

Rose Villa Inc. Board of Directors
Meeting Minutes
November 9, 2023

Directors present: Glenn Rodriguez, Eleanore Hunter, Wade Clowes, Kirsten Jacobs, Ron Stock, Susan Nestor, Doug Morris, Cindy Brown, Dan Steffey

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

Glenn Rodriguez called the meeting to order at 2:30 PM with the Land Acknowledgement Statement and asked for declarations of conflict of interest. None declared.

Consent Agenda

Qualifying questions re: Clinic staffing. 24/7 medical response was a priority identified in the 2022 Satisfaction Survey. While that is not feasible, staffing in the Clinic has been expanded to seven days a week. Outside the Clinic hours, if IL residents need medical attention, they should call their provider or 911. Question re: staffing turnover benchmarks industry-wide. Rose Villa's target is 30% turnover (some departments experience higher turnover than others), but 30-35% is average. Question re: checks and balances for building operations' punch lists. More rigorous lists and checks are already in place and the lists are edited and adjusted as necessary. Question re: staffing in Facilities. There are current openings, but there has been no reduction in staffing.

Motion to approve the consent agenda made by Ron Stock, seconded by Cindy Brown.

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

Meeting Agenda

Motion to approve the meeting agenda made by Eleanore Hunter, seconded by Kirsten Jacobs.

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

Welcome New Board Member

Glenn welcomed Dan Steffey to the Board.

Rose Villa Foundation Report

Cheryl Franceschi gave a verbal report supporting the written report with a brief history of the Foundation, its pillars of support, and updated financial information. Question re: risk assessment software. There is no dedicated risk assessment software; the Foundation uses the actuarial data from AV Powell. Question re: assessing resident financial needs and the demands on Angela's time. Angela has dedicated time to meet with the 25 residents who have expressed interest in a high-level overview of their financial situation. While there has been some "scope creep," Angela is confident that she has the time to meet with the residents and refer them to any third-party professionals as needed. Question re: Foundation's tax-exempt status and spending limits. Yearly 990 shows the Foundation is in compliance. Request for annual Foundation report to the Board.

Land Acknowledgement Statement

Motion to approve Rose Villa's Land Acknowledgement Statement by Eleanore Hunter, seconded by Susan Nestor.

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

2024 Budget Review

Angela Hansen gave an overview of the budget process, the impacts on the budget, and noted that the Foundation is available to residents who need assistance if they are impacted by fee increases. The process lasts for months, with all department managers having input. The budget was made available to the Board Members prior to the meeting.

Wade Clowes, as chair of the Finance Committee, brought the recommendation that the budget be accepted.

Susan Nestor moved to accept the recommendation; Eleanore Hunger seconded. Recommendation approved with no opposition or abstentions.

In conjunction with the Budget Report, Angela submitted a written motion for the Board to approve Rose Villa's discretionary 403b match program, noting that this benefit is used more widely than any other benefit. Vassar noted it is a key component of attracting and retaining staff.

Ron Stock moved to approve the discretionary match; Wade Clowes seconded.

Motion approved with no discussion, oppositions, or abstentions.

Committee Reports

Finance Committee: Budget recommendation above.

Governance Committee: The Committee met and began looking at the by-laws. Kirsten Jacobs consulted with legal counsel. The Committee will begin a more comprehensive review of the by-laws. There are no recommendations for any changes yet. Kirsten will remain chair of the Committee for 2024.

CEO Search Committee: Eleanore Hunter explained the timeline for the committee.

- On November 22, packets of information on candidates will be sent to the Committee for review.
- On November 28, the Committee will meet to determine four candidates.
- On December 5-6, the Committee will interview the four candidates via Zoom.
- On December 7, the Committee will meet to make their recommendation to the Board.
- The second week in December, the Committee will meet with the full Board to make their recommendation and choose the top two candidates.
- The second or third week in January (TBD), the top two candidates will be invited to Rose Villa for the interview process.

The Committee is asking that the draft Priorities List (sent via email to Board members on November 9) be approved by the Board as soon as possible so a final list can be presented to CLA on November 14.

Community Report

Cindy Brown reviewed the written community report and noted that elections are currently underway. There will be new Council officers and councilors for 2024; they will be announced at the Residents Association Annual Meeting on November 15. Chair will be Steve Morris; Past Chair will be Cindy Brown; Vice Chair to be elected.

Focusing Resident Feedback/Concerns Through Resident Council

Susan Nestor introduced a topic for discussion. After a year of listening and reacting, what does communication look like going forward? Many staff are spread thin. The Board's Executive Committee will remain in contact with Rose Villa's Small Team. Erin, Jim, and Angela noted that they are confident that they are well situated to work as a team during this transition period. Angela noted that Rose Villa will continue to engage our third-party PR consultants as needed in seminal events. Susan also noted the need

for a strong Resident Council. Communication should be focused more through the Council, and the Council should assist in defining the channels of communication among residents/Rose Villa managers/the Board. Reminder that the Board's role is governance, not operational.

Committee Slate

Glenn will work on the Committee assignments for 2024 and present in December.

December Meeting

As noted in the CEO Search Committee report, the December RVI Board meeting will be a two-hour meeting with the Search Committee. Social time to follow, thanking Bill Rector and Doug Morris for the service they have given the Board.

Meeting adjourned at 4:33 pm.

Minutes submitted by Doug Morris on November 13, 2023.