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OTSEGO COUNTY COMMISSION ON AGING

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BOARD OF DIRECTORS MEETING MINUTES Wednesday, December 9, 2020 Virtual Meeting

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Attending Voting Members: M. Sanders, J. Camiller, R. Edel, B. Bowen,
C. Messina, R. Smith

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Absent Voting Members: G. Mertz

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Absent Non-Voting Members: D. Johnson, Otsego County Board of
Commissioners Liaison

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Attending Staff: D. Wishart, Executive Director
E. Godek, Research & Volunteer Coordinator
A. Mayer, Accountant & Finance Coordinator

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Guests: Dan Smith, CPA

Call to Order

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- The president, Mary Sanders, called the meeting to order at 9:01 a.m. and welcomed those in attendance. The meeting was conducted virtually, due to the continued restrictions resulting from the COVID-19 pandemic. A quorum was present.

Consent Agenda

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- The motion to approve the Consent Agenda was inadvertently forgotten. It will be included in the Consent Agenda motion at the February 10, 2021 meeting.

Open Forum

- Nothing was reported.

Executive Board Reports to the Board

President's Report

The president, Mary Sanders, briefly presented the following:

- 1 • Board Resignation – Joe Duff has submitted his resignation and is officially
2 retired from the Otsego County Commission on Aging Board of Directors. He
3 performed a lot of good work for the board, including serving on the Building &
4 Space Committee.
- 5 • Signatory Motion Request – The agency needs another signatory for its tcf Bank
6 checking account. Eileen Godek has agreed to this. M. Sanders called for a
7 motion of approval.

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9 ***A motion was made by R. Edel and seconded by C. Messina to add Eileen Godek as***
10 ***a signatory for the agency's tcf Bank checking account. Motion carried.***

- 11
- 12 • Independent Audit Report – Dan Smith & Company, PC – Dan Smith, CPA
13 briefly reviewed the Otsego County Commission on Aging Audited Financial
14 Statements for the Year Ended September 30, 2020, noting the following:
- 15 ○ He had the opportunity to meet with D. Wishart, A. Mayer, and L. Allen in
16 late October and early November to conduct the audit. Board members
17 received a copy of the audit in their board packets.
- 18 ○ The independent auditor's report, on pages 1 and 2, states that an audit of the
19 agency's financial statements was performed. It reminds management of their
20 responsibilities, outlines the auditor's responsibilities, and issues an opinion.
21 He has issued a clean opinion, once again, for the Commission on Aging.
- 22 ○ The Statement of Financial Position September 30, 2020, on page 3, states
23 the agency's current assets, liabilities and net assets. The agency's cash
24 position increased significantly from a year ago, a large portion of which was
25 due to the addition of COVID-19 PPP (Payroll Protection Program) funds.
26 The PPP loan accounts for a large amount of total liabilities. This loan is
27 expected to be forgiven in the 2020/2021 fiscal year and will then be
28 recognized as other non-operating income. Net assets include those without
29 donor restrictions, as well as those without donor restrictions that are board
30 designated.
- 31 ○ The Statement of Activities for the Two Years Ended September 30, 2020,
32 on page 15, shows that total revenues dropped a little bit this past fiscal year
33 from the previous one. Although federal grants were up, state grants were
34 down. Consulting and private income, were down, as was expected. The
35 good news is that total expenditures followed suite. Netting expenditures
36 against revenues resulted in an increase against the agency's net assets giving
37 the agency a higher net equity position compared to the previous year. The
38 agency did a good job of staying within budget.
- 39 ○ The Statement of Functional Expenses for the Year Ended September 30,
40 2020, on page 15, outlines how expenses have been allocated to agency
41 program services, management in general, and fundraising.

- 1 ○ The Statement of Cash Flows for the Year Ended September 30, 2020, on
2 page 6, is a bit of a roadmap of how the agency's net cash increased from its
3 increased net assets from the previous year. Most of this is due to the PPP
4 loan that was received. The agency ended the past fiscal year with a healthy
5 cash position.
- 6 ○ Beyond that, on pages 7-14, are the footnotes which help describe the
7 agency's policies and the make-up of the financial statements.
- 8 ○ A. Mayer, L. Allen, and D. Wishart were always able to provide him with the
9 necessary evidence and information and he has no concerns to report today.
10 Discussion followed.
- 11 ○ M. Sanders thanked D. Smith for doing the audit and noted the board's
12 appreciation for his work. D. Smith thanked the board for the opportunity to
13 do the agency's audit.
- 14 ○ The motion to accept the Otsego County Commission on Aging Audited
15 Financial Statements for the Year Ended September 30, 2020, was
16 inadvertently forgotten. There will be a motion for acceptance at the
17 February 10, 2021 meeting.

