



Commission on Aging

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Minutes of a meeting of April 21, 2021

Roscommon County Commission Aging, a Non-Profit Corporation

Meeting place: Administrative offices, Prudenville, Michigan

Meeting called order at 1:02 PM by Kim Warner, Vice-Chairman.

Pledge of Allegiance said by all attending.

Roll Call: present: Chuck Corwin, Tracy Constance, Maddie Hiller, Kim Warner, Dan Fishel, Marc Milburn, and Kathy Jernigan, Al Schultz.

Member's absent- John Sutter

Member excused- John Sutter

Guests-see attached list.

Attending Jim Deamud, attorney, John Gardiner via Zoom.

Mission Statement: Tom Pettit

Approval of Agenda: Al made motion to accept with Maddie seconded. Motion agreed by all board members. Jim Deamud wanted to talk about new Emergency Order that was issued by the Dept of Health. This subject put under New Business. Tom mentioned that attorneys might want to go into Executive session at end. Jim said we may not need an Executive session and handle under Old Business.

Intro of Guest: Laurie Sauer, Region 9 Director replacing Vickie.

Approval of Consent Agenda: Marc made motion to accept, and Al seconded. Motion accepted by all Board members.

Public Comment: Laurie Sauer, Director of Reg 9/NEMSCA – Roscommon is in a tough situation with AASA with the possibility of stopping funding for these services and compliance issue since last summer. COA has a 10% match for these services. Grant amount \$391,866 cash match – Tom said \$35,000 was paid with \$4,000 left. The match is wrong and should be \$39,000. As of 3/31 Laurie said COA paid \$18,872 and Senior Millage needed is \$16,345 and she would like a decision as soon as possible and today would be great, Laurie did mention this at the Commissioners Meeting she attended and was told that she had to bring this attention to the Board of Directors. Jim said he did not know about this and this was never mentioned to him. She said she will check with Yvette about the amounts owing and she is not aware of the AASA negotiating with the COA. The amounts are not clear and she needs to clarify this with Yvette. Mr. Pettit indicated her requesting this amount is premature as services are still provided, and funding has not been withheld. Confusion lies with attorney from NEMSCA and not AASA state attorney and she is not aware of any negotiations. Emil would like Board to check why Tom gave himself a \$2.00 raise per hour since January 1st till now and the other employees receiving this also which was not authorized by the Board. Tom also signed for a refinance loan and Line of Credit which the Board did not approve with Chase Bank on 2/25 without Board approval and should be dismissed from his position. Employee reviews were supposed to be

completed by February 1st and this was not done. On budget from last year, COA received funding of \$538,758 from Reg 9 and he wanted to know why such a big difference to \$391,866. Where is this money? Laurie Sauer injected that difference is due to a different contract with MY CHOICE funding and this does change the amount. Deanna Fasbender asked about #12 Reg 9 assessment form – new policy and how one staff name was not submitted. How can one staff member not get funded under AASA and how is this different? Maintenance is funded by the mileage and not AASA but she asked how do we protect our seniors from any issues that may arise and insure their safety. She has witnessed the employee at their homes working inside and out. Jim said that this was public comment and not public debate. Deanna did say that Chuck said this question can be part of the public comment. She would Board to check into this.

Directors Report: Grant allocations was received by Region 9AAA/NEMSCA for \$66,479.00 for February and March and our Direct Care workers reimbursement. Last week we submitted our intent to Apply letter for grant cycle FY2021-2022. Grants will be due the beginning of June and we are applying for grants that we have received in the past.

Tom is still working with Dr. Clare Lutz from MSU for the BTBO training for our providers. \$22,000 was received from MI Works going Pro grant to cover some of the expenses. CENA license and CENA certifications.

RCCOA prepared 106 tax returns through the VITA tax program.

Laurie Sauer sent email to all COAs indicating AASA wanted to distribute vaccination postcards. All COAs had a different amount and client numbers are found in the report. Contract services as of March 31st were reported and have been met except the adult day care center which was closed. RCCOA does an excellent job providing services to our Seniors.

Correspondence: Maddie read letter from Jodi L. Valentino as official notification of the appointment of Marc Milburn to the RCCOA Board of Directors for calendar year of 2021.

Letter from former employee Mikki Stegall which was found in her desk was read by Maddie and copy was in each Board members packet.

County Commissioner's Report: Marc thanked Jodi Valentino for the letter of appointment. Dan thought the Board of Commissioners were being phased out and this is not so. They appoint a representative to represent the Board of Commissioners.

Region 9 Advisory Committee Report: Chuck reported no meeting was scheduled. He did thank Region 9 for their outgoing support of our COA.

Old Business: Loan refinance Resolution: Tom apologized for going ahead with the refinance without getting the approval from the Board. In January, it was suggested that we refinance and he took it that the Board was in agreement for the lower rates and line of credit and saved us a lot of money. Kim asked why the Board did not have the opportunity to approve this. Kathy said that the Board in January agreed to the lower rates. Dan explained that Roscommon County also does this to lower rates when loans are in need to refinance and he was in agreement for the lower rates to save money.

Motion made: Resolution to finalize the refinance of the loan of February 25, 2021 to Chase Bank in the amount of \$419,243.78 at 4.5% for 5 years and a Line of Credit for \$200,000.00 at 3% if needed with Board approval.

Roll call vote was taken with from Dan and Kim voting against motion with the other members voting in favor of loan refinance. (2) no votes and (6) yes votes roll call passed. Resolution approved.

