

**THE CEDARS OF MARIN
BOARD OF DIRECTORS MEETING
May 23, 2019**

Time and Place: The Board of Directors of The Cedars of Marin held a meeting on May, 2019 at John Peterson Hall, upon notice duly given.

Participants: Participating in the Board meeting in person were Scott Clifford, James Brentano, Jane Brown, Gail McCallister, Scott Erikson, Alexis Lynch, Madeline Miller, Julie McNerny, Anna Rosen, Debra Stutsman, Steve Shaw, Greg Sherwood, and by teleconference, Jim Peterson.

Directors not attending the meeting were Terry Ross, and Scott Price.

Also attending the meeting by invitation were: Chuck Greene, Jeanne Lipson, KC Coco, Sue Sherer, Cheryl White and John Pope as additional representatives of the organization.

Opening Statements:

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

Thanks to the Gala Committee and development team for a great vision for the celebration of the 100th year of the organization and for executing on a fantastic event.

Scott and his wife, Lexie, recently took an inspiring tour of Cedars on a perfect spring afternoon. This was another great experience for him and recommends all of us doing it from time to time.

The iCAT survey is due for those who are participating. The survey highlighted for Scott the importance of the strategic plan and committee work.

The summer is budgeting season. We will be reaching out to board members for action plans independently prior to the budget meeting.

Thank you to Gail McCallister for the wonderful collaboration project with the Cedars Fine Art Studios artists and San Domenico students.

Upon motion duly made and seconded the directors unanimously approved the board minutes from the February 2019 meeting.

Chuck Greene requested a continuation of the resolution: The Executive Director is empowered to appoint Administrators for all residential facilities operated by Cedars. Scott Clifford proposed to adopt the resolution. James Brentano moved to adopt the resolution as presented, Madeline Miller seconded, and all approved.

Executive Director Report

Chuck Greene shared that on balance there is a long list of very positive happenings at the organizational level. The financials look strong mid-year. Everything related to the anniversary has far exceeded expectations. There are two upcoming staff celebrations in September and October and the board is welcome to attend. The biggest challenges we face surrounds main campus, HCBS and the DDS sponsored rate study.

Chuck then shared some things he thought might be interesting to the board about the day-to-day operations. For example, Health Services completed 1,180 doctors and dentists visits this year.

Chuck referenced memos and many other unique and challenging situations our staff handles amazingly well.

Associate Executive Director Report

Cheryl White explained our position in terms of the CA budget and the importance of continuing to advocate. Given the current state of the system, there is an ask for an 8% increase across the board. The assembly and senate do not agree on an amount at this time, so there will be a conference committee meeting. We will know what to expect soon and will continue our work with CDSA and overall advocacy going forward.

HCBS guidelines are supposed to be in play by 2022. We are still waiting for that plan. Mark Felgen will be instrumental in the overall organizational roll-out. There will be an assessment process and heightened scrutiny at a Federal level that will likely include the main campus.

It also appears that large facilities were left out of recommendations for rate increases. Cedars is exploring the rationale for that recommendation with the hope that it will not be part of the final plan.

The Healthy Living program is going really well. We have received a little more money from the Raab foundation. Also, Catherine was asked to write a paper for a vegetarian nutritional scientist journal.

We are most likely entering into a partnership with Santa Rosa Junior College in which by signing up our day program participants, we receive a portion of their fees.

Development Report

Many thanks go to Jane Brown and Greg Sherwood, Cedars Centennial Gala Co-Chairs, for a successful event on March 30, 2109. The event achieved the goals set by the Anniversary Committee of honoring Cedars history and introducing Cedars to a broader audience, (with almost 300 people in attendance), and exceeded fundraising goals. Total event revenue was about \$276,000, \$100,000 more than budgeted. Expenses were on track and net revenue was about \$170,000. The committee was pleased with the auction, which brought in \$108,000 with 83 people participating – 40 of them who had never donated to Cedars before. The committee has concluded that the occasion of the 100th anniversary was a major contributor to the event's success and, while we could do another gala at some time in the future if there is a compelling reason, we will not be holding another gala next year.

Upcoming anniversary events include:

- Anniversary Ball for Cedars residents and program participants on June 15th at The Branson School. Dorreen Roth is heading up this event.
- Shake, Rattle & Bowl on Saturday, August 24th. This is our second annual peer-to-peer bowling fundraiser, and is being managed this year by Katie Ladouceur.
- Cedarsville at San Anselmo's Country Fair Day on Sunday, September 29th. Plans are already underway to build on the success of last year's inaugural event: bringing back the booths in Imagination Park showcasing all we do at Cedars, free rides on a Ferris Wheel and Giant Slide, and the California Repercussions marching band joining us in the parade.

Other Development updates:

- The spring appeal will be in the mail the first week of June.

