

AREAWIDE COUNCIL ON AGING OF BROWARD COUNTY, INC.
VIRTUAL BOARD OF DIRECTORS' MEETING
AUGUST 12, 2021

PRESENT

Alan Brass
Tim Curtin
William Edelstein
Pauline Grant
Representative Evan Jenne
Malena Mendez
Dr. Naushira Pandya
John Primeau
Hon. Ron Rothschild
Kenneth Rubin
Senator Nan Rich
Manuel Sinalovski
Lisa Zucker

EXCUSED ABSENCE

Arthur Birken
Anthony Brunson
David Lieberman
Deborah Rand
Theodora Williams

STAFF

Charlotte Mather-Taylor
Shahnaaz Yasin
Cheryl Morrow
Kandi Osman

GUESTS

Julie Klahr, Esquire
Eric Fontana
Kim Birk

CALL TO ORDER

The Regular Monthly Meeting of the Areawide Council on Aging Board of Directors was held Thursday, August 12, 2021, in the Area Agency on Aging Administrative Office. For the Members who chose not to attend in person, the Boardroom was set up to hold a hybrid meeting so members could participate remotely by utilizing Communications Media Technology.

President Pauline Grant called the Board Meeting to order at 9:00 a.m. and asked that Manny Sinalovski lead the Members in the salute to the flag.

APPROVAL OF MINUTES

Since a quorum was not present to officially approve the May 13, 2021 minutes, President Grant asked if anyone had any changes or recommendations prior to approval at the September 9 Meeting. No changes were presented.

NEW BUSINESS

Annual Board Resolution Authorizing Signatory Authority

President Grant called upon our Board Attorney, Julie Klahr, to review the Agency's corporate resolution, identifying the authorized officers to sign contracts and checks. Julie explained an annual review is completed to reflect any major changes to the Board Officers or staff as to who should have authority to sign contracts or checks. Copies were emailed to the members prior to the board meeting for the purpose of reviewing the document and recommending any changes. If there are any questions or clarifications prior to approval at the September 9 Board Meeting, please let Julie know.

Bylaws Update

Ms. Klahr addressed the proposed revisions she made to the Bylaws. The document was emailed to the members in advance for their review and comment. Julie shared she spoke with Arthur Birken (who is not present at this meeting), who provided comments to her that she will share as she discusses the changes.

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Pursuant to the Bylaws as they currently stand, if amended, they have to be presented 30 days prior to the board voting on them. Therefore, the Board will be able to vote at the September 9 meeting. All of the changes made were specifically to clean them up or to bring them current. They include as follows: the location changed from Ft. Lauderdale to Sunrise; Article III, Section 2, Charter is now referred to as Articles of Corporation; Article IV, Section 4, unexcused absence is not defined; anyone missing more than 50% of regularly scheduled meetings without just cause, which was not defined. After discussion, the consensus of the members was to remove “just cause” and the definition of “just cause”; Article IV, Section 10, there was a provision that said: “A Board Member may vote in the election of new Board members by absentee ballot.” That was taken out since it is not appropriate under the Sunshine Law; Article V, Section 1, the Board shall meet ten times annually and written notice of a special meeting shall be mailed or furnished to all members was changed from 10 days to seven (7) days; Article V, Section 3 It shall be necessary for a quorum of seven (7) members of the Board to be physically present and those members participating remotely shall be able to see and hear and follow all matters being discussed. Julie stated with the agreement from the members, she will go ahead and incorporate Arthur Birken’s revisions to make sure it is clear that all of A, B, C, and D items of Article V, Section 3, need to be complied with. Julie also added Section 4 of Article V for the Board’s consideration. Julie advised that the bylaws mention following parliamentary procedures in Article V and reference following Robert Rules of Order in another section, and we should follow one or the other. After much discussion, the consensus of the members agreed to take Section 4 out and replace parliamentary procedures with Robert Rules of Order; Article VII, Section 8, was taken out; and Article XII, replace Executive Director with Chief Executive Officer (CEO) to keep it consistent with the other Area Agencies. In addition, take the provision out that the Executive Director must give six weeks resignation notice prior to leaving for any reason.

