable as long as staff has the ability to opt out. Once the decision for auto escalation is made, Mutual of America will prepare the necessary Board resolution.

Following additional discussion, it was the consensus of the Personnel Policies/Bylaws Committee to recommend to the Board of Directors that ElderSource auto escalate all employees enrolled in automatic enrollment. The organization would sweep into auto escalation everyone who had been automatically enrolled and current employees who do not contribute into the plan, escalating them from 1% to 6%. The recommended effective date is the second paycheck in January 2019. Ms. Ruth Ann Hepler so moved. Ms. Janet Adkins seconded the motion. The motion carried, without opposition.

Ms. Finnegan will send a recap email to Ms. Levin following the meeting.

APPROVAL OF MINUTES:

Ms. Ruth Ann Hepler moved approval of the minutes of the Personnel Policies/Bylaws Committee meeting of May 10, 2018. Ms. Walette Stanford seconded the motion. The motion carried, with no opposition.

ADJOURNMENT:

Having no further business, the meeting was adjourned at 12:00 p.m.

The minutes were prepared by Ms. Brenda Donaldson, ElderSource Administrative Assistant.

Advisory Council Committee Meeting
10688 Old St Augustine Rd
Thursday August 16, 2018
12:30 PM

Present

Jerry Reynolds, Chair-Duval County
Pamela Sanders, Vice Chair-Baker County (via phone)
Candace Holloway – Nassau County
Janet Joiner – Clay County
Diane Eckert – Clay County
Rita Wendy Scheeler – Volusia County
Sharon Jacoby – St. Johns County
Rita Wendy Scheeler-Volusia County
Ray Parkhurst – Volusia County (via phone)
Nicolle Cella – Flagler County (via phone)

Staff

Linda Levin, Chief Executive Officer
Nancy Tufts, VP of Planning/Programs
Sherry Holmes, Administrative Asst.

Absent

Anna Lindler-Clay County
Janice Ancrum-Nassau County
Albert Abbatiello-St. Johns County (Exc.)
Jacquelyn Nash – Duval County (Exc.)
Heather Gutierrez – Flagler
Janice Ancrum – Nassau County
Ava Glicksteen – St. Johns County

Meeting Called To Order

Jerry Reynolds called the meeting to order at 12:31 PM.

Roll Call

Sherry Holmes, Administrative Assistant, called the roll. A quorum was present.

Approval of Minutes

A motion to approve the minutes from the June 21, 2018 meeting was made by Candace Holloway and seconded by Rev. Joseph Tate. Motion passed unanimously.

Orientation

Linda Levin, Chief Executive Officer presented an orientation of ElderSource to the committee. She reviewed the history of ElderSource, the Parent Company and subsidiaries, roles and responsibilities. Linda stated that this information will be mailed out to council members.

Area Plan Update

Nancy Tufts, Vice President of Planning and Programs informed the committee that 2019 will be the third year of our current Area Plan. A full Area Plan is done every three years. The following updates were introduced to the Plan:

- *The Board and Advisory Council membership information.* (chart of names and terms)
- *The targeting goals for each of the counties.* Each year providers are to provide information on how they are going to target individuals who are in the most need. When those goals are not met, providers will introduce a plan for goals not met and staff presents that into the Area Plan.
- *The individual targeting goals for each county.* ElderSource does this at the planning and service level and then at each of the county levels.
- *The scheduled outreach activities.* Providers were asked to provide those outreach activities scheduled for next year. ElderSource as well will provide information to go into the plan.

Nancy explained that these are the updates that went into the Area Plan and will be included when submitted to the Department of Eder Affairs (DOEA). Nancy noted that in 2019 we will begin the full planning again. (SWOT analysis, public hearings, assessments)

Motion

A motion to approve the updates to the Area Plan was made by Candace Holloway and seconded by Rev. Joseph Tate. Motion passed unanimously.

Candace Holloway shared with the committee that Nassau will be moving into their new home in October.

Diane Eckert shared a handout with contact information regarding The Sunshine Travel Club based out of Green Cove Springs. Members were advised to contact the representative listed for more detailed information.

Linda Levin reminded the group that there is still a need for advisory council members in Duval, Nassau and Volusia counties. Linda will resend the application and position description to members for recruiting.

There was no further business for discussion and the meeting was adjourned.

Meeting Adjourned at 1:48 PM

Minutes prepared by Sherry Holmes, Administrative Assistant