

Northwest Senior Services Board
March 14, 2023
1:00 pm – 3:30 pm
Hybrid Meeting

In-Person

[Join Zoom Meeting](#)

Mount Vernon NWRC Office
301 Valley Mall Way, Suite 100
Mount Vernon, WA
(360) 676-6749

Meeting ID: 814 4973 0953
Passcode: 522849
One tap mobile
+12532158782, 81449730953# US (Tacoma)

AGENDA

Agenda Topic	Action Required	Time
1. Call to Order Barbara Pesola, Chair <ul style="list-style-type: none">• Introduction of guests• Roll call• Review of July minutes• Announcements• Public Comment	Motion	1:00 – 1:05 pm
2. Executive Director Updates <ul style="list-style-type: none">• Agency Updates• WA CARES update	Information	1:05 – 1:15 pm
3. W4A Advocacy Days	Discussion	1:15 – 1:30 pm
4. Bylaws	Motion	1:30 – 2:00 pm
5. Break		2:00 – 2:15 pm
6. NWSSB Committees Review rosters, discuss frequency and content	Discussion	2:15 – 2:30 pm
4. State Council on Aging Update (SCOA)	Information	2:30 – 2:50 pm
5. Updates from our Communities	Information	2:50 – 3:00 pm
6. Adjourn	Motion	

Anyone needing special accommodations to participate in a meeting should contact NWRC at least 48 hours in advance of the scheduled meeting.

For more information, please contact the NWRC office at (360) 676-6749
600 Lakeway Drive, Bellingham, WA 98225.

Northwest Senior Services Board Meeting Minutes

January 10, 2023

Members Present and via Zoom or Telephonically: Shirley Bennett, Doug Cornelsen, George Edward, Jana Finkbonner, Shirley Forslof, Marshall Gartenlaub, Wendy Gilbert, Denise Irey, Mary Kanter, Bob Monize, Kathleen O'Connor, Barb Pesola, Jodi Sipes, Mike Shaw, Alberta Horn

Members Absent: Carl Bender, Georgiann Dustin, Jennifer Lautenbach, Stephen Shubert

Staff Present: Amanda McDade, Bethany Chamberlin, Ryan Blackwell, Darla Smith, Jeri Johansen

Guest: None.

Call to Order (Barb Pesola) at 1:00 PM

Review of November Minutes:

Motion put forward by the Board President, Barb Pesola to accept the minutes from the November 8, 2022, meeting.

Motion was made to approve the November 8, 2022, meeting minutes by Bob Monize, and seconded by Wendy Gilbert. **Motion Passed.**

Announcements: Kathleen O'Conner will be moving out of her district and will need to resign.

Executive Director Updates

Amanda McDade, Executive Direction

- Agency Updates – NWRC currently has one open position. Amanda McDade provided an overview of NWRC programs. The Board requested a copy of the overview be emailed out to members.
- Legislative Update – Health Homes and Case Management funding continue to be our focus and the attention to both will be our intention at the W4A Advocacy Days.

NWSSB Committees-W4A Advocacy Days

Olympia, January 2023.

W4A is scheduled for in-person meetings January 31st through February 1st. Bethany Chamberlin will be sending out a formal invitation via email for attendance. Appointments are currently scheduled with Senator Ron Muzzall, Representative Debra Lekanoff, Representative Alex Ramel, and Representative Sharon Shewmake. The Board requested that we reach and try to meet with Representative Clyde Shavers. Packets will be provided with the schedule of meetings, reimbursement forms, a map of the Capitol and more.

A preliminary show of hands indicated that Bob Monize, Barbara Pesola, Jodi Sipes, Shirley Forsloff, and Mary Kanter will attend. It is requested that responses to the invitation to attend W4A, be provided by Members no later than Friday, January 27th.

State Council on Aging Update (SCOA)

There was no update for this meeting.

Updates from Our Communities

Senior Centers News:

- **Bellingham Senior Center** –Peace Health will be providing an Advanced Care Planning Workshop February 3rd, 10:00 – 11:30 am. Interested parties can register at the front desk.
- **Island County** - Is implementing a Fall Risk Reduction Program.
- **Orcas Senior Center** – The transition to a new non-profit, Friends of Orcas Senior Center, has gone smoothly and appears to be a good thing, bringing with it flexibility and stability.

Adjourn:

A motion was made to adjourn by Bob Monize and seconded by Marshall Gartenlaub. **Motion passed.**

The meeting adjourned at 2:01 PM

Jeri Johansen, Administrative Assistant

Reviewed and approved by the Northwest Senior Services Board at the March 14, 2023, meeting.

