

MINUTES OF THE MEETING  
BOARD OF DIRECTORS  
MIDDLE ALABAMA AREA AGENCY ON AGING  
OCTOBER 25, 2006

**A. Call to Order—Proxies determined to be in order**

The meeting was called to order at 10:15 AM

Prayer was offered by Rev. Bynum

Mr. Roberts held the proxy for Mr. Bateman

Chairman Lovelady announced that the members and proxies present constituted a quorum.

Members in Attendance: Chairman of the Board, Richard Lovelady, Reverend Glen Bynum, Judge Royce King, Mr. David Cochran, Mr. Chris Green, Ms. LeeAnn Clark, Mr. Jimmy Roberts, Mr. Daniel Acker (*arrived later*), and Mr. Reginald Holloway.

Other in attendance: Carolyn Fortner (Executive Director); Kelly Lippert-Flick (Director of Operations and Programs); Audrey Chance (Bookkeeper)

**B. Approval of Agenda**

The Proposed Agenda for the meeting was reviewed by the Board Members. It was moved that the Proposed Agenda be accepted, the motion was seconded. The vote to accept the Agenda was unanimous.

**C. Approval/Disposition of minutes**

Minutes of the last meeting were approved by Judge King and Commissioner Cochran seconded the motion.

**D. Nomination and Election of New Board Officers**

This item was delayed until later in the meeting, pending the arrival of Commissioner Acker.

**E. Recognition of Board Members**

Kelly Flick presented each board member with a Certificate of Appreciate and an M4A lapel pin. She thanked each member for their dedication to the board, their commitment to the seniors in our region and interest in the agency. Without their assistance M4A could not have accomplished what it has to date.

**F. Executive Directors Report**

Kelly Flick provided each board member with a copy of the year-end report of program accomplishments. She discussed each program and its successes. Commissioner requested that an explanation programs be discussed at the Board Training in February, stating that it is difficult to understand the numbers without having a complete understanding of what they represent. Ms. Flick explained that all program managers are looking forward to attending the retreat so that they can be available to explain services

offered by their staff and answer any questions board members may have. The agency staff is looking forward to getting to know the board members during this day long event. Commissioner Green expressed the board's appreciation of the improved communication between the agency staff and the board. Ms. Fortner stated that the agency will continue to keep these lines of communication open and encourages any suggestions regarding this that the board may have.

She also stated at the agency has also begun an outreach to communities, city staff and local newspapers to open better lines of communication and foster a better understanding of the agency function and programs.

**a. Status of Office Building**

Ms. Fortner gave a status report on the new office building, stating that the driveway has still not been paved however; the City of Calera hopes to have this completed by November.

**b. Status of Fiscal Officer**

Ms. Fortner stated that the agency has hired a CPA, Dianne Nance, who will begin October 30, 2006. She explained to the board Ms. Nance's qualifications and what her role in the agency would be in relation to the bookkeeper's role.

**c. Status of Peoples Southern Bank Account**

Ms. Chance stated that the Peoples Southern Bank account will be closed the following week. The delay was caused by the necessity to clear all outstanding activity and balances the account.

**d. Status of Maplesville Van**

Ms. Fortner reported that ALDOT has requested that the van they provided the City of Maplesville, to use for the Meals on Wheels program, be parked pending the disposition of the case involving Commissioner Strength.

**e. Status of Board of Training**

Ms. Fortner stated that a board training retreat was tentatively scheduled for February 28, 2006 the 4H Building in Columbiana. She discussed briefly the topics that would be covered and explained that it would be a full day meeting whereas board members would be educated on each program the agency provides as well as the by-laws and expectations of the board.

Ms. Flick explained that all program managers are looking forward to attending the retreat so that they can be available to explain services offered by their staff and answer any questions board members may have.

**f. Follow up on Nutrition Costs**

Ms. Fortner presented a report on the cost of the Nutrition program at the agency. (See attached "Q and A Regarding Nutrition Costs/Budget") She indicated that the preliminary figures from the state indicate an increase of 3.1% in meal costs for 2007.

Additional funding may cover this increase however; we have not received final numbers from the state.

#### **g. A4A Membership**

Ms. Fortner explained to the board that M4A is the only AAA in the state that does not belong to the A4A. She gave a brief overview of the advantages to membership and the cost.

Dues for the balance of 2006 would be \$600.00. Dues for 2007 would be \$2,800.00. She stated that the benefits to the agency for the balance of 2006 would not be sufficient to justify the expense involved. She requested board approval for the agency to join for 2007 and stated that more specific information about the benefits would be included in the board training in February. It was moved and seconded and unanimously approved for the agency to join A4A in 2007.

