**DRAFT**

**AREA 12 AGENCY ON AGING**

**JPA BOARD OF DIRECTORS MEETING**

**Minutes of January 5, 2023**

Area 12 Agency on Aging, 19074 Standard Road, Ste. A, Sonora, CA

Meeting held via Zoom

Board Vice Chair Rosemarie Smallcombe called the meeting to order at 10:26 am. Quorum met.

1. **PLEDGE OF ALLEGIANCE**
2. **ROLL CALL AND INTRODUCTIONS**

**Board Members in attendance: 3**

Director Frank Axe, Amador County – Zoom

Director Martin Huberty, Calaveras County – Absent

Director Rosemarie Smallcombe, Mariposa County – Zoom

Director David Goldemberg, Tuolumne County – Zoom

**A12AA Staff: 4**

Kristin Millhoff, Executive Director

Jim Maltese, Fiscal Officer

Doreen Schmidt, Planner

Janet Mumford. Deputy Fiscal Officer

**Guests: 1**

Cathy Parker, Wellness Director, Adventist Health

**III. ORAL COMMUNICATIONS** - None

**IV. CONSENT AGENDA**

* 1. Approve October 6, 2022 meeting Minutes.
	2. Adopt the Subsequent Resolution making findings in support of allowing remote meetings pursuant to AB361 (Modified Brown Act procedures during a declared emergency).
	3. Approve the Ombudsman Robotic Pets Closeout for Fiscal Year 2021-22.
	4. Approve the Elder Justice Closeout for April 1, 2021– September 30, 2022.
	5. Approve the FFCRA Closeout for March 20, 2020 – September 30, 2021.
	6. Approve the CAA Closeout for December 27, 2020 – September 30, 2022.
	7. Consider approving for signature by the Executive Director the MSSP Contract,

MS-2223-32, Amendment #1, for Fiscal Year 2022-23 in the amount of $535,600.

**Motion:** It was moved by Director Axe and seconded by Director Goldemberg to approve Consent Agenda items.

**Vote:**  The motion carried 3-0-1.

**V. BUSINESS REQUIRING BOARD ACTION/DIRECTION**

1. Election of 2023 Officers

**Motion:** It was moved by Director Axe and seconded by Director Goldemberg to approve the Election of 2023 Officers: Director Smallcombe, Chair; Director Goldemberg, Vice Chair; Director Goldemberg continues as Treasurer-Auditor.

**Vote:**  The motion carried 3-0-1.

1. Consider approving 2023 JPA Board Meeting Schedule.

**Motion:** It was moved by Director Axe and seconded by Director Goldemberg to approve the 2023 JPA Board Meeting Schedule as presented with the understanding that there may be changes in meeting requirements (Zoom or in-person) and dates.

**Vote:**  The motion carried 3-0-1.

1. Consider approving the signing of the Certificate of Resolution by the Board Chair and

the Adoption Agreement by the Executive Director for the time period February 1, 2023 to January 31, 2024 for the Section 125 Premium Only Plan.

**Motion:** It was moved by Director Goldemberg and seconded by Director Axe to approve the signing of the Certificate of Resolution by the Board Chair and the Adoption Agreement by the Executive Director for the time period February 1, 2023 to January 31, 2024 for the Section 125 Premium Only Plan.

**Vote:**  The motion carried 3-0-1.

1. Consider approving Provider Nutrition Infrastructure Contract Amendments for funding as detailed on Action Item.

**Motion:** It was moved by Director Axe and seconded by Director Goldemberg to approve the Provider Nutrition Infrastructure Contract Amendments for funding as detailed on Action Item.

**Vote:**  The motion carried 3-0-1.

1. Consider approving the Provider Contract Amendments for funding as detailed on Action Item.

**Motion:** It was moved by Director Axe and seconded by Director Goldemberg to approve the Provider Contract Amendments for funding as detailed on Action Item.

**Vote:**  The motion carried 3-0-1.

1. Consider approving for signature by the Executive Director the HICAP Contract, HI-2122-12, Amendment #2, with CDA in the amount of $892,433 and corresponding budget.

**Motion:** It was moved by Director Goldemberg and seconded by Director Axe to approve for signature by the Executive Director the HICAP Contract, HI-2122-12, Amendment #2, with CDA in the amount of $892,433 and corresponding budget.

**Vote:**  The motion carried 3-0-1.

1. Consider approving for signature by the Executive Director the Standard Township Lease Addendum #5 in the amount of $7,614.82 with Benites Distributing Company.

**Motion:** It was moved by Director Axe and seconded by Director Goldemberg to approve for signature by the Executive Director the Standard Township Lease Addendum #5 in the amount of $7,614.82 with Benites Distributing Company.

**Vote:**  The motion carried 3-0-1.

1. Consider approving for signature by the Executive Director the Area Plan Contract AP-2223-12 Amendment #1, with the California Department of Aging in the amount of $2,125,031.

**Motion:** It was moved by Director Goldemberg and seconded by Director Axe to approve for signature by the Executive Director the Area Plan Contract AP-2223-12 Amendment #1, with the California Department of Aging in the amount of $2,125,031.

**Vote:**  The motion carried 3-0-1.

**VI. NON-ACTION ITEMS**

1. Executive Director’s Report, Kristin Millhoff – Director’s Report emailed
2. Fiscal Officer’s Report, James Maltese – no report
3. Advisory Council Report, Lynne Standard-Nightengale – absent, no report given
4. JPA Board Member Reports – no reports given due to time constraint

Meeting adjourned at 10:59am.