

**WellWise Services Area Agency on Aging**  
**107 Chicago Street**  
**Brooklyn, Michigan**

Mission Statement

Supporting older adults and adults with disabilities to live safely and independently.

Core Values/Beliefs

- We strive to be aging experts and are continuous learners
- We provide quality and efficient care to those we serve
- We are committed to helping older adults and adults with disabilities, make informed decisions about living where and how they choose
- We network and build community partnerships in advocating for those we serve
- We serve with honesty and compassion
- We hold each other to be accountable, ethical and respectful

**Board of Directors**

**Regular Meeting Agenda for January 18, 2024, 2:00 p.m.**

- 1. Call to Order**
- 2. Opening Ceremony and Roll Call of Members**
- 3. Approval of Agenda**
- 4. Guests**
- 5. Approval of Minutes \***
- 6. Public Comment (5 minutes)**
- 7. Presentation**
- 8. Reports**
  - a. Aging, Community Living, and Supports (ACLS) Bureau
  - b. Agency Chief Executive Officer \*
  - c. Advisory Council (H)
- 9. Committee Business**
  - a. Personnel Committee (H)
  - b. Finance Committee (H)
  - c. Compliance Committee
- 10. Unfinished Business**

WellWise Services Mission Statement
- 11. New Business**
- 12. Board Member Comments and Questions**
- 13. Adjournment**

<https://us02web.zoom.us/j/86359353758>

**Audio Access Only: (312) 626-6799, Meeting ID: 863 5935 3758, Passcode: 652425**

*Next Board of Directors Meeting: February 22, 2024, 2:00 p.m.*

*Key: \* = Attached      (H) = Handout      (P) = Previously distributed*

**Members Present:** Tony Bair, Curtis Gale, Brent Leininger, Aimrie Ream-Taylor, Bill Richardson, Debbie Shepard, Keith Williams, Chris Wittenbach, Ken Wyatt

**Members Excused:** Megan Kiser

**Members Absent:** None

**Staff:** Nichole Baker, Bill DeSmet, Kara Lorenz-Goings, Greg Schira, Claire Warner, Julie Wetherby, Jeff Willet

**Guests:** Ashley Ellsworth, Ward Wilson

1. Call to Order, Opening Ceremony, and Roll Call of Members

Chairperson Brent Leininger called a regular meeting of the WellWise Services Area Agency on Aging Board of Directors to order at 2:05 p.m. on January 18, 2024. All recited the Pledge of Allegiance, Brent read the WellWise Services mission statement, and the executive assistant called the roll.

2. Approval of Agenda

Curtis Gale moved to approve the agenda as presented, Tony Bair seconded. Motion carried with no one opposed.

3. Guests

The guests introduced themselves.

4. Approval of Minutes

Tony Bair moved to approve the minutes of the November 30, 2023 Board Meeting as presented, Bill Richardson seconded. Motion carried with no one opposed.

5. Public Comment: None

6. Presentation: Kara Lorenz-Goings, WellWise Services Chief Operating Officer, presented information about the integration for system of care data collection, a project funded by a grant from the Michigan Health Endowment Fund that involves capturing social determinant of health data in WellWise technology platforms and integrating with the Jackson Care Hub.

7. Reports

a. Bureau of Aging, Community Living and Supports (ACLS)

Ashley Ellsworth reported the following:

- Congress must pass a continuing resolution for the federal budget by January 19, 2024 to avoid a partial government shutdown. A third resolution to fund the government until March, if a federal budget has not been approved, has been drafted.
- A transmittal letter with instructions for submitting the FY 2025 Area Implementation Plan will be issued early next week
- The State Commission on Services to the Aging has approved extending the Multi-Year Area Implementation Plan to FY 2026 so that it will align with the State plan on aging in FY 2027

b. Agency Chief Executive Officer

The Board Members reviewed a report from Julie Wetherby and WellWise Services managers on activities for the past month (attached). Julie added the following:

- WellWise staff are revising how information is presented in the monthly CEO report
- Funding is in place until January 31, 2024 under the current federal continuing resolution
- A third WellWise Options Counselor has been hired and is in training
- WellWise Services has received \$153,000 to develop caregiver resources
- Julie has moved into the position of past president of the Area Agencies on Aging Association of Michigan

c. Advisory Council

The Board Members reviewed the attached report . Ward Wilson, Advisory Council Chairperson, highlighted some of the items from the report, including:

- WellWise Services recently submitted a letter of intent for a grant to begin a transportation study that would involve researching a person-centered voucher model, ride share options, getting across state and county lines, and volunteer stipends
- The Council members discussed having talking points available for transportation and other advocacy issues
- The Council members discussed WellWise Services providing an orientation for new members of the Advisory Council

8. Committee Business

a. Personnel Committee: Keith Williams reported the following:

1. The Personnel Committee met on January 15, 2024 with Curtis Gale, Brent Leininger, Chris Wittenbach, and Ken Wyatt attending in person, and Megan Kiser and Keith Williams excused.
2. The Committee members reviewed a new contract for CFO services from Financial One and discussed accepting the new contract, and directly hiring a CFO for WellWise Services, and forwarded a recommendation to the Finance Committee to move forward with the process for hiring a full-time CFO for WellWise Services.
3. Jeff Willet, Human Resources Manager, provided staffing updates and shared summaries of the exit interviews for the Senior Accountant position and Community Transitions Coordinator position. The staffing updates included:
  - Positions filled: Senior Accountant, Community Health Worker (2 positions), Options Counselor , Case Assistant, Donor Development Coordinator, Receptionist, Supports Coordinator SW
  - Actively recruiting for Equipment and Facility Coordinator (3 individuals scheduled for initial interview), and Office Assistant
  - Total of 68 staff members as of end of December, 2023
4. Two Committee members shared separate experiences of directing a community member in need of assistance to WellWise Services.

- b. Finance Committee: Bill Richardson reported the following:
1. The Finance Committee met on January 16, 2024 with Tony Bair, Brent Leininger, Bill Richardson, and Debbie Shepard present in person, and Aimrie Ream-Taylor participating virtually from Adrian, Michigan.
  2. The Committee members reviewed analytics for the Safe Haven Program, Community Education, and Community Transition Services for Fiscal Years 2019 – 2023.
  3. The Committee members continued to discuss the possibility of including the check register in the Committee meeting packet. Bill DeSmet provided a report showing vendors paid over the past month excluding those to WellWise staff and Board Members. The committee discussed providing a complete list of payments to the board members before the annual signing of the conflict of interest (COI) document. The Committee members also continued to discuss WellWise Services sponsorship of community events.
  4. The Committee members reviewed Statements of Contract Award (SCA) for Older Americans Act funding for the period October 1, 2023 – January 31, 2024, and recommended approval.  
Bill Richardson moved to approve the SCA in the amount of \$65,459 for the Hillsdale County Senior Services Center, \$194,122 for the Jackson County Department on Aging, \$147,412 for the Lenawee Department on Aging, \$6,103 for Catholic Charities, and \$10,721 for the Michigan Advocacy Program of Legal Services of South Central Michigan for the period October 1, 2023 – January 31, 2024, Tony Bair supported. Motion carried with no one opposed.
  5. The Committee members reviewed Statements of Contract Award (SCA) for American Rescue Plan funding for the period October 1, 2023 – September 30, 2024, and recommended approval.  
Bill Richardson moved to approve the SCA for the period October 1, 2023 – September 30, 2024 in the amount of \$106,118 for nutrition funding for the Hillsdale County Senior Services Center, \$165,556 for nutrition funding for the Jackson County Department on Aging, and \$38,642 for the Michigan Advocacy Program of Legal Services of South Central Michigan, Tony Bair supported. Motion carried with no one opposed.
  6. The members of the Committee reviewed the financial reports for the month ended November 30, 2023, and recommended approval.  
Bill Richardson moved to approve the financial reports and accept Julie Wetherby's credit card statement for the month ended November 30, 2023 as presented, Tony Bair supported. Keith Williams inquired about a capital expense report and Bill DeSmet reported that the cost of the stand-by generator is the only remaining construction expense. Motion carried with no one opposed.
  7. The Committee members reviewed a recommendation from the Personnel Committee and approved forwarding a recommendation to approve a new contract for CFO services from Financial One to the full Board. Partial terms of the contract are to pay an hourly rate of \$155/hour for 24 hours/week, with an increase in the buyout payment from 40% to 50% of salary.