EXECUTIVE DIRECTOR'S REPORT

The Executive Director gave an update on the Finance Department. Charlotte introduced the new Finance Director, Shahnaaz Yasin. Several of the members who were in attendance met Ms. Yasin prior to the start of the meeting.

Charlotte then introduced Eric Fontana and Kim Birk of Fontana CPA, who has been working with staff and our auditors in preparation for the 2020 Audit, which began on August 1. Eric Fontana gave a progress report on the audit. As of August 2, Eric reported that 118 files were uploaded to the auditors, so they are going strong. The estimated timeframe is 4-6 weeks. A draft of the audit should be completed in September. One of the issues they are working on is the VA Program and the allowance for the old accounts receivable claims. They have had discussions with the auditors and Alan Brass regarding increasing the allowance to be written off on the financials, and all were in agreement. Another issue they discussed is how Fair Share is reported as deferred revenue. They are also working with Finance Director Shahnaaz Yasin on the monthly financials.

Charlotte stated that Ms. Yasin has followed up on the old VA collectibles going back to 2015. The process is very time-consuming, researching each client to collect the necessary data. Shahnaaz has received approval from the VA for us to be reimbursed for over 50% of the old claims dating back to the first half of 2016 and is now working on the second half of 2016.

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Charlotte thanked both Eric and Kim for doing a great job and working well with Staff. Charlotte also acknowledged James Davis, a member of our Finance team, who has been working closely with Kim on the audit.

The Executive Director reported Diane Smith, Program Director, has resigned and left on good terms. Charlotte hired Olga Fortune to take Diane's place as the Program Manager. She changed the title from Director to Manager to have the person report to and train under Liz Lombardo, who is a Director. Olga was introduced and gave a brief narrative of herself.

Charlotte reviewed the project's facility status report. She shared Southcentral/Southeast Focal Point in Miramar, and the Daniel Cantor Center Living Room recently closed due to COVID outbreaks. The other projects that were already open remain open and are still serving clients.

The Department of Elder Affairs Annual Monitoring took place during the week of July 12-16. Charlotte reported we received an outstanding review with minor recommendations. Charlotte shared the Department mentioned that our Board and Advisory Council's activities, recruitment, and meeting minutes were exemplary and recognized our Agency as a best practice for the State. The Executive Director acknowledged it was a team effort, and staff did a great job, particularly Liz Lombardo, who was the key person who took the lead for the Program Department in working with DOEA to ensure all reports were delivered in a timely manner.

John Primeau thanked Charlotte for the outstanding job she has done for the past two years. President Grant also recognized Charlotte, commended her hard work, and acknowledged her for receiving an excellent review from the Department of Elder Affairs.

Charlotte reported the meals program is moving along. As of this week, 3,970,703 meals have been delivered since the program's inception. However, we ran out of money again from our last contract. Charlotte has contacted the County, and they have graciously agreed to fund the program with the \$500,000 remaining from the previous County Contract. The DOEA Staff has also been working with the Executive Director and has given us the flexibility to move some of the dollars that were unspent from the other programs to continue the meals. Charlotte feels we will be able to continue to serve our elderly seniors for a couple of more months in hopes of receiving the American Rescue Plan Act funding soon and utilizing that for future meal delivery. She stated she had anticipated receiving the money already and was unsure when the Governor's office will release the funding.

Senator Rich commented that she is working with County Administration regarding the ADRC's unused \$500,000 from last year's contract, which has expired. Assistant County Administrator, Kimm Campbell, is working on a new contract so that the funds can be utilized by the ADRC.

In response to Charlotte's remarks on the meals program, Senator Rich noted that she asked Shane Strum, former Chief of Staff to the Governor, to help get the federal funds released from the state. In addition to the meals program, the State has also withheld billions of federal CARES Act and American Rescue Plan Act dollars, including homeless, education, and childcare--among others. Senator Rich emphasized that since Broward County's Area Agency has an excellent and effective emergency meal program in place, we are the only Area Agency urging the distribution of these funds.

