

**Rose Villa Inc. Board of Directors
Meeting Minutes
January 26, 2022**

Directors present: Glenn Rodriguez, Eleanore Hunter, Ron Stock, Cindy Brown, Kirsten Jacobs

Staff/Others present: Vassar Byrd, Angela Hansen, Tina Moullet, Erin Cornell, Jim Willeford, Bill Rector, Steve Morris, Beth Knoll

Not present: Doug Morris, Wade Clowes

Glenn Rodriguez called the meeting to order at 10:01 am.

Consent Agenda

Motion to approve the consent agenda made by Cindy Brown, seconded by Eleanore Hunter, and unanimously approved with no discussion, objections, or abstentions.

Meeting Agenda

Recommendation to combine the Resident Council Report as a component of the verbal Community Report and a preview of North Star expenses as a subsection of the Phase 3 Report. Glenn Rodriguez asked if there were any conflicts of interested to declare related to agenda items. None were declared.

Motion to approve the meeting agenda made by Ron Stock, seconded by Cindy Brown. The meeting agenda was unanimously approved with no further discussion, objections, or abstentions.

Community Report

Tina Moullet gave a verbal report in the first section. Update on COVID on campus. At the time of the meeting, there were five staff members and three independent living residents with COVID.

Department Listening Sessions are being held through March in response to the Resident Satisfaction Survey.

Tina verbally updated the HR Report with current open positions.

Senior Management Team has identified strategies and goals for the updated strategic plan and is working on them. Discussion re: who is involved. Senior Management, Resident Council Executive Committee, department managers and Directors share with their teams to support development of plan.

Tina reported on national trends in senior living housing. Occupancy rates climbing, especially in Memory Care and Assisted Living due to elevated health care needs. Mid-market development is increasing with a recognition that the industry should focus on options other than high market. Employment nationally is improving, but still 15% below other industries nationwide. Supply chain issues still affect the industry but are stabilizing. Discussion re: entrance fees and Rose Villa's intentionally wide range of entrance fees, corresponding to large array of housing options. Question re: definition of mid-market. Generally defined as 1/3 of the median income of an area.

Tina reported on the progress of the Rosebud Preschool. Licensing and finishing some tasks still happening. Planned opening in February.

Cindy Brown gave a verbal report from the Resident Council that will be submitted in writing prior to each Board meeting going forward. Each report will summarize highlights, concerns, and Council news. Glenn asked the Governance Committee to address the Council's resolution to request more voting members on the RVI Board.

Phase 3/Facilities Report

Jim Willeford gave a verbal report. The Schroeder Lofts elevator was reset with a software update. The former Bremik staging lot on the corner of Courtney and Schroeder will be vacated, then cleaned up and fenced for future use.

North Star Finances Update

Vassar Byrd gave a verbal report on North Star Finances to day. Total was \$46,600. No further expenses are expected in the near term due to pausing North Star activity.

2023 Committee Updates

Review committees

Executive Committee: Glenn Rodriguez (chair), Eleanore Hunter (VP), Wade Clowes (Treasurer), Doug Morris (Secretary)

Finance Committee: Wade Clowes (chair), Eleanore Hunter, Ron Stock, Steve Morris, Eric Shawn

Governance Committee: Kirsten Jacobs (chair), Doug Morris, Cindy Brown, Bill Rector, Beth Knoll

Ron Stock will continue as Rose Villa Foundation liaison.

Kirsten reported that the **Governance Committee** has met and has a timeline for addressing the charter, surveying the Board for strengths and practices, and is reviewing best practices re: resident Board participation.

Angela reported (as proxy for Wade) that the **Finance Committee** has prescribed actions (e.g., annual audit and budget development); is sending out requests for proposals for a new auditing company (Hunter Hansen has been Rose Villa's auditor for over six years); that they are developing a way to continue transparency in communicating financial reporting and education to residents; that they recommend a new RVI Board member have a CPA background; that our actuary, Mike Hopper, will be giving a report to the Board on February 22 and to the residents on February 23.

Board Communication Plan

Glenn presented the proposed Communication Plan. Noted Wade's input re: not stepping outside the role of the Board. Discussion re: defining the Board's responsibilities. The Resident Council will take responsibility for resident communication. Discussion re: monthly Resident Forums being the regular "listening sessions" for questions from and discussion with residents. Recommendation for a Board member to attend the next few Forums if possible. Discussion re: including new Board members in New Employee Orientation. Add the Committee reports to standing items on Board meeting agendas. Eleanore is featured in "open hours" at Rose Villa on Thursdays through the end of March. **Action item:** suggested sign-up for Board members to attend Resident Forums.

RVI Dashboard

Angela gave a report on the dashboard that can highlight the overall health of Rose Villa. Managers will have access to it as well. It will be an at-a-glance resource for financial information and manager reports. All components of the dashboard are reflected in the department reports that are submitted prior to Board meetings.

Minutes approved by Doug Morris on February 17, 2023.

Reminders:

- The next Board Meeting will be on Wednesday, February 22, 2023, at 3:00 pm in the McKenzie Room and via Zoom.
- February's Resident Forum is Tuesday, February 21, at 2:30 pm in the Performing Arts Center and via Zoom.