Barbara Pesola, NWSSB Chair



TO: Northwest Regional Senior Services Advisory Board

FROM: Amanda McDade, Executive Director

DATE: March 14, 2023

SUBJECT: Proposed Amendment to Northwest Senior Services Advisory Board (NWSSB) Bylaws

Background

The NWSSB Bylaws have not been updated since 1998. While the core mission of the Agency remains unchanged there have been several changes to programs, processes, and leadership at the Agency, State, and Federal level. Some of these changes impact the role of the NWSSB.

Recommendation

In order to clarify the role and mission of the NWSSB I recommend changes to the Bylaws as presented in the attached document.

Proposed Motion

The Northwest Senior Services Advisory Board approves the updates as presented at the March 14, 2023 meeting.

Northwest Senior Services Board

By-Laws

As amended and ratified **June, 1998** by the Northwest Regional Council

Formatted: Highlight

Introduction

The Northwest Regional Council's Area Agency on Aging (hereinafter referred to as the "Area Agency on Aging") is the local agency, mandated by Federal and State law, to plan for and coordinate a comprehensive service delivery system for persons 60 years and older and functionally disabled people of all ages in Island, San Juan, Skagit, and Whatcom Counties. The Area Agency on Aging is governed by the Northwest Regional Council Governing Board (hereinafter referred to as the "~~Council~~Governing Board"), a body of two county commissioners each from Island, San Juan, and Skagit Counties and one member of the Whatcom County Council and the Whatcom County Executive. The Area Agency on Aging and the Council are assisted and advised by the Northwest Senior Services Advisory Board (hereinafter referred to as the "Advisory Board") in planning and coordinating services in the four-county area. Advisory Board members have a responsibility to represent the needs and interests of older persons and other functionally disabled people in the region.

Goals, Authority, and Responsibilities

I. Program Goals

The goal of the Northwest Regional Council Area Agency on Aging is the development and enhancement of a comprehensive service delivery system which meets the physical, social, and psychological needs of older and other disabled people within Island, San Juan, Skagit, and Whatcom Counties and which removes the barriers that may interfere with the ability of ~~older adults~~the elderly and those who are functionally disabled to live independently and with dignity in the most appropriate setting.

The goal will be accomplished through the development of contracts for service, through coordination with other service providers, through motivation of agencies to meet their responsibilities in serving ~~older adults~~the elderly and functionally disabled persons of all ages, and through stimulating the development of new or expanded services, as needed.

II. Authority

The Board is established by the Northwest Regional Council to advise the Council and its staff on senior and ~~long-term~~long-term care services planning, coordination, and management, pursuant to the terms and requirements of the Older Americans Act of 1973. As amended, the Washington State Senior Citizens Services Act, Title XX of the Social Security Act, and other programs assigned by the Legislature, Congress, or the Northwest Regional Council.

III. Relationship with Northwest Regional Council Governing Board

1. The Northwest Senior Services Advisory Board members serve as advisors to the Northwest Regional Council Governing Board members and the Executive Director on issues as specified in Section IV, 1-13. As advisors to the ~~Council~~Governing Board, the Chairperson of the Advisory Board, or his/her designee, acting in a liaison role shall attend as appropriate, Northwest Regional Council Governing Board meetings to explain and support the recommendations of the Advisory Board. The Chairperson or designee shall also report back to the Advisory Board on actions taken by the Governing Board~~Council~~.

~~At least twice annually, at their June and December meeting, the Board Chairperson shall notify the Council of meeting attendance records for each Board member.~~

2. Advisory Board recommendations must have Northwest Regional Council Governing Board approval prior to ~~final~~ implementation of recommended policies, programs, budget ~~actions~~, plans, and/or by-law changes. The Advisory Board may, however, represent the Area Agency on Aging and promote programs for seniors and the functionally disabled within the approved Area Plan, without prior Northwest Regional Council Governing Board approval.

IV. Northwest Senior Services Advisory Board Responsibilities

1. Coordinate with private and public agencies on aging issues (3C7)
- 1.2. Represent interests of older and functionally disabled persons in the area; (Section 3:C:3);
- 2.3. ~~Assist and advise in the development and administration of the Comprehensive Area-wide Plan;~~
- 3.4. Conduct public ~~hearings~~, forums and conferences for public education (Section 3:C:2);
- 4.5. ~~Determine how senior and specified long term care services monies should be divided according to priorities and projects; Review annual budget~~
- 5.6. Review grant applications and discuss impact -and recommend- at the request of the Agency to the Area Agency on Aging Northwest Regional Council which applications should be approved for funding;
- 6.7. ~~Cooperate with and~~ Assist and -advise the Area Agency staff in development of the Area Plan and evaluating ~~the~~ programs implemented under the Area Plan ~~and other services managed under the authority of the Council;~~
- 7.8. Review and monitor reports on contracted services and submit any recommendations to the Northwest Regional Council Governing Board;

Formatted: Not Highlight

~~8-9.~~ Review and comment on ~~all community~~ policies, programs and actions which affect older persons; (Section 3:C:4)