19 **Vice President's Report**

20 The vice president, George Mertz did not present a report.

22 **Treasurer's Report**

23 The treasurer, James Camiller, CPA, briefly presented the following highlights from
24 the financial reports ending October 31, 2020:

- 25 ● Budget vs. Year-to-Date Totals report – The agency is close to budget with
26 revenues and expenses running as expected for the first month of the fiscal year.
- 27 ● Year-to-Date Totals Compared to Prior Year-to-Date Totals report – Expenses
28 are running at about eight percent less. Although not too much can be read into
29 this with the agency only being one month into its fiscal year, the lower
30 expenses continue the downward trend from the previous fiscal year due to
31 COVID-19.

33 **Secretary's Report**

34 Due to the virtual nature of the meeting, D. Wishart briefly shared the following
35 correspondence for R. Edel:

- 36 ● A card from a meal participant, a card from the United Way and RSVP staffs,
37 and a humorous letter from two participants thanking the agency for the Drive-
38 Thru Thanksgiving Luncheon.
- 39 ● The agency plans to replicate this meal format in December for the Holiday
40 Drive-Thru Luncheon.

- 1 • M. Sanders noted that it was important to have this meal and that the board
2 appreciated the thanks received from participants. She thanked the staff for the
3 effort that went into turning it into a drive-thru event.
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5 **AASA Network Reports to the Board**

- 6 • News from the Aging & Adult Services Agency (AASA) – D. Wishart briefly
7 shared the following:
- 8 ○ The state is operating under a continuing resolution from the federal
9 government regarding the flow of funds. This allows the flow of money
10 across the service network while the federal and state budgets are being
11 finalized.
 - 12 ○ The AASA will be doing some advocacy work across the state on wait lists
13 for services. There are no wait lists in Otsego County, due to community
14 support. However, the agency can extrapolate the number of meals it
15 produces without federal or state funding. All is well in Otsego County, and
16 the AASA will continue to work on wait lists across the state.
- 17 • Region 9 Area Agency on Aging Regional Council – C. Messina briefly shared
18 the following:
- 19 ○ She has been able to attend one of two meetings. The one she attended was
20 virtual.
 - 21 ○ There are some open positions on the council.
 - 22 ○ There is a link from the Region 9 Area Agency on Aging website to
23 OCCOA’s Otsego Haus Program website page.
 - 24 ○ M. Sanders thanked C. Messina for joining the council.
- 25 • Region 9 Area on Aging Information – Nothing was reported.
26

27 **OCCOA Building & Space Committee Report**

- 28 • Overview and Update – M. Sanders briefly shared the following:
- 29 ○ The agency is considering entering into a venture with Signet Capital to
30 purchase a local building for the agency’s use. The Building & Space
31 Committee has met several times since the last board meeting to evaluate this
32 opportunity.
 - 33 ○ There has been another walk-through of the building by some members of
34 the board and the building’s original architect, Todd Seidel.
 - 35 ○ D. Wishart will attend the virtual county commissioners’ finance committee
36 meeting this morning to request a resolution of their support to move the
37 venture forward for next steps.
 - 38 ○ The committee has discussed in detail the purchase price and the various
39 building repairs, upgrading, and maintenance costs that would be needed.
40 The committee has also examined contract options with Signet Capital.

