

Kavod Senior Life
Board of Directors
Board Meeting
August 17, 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, Sarah Golombek, Ondalee Kline, Perry Moss, Debbie Reinberg, Connell Saltzman, Gary Saltzman, Jan Schorr, Melanie Siegel, Steven Summer, Molly Zwerdinger and David Zaterman. Staff: Michael Klein, Michael Belieu, Tracy Kapaun, Jennifer Grant, 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. Steven Summer called the meeting to order.

The Consent Agenda: approval of the June, 2020 Board minutes, Committee Reports: -May/June Financials, Fiscal Committee Minutes, Construction Schedule, Resident and Community Services Committee Minutes (all items were distributed prior to the meeting were presented for approval.) Ms. Siegel moved to approve the Consent Agenda with a second from Ms. Cohen. The motion passed.

Mr. Klein, Mr. Belieu, Ms. Grant and Ms. Dewhurst, provided the board with an updated report on the status of the health and well-being of the residents and staff during the COVID-19 pandemic. Ms. Grant reviewed with the Board the current outbreak data which was provided by Colorado Department of Public Health and Environment (CDPHE) and Denver Department of Public Health and Environment (DDPHE). To date, we have not had any positive COVID results for our residents. Ms. Dewhurst updated the Board on the status of the one staff positive case since the notification was sent to the staff, Board, residents and family members. She reviewed the procedures we have in place for a positive case. The Board congratulated the staff on the procedures and policies that are in place to help stem the spread of the virus. Mr. Klein provided an update on several issues, include the installation of visitation booths, which were provided by Pinkard Construction. The booths will help our residents with their social isolation and will allow family members to visit their loves ones. He provided an overview of the procedures for the visitation booth and noted family and residents are grateful for this opportunity. Next he reviewed how we have established strict protocols to allow more of Kavod's outside clinics, i.e. VNA Foot Clinic, to start operations onsite. He informed the Board that Rabbi Stephen Booth-Nadav is working on a plan where residents can safely celebrate the High Holidays. Mr. Klein noted that Kavod has received 2 different food grants to help with our onsite food bank for the residents. Staff have been making bimonthly distributions including vegetables from Ekar Farm.

Mr. Belieu provided the Board with a report on the current PPP Loan and budget through the end of August. He advised that we are ready to start working on the Forgiveness Waiver for the PPP Loan as soon as the Small Business Administration (SBA) opens up the loan payback program. Mr. Belieu provided an update on the Yardi conversion and training, which went well. Yardi, a system that has combined accounting, maintenance and leasing into one program, went live on August 3rd. He mentioned that for the next Board meeting the financials will have a different look to them.

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 including

replacement of the piping for the HVAC system in the Health & Wellness Center. If all goes as planned abatement will begin again in the West Building in September. The East Building Bistro is nearing completion and should be finished towards the end of September, as are the East Building restrooms. The staff shower and restrooms in the basement have been completed as well as the ground floor fire alarm and sprinkler installation' and the ground floor hydronic piping replacement in the West Building. Management will keep the Board apprised of any changes and costs that are incurred due to delays caused by the pandemic.

Mr. Rob Friedman presented the CEO Business Continuity Plan to the Board. He stated currently Kavod didn't have a Business Continuity Plan and it was felt by staff and the Executive Committee that such a plan needed to be implemented. Mr. Friedman briefly reviewed the major sections of the plan, which had been distributed prior to the meeting the Board. The highlights of the plan are:

- The current COO will be named interim CEO if the absence of the CEO is 3 months or less. The COO will also continue their current COO duties
- The current COO, will be named interim CEO if the CEO absence is unplanned at 3 months or longer, however an interim COO will be named.
- The current COO, will be named interim CEO if the absence is permanent. The Board Leadership and Development Committee will in conjunction with the HR Director create a CEO Search Committee.

Mr. Friedman noted there were some grammatical changes to the document i.e., should will be replaced by shall. He advised that the Executive Committee has reviewed the plan and is recommending approving the plan, with the grammatical changes made. Mr. Friedman moved to approve the plan with a second from Mr. Connell Saltzman. The Board discussed the plan as presented with Ms. Caulfield recommending adding that the plan will be reviewed by the Board Leadership and Development Committee every 2 years. Ms. Caulfield moved to add the following statement to the plan:

The Board Leadership and Development Committee will review the CEO Business Continuity Plan every 2 years.

The motion was seconded by Ms. Kline. The amended language was approved.

Mr. Friedman then made a new motion to approve the plan as amended with Mr. Connell Saltzman seconding the motion. The motion was approved.

Mr. Summer advised the Board that Mr. Friedman has been tasked, as the Chair of the Board Leadership and Development Committee, to review Mr. Klein's contract, which is an evergreen contract. Mr. Friedman will report back to the Board his recommendations with regards to any changes to Mr. Klein's contract.

Mr. Summer advised that after a discussion with the Executive Committee he is recommending the following changes to said committee:

Ms. Debbie Reinberg, Secretary and Ms. Molly Zwerdlinger, member at large, switch positions.

Mr. Friedman moved to make Ms. Zwerdlinger secretary of the Board of Directors and Ms. Reinberg as a Member at large to the Board. Ms. Caulfield seconded motion. The motion passed with 2 abstentions

Ms. Zwerdinger provided the board with an update on the fall special fundraising event, which will be held at the Denver Mart Drive In on September 2nd. She advised at the event to date has netted over \$62k with 100% of Board support. She also reminded the Board of their commitment to either personally donate a minimum of \$1000 to Kavod Senior Life or recruit new donors.

In his CEO Report, Mr. Klein advised that CU Medicine has opened their clinic onsite, which has had good response from the residents. The clinicians will be at our location 2 ½ days a week. He noted that at some point in the future the clinic will expand to add outside seniors to attend the clinic.

Mr. Summer provided a brief report to the Board. He reminded all those present to send in their Conflict of Interest statements as soon as possible. He also reminded everyone that due to the High Holidays the next Board meeting will take place on October 5, 2020 and looked forward to seeing all those who are able at the Drive-In Event on September 2nd.

Meeting adjourned at 6:45pm