

MMLS BOARD OF TRUSTEES

Regular Meeting Minutes

May 31, 2018 at 7:29PM

Trustees Present: Helen Stoll, Phil Rockefeller, Katherine De Bruyn, Alan Crain, Susan Eagan, Tom Hawks, Don Lachata, Doug Love, Marlene LeMire, Jamie Mittet, Aaron Schielke, Galen Schuler and Kent Shane

Trustees Absent & Excused: Bobbie Moore and Mary Polensky

Staff Present: Lynette Ladenburg, Chris Vernon-Cole, Robin Schuman, Sharon Christor, Jennifer Bailey, Heather Dartt, Leah Meadows, Tammi Palodichuk, Paula Rimmer, Diane Wasson and Anna Winney

Call to Order

Called to order at 6:58 PM.

Agenda Changes

Helen Stoll asked that the "QAPI Report" item be stricken from the Agenda and instead be reported on at the June 28, 2018 Board Meeting.

Helen then informed the Board that Katherine De Bruyen was in attendance at this Board Meeting. She explained that Katherine had been approved as a Trustee by the Governance Committee to fill Carol Hoffman's unexpired term, which is set to expire in 2020. Katherine introduced herself to the Board, noting her work history as founder and owner of a business consulting firm and the information manager for a large law firm. She also has experience serving on Boards for a wide-variety of organizations.

- **MOTION** – Approve the appointment of Katherine De Bruyen as a Trustee for the MMLS Board of Trustees. The motion carried.

Approval of Meeting Minutes

- **MOTION** – Approve the April 26, 2018 Election of Officers Board Meeting Minutes with the correction that the Board Planning Retreat will be held between 8:00AM – 12:00PM on September 22. The motion carried.

Board President Report

Helen welcomed all new Trustees to the meeting and thanked Jennifer Bailey for the new Board of Trustees Resource Guide binders, which were distributed to attending Trustees prior to the meeting. Helen then read a letter from Leah Meadows, *Director of Nursing Services*, that expressed gratitude to the Board, Senior Leadership and staff for their support of her family and the generous contributions made via the "Portrait of Caring" auction item sold at the Generations of Care Black & White Gala on May 4. Helen closed her report by informing the Board that an educational "Cyber Security" presentation would take place at the following June 2018 Board Meeting.

CEO Report

Lynette Ladenburg explained that Health Services is now expecting surveyors to arrive at any time to conduct a State Survey of the Health and Rehab Center. She went on to highlight details from the recent Mock Survey conducted by consultant Patti Garibaldi at the care center. Although there were a number of concerns identified, most were isolated incidents that were immediately addressed and corrected. Patti was very impressed by the team's quick response to these issues. Leah noted that prep training for the survey was scheduled for all Health Services staff next week.

Finance & Audit Committee

Alan Crain informed the Board that he is now Chair of the Finance & Audit Committee. He went on to provide an overview and highlights from the committee's past meeting, noting that Cash on Hand had improved to 68 days. The following motion was made:

- MOTION – Approve Finance & Audit Committee's recommendation to Management to liquidate its current investment holdings to facilitate prudent movement to more liquid reserve holdings. These funds will be deposited according to Martha & Mary's current policies ensuring funds are either FDIC insured or government guaranteed with limited exposure to market value losses and highly liquid. The motion carried.

Alan mentioned that he had the opportunity to meet with Tammi Poladichuck, *Child Care Centers Administrator* and Heather Dartt, *Before and After School Administrator* about their financials and found it very enlightening. He said the greatest "take-away" was the regulatory burden of maintaining child-adult ratios and facility capacity limitations at the care sites.

Development Committee

Paula Rimmer, *Director of Development*, informed the Board that she expected to have more concrete financial results information for the May 4 Generations of Care Black & White Gala in June, but that it appeared the Organization had grossed approximately \$117,000 at the event. Katherine inquired what the fundraising goal for the event was and Paula confirmed that the goal was \$125,000.

Governance Committee

Doug Love informed the Board that he is now Chair of the Governance Committee. He went on to explain that it was time for all Trustees to complete a Conflict of Interest Form, as Trustees do each year. Trustees were asked to return their completed forms as soon as possible to Jennifer Bailey, *Board Support*.

Church and Community Services Committee

Kent Shane, *Trustee / Church and Community Services Committee Chair*, reminded the Board that the committee's main goal is to facilitate relationships between Martha & Mary and the Member Congregations. In support of that effort, the committee has planned an event for the Member Congregations to take place at Martha & Mary on October 6. Diane Wasson, *Home and Community Services Administrator*, will make a presentation regarding home care service. The committee also recently sent a letter to Pastors and Delegates at the Member Congregations, introducing Pastor Laurie Stumme-Diers as Martha & Mary's new Chaplain and explaining the purpose of the recently established Church and Community Services Committee.

Kent closed his report by noting that Family of God Lutheran Church, a Member Congregation, would be closing their doors soon and, therefore, bringing our total number of Member Congregations to eight. He noted that the committee was planning to discuss approaching other Kitsap Lutheran congregations about becoming Martha & Mary Member Congregations.

Strategic Planning Committee

Phil Rockefeller, *Board Vice President / Strategic Planning Committee Chair*, informed the Board that the committee last discussed planned giving and that Paula had provided an excellent presentation on the subject at their May 28 meeting. Helen commented that it may be valuable to have Paula present this information again at a future Board Meeting to the benefit of all Trustees. The main points made in the committee's planned giving discussion was that there was ample opportunity for Martha & Mary to benefit from a long-term planned giving strategy, but that Board support and participation was vital to its overall success. The committee asked Helen to appoint a Board Taskforce to explore planned giving further. Trustees Susan Eagan, Galen Schuler, Alan Crain and Tom Hawks agreed to join this taskforce. Helen clarified that Paula was not necessarily asking all Trustees to actively seek donations to the Organization, noting that there are numerous other ways Trustees can help in fundraising, including simple introductions to their contacts in the community.

Phil went on to explain that Chris Vernon-Cole, *Chief Operations & Strategy Officer*, provided the committee an update on the Building Communities Fund grant, noting that construction work would happen in phases beginning in June.

Phil also notified the Board that the committee continues to discuss the Ebenezer Land Project. He explained that Stuart Grogan would be invited to attend an upcoming committee meeting as he has excellent information to share regarding industry financial structures and partnerships that the Organization might wish to consider when pursuing this land development project. Stuart, *Executive Director* of Housing Kitsap is very experienced and knowledgeable about housing development in Kitsap County. He has already provided Martha & Mary with a very helpful project planning and modeling software tool he has developed.

CEO Presentation

Due to the late hour, it was decided that Lynette's CEO Presentation would be pushed out to the June 28 Board Meeting.

Adjourn

Meeting adjourned at 8:55pm

Respectfully Submitted:

Mary Polensky, Secretary