- 1 ○ Committee members and agency staff have reviewed cost estimate
2 spreadsheets to determine the building’s affordability and have determined
3 that a sinking fund will be needed to finance ongoing maintenance costs.
4 ○ This could be a big venture for the Commission on Aging and would enable
5 the agency to do business in one location. It would also allow the agency to
6 look toward the future with a different viewpoint in the next five to ten years.
7 ○ She commended the committee and staff who have worked on this venture,
8 including their great time commitment in gathering correct information so
9 that a proper decision can be made.
- 10 ● Financial Updates
- 11 ○ J. Camiller briefly shared the following:
- 12 ■ A review of an affordability spreadsheet that A. Mayer had put together.
13 He detailed various assumptions and variables that were included to
14 assess affordability of the venture. The spreadsheet has been reviewed
15 extensively.
- 16 ○ R. Edel briefly shared the following:
- 17 ■ The committee believes that the venture is affordable. Certain repairs will
18 have to be made immediately while other enhancements can wait for
19 years to come. He confirmed the asking price and noted the maximum
20 offer that the committee would be willing to make. If the price were
21 accepted, and some select repair and enhancement decisions were made,
22 the entire commission could be brought under one roof.
- 23 ■ He is hopeful that the Otego County commissioners will back the venture
24 through the committee’s request for a resolution of support for next steps.
- 25 ■ Interest rates are very favorable right now and the committee is studying
26 options to eliminate the debt ten years later. There is also the possibility of
27 obtaining additional revenue sources.
- 28 ● Building Tour with Architect – D. Wishart briefly shared the following:
- 29 ○ A summary of T. Seidel’s tour of the building. Because he was its original
30 architect, he has good knowledge of it, including its strengths, weaknesses,
31 and the timing of needed repairs.
- 32 ○ He also toured the agency’s current facilities in order to see all nine
33 departments that function at the Commission on Aging within their current
34 space at the Health Department, the Alpine Alten Zimmer, and rented space
35 at the University Center.
- 36 ○ T. Seidel noted that the agency can certainly do much better in the proposed
37 building. He requested a copy of an agency spreadsheet that would give him
38 information on the nine departments, the staff involved in those departments,
39 the current square footage in their current locations, and a notation of
40 proposed current and future use and space requirements.
- 41 ● Additional Comments:
- 42 ○ D. Wishart briefly shared the following:

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- If the agency can get its staff into an efficient and effective workspace, this should contribute to efficiencies and the development of programmatic ideas. In the new space, some gathering areas would be smaller, compared to current ones, but there are many potential possibilities that the new space would bring, which would fit nicely with the COVID restrictions as well as new opportunities.
 - Signet has agreed to use local contractors, should the agency enter into this venture, and is currently working with T. Seidel. No expense is currently being incurred by the agency for this work and would not be without board authorization, beforehand.
 - The committee has been meeting weekly. The affordability analysis has been supported with examination by B. Bowen, A. Mayer, and J. Camiller.
 - She is concerned about staff working conditions and how they are wearing in many ways. There are questions about safety from time to time, and the COVID restrictions at the Alten Zimmer, both from the building owners and the state, have limited the agency’s opportunity to provide services in Otsego County.
 - She is encouraged by the work of the committee and hopeful about this opportunity. She appreciates the due diligence done to evaluate the venture and the “can do” attitude by committee members.
- B. Bowen briefly shared the following:
- The spreadsheet captures the affordability of the venture. The agency has the funds to cover costs on the interim with reserves from the PPP loan, and then the fund balance. He stressed that these resources are finite, however.
 - If the agency can secure the offer at the desired price and if the committee and agency are comfortable knowing that, in the worst case, the finite reserve funds might be needed to fund the project, then the venture could move forward. Otherwise, the committee could continue the momentum and try to find another place.
 - An improvement in the building situation is absolutely necessary. It is an excellent building and comes with the furniture already in it. It is massive and has a lot of potential to provide additional income streams. The committee needs to be very careful at looking beyond the agency’s current revenues and not relying on revenues that do not yet exist. The board needs to weigh this concern carefully as the venture is a 28-year commitment. His biggest concern is making sure everyone knows that entering into the venture will increase expenses which will need to come from the agency’s fund balance or some other area in the budget.
 - The agency needs to have the support of the county and everybody else downstream, not just the OCCOA board.

- 1 ▪ He concluded that the agency is really limited only by its imagination and
2 money, of course, with what can be done with the building.
- 3 ○ M. Sanders briefly noted the following:
 - 4 ▪ Now that the board has heard from several different people from different
5 aspects, the time has come for a motion for approval for the Building &
6 Space Committee to move forward to negotiate a price for the building.
 - 7 ▪ Even though there would be some challenges, she thought that with the
8 history of the organization, its management, and financial expertise, that
9 the board could be comfortable in what the agency would be able to do,
10 and that future planning would guarantee the success of the venture
11 without jeopardizing the services that the agency prides itself on giving to
12 its citizens.
- 13 • Q & A – Committee Members and Board – Board members were given time to
14 make comments about the information presented, and voice questions and
15 concerns.