Financial Report: Ending February balance: \$831,392.71, ending March balance: \$1,242,829.48. Chase Commercial Loan Balance: \$418,237.68.

By-Law Committee update – Dan Fishel

Dan Fishel presented by laws revisions to the Board but many questions were asked why other members were not there. Chuck never received email on the meeting date and Kathy was there but walked out when an outsider was there that did not belong. Chuck still expressed concern why some members were notified and others were not. Many changes were made but are not what the other Board members want and they will be going though and making changes. Kim and Dan were the only two from the Committee that were there. Dan typed up the revisions and another meeting will be scheduled to discuss and update the bylaws including the numbers of the Board members that were proposed. Discussion ensued and other Board members were not pleased with the outcome. Maddie questioned why the revised one was never signed by Dan and Chuck and Dan said he did not know why and that we need to move on and get the new by-laws done. Committees were set up last year. Work together to make suggestions and changes. Dan invited all to work on these changes. He explained changes due to Nominating committee to be appointed and have this done in October and a slate can be ready for November since we do not meet in December and be ready for taking office in January. Kim expressed that the Treasurers duty needs to be revised including signing checks when needed. Jim brought up some errors that need to be corrected and Dan said he ran through spell check, but it was not corrected. Dan said everyone has their copy and they need to work on the by-laws.

AASA Litigation Update: Jim wanted to give a brief update and proceed with a drafted complaint – A Status Quo complaint was forwarded to Mr. Meihn's email and a request to have a meeting between Mr. Gardiner, Jim and Mr. Meihn. They are prepared to file in court if a resolution is not obtained. Board waiting for an answer by Friday otherwise will be filing with the Court. Complaint for adjunction for declaratory action and court to stop all the deadlines that were given to us. Jim asked for meeting to come up with a resolution for the Status Quo complaint.

New Business: Tracy expressed concern for all the Face Book feeds that have been put on with attacking the Board members and hearsay. This must stop and should not happen. Discussion ensued by Board members and many feel the same. She expressed concern and mentioned that these people join on our Zoom meetings with their comments or put in writing. Kim expressed concern that her husband Dennis was not allowed in the meeting in March. Tracy was talking about being on Zoom and not physically in the room. Other members expressed their concern. Kathy said she feels it is a personal attack and the only concern of our Board is to helping Seniors in our Community. Our goal is to keep these services going for our Seniors.

Emergency Order: Jim was concerned about the new emergency order that came out from the Dept of Health. Discussion on opening the centers by June 1, 2021. They have extended the order from 4/18 to 5/24 and gives us only a week to make changes. Tom said that he emailed the other COA's and some that have opened and have already closed due to the spike in COVID numbers. Discussion on how we divide the people in a room and how to keep them separate and not spread the virus. Our seniors want to mingle with their friends and the last thing we want in our Centers for

someone to come in sick and the virus spreads to all. Jim is concerned about protection for our people that we serve. One COA looking to put a circus tent in their parking lot. The virus numbers are not getting any better and Tom agrees with Jim and not place a specific date to open but keeping an eye on the virus numbers for the next month. Kathy asked if we are considered food service or non-residential and the rules are different for this. Kim feels it is limiting the socialization of our seniors. Jim explained the new rules to the board with examples. Reminded that vaccinations need to be done and still wearing of masks to protect the people we are trying to service.

Public Comment: Luwana Bourland I am here today to speak for all the seniors and taxpayers and transparency of the Board regarding new State polices. You are to follow the Mission policy, rules and regulations and any compliance issues and need to be concerned what the public thinks. I feel that the Board is not following the Robert Rules of Order to conduct the meetings. The Board should be concerned about losing the grants, funding and the taxpayers can veto the millage if they feel their concerns and safety are not being met. FB did have knowledge, of the compliance issues but the negative comments should not have been expressed. So as a Board, I am asking that you become transparent and take care of the issues that are being put out in the public and safety issues taken care of to protect our seniors and the services that the COA offers. She is worried about the public image of the Agency and safety issues. Deb Looney stated that people need to learn what Public Comment is. She would like to invite board members to use the Annex building for their By-Law meetings and any other meetings they need to schedule. Deb said she did not get a public invite and feel other public members should not be there.

Emil commented that he has sent written questions to the Board and would like answers. Tracy has good points. The Board needs more transparency, and nothing is being done and many issues needs to be taken care of. Only 3 minutes to talk and this is not enough time. He said that he feels the public should be allowed to be in the by-laws meeting for one meeting and who knows maybe a public person may have a new idea that the Board did not think of.

Johnna said she agreed with Emil and Rendon on taking care of the State compliance issues and stop worrying about the one person this pertains to. The Board needs to be more aware before you have more issues, and your problems get bigger. You are to represent the Seniors and the taxpayers.

Deanna commented that the compliance issue is of main concern. The community knows the COA is doing a wonderful job of taking care of our seniors and keeping them safe and have employees that are vested. She also expressed concern on the Line of Credit, unsecured declare and approve the proper use of the money. Approve the credit first before being used. Asking forgiveness is great but asking permission provides transparency.

Al made the motion to adjourn the meeting with Dan seconded the motion. Meeting adjourned at 2:28 PM with all members in agreement.

Next meeting: is May 19, 2021 at 1:00PM at the Administrative offices

Respectfully submitted,

Maddie Hiller