Bill Richardson moved to approve the new contract with Financial One for CFO services, Debbie Shepard supported. The Board Members discussed the terms of the new contract.

Curtis Gale moved to amend the motion by requesting approval for submitting a counter offer, Chris Wittenbach supported. Debbie Shepard called the question after Board discussion. Motion failed after a roll call vote: Curtis Gale-yes, Brent Leininger-no, Debbie Shepard-no, Bill Richardson-yes, Keith Williams-no, Chris Wittenbach-yes, Ken Wyatt-no, Tony Bair-yes, Aimrie Ream-Taylor-no.

Original motion failed after a roll call vote: Bill Richardson-no, Keith Williams-no, Ken Wyatt-yes, Aimrie Ream-Taylor-no, Tony Bair-yes, Curtis Gale-no, Brent Leininger-no, Debbie Shepard-yes, Chris Wittenbach-no.

Bill Richardson moved to allow Julie Wetherby and Jeff Willet to move forward with directly hiring a CFO, Ken Wyatt supported. The Board Members discussed the direction for Julie if Financial One gives WellWise Services 30 days notice. Julie noted that the current contract includes Financial One assisting WellWise through the transition. Motion carried after a roll call vote: Debbie Shepard-yes, Ken Wyatt-yes, Keith Williams-yes, Chris Wittenbach-yes, Brent Leininger-no, Bill Richardson-yes, Curtis Gale-yes, Tony Bair-yes, Aimrie Ream-Taylor-yes.

8. One of the Committee members inquired about a point of contact at WellWise Services for a community member who is in need of transition services.

c. Compliance Committee: Curtis Gale reported the following:

1. The Compliance Committee met on January 18, 2024 with Tony Bair, Curtis Gale, Brent Leininger, and Bill Richardson present in person and Megan Kiser participating virtually from Ann Arbor, Michigan
2. The Committee members discussed the new contract from Financial One for CFO services
3. The Committee members amended the agenda to include Board Meeting Minutes, and Sponsorship/Advertising Policy under Unfinished Business, and Financial One Contract under New Business
4. The Committee members reviewed a proposed amendment to the Community Room / Room 205 User Agreement regarding the use of alcohol, and recommended approval.

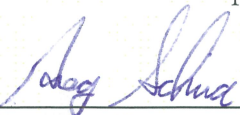
Curtis ~~Gal~~ Gale moved to approve the Compliance Committee's recommendation to approve the Community Room / Room 205 User Agreement as amended, Bill Richardson supported. The Board Members discussed adding a \$200 refundable cleaning fee to the room reservation deposit.

Curtis moved to amend the motion by adding language to the User Agreement that the reservation deposit includes a \$200 refundable cleaning, Keith Williams supported. Motion carried with no one opposed.

The amended motion carried with no one opposed.

5. The next meeting of the Compliance Committee will take place on March 21, 2024 at 1:00 pm
  
9. Unfinished Business:  
WellWise Services Mission Statement: The Board Members reviewed a proposed revised mission statement (attached), and  
Curtis ~~Gail~~ **Gale** moved to accept the proposed revised mission statement, Keith Williams supported. Motion carried after a roll call vote: Curtis Gale-yes, Brent Leininger-no, Debbie Shepard-yes, Bill Richardson-no, Aimrie Ream-Taylor-yes, Tony Bair-no, Chris Wittenbach-yes, Keith Williams-yes, Ken Wyatt-yes.
  
10. New Business: None
  
11. Board Member Comments and Questions  
Keith Williams reported that the Region 1 Area Agency on Aging received a grant for respite care for caregivers.  
Ken Wyatt shared that he will be in Florida in February but plans to participate virtually in the Board Meeting and Committee meetings.  
Brent Leininger noted the flyers available for the Board Members advertising the Connection Café.
  
12. Adjournment: The Board Members adjourned the meeting at 4:17 p.m. after a motion by Bill Richardson and support by Chris Wittenbach with no one opposed.

**Next Board Meeting: February 22, 2024 at 2:00 p.m.**

  
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Greg Schira, Executive Assistant

  
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Julie Wetherby, Board Secretary

Approved by the Board of Directors on February 22, 2024.