

Rose Villa Inc. Board of Directors
Meeting Minutes
May 25, 2023

Directors present: Glenn Rodriguez, Eleanore Hunter, Kirsten Jacobs, Doug Morris, Cindy Brown

Staff/Others present: Vassar Byrd, Angela Hansen, Erin Cornell, Jim Willeford, Bill Rector, Steve Morris, Beth Knoll, Brittney Johnson, Kristina DeLisle

Not present: Wade Clowes, Ron Stock

Glenn Rodriguez called the meeting to order at 2:32 PM.

Consent Agenda

Motion to approve the consent agenda made by Eleanore Hunter, seconded by Kirsten Jacobs. Discussion re: State survey in Madrona Grove. Erin Cornell clarified the citations received that put Madrona Grove into “immediate jeopardy” have been addressed following current protocols. Requests made to the state for reasoning behind the citations have not been answered. We are back in compliance and not pursuing further action with the state.

The consent agenda was unanimously approved with no discussion, objections, or abstentions.

Meeting Agenda

Motion to approve the meeting agenda made by Cindy Brown, seconded by Eleanore Hunter.

The meeting agenda was unanimously approved with no discussion, objections, or abstentions.

Audit

Angela Hansen introduced Brittney Johnson of Hansen, Hunter, & Co., to present the audit to the Board. Kristina DeLisle, Accounting Manager, was in attendance due to the work she put into supporting the audit. After the presentation, staff withdrew from the room so the Board could ask questions of Brittney without staff present.

Committee Reports

Finance Committee: The Finance Committee reviewed the audit report in advance of the Board Meeting and recommended the Board accept the audit. The report was unanimously accepted.

Governance Committee: Kirsten Jacobs reported on the committee’s work understanding the role of residents on CCRC Boards of Directors. An emerging best practice nationwide is that all potential resident Board members are searched and vetted as with all other Board members. The Committee’s recommendation is to move gradually to that process, with the Chair and Past Chair of Rose Villa’s Resident Council on the Board as voting members, and future Board

members (resident or other) being recruited using the search and vetting process in place. She acknowledged that Rose Villa has a wealth of knowledge and experience in its resident population. Glenn Rodriguez acknowledged the work done by the committee. Discussion re: conflicts of interest. The committee will work on guidance regarding conflicts of interest and will continue to support Eleanore Hunter in the search for new members. The Board's consensus was that Board recruitment should be open to including residents.

Executive Committee: Eleanore Hunter briefly reported on the Open Hours she held with residents in February/March. Her conclusions were that many of the comments reflected comments from the Holleran survey; that Rose Villa is experiencing an identity crisis on multiple levels; that defining what community means needs to experience a shift in attitude that recognizes mutual reciprocity and responsibility; and that current values statements could be updated to reflect who and what Rose Villa is now. She will report in greater detail at the June Board meeting.

Community Report

Cindy Brown gave the report included in the Consent Agenda and asked if Eleanore's Open Hours report would be made available to all residents. The consensus was that more work needs to be done before the report is released.

(Change in order of agenda for time management.)

Board Resolution: Risk Management Resolution

Angela Hansen introduced Rose Villa's Risk Management Plan, adapted from Caring Communities. The Plan includes quarterly reports to the Board that show benchmarks against other communities. Discussion re: the work needed to implement the Plan thoughtfully and gradually. Angela reported that our Caring Communities liaison noted that most communities take up to three years to implement their Plans and then prioritize goals and processes. This is a change in culture to make safety a priority, foster a just culture, and educate staff and residents around empowerment (if you see something, say something). Jim Willeford reported on the Root Cause Analysis process integral to the Plan. Discussion re: including resident committees (e.g., ReadyForce, Safety) in implementation.

The Risk Management Resolution was presented to the Board for approval. Motion to approve the resolution made by Eleanore Hunter, seconded by Cindy Brown.

The resolution was unanimously approved with no further discussion, changes, objections, or abstentions.

DEI Statement

Kirsten Jacobs read the LeadingAge DEI Statement and reported that Rose Villa's DEIA Coordinating Committee was also working on a Territory Acknowledgement Statement. The committee will continue to work on the Territory Acknowledgement Statement and will craft a

draft DEIA Statement for the June Board meeting. Rose Villa's DEIA Committee includes Board members, staff, and residents.

CEO Evaluation Process

Glenn Rodriguez requested the Board move to a calendar year, with evaluation in December, rather than the hire date year of July-July. The CEO Evaluation Process will now be deferred to December.

COO Search Process Update

Vassar Byrd reported that the Small Team (Vassar, Angela, Erin, Jim) met and agreed not to proceed with hiring a COO. The internal structure was reorganized slightly. The revised organizational chart is attached.

Members of the Small Team will be represented at Resident Council Executive Committee meetings and alternate attending the monthly Resident Council meetings.

The monthly Resident Forums will be emceed by members of the Small Team, alternating throughout the year. The question of "whom do I call when I need something" continues to be a point of confusion for residents, and this new structure will provide opportunities for residents to hear more about specific department responsibilities.

Vassar's immediate priorities are to stabilize operations, increase and improve communications, refresh Rose Villa's culture, and implement the work our branding partners BrandMETTLE has begun.

2023 Updated Meeting Calendar

Glenn noted that a meeting has been added on Tuesday, June 27, which will be via Zoom.

Meeting adjourned at 4:15 PM for Executive Session

Minutes approved by Doug Morris on June 20, 2023.

Reminders:

- The next Board Meeting will be on Tuesday, June 27, 2023, at 2:30 PM via Zoom.
- June's Resident Forum is Tuesday, June 20, at 2:30 pm in the Performing Arts Center and via Zoom. (Ron Stock)
- July's Resident Forum is Tuesday, July 18, at 2:30 pm in the Performing Arts Center and via Zoom. (Kirsten Jacobs via Zoom)