- The next round of letters for our Legacy campaign will go out several weeks after the appeal, to space things out. We now have 67 members in Cedars Legacy Circle – 2/3 way to our goal of 100 members. Thanks to Steve Shaw for his leadership on this effort.
- Board members expressed a willingness to participate in thanking donors as a way to cultivate and solidify relationships, with some board members preferring to send written thank you notes rather than making thank you calls. Jeanne and Katie will be in touch with board members later this summer on next steps, after the appeal.
- Marketing Manager Sue Loesch – who did such great work on Cedars rebranding and positioning for the 100th anniversary -- has resigned, and is moving to a position in Corporate Communications. Interviews for a new marketing manager have begun, and several qualified candidates have been identified.

Action Item: Please let Jeanne know if you are willing to participate in making thank you calls or sending cards.

Finance Update

The first six months indicate we are in great shape according to Scott Erickson. The NOI is \$1,000,000 over budget, at \$1,100,000. We received \$500,000 from the ROTH gift and more than \$100,000 in dividends in December. There have been significant savings in health benefits and workers comp, and we raised funds from the anniversary and Gala. Our income is projected at \$1,600,000 over budget for the year. The current cash and investment balance is \$8,500,000 (not including endowment).

The finance team is evaluating capital requirements (eg vehicles) going forward over a 10 year period, forecasting a budget of \$450,000/ year. Historically we have always been under-budget and have quite a bit of deferred maintenance as a result.*

60 Circle and Miller Creek are not ideal group home settings for us. We will continue discussions about selling those homes and options moving forward.

Action Item: If anyone would like to be aware of what is happening with the budget process, we can provide additional updates.

*Generally, the board expressed support for the idea of spending about \$450,000 / year on deferred maintenance.

John Pope, Textile Art Collaborative Dining Hall

For the kitchen project, the base plan costs approximately \$528,000. This now includes sprinklers, handicapped parking and other ADA requirements. Three major options/ additions include:

- Kitchen Equipment (\$60,000)
- Heating Package (\$39,500)
- French Patio Sliders (\$40,000)

The general sense is we should not yet include aesthetic options, given the other organizational needs. The heating package is the highest priority. Other special circumstances (eg matched funds) should be considered.

Action Item: Go back to HELPERS and request additional funds. Take the conversation offline to discuss in the context of the capital budget with the finance committee.

Board Dashboard Goals

These metrics represent critical components of our organizational effectiveness, etc. We are in very good shape. Day program vacancies are due to attendance, not enrollment. Given we do not have yellow and reds, we need to make the dashboard goals more challenging. As we get through the Strategic Plan, we need to think about how we benchmark ourselves.

Action Item: Board directors who have not already done so, need to return their Individual Action Plan.

Strategic Planning

We have gotten off to a very good start! At the Retreat we agreed to develop a 3-10 year plan. KC is driving the logistics and project management and Chuck and KC are staying fully engaged to maintain momentum and ensure alignment. Every task force has met and or communicated at length.

Today we are reporting out on the kickoff meetings from three of the seven goals, all very different in nature.

Goal 1: This task force agreed the goal should read ‘Individuals have a sense of belonging and their community is aware of and connected to Cedars.’ This goal is aspirational and the concept pairing inclusion and community awareness was initially derived the retreat. A key example of this goal is Cedarsville. *For more details including subgoals, see attached Strategic Plan.*

Goals 3: This task force revised their goal to read ‘Advocate for GGRC to create a community wide effort to develop an adequate continuum of care for aging individuals.’ This goal has surfaced as a discussion topic in one form or another year after year. Cedars currently provides materials including a narrative document on Leaving Cedars, Entrance and Exit Criteria and resources and contacts for individuals moving outside of Cedars. We work hard to make the transition as smooth as possible for individuals by partnering with other providers and showing families all of their options. This is a systemic issues however. Cheryl is currently working with GGRC including providing additional information about our limitations and the gaps in the system. Those individuals at Cedars who are no longer within our scope of service abilities need the support from the GGRC to ensure an adequate continuum of care given GGRC “holds the purse strings”. *For more details including subgoals, see attached Strategic Plan.*

Goal 5: This task force agreed the goal should continue to read ‘Advocate actively for and with individuals with disabilities and the organizations that serve them.’ Advocacy is an ongoing part of our work and it is critical that the legislature knows who we are if we want to get our agendas passed. Right now we are dealing with some heavy issues including the implications of the rate study and HCBS compliance. We need to determine our best strategy for advocacy with advice from the CDSA. We also need to begin contingency planning given the size of the main campus and heightened scrutiny. Contingency Planning will fall under the Financial Sustainability goal. *For more details including subgoals, see attached Strategic Plan.*

Action Item: As we recruit new board members we should consider those with experience in low income housing, political consultation and a strong voice for coordination across the state.

Governance Committee

James Brentano, Jim Peterson and Greg Sherwood are rolling off of the board in September. Dan Lease will be a board prospect at that time. We can have no less than 12 board members, and no more than 18.

Move to Executive Session

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