

**Metropolitan Area Agency on Aging  
Board of Directors Minutes  
April 19, 2007**

Present: Board Members: Wayne Takeshita, Gayle Degler, Jerry Hennen, Dick Lang, Dolores Zeller, Jean Greener, Bob Roepke, Jan Olson, Allen Miller, Eileen McHugh, Mark Skeie, Kathleen Gaylord, Jamie Warndahl

Staff: Dawn Simonson, Bob Anderson, Terry Nielsen, Pam Zimmerman, Gail Hernandez

Absent: Gail Dorfman, Laura Waterman Wittstock, Jan McCulloch, Jackie Stewart, Jan Parker, Marcia Wielinski

The meeting was held at the Chaska Water Treatment Plant, 640 Victoria Drive, Chaska, MN 55318 and was called to order by Chair Wayne Takeshita at 9:35 a.m.

**Welcome and Announcements**

Wayne Takeshita welcomed the attendees and thanked Bob Roepke for hosting this meeting. He reminded the Board members of the upcoming MN Gerontological Society conference on April 27<sup>th</sup>.

**Consent Agenda**

A motion was made to approve the Consent Agenda. The motion was seconded and passed.

**Chair's Report**

Wayne reported that he met with Dawn Simonson in February to discuss Board of Directors activities, Dawn's workplan, and her collaborations with other organizations. He announced that he is confident in Dawn's ability to lead the MAAA in its current and future work. Wayne reminded the Board of next month's Retreat and encouraged all Board members to attend.

**Executive Director's Report**

Dawn highlighted various items from her written report.

**I & A Program Director's Report**

Pam Zimmerman reviewed the Information & Assistance statistics for March 2007 noting that call numbers are declining, but call length is increasing due to the complexity of the calls. The call center is staffed at 2003 levels due to availability of funding, but the workload has significantly increased. Senior Surf Days is growing, with 100 presentations scheduled this year. One bilingual volunteer is working to develop and offer Senior Surf Days in Spanish. Pam also reported that she has completed the initial phase of her elder abuse project and will have a report at the May Board retreat.

**March 2007 Quarterly Financial Review**

Terry Nielsen reviewed the March 2007 financial statements with the Board.

## **Committee Reports**

**Executive Committee:** Wayne Takeshita referred the Board to the Committee Minutes. He also mentioned attending a presentation by Laura Waterman Wittstock at the Humphrey Institute on American Indians and Philanthropy and suggested she do this presentation for the Board.

**Nominating Committee:** Gayle Degler reported that the Nominating Committee met this morning to review an application to the Board. He thanked Kathleen Gaylord for encouraging the candidate to apply. Wayne Takeshita and Jean Greener will meet with the candidate and offer her a provisional seat on the Board to be ratified by election.

**Planning Committee:** Jan Olson reported that the Planning Committee met two weeks ago to review 2008 funding allocations, and is planning to meet again next week.

**Audit/Finance Committee:** Kathleen Gaylord reported that the 2006 audit draft is finished and is being reviewed by staff.

**Diversity Action Council:** Wayne Takeshita reported that the DAC met to finalize plans for the spring staff training and encourages Board members to attend.

A motion was made, seconded and approved to accept the committee reports as given.

## **Action Item**

**Health Insurance Counseling (HIC) Funding:** Bob Anderson reported on the lack of availability of funds to subcontract for health insurance counseling services, noting that the three 2007 contracts were funded with one-time carryover funding.

A motion was made to approve the recommendation of the Executive Committee to centralize HIC services using existing MAAA staff and community volunteers to provide counseling at community sites and home visits. The motion was seconded and approved.

## **Resolution**

**2008 Funding Allocations:** Bob Anderson reviewed the proposed 2008 funding allocations for the Board.

A motion was made to approve the 2008 funding allocations. The motion was seconded, and carried.

## **Discussion**

**Request to Serve as Fiscal Agent:** Dawn Simonson reviewed the criteria for “fiscal agent” and how it differs from providing accounting services via contract. She outlined the proposed criteria to evaluate requests to serve as fiscal agent. The Board would like to see language reflecting concern for identity confusion. The Board discussed need for attorney’s review of fiscal agent agreements between MAAA and the sponsored agency, and determined that this will not generally be necessary if MAAA uses the template developed by the Minnesota Council of Nonprofits.

A motion was made to approve the criteria and process as presented with one additional criterion added to state that MAAA's service as a fiscal agent will not cause confusion in the market place, resulting in negative consequences for the agency. Motion was seconded and approved.

**Funding Priorities Workplan Outline:** Bob Anderson presented the workplan to undertake an analysis with the Board of funding priorities as requested by the Board. Bob noted that it would take approximately 12 months to complete the review during Board meetings. Board members suggested that the review be kept at an executive summary level. It was agreed that staff would put together a workplan to facilitate Board discussion and decision-making on overall funding allocations, beginning with Title IIIB.

**May Board Retreat Update:** Dawn Simonson reviewed plans for the May retreat. The Board will convene for one business item and then adjourn to the retreat. The retreat agenda includes discussion of the four strategic developmental initiatives, including Communities for a Lifetime and Living the Questions. Julia Classen will provide information on the fiduciary responsibilities of a nonprofit board, and Terry will do a detailed walk-through of the MAAA financial reports. A discussion of Board evaluation and goals is also on the agenda.

**Legislative Updates:** Dawn Simonson reviewed the latest edition of Senior Advocates FYI highlighting the House and Senate Omnibus Health and Human Services bills.

**Other:** A request was made to add the Communities for a Lifetime Committee to the standing committee reports.

The meeting adjourned at 11:35 a.m.

*Minutes respectfully submitted by Gail Hernandez*