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17 *A motion was made by C. Messina and seconded by R. Smith for the Otsego County*
18 *Commission on Aging Building & Space Committee to move forward to negotiate a*
19 *purchase price for the proposed building. Motion carried.*

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21 • **Next Steps**

- 22 ○ M. Sanders briefly noted that any special meetings that would be needed
23 would be called. Because of COVID-19 pandemic restrictions and the need
24 to meet virtually, the board is authorized to conduct business electronically.
25 Discussion followed.

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27 **OCCOA Executive Director Report**

- 28 • D. Wishart briefly presented the following:
 - 29 ○ Accounting
 - 30 ▪ Audit – As noted earlier, the audit was completed.
 - 31 ▪ Building & Space - The board was provided with reports from the
32 Building & Space Committee. She noted the great support and accounting
33 work by A. Mayer and the accounting team.
 - 34 ○ Advocacy
 - 35 ▪ Open Enrollment – The Advocacy Department has completed open
36 enrollment for Medicare Part D. Per state requirements, this work had to
37 be done by phone this year.
 - 38 ▪ The Research Department, under the guidance of E. Godek, conducted
39 exit surveys. There will be some good information forthcoming on how
40 well this work went this year via phone. There were time efficiencies, but

1 the agency wants to know how its clients felt about them. People have
2 been understanding about how COVID has impacted the agency.

- 3 ○ Customer Service
 - 4 ■ Holiday Greetings – The agency will be sending holiday greeting cards to
5 all its clients, as it typically does, hoping to diminish some social
6 isolation.
- 7 ○ In-Home Service
 - 8 ■ In-Home Service Department essential workers will be in the field
9 between December 9 and 23 for prioritized clients, following safety
10 protocols designed by the agency’s registered nurse, Pamela Carlson.
- 11 ○ Healthy Aging Program
 - 12 ■ Program Adjustments for Pandemic – Healthy Aging Programs, except
13 for those that are outdoors, are currently suspended due to COVID.
 - 14 ■ Senior Center Grant – The department has submitted a \$5000 grant
15 proposal to the state of Michigan. The agency received the grant last year
16 and is hopeful to receive it, again, this year.
- 17 ○ Meal Program
 - 18 ■ “Virtual Meals” – The agency has had success in partnering with MSU’s
19 School of Social Work and has a new Health Fund grant that will bring it
20 \$80,000 of revenue to offset the work that the agency will do on a
21 “Virtual Table” Project. The program launches in January and February of
22 2021 and will take place over 18 months.
- 23 ○ Medical Resources
 - 24 ■ Social Distancing – P. Carlson, RN, is working very hard with the
25 agency’s direct care workforce to address social isolation and emotional
26 loneliness and is encouraging them to reach out extra to clients and in
27 special ways during this time of COVID.
- 28 ○ Otsego Haus
 - 29 ■ The program will be open only on a very limited bases between Dec. 9
30 and 23.
- 31 ○ Research and Volunteer
 - 32 ■ Tax Assistance Program Planning – The Volunteer and Research
33 Departments are doing some forward planning for the agency’s Tax
34 Assistance Program for 2021.

36 **Announcements and Q & A**

- 37 • D. Wishart will be meeting at 10:15 a.m., today, with the Otsego County Budget
38 & Finance Committee. This is to seek an Otsego County resolution voicing
39 support for the agency to move forward with the building project as defined by
40 the earlier motion. She thanked board members for their active participation,
41 today. She looks forward to “next steps”!

- 1 • M. Sanders thanked board members for their input, today. She thanked the
2 Building & Space Committee members for their time and effort, D. Wishart for
3 her leadership, and A. Mayer for her accounting expertise. The committee will
4 move forward and will keep everyone in the loop on what is happening when it
5 happens. She wished everyone a safe and happy holiday and a very Merry
6 Christmas.

7

8 **Adjournment**

9 The December 9, 2020, Otsego County Commission on Aging Board of Directors
10 meeting was adjourned at 10:02 a.m. by M. Sanders. The next meeting is scheduled for
11 February 10, 2021, at 9:00 a.m., with options to participate in person at the University
12 Center Gaylord with social distancing or via video or phone dial-in.

13

14 *Eileen K. Godek*

15

16 Eileen K. Godek
17 Recorder