

**THE CEDARS OF MARIN
BOARD OF DIRECTORS MEETING
September 20th, 2018**

Time and Place: The Board of Directors of The Cedars of Marin held a meeting on September, 2018 at John Peterson Hall, upon notice duly given.

Participants: Participating in the Board meeting in person were Scott Clifford, Jane Brown, Gail McCallister, Madeline Miller, Terry Ross, Suzanne Joy, Julie McNerny, Greg Sherwood, Debra Stutsman, and by teleconference, Jim Peterson.

Directors not attending the meeting were Steve McDermott, Steve Minchen, Steve Shaw, Anna Rosen and James Brentano.

Also attending the meeting by invitation were: Alexis Lynch, prospective board member; and Chuck Greene, Jeanne Lipson, Katherine Newberry, Sue Sherer, and Cheryl White as additional representatives of the organization.

Opening Statements:

President Scott Clifford called the meeting to order at 12:31 p.m.

Upon motion duly made and seconded the directors unanimously approved the board minutes from the May 2018 meeting.

Scott welcomed Alexis Lynch, a prospective board member, to the meeting and introductions were made.

Scott was happy to share that he and Greg had made an appearance at the All Residential Staff training to thank the staff prior the board meeting. Scott also passed along the compliments of a physician and his highly positive impression of the knowledge and support our staff provide our residents at their appointments.

Madeline shared Lori Manfredi's book, 'Daisy's Painting School for Horses,' hopefully to be published.

Action Item: Scott asked that board members reach out to Jeanne or him if they are interested in giving tours.

Executive Director Report

Chuck Greene presented to the board an overview of the state of the organization.

Chuck reported that the board roster has grown and diversified, reflecting our outreach efforts into the community.

Chuck also shared a number of recent organizational acknowledgements:

Cedars was selected San Anselmo's business of the year.

Tomorrow we are going to accept The Spirit of Marin Awards at St. Vincents.

We were also selected as one of the Bay Areas healthiest employers for the third year in row, and the Artist Within was selected as the 2nd Best Art Gallery in Marin.

We have been awarded four grants totaling \$80,000 related to Healthy Living and HCBS Compliance that Cheryl will discuss in more detail.

Then somewhat, apropos given Lori's book, we received a grant for \$35,000 through the Bank of Marin and the Bank of San Francisco to develop a four phase online art/store marketing plan.

Cedars has an administrative department that is team-built, innovative and entrepreneurial and continues to produce really good work. By the board providing assistance using fundraising as the fuel, we will continue to reach our goals.

At this point in time we will be updating our Strategic Plan with KC's support in coordination and provision of resources.

Associate Executive Director Report

Cheryl White presented to the board an update on recent Grants.

Healthy Living Grant: Catherine Martikan has been hired to take on the healthy living project. She is extremely qualified with experience in our field and an MS in Human Nutrition. She described this as her dream job. She will be creating a curriculum to train residents and staff and developing individual wellness plans for residents. The project will pilot the activities at Pope Hall and Walter House. We hope to roll it out to the rest of the homes over time.

HCBS Compliance Grant: The state is interested in providers being prepared for federal rules, so has allocated money for projects focused on compliance. Funding for Cedars has been approved and doubled to hire an individual to roll out person centered planning and HCBS rules at the Main Campus, since this is where we will likely receive the most scrutiny due to the size and presumed institutional nature. Mark Felgen has been hired and will start on Monday. He brings deep experience in the field and a MA in Instructional Design.

Both Catherine and Mark will speak more about their work at the retreat.

Development Update

Jeanne announced that we have kicked off the Legacy Campaign. Currently we have 60 members with a goal of 90-100 members by the end of 2018.

Debbie spoke to the exciting details of Country Fair Day. She also shared that Katie Rice, County Supervisor, will be marching with Cedars. This was a lot of work from a lot of different people, but we are especially grateful to Deb for the opportunities she has provided to broaden our presence in the community.

Greg spoke to the progress thus far on the Gala, themed 'Our Love is Here to Stay,' and

presented an ‘ask’ to the board: Can we amongst ourselves identify some big ticket items or “brilliant ideas” for the auction? The Save the Date will be going out soon.

Action Item: Consider any big ticket contributions you may be able to make to the auction. Let Jeanne know if you would like to send a Gala Save the Date to anyone.

Finance Update

The objective for this agenda item is to get approval on the annual operating and capital budget.

