

Kavod Senior Life
Board of Directors
Board Meeting
June 22, 2020

Due to the COVID-19 Pandemic, the board meeting was held electronically via ZOOM. Present: Brian Botnick, Sharon Caulfield, Rachel Cohen, Glenn Cooper, Rob Friedman, Carl Gladstein, Ondalee Kline, Perry Moss, Debbie Reinberg, Connell Saltzman, Jamie Sarche, Melanie Siegel, Steven Summer, Molly Zwerdinger and David Zaterman. Staff: Michael Klein, Michael Belieu, Tracy Kapaun, Christine Dewhurst, Christie Ziegler, and Gaile Weisbly Waldinger. Guests: Michael Silverman and Marx Reiner of Marx/Okubo. Each person in attendance acknowledged the ability to hear and speak during the meeting.

A quorum being established, Mr. Rob Friedman called the meeting to order.

The Consent Agenda: approval of the April 27, 2020 Board minutes, Committee Reports: – January/February Financials, Fiscal Committee Minutes, Construction Schedule, Kavod Foundation Board of Director Minutes (all items were distributed prior to the meeting were presented for approval.) Mr. Moss moved to approve the consent agenda and Ms. Cohen seconded the motion. Mr. Connell Saltzman advised of a change to the April 27, 2020 minutes and suggested that language be added stating “ Each person in attendance acknowledged the ability to hear and speak during the meeting.” The members agreed to the change. Mr. Saltzman once again moved to approve the April 2020 minutes as amended with a second by Mr. Moss. The motion passed.

Mr. Belieu provided the Board with a report on the current PPP Loan and budget through the end of June. He advised that the PPP loan will be spent down at the end of June and may be obligated to start paying back the loan in July. Mr. Belieu advised that although the financial statements are looking good Kavod did have additional costs in salary, supply and resident services. He noted that Kavod direct costs for COVID-19 was \$118K which includes \$16K per month for resident meal subsidy, as well as costs for PPE and temporary staff including screening at all three entrances. Staff is projecting spending similar amounts at least through the 3rd quarter.

Mr. Max Reiner and Mr. Michael Silverman of Marx/Okubo provided the Board an update on the current construction taking place during the COVID-19 Pandemic at Kavod Senior Life. Mr. Reiner updated the Board on construction projects Pinkard has been able to work on, which were isolated from residents. They anticipate the East Building Bistro to be completed by the end of June. Pinkard has been approved to complete the installation of dining hall fans, lighting and sprinklers as well as completion of the common area restrooms on the 1st and 2nd floors in the East Building. Pinkard will also work to complete the ground floor fire alarm and sprinkler installation as well as the ground floor hydronic piping replacement and complete the installation of the enhanced HVAC systems in the health and wellness area. All other work is on hold. Mr. Reiner advised the Board that working with Pinkard Marx/Okubo and staff have identify various scenarios concerning work stoppage cost, which could be anywhere from \$65k to \$260K depending on the number of months there is stoppage. He advised that a plan of action and Scope of Work has been tentatively developed based on the trajectory of COVID-19. Mr. Connell Saltzman noted that the Fiscal Committee has been kept updated of all changes to the Scope of Work. Management will keep the Board apprised of any changes and costs that are incurred due to the pandemic.

Mr. Klein and Ms. Waldinger presented the revised Gift Acceptance Policy. It was noted that Ms. Sharon Caulfield, Board member, did professional work in developing the Gift Acceptance Policy; therefore will be abstaining from voting on said policy. Ms. Waldinger provided the group with a brief history of the policy and went over the changes The Ad Hoc Gift Policy Committee is recommending. Ms. Waldinger advised that the Ad Hoc Committee recommends approval of the Gift Acceptance Policy. Mr. Connell Saltzman moved to approve the policy as presented with a second by Carl Gladstein. After discussing the policy the Board added a statement to the policy stating:

The Gift Acceptance Committee should refer all gift valued in excess of \$1 million to the Board, and may seek Board review of any other gifts in its discretion.

Mr. Gladstein move to accept the amendment to the policy as stated above with a second by Mr. Moss. The motion passed

Mr. Gladstein then moved to accept the amended policy with a second by Ms. Cohen. The motion passed.

Mr. Friedman advised that the newly amended Gift Policy will be sent to the Board of Directors. He also advised that the yearly notification of Conflict of Interest will be sent to the Board Members per Kavod Senior Life's Conflict of Interest Policy.

Mr. Klein, Ms. Kapaun and Ms. Waldinger, provided the board with an in-depth report on the status of the health and well-being of the residents and staff during the COVID-19 pandemic. Mr. Klein advised that to date there are no active COVID-19 cases at Kavod due to the due diligence of staff and adherence by residents and families of our guidelines. Ms. Kapaun informed the Board of a few steps Kavod is taking too slowly relax the restrictions on the residents. She outlined some of the lessening restrictions, i.e. daily hot meals have resumed being delivered daily, the beauty salon is open with appropriate safety protocols in place, and contracted housekeeping will resume in July. She noted that our Facilities Department has purchased 2 fogging machines that will help to sanitize meeting spaces and apartments in a timely manner. Ms. Waldinger advised the Board that the community has been very generous in helping with our COVID-19 Fund. Kavod has raised over \$125k to support the needs of the residents during this time. Mr. Belieu provided a quick update on Kavod's supply of PPE, which was in good standing. As part of the report, Mr. Klein showed a quick video featuring over 50 residents saying thank you to the staff and Board for all they are doing to keep them safe during this difficult time.

This being Mr. Friedman's last board meeting he thanked the Board members and staff for all they do. He noted that the annual meeting will take place preceding the board meeting and thus the meeting was adjourned to convene the Annual Meeting.

Meeting adjourned at 6:45pm