

Central Missouri Area Agency on Aging
Board of Directors Meeting
December 9, 2008

Board Members Present:

James Kitterman	Camden	Harold (Gene) Maier	Cooper
Charlotte Medley	Laclede	James Canter	Moniteau
Bob Raines	Morgan	Debra Miller	Howard
Elinor Snelson	Crawford	Dorothy Helmig	Osage
Paul Beydler	Pulaski	James Weaver	Washington
Robert Niebruegge	Gasconade	Pat Donehue	Cole
Harold Enslin	Audrain	James Boulware	Dent
Mack Brushwood	Boone	Melanie Yoakum	Maries
Dorothy Tesson	Callaway	August Garver	Phelps

Staff Present:

Jean Leonatti	Hugh Smith	Kate King	Nancy Welty
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President James Canter called the meeting to order at 10:30 a.m. Roll call was taken and a quorum was present. New Board member from Osage County, Dorothy Helmig, was welcomed. It was announced that Lorraine Dowler had broken her collarbone.

There was one change in the agenda. The auditors would not be ready to present the audit report, and a Financial Report would be added in that time slot. Robert Niebruegge moved, seconded by Paul Beydler, to approve the agenda as amended. Motion passed.

Jim Kitterman moved, seconded by Bob Raines to approve the September 9, 2008 minutes as printed. Motion passed.

There was no unfinished business.

The Financial Report through October 31, 2008 was distributed and discussed. It was noted that "nutrition counties" was overspent, but that is because we expend our CMAAA dollars first, and local dollars kick in later.

James Canter introduced the IRS Governance/Compliance documents. The IRS form 990 that must be filed by non-profits as changed significantly. There are a long series of questions that must be answered, necessitating a change in some of our policies. All are intended to increase accountability and transparency.

The new Code of Ethics statement for Board members was presented and discussed. It was moved by Jim Weaver, seconded by Bob Raines to approve the document as presented. Motion passed. It was noted this document would need to be updated with correct job titles. It was also noted that forms should be brought to the next Board meeting for each Board member to sign.

The Whistle-blower Policy was presented for discussion. Under #1, it was noted that the second sentence should read “An employee or Board member.....”. There was a typo in #3 – “convening” should be “concerning”. It was moved by Jim Weaver, seconded by Harold Enslin to approve this policy as corrected. Motion passed.

The revised By-laws were presented for a first reading. Changes in each section were reviewed. Under Article III, Section 2, “shall be the chief executive officer of the CMAAA and...” should be deleted. Article V, Section 2a. should add the phrase “...appointed by the President with the approval of the Board.” It was also noted that all references to Executive Director may need to be changed. There was consensus these changes would be incorporated into a final draft, for review and action at the next Board meeting.

It was moved by Robert Niebruegge, seconded by Jim Weaver to change the job titles of the Executive Director and Financial Director to Chief Executive Officer and Chief Financial Officer, respectively. Motion passed. This title change will also be reflected in Personnel Policies and other agency documents.

Much discussion was held on the current mileage reimbursement rate. It is currently pegged to the state rate for reimbursement. The state rate was set at 47.5 cents on July 1, when gasoline was about \$3.68 a gallon. The state rate generally changes on July 1 of each year. Gasoline is now \$2 per gallon less than it was in the summer and budgets are very tight. It was moved by Jim Weaver, seconded by Charlotte Medley that effective January 1, 2009, the mileage reimbursement rate will be set according to the following schedule:

If, on the first of the month, the gasoline prices in Columbia are:

- Below \$2.00 a gallon, the reimbursement rate will be \$.36 per mile
- Between \$2.01 and \$2.50, the rate will be \$.38 per mile
- Between \$2.51 and \$3.00, the rate will be \$.42 per mile
- Over \$3.00, it will be the prevailing state rate

Motion passed with two dissenting.

Now that the FY08 audit is complete, we have a truer picture of our carryover funds. They exceeded what staff had estimated and budgeted by approximately \$190,000. There was much discussion of the likelihood of funding decreases at the state and federal levels due to the current economic downturn. It was felt this money should be held in reserve pending final approval of the federal budget for this year. (Note: we are currently on a continuing resolution through March 5, 2009.) It was moved by Jim Weaver, seconded by Bob Raines to put any excess funds in the “working capital” reserve fund. Motion passed. This decision can be re-considered after final funding figures become available.

It was moved by Charlotte Medley, seconded by Jim Weaver to approve the nomination of Susan Nichols as Gasconade County representative to CMAAA Advisory Council and

Sylvester Buschmann as Maries County CMAAA Advisory Council representative.
Motion passed.

Several Board members commented on the value and high quality of the recent Summit Conference on Aging and Health.

The Director's report was distributed. We have a 5% increase in health insurance premium effective January 1. We have released the freeze on transportation clients, but are implementing a freeze on vendor respite clients until further notice. All the nutrition budgets have been re-written. The Cole County program is experiencing serious financial problems due to serving almost 100 more meals a day than they are budgeted to provide. For the Cole County program only we will put a freeze on accepting any new non-Medicaid home-delivered meal clients; the salad bar will be eliminated for the congregate clients and other changes will be made to lower food costs. We have accepted a small contract from Primaris to provide outreach for the federal low income prescription subsidy; and an extension of our contract with Missouri Rx to identify and enroll potential clients. Some relevant newspaper articles were distributed. Jean discussed two personnel issues that occurred in the last month and now appear to be resolved. Jean also announced that our Office Manager, Sharon McCleery, was in an auto accident and now is suffering from unexpected complications. She will be off of work for an extended period of time. Our secretary (Robin) is providing coverage, but this will affect her ability to use up all her vacation leave by the end of the year. The Personnel Policies allow for an employee to carry excess leave into the new year under extenuating circumstances, and that is how we will handle the secretary's leave.

There will be no January meeting. Next meeting is scheduled for February 10. It was also announced that all of our Care Coordination staff took the testing to be nationally certified as Information and Assistance Aging Specialists. All but one passed the test and are now nationally certified.

Jean was instructed to develop a form for Board members to state their expertise, experience or education. This information would be used to make the new committee assignments.

Meeting adjourned at noon.