



## **POLICY BOARD MEETING MINUTES**

Monday, January 22, 2024, 5:30 P.M.

The Policy Board of CareWell Services SW met on Monday, January 22, 2024, in the Burnham Brook Conference Room of the Kool Family Community Center, in Battle Creek, Michigan.

**Board members Present:** Jim Baldwin, Lyn Briel, Allen Byam, Mark Doster, Mary Frisby, Jose Orozco, Jr., Sherii Sherban, Deana Spencer, Thomas Unger

**Board Members Attended Via Zoom:** Corally O'Dell (no voting privileges via Zoom)

**Board Members Absent:** Steve Marzolf, Shirley Tuggle, Linda Whitfield

**Staff Present:** Valerie Barnaby, Karen Courtney, Jodi De Jonge, John Gelletich, Amber Logsdon, Stacy Wines, Glin Winsor

**Guest Present:** Julie Cortright, ACLS Field Representative; Rod Auton, Manager, Calhoun County Sr. Services

### **I. Call to Order**

Chair Baldwin called the meeting to order at 5:34 p.m. Introductions were made. Quorum met.

### **II. Action Items**

A. Approval of Consent Agenda for January 22, 2024, and Approval of Policy Board Meeting Minutes for November 27, 2023, meeting.

**Motion by Sherban to approve consent Agenda for January 22, 2024, and Approval of Policy Board Meeting Minutes for November 27, 2023, supported by Briel. Motion: CARRIED.**

### **III. Public Comment/Open Meeting**

ACLS Field Representative Julie Cortright reported on the federal budget, noting that they are still operating under a continued resolution.

### **IV. Executive Team Reports/Updates**

#### **A. CEO Report**

Wines reported she is meeting with Calhoun County Sr. Services Manager, Rod Auton, monthly regarding the possibilities and need for a senior center in Battle Creek. Battle Creek residents are driving to Marshall and other areas for senior center services. Wines attended the 4am Annual Retreat earlier this month. She reported that leaders are stating that Waiver is here to stay.

She also reviewed the Bylaws on meeting standards, noting that if members join meeting via Zoom, they are not counted for quorum and are not allowed to vote.

This information is stated in section 3.15 of the Bylaws. The only exception is Active Military Duty or a medical condition that warrants accommodation. Wines praised staff for the outstanding job on the CQAR Audit.

- B. Winsor provided information on the Annual Program Integrity Report. The report was offered to those that wanted to read it. Compliance will dive deeper and report back to the Board, no action required.

## **V. Policy Board Committee Reports**

### **A. Executive/Personnel Membership Committee**

- 1. Affirmation of Policy of Non-Discrimination

CareWell distributed the Affirmation of Policy of Non-Discrimination as part of the meeting packet (Attachment C), for the Board's review, approval and signature.

**Motion to approve CareWell's Affirmation of Policy of Non-Discrimination by Unger, supported by Sherban. Motion: CARRIED. Policy signed by Secretary/Treasurer, Spencer.**

- 2. Wines seeking approval of Lois Bowers two-year term to the Advisory Council.

**Motion to approve by Briel, supported by Sherban. Motion: CARRIED.**

### **B. Finance/Audit Committee**

Winsor reported that a discrepancy was found when balancing the end of year statements. It is being worked on for resolution. He also stated while we have earned excellent interest on the CD's we have in place, the terms are coming up. Will be looking to find the best interest bearing accounts to place funds in for continued growth. Advised that working with our banking partner, we have been able to fully "turn on" our ACH feature, resulting in being able to pay vendors within a 24-hour period. Currently, the Finance Department is working on grant program deficits, the EOY balance sheets and allocations for new grant money received.

**Motion for approval of the Financial Statements for month ending December 2023, made by Spencer, supported by Sherban. Motion: CARRIED.**

### **C. Compliance, Quality, Waiver**

- 1. Waiver Report

De Jong reported wait list is decreasing, due to increasing closures. Potential participants are still struggling with asset reporting. Working with clients on options for spend downs. She has reviewed the findings of the CQAR Audit, and a corrective action plan is being put in place on items that were reported needing attention. Overall score was an A which is very good.

**D. Advocacy and Outreach Updates**

**1. Michigan Senior Advocates**

O'Dell reported there is still some confusion with the guardianship bill. Appeared to be all set and it passed the House but is not expected to pass the Senate based on guidelines being reviewed.

**2. Programs/Outreach Activities**

Courtney reviewed 2023's numbers for the MMAP program. She is seeking more volunteers at the Marshall and Albion sites.

**3. Grants and General updates**

Wines reported that the Innovation Grant is wrapping up. CZCS – work is picking up. She also reviewed membership numbers for the Heritage Commons and Forks locations. Sherban questioned running on a deficit with Heritage Commons and what is the structure for the Kool Family Community Center. Chair Baldwin suggested showing income/expenses to try and close the gap. Also suggested checking into a program like Silver Sneakers to generate cash flow.

**VI. Open Board Comments**

**A. Open Board Comments**

**1. Chair Baldwin requested to make sure to add time for Board Member comments at the end of the agenda, as well as the following:**

- Executive Committee to review the CEO goals and discuss progress.
- Would like to get dates in place for a Summer Session of Strategic Planning sometime between May and August. Requested Barnaby to prepare a questionnaire regarding date, place, and time options for all members.

**2. Frisby requested a copy of the Open Meetings Act showing the section that pertains to Zoom/telephone attendance. CEO Wines stated it will be sent to Board Members within a week.**

**VII. Adjournment**

**Motion for Policy Board to adjourn by Sherban; supported by Briel. Motion CARRIED.** With no additional items to discuss, the meeting adjourned at 6:45 pm.

Respectfully submitted,

Valerie J. Barnaby, Administrative Assistant