#### **h. Schedule of County Round Tables-**

Ms. Flick explained the agency's participation with United Way of Central Alabama in these focus groups. The intended goals of the focus groups are to increase community awareness and involvement in senior issues and to clarify the agency roll in dealing with these issues. She stated that other service agencies, churches and the general public will be included. The Focus Groups will meet in November, December and January, then every other month. It is planned that the larger groups, at the initial meetings, will choose 2 or 3 representatives to attend the follow up meetings. It is also hoped that some of the people attending might ultimately serve on the agency Advisory Board. (see Schedule of M4A Senior Focus Group Meetings).

A discussion followed regarding the best way to receive press coverage in local papers. Reverend Bynum and Lee Ann Clark requested that Ms. Flick send them the press releases, so that they could personally deliver them to the Blount Countian and the St. Clair News.

#### **G. Bookkeeper/Fiscal Officer's Report**

Ms. Fortner introduced Ms. Audrey Chance, the bookkeeper. Ms. Chance provided the board with year-end fiscal statements. (see Profit and Loss document and Balance Sheet). Ms. Fortner added that she wants the new Fiscal Officer to work with the Board on the types of reports they would like to receive.

#### **D. Nomination and Election of New Board Officers**

Commissioner Acker presented the report from the Nominating Committee. The present officers have all agreed to continue to serve. The nominees are: for Chairman Mr. Richard Lovelady, for Secretary Rev. Glenn Bynum and for Vice Chairman Ms. Glenda Strength. There were no nominations from the floor. It was moved and seconded that the slate be accepted. The Board voted unanimously to elect the proposed slate of officers.

#### **H. Old Business**

**a. Ms. Miller's Request for Sick Leave Compensation**

Ms. Miller has requested that she be paid for unused sick leave in the amount of \$10,340.21. Ms. Fortner advised the Board that she had contacted Richard Lehr, Esq., of the Law Firm of Lehr Middlebrooks (and employment law firm) regarding this request and he advised not to pay for the unused sick leave. He suggested that a separation agreement, severance package and release could be drafted if the Board wished to compensate Ms. Miller in some way. A discussion followed during which Board members expressed their opinions on this issue. There was also discussion on how unused sick leave is handled by most businesses. The consensus was that while unused vacation was often paid, it was not normal for unused sick leave to be paid.

Commissioner Lovelady asked Ms. Fortner if the transition had gone smoothly. Ms. Fortner stated that under the circumstances, i.e., the end of the fiscal year, loss of the Fiscal Officer and the short period of time before Ms. Miller left, the transition had gone as well as could be expected. Judge King moved that the issue be dropped. The motion was seconded by Rev. Bynum. The Board voted 4 for the motion and 5 against the motion as follows: for: Green, Bynum and King with King voting his proxy; against: Cochran, Bice, and Lovelady with Bice and Lovelady voting their respective proxies for. Other Board members who were present abstained from the vote.

**b. Appointment of New Board Members**

See Above

**c. Advisory Council or Committee**

Ms. Fortner explained that from the county focus groups, two or three individuals would be voted to become part of the M4A advisory council. The council will be commissioned with making recommendations to the board for future focuses.

**I. New Business**

**a. ADSS FY 2007 Policy Regarding Payback of Un-served Meals.**

Ms. Fortner explained ADSS position on un-served meals and explained that M4A is responsible for \$1,900.47 due to ADSS. Ms. Fortner stated that in her opinion the problem is with the paperwork and that the meals were not being thrown away. The Nutrition program staff will be doing individual training with the Center Managers on the proper way to document the usage of meals. She also discussed the fact that each center is required to order a minimum of 25 meals per day. Ms. Fortner discussed some of the options available to the Center Manager when they have extra meals, such as sending a second meal home or calling someone on a waiting list. The agency plans to give the Managers until January as a grace period and then the cities will be billed for unused meals.

b. **Approve FY2007 Contracts**

Ms. Fortner discussed the new contracts with Shelby County Parks and Recreation, Legal Services of Alabama and the City of Calera. She also discussed why the agency continues to deal directly with Blount County and stated that one year is needed to transfer the contracts to the cities. Mr. Reggie Holloway asked if Ms. Fortner was satisfied with the contracts and she spoke about changes she would want to include in future Memorandums of Agreement. Commissioner Lovelady asked about any differences in existing the contracts and Ms. Fortner explained the few changes that were made. A motion was made to approve all contracts. This was unanimously approved, with Judge King declining to vote on the Blount County agreement. The motion was seconded and unanimously approved by the Board. (see Middle Alabama Area Agency on Aging FY 2007 Contracts)

c. **Next Meeting**

Ms. Fortner suggested that new legislators be invited to the next meeting. It was decided that the next Board of Directors Meeting will be held on January 24, 2007 and that the Board of Directors Retreat and Training will be held on February 28, 2007.

**J. Adjournment**

The meeting was adjourned near noon and lunch commenced.

Minutes Prepared by: Kelly Lippert-Flick

Submitted by: Rev. Glenn Bynum

Approved: Richard Lovelady, Chairman M4A Board