Chuck, Sue and staff began to build the budget in the Spring, and it has since been vetted a number of times. This process has been smooth especially given the work put into the narrative and assumptions by Chuck and Sue.

Things have gone well this year including a surplus of \$1,300,000 partially from the Stu Leeb bequest. There is still \$80,000 of contingency that has not technically been spent, and we have income before depreciation of over \$200,000. There is now \$2,000,000 of the Peterson endowment already at work, restricted with regard to their corpus. It has been a good year!

Chuck noted that of the \$9,581,269.00 budgeted for last year our projections came within **\$34,000 or .003%** of that, however expenses included legal fees (that were not included in the original budget).

In respect to the coming fiscal year, we have retained the \$80,000 in contingency as per our practice. The projected surplus is \$409,000 before depreciation, however \$250,000 are expenses that will flow through towards spending Helpers community’s grant from last year. On a direct operating basis, we are projecting about \$169,000 surplus.

The budget does include funds for raises and we are working towards shifting our health insurance to the insurance that is provided by the union which could potentially save \$160,000.

Scott entertained a motion to approve the budget:

Greg moved to accept the budget as proposed, Madeline seconded, and all approved.

Eric Zigman, GGRC Executive Director

Scott Clifford expressed that we are particularly interested in the issues around HCBS as it relates to Cedars. Cheryl White shared that we have an exceptionally positive relationship with GGRC.

Eric began with where the community is headed as per their new strategic plan. Their work needs to move into the community and into other systems, breaking down the ‘artificial barrier.’ There is a philosophical piece to this and a financial piece, as we are considered very expensive to the state.

GGRC's Goals:

Community living, including housing and support services. All options need to be expanded in terms of where people are going to live.

Community education and engagement. Doctors, therapist, first responders, etc understand our population and are better equipped to provide services. Regional center becomes more accessible in terms of navigation.

Investment in staff including all providers, not just GGRC staff.

GGRC remains agile and responsive. As a non-profit and non governmental organization, that is entirely possible.

By March 20, 2022 Cedars has to be in compliance with HCBS. There should not be barriers to engagement in community, there should be real choice, and access to employment should be available. Day program and residential settings must be in compliance.

The rate study will be the best chance to connect rates with connect local costs, local labor and occupancy markets. This could be a huge game changer and advocacy will be necessary once the rate study is published.

GGRC will share a draft of the report when when available from the Department of Developmental Services, so we need to be poised for advocacy.

Action Item: Read the State Transition Plan for CA

Board Dashboard Goals

Chuck reviewed the board 2017-18 dashboard highlighting key metrics. The only red metric is 'all board members will give at least one tour.' Chuck reiterated that the dashboard is a management tool that we will revisit at each meeting.

Action Item: Board directors need to schedule at least one tour each.

TAC

Chuck provided a brief update and shared that we will not be using the high-end architect that we started with. There will be more information on the proposal at the retreat.

Board Committee Reports

Executive Committee. Chuck will continue to send formal interim updates to keep the board apprised of current challenges and opportunities.

Governance Committee. Anna Rosen and Chuck worked with the Center for Volunteer and Non-profit Leadership (CVNL) to revise the Cedars ByLaws and presented a new set at the May Board meeting. Scott Clifford read the resolution to adopt Amended ByLaws.

Jane Brown moved to accept the ByLaws as proposed, Debbie seconded, and all approved.

Scott Clifford read resolution of re-election of Board Directors Scott Clifford, Terry Rice, and Scott Price.

Jane Brown moved to accept the resolution, Madeline seconded, and all approved.

Scott Clifford read resolution for appointment for appointment of Board of Directors for three Organizations including MHH5, Dante House and Lamont House, Sue Sherer, Chuck Greene, Scott Erickson, Madeline Miller, Scott Clifford.

Terry Ross moved to accept the resolution, Debbie seconded, and all approved.

Report from Cedars Family Association (CFA): Suzanne Joy, CFA President announced that the new slate of officers was elected. Kaeb Menker, Director of Health and Wellness Services and Melanie Lan, Volunteer and Activities Coordinator were introduced. We are really trying to grow day program participation in the CFA.

Move to Executive Session

Alexis Lynch was voted on as a Board Director.

Adjournment

There being no further business, the meeting adjourned at 2:45 p.m. Pacific Time.

James Peterson, Secretary
The Cedars of Marin Board of Directors