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The Executive Director gave an update on the Helpline. The volume of incoming calls has increased from 4,378 in April to 5,577 in July. Most of the calls are for emergency meals, EHEAP (assistance for FPL bills), and Long Term Care Support. We are also receiving several calls from family members requesting caregiver assistance and help for a loved one with dementia or Alzheimer's.

Charlotte reported that the Advisory Council has calendared some great fundraising activities with various local restaurants, and the events have been raising between \$100-\$275 per event. A Krispy Kreme fundraiser has also been held where gift certificates could be purchased online for a dozen Krispy Kreme donuts and used nationwide. Since May 13, a total of \$1,000 was raised from these events.

The total raised for the 37th Annual Broward Senior Hall of Fame was \$44,372.50, the most ever in our 10-year history. In 2016, the amount was \$21,367.

The Knights of Columbus of Weston will be having a Golf Tournament on November 5. The Area Agency has been designated the recipient to receive the proceeds from the event.

The Executive Director announced we received a grant from the United Way of Broward County. Charlotte noted it is a collaborative partnership between United Way, Broward College, and the Area Agency, who will be the primary operators of the grant. United Way expressed they want this to be one of their signature programs, like Mission United. The grant is for \$197,000 per year for a total of three years. We will partner students enrolled in social work and other health-related programs at Broward College with an isolated senior who is currently on our waitlist or in the meal program in need of companionship and support. We will also use the iN2L and Uniper technology with the seniors. Charlotte is extremely excited about the partnership and working with United Way.

The Executive Director commented she has participated in several events. Charlotte participated in two presentations at the National Association of Area Agencies on Aging (n4a) Conference on June 19-20. One on the iN2L pilot and another on Uniper. She was asked to speak at Representative Hunschofsky's Town Hall Forum on June 22. She participated in the Non-Profit Executive Alliance Committee Panel discussion on Advocacy. Charlotte also shared that Secretary Prudom mentioned he is pleased with our technology programs and would like us to continue iN2L and expand it to other Area Agencies on Aging.

Senator Rich also reported that the County has issued an Emergency Directive-21A, which requires hospitals to report to the County daily statistics on key indicators such as the number of available pediatric and adult intensive care beds (ICU), ventilators, numbers of beds available for ICU-bed conversion (if necessary) and the number of new patients admitted daily. The County Administrator is meeting with hospitals directly. The County will also be creating a dashboard for the public to access allowing everyone to see the exact statistics.

Broward County and DOH-Broward have also created new ads for vaccine hesitant individuals with bold messages in hopes of encouraging more people to get vaccinated. They will be seen on TV, in virtual ads, and in print.

Lastly, Senator Rich announced there will be a new national three-digit phone number that will be available in Florida to use as a helpline for behavioral health needs starting July 2022. The new number will be 988 and will replace the current ten-digit national suicide prevention number. It will be an alternative to 211 to provide around-the-clock response for behavioral emergencies. Senator Rich hopes that a bill including an appropriation will be passed in the upcoming legislative session.

PRESIDENTS REPORT

President Grant thanked Julie Klahr for her attendance and for presenting an excellent report. She also thanked the consultants of the Fontana Consulting Company, Erik Fontana and Kim Birk. They have been doing an excellent job working with our Finance Director Shahnaaz Yasin and staff. President Grant also recognized staff members Chris Delez and Kandi Osman, who have ensured the boardroom is technically set up for members who are attending virtually, and sanitized for those members attending in person.

Excused Absences included: Anthony Brunson and Arthur Birken, on vacation; David Lieberman and Theodora Williams, ill; and Deborah Rand, business commitment,

Since there were no meetings in June or July, President Grant extended birthday wishes to those members. They include: June –Tim Curtin (17); July – Pauline (12) and Alan Brass (29); and August – John Primeau (2), Lisa Zucker (5), and William Edelstein (20)

President Grant emphasized it is very important that at the September 9 meeting, seven members need to be in attendance for a quorum since the Board will be voting and approving several items on the Agenda.

OTHER BUSINESS

Since there was no further business, a motion for the meeting to be adjourned was made at 10:10 a.m.

Senator Nan Rich, Secretary

APPROVED _____