Formatted: Not Highlight

~~9-10.~~ Review ~~and make appropriate recommendations, and participate in advocacy efforts to the Northwest Regional Council~~ on proposed legislation, and AAA program priorities which could affect ~~the elderly older adults~~ and functionally disabled ~~persons, and advise the Northwest Regional Council on needed legislation; (move to #2)~~

~~10-11.~~ Identify the needs of older adults and functionally disabled persons on a priority basis, create community understanding of the needs and advocate for the development of services to meet these needs; (Section 3:C:1 ~~also~~AL TSA manual)

~~11-12.~~ Form task forces or subcommittees to assist in planning, analysis, policy and goal recommendations, and such other functions as the ~~Board Executive Director~~ deems necessary (Section 3:C:3);

~~12.~~ ~~Provide an overall leadership role with continuing responsibility to coordinate all activities and programs for older and functionally disabled people in the service area;~~

~~13.~~ Undertake such additional duties and responsibilities as are delegated by the Northwest Regional Council Governing Board.

Formatted: List Paragraph, No bullets or numbering

~~13-14.~~ Participates in selection of the Area Agency on Aging Executive Director and participate in selection of other staff at the discretion of the Executive Director. (Section 3:C:5)

V. Meetings

The Advisory Board will normally meet once per quarter-month, and on the call of | the Chairperson. Written notice of the time and place of any meeting shall be sent | to all members of the Board at least ten (10) days prior to the meeting date.

The Chairperson, the Executive Director of the Area Agency on Aging, or any five (5) Board members, notifying the Executive Director, may call a special meeting. Notice of a special meeting must be made to all Advisory Board members at least | three (3) days prior to the special meeting.

Meetings are open to the public.

VI. Minutes

The actions of the Advisory Board shall be recorded and its deliberations | summarized in the form of minutes which shall be distributed to all members of the | Board, as soon as practical following each meeting, but at least mailed-published |

with the notification of the next regular Advisory Board meeting. Minutes will also be ~~available~~ supplied to the Northwest Regional Council Advisory Board.

VII. Quorum and Rules

A quorum shall consist of a majority of the current full-voting members.

VIII. Debate and Action

Only duly appointed members of the Advisory Board and Area Agency on Aging staff or persons specifically invited to appear before the Board by the Chairperson shall be permitted to participate in the discussion of any matter before the Advisory Board, unless recognized by the Chairperson.

The Board acts by the adoption of motion or through resolution of full voting members.

IX. Conflict of Interest

In order to assure the impartiality and objectivity of the Advisory Board, any member who is employed by an agency contracting or seeking to contract with the Northwest Washington Area Agency on Aging, or whose immediate family member is likewise involved, is deemed to have a conflict of interest on a particular issue before the Advisory Board. The member may speak to the matter at issue, but shall abstain from voting on that issue; this abstention will be noted in the minutes. Elected public officials shall not be considered employees under the language of this paragraph.

Challenges of conflict of interest - Any member is qualified on motion, if seconded, to challenge the authority of any other member to vote on any issue. A majority vote will determine qualification to vote based on the above provisions.

With regard to review of competing proposals, the following process will be followed:

An individual shall be considered to have potential conflict of interest for the purpose of review of competing proposals in the Area Agency on Aging Request for Proposal process if the individual:

- Is an employee, or member of the immediate family of an employee, of the proposer, or has been an employee within the last two years;
- Is a member of a board of directors, a trustee, an advisory board/committee member of the proposer, or has served in one of these roles within the last two years;
- Has a financial interest in the proposer's business entity.

Such individuals shall not participate in the review/scoring/appeal of proposals in a competitive situation involving a proposer with which he/she is so affiliated.

Membership and Meeting

X. Advisory Board Composition and Appointments

The Advisory Board shall be composed of a majority of senior citizens and shall include representatives of local elected officials, minority group(s), health care provider organizations, supportive service provider organizations, persons with leadership experience in the private and voluntary sectors, functionally disabled under the age of 60, and the general public.

The Advisory Board shall consist of at least twenty-three (23) but not more than twenty-eight members, of which at least one member shall be an elected official who shall serve as a liaison and shall have full voting rights and privileges.

Twenty-two (22) members of the Advisory Board are appointed by the Boards of County Commissioners of Island, San Juan, and Skagit Counties and Executive/County Council members of Whatcom County, apportioned as follows:

Island County	4 full members
San Juan County	3 full members
Skagit County	6 full members
Whatcom County	9 full members

The elected official shall be selected by the Northwest Regional Council Governing Board, and the term of appointment shall be for a two-year period. In addition, the Northwest Regional Council Governing Board, at its option, may appoint up to a maximum of five (5) at large members, to assure that the needs for appropriate representation are met. Furthermore, no more than two of the at-large members may come from any one county.

NWRC Elected Official	1 member
At large	5 members (optional)

Individuals who are employed by or contracted to agencies or organizations receiving financial assistance from the Area Agency on Aging, or whose immediate family is likewise involved, are not eligible for appointment as members to the Advisory Board. This includes employees, but does not include elected public officials or volunteer members of advisory and governing bodies of such agencies and organizations.

The representative appointed by the governor to represent our area on the State Council on Aging shall serve as an Ex Officio member of the Northwest Senior Services Board.

XI. Term

Appointments to membership on the Board will be for three years beginning on July 1 and ending on June 30 three years hence.

Any member who misses three (3) consecutive meetings or six or more regularly called Board meetings within a twelve (12) month period, unless excused by the Chairperson, will have his/her membership automatically terminated, unless otherwise recommended by the Board and approved by the Council.

XII. Officers

The Advisory Board shall elect from its membership a Chairperson and Vice-Chairperson. The Vice-Chairperson shall preside at the meeting of the Advisory Board in the absence of the Chairperson. In the absence of both the Chairperson and the Vice-Chairperson, the Area Agency on Aging Executive Director shall request another member to serve as Acting Chairperson. The Area Agency on Aging Executive Director shall serve as Secretary to the Board.

Election for Advisory Board officers shall be held at the ~~December-November~~ meeting. The term of office shall be the calendar year. Elections are made by secret ballot without nomination, until a majority has been reached. Then Board members shall be given notice at the meeting immediately prior to the one in which the election is to be held.

Upon resignation of any officer, the Advisory Board at its next regular meeting shall elect a replacement.

XIII. Committees

In order to most efficiently carry out its responsibilities, the Advisory Board shall establish Standing Committees and an Executive Committee. In addition, the Advisory Board may establish Ad-Hoc Committees or Task Forces, as determined useful and necessary. The members and chairperson shall be appointed by the Chairperson of the Board and serve for such terms as may be designated by the Chairperson, in consultation with the Advisory Board.

Standing Committees

Standing Committees shall be established and reviewed at the beginning of each year, which specialize in service areas identified by the Advisory Board as important to older and functionally disabled persons, including, but not limited to, those services which are provided through funding from the Northwest Regional Council.

1. Composition

- a. Each full Advisory Board member will be appointed to at least one Standing standing Committee.
- ~~b.~~ Each Standing Committee will include at least one Board member from each of the four counties, when possible.
- ~~e.b.~~ Standing Committee Chairpersons shall be selected insofar as possible so that the appropriate county representation on the Executive Committee is (See Article XIII, Section B.1.) achieved.

2. Responsibilities

Each Standing Committee shall have the following responsibilities related to those services and issues within its purview:

- a. To review requests for ~~funding of~~ services and make recommendations regarding service ~~and funding levels~~ to the ~~Executive Committee~~Governing Board.
- ~~b.~~ ~~To participate in or review assessments and/or evaluations of NWRC funded services and make appropriate reports and recommendations to the Board;~~
- ~~e.b.~~ ~~To review quarterly service monitoring reports and make any appropriate recommendations to the Board;~~
- ~~d.c.~~ To assume additional responsibilities as authorized by the Governing Board.

Executive Committee

1. Composition

- a. The Executive Committee shall consist of the following members:
 - (1) Chairperson of the Board;
 - (2) Vice-Chairperson of the Board;
 - (3) Chairpersons of the Standing Committees;
 - (4) Representative to the State Council on Aging;
 - (5) Immediate Past Chairperson to serve one (1) year;
 - (6) Other appointments as necessary to assure appropriate geographical representation.
- b. The Executive Committee, with membership as described in XIII, B.1.a. above, must include at least one representative from each of the four counties.
- c. The Chairperson of the Board shall serve as Chairperson of the Executive Committee.

2. Responsibilities

- a. To review Standing Committee recommendations regarding requests for funding and make service and funding level recommendations to the Board.
- b. To assume additional responsibilities as authorized by the Board or Council.

By-Law Amendments

These by-laws, in force when adopted by both the Northwest Regional Council Governing Board and Advisory Board, may be amended by proposal by any Board member. Each proposed amendment, or a substitute set of by-laws, shall be submitted in writing to a regular meeting and be acted on at the next regular meeting. A two-thirds vote of the members present is required to adopt an amendment to the by-laws. Such amendments are subject to review and approval by the Northwest Regional Council Governing Board.

The business of the Advisory Board and its subcommittees shall be conducted in accordance with the Roberts' Rule of Order, Revised Edition, unless otherwise provided for by these by-laws.

These by-laws take full force and effect following adoption by the Northwest Regional Council Governing Board and the Northwest Senior Services Advisory Board.

Q:\Shared\NWSSB\Projects & Events\Bylaws\NWSSB Bylaws - 1998.doc