

**MINUTES OF THE
ASBURY ATLANTIC, INC.
MEETING OF THE BOARD OF DIRECTORS**

FOR PUBLIC POSTING

August 5, 2020

Asbury Atlantic, Inc. is a not-for-profit, tax-exempt corporation. Our charitable purpose is to create services for older adults that enhance the value of the entire span of life. The Asbury organization provides housing, healthcare, and other services to residents of its continuing care retirement communities, with a sense of financial security through our benevolent care program. Our charitable purpose and faith-based heritage guide our decisions and direction as we serve our residents and future generations of seniors. Asbury also reaches out to individuals and other organizations serving older adults in the communities in which its communities exist.

MEETING ATTENDEES

Board of Directors, attending		
Jeffrey Ernico, Chair	Louis Grammes	Carolyn Stamatakis
Sue DaCamara	Richard Findley	
* Attended as indicated		
Board of Directors, absent		
Staff		
Kim Ehrenfried, VP & Controller*	Salome Nengean, Staff Counsel	
Henry Moehring, VP of Healthcare Srvs & Ops		

Note: the meeting was held via teleconference due to COVID-19 pandemic.

ITEM: CALL TO ORDER/CONSENT RESOLUTION

The meeting of the Board of Directors of Asbury Atlantic, Inc. (“Atlantic”) was called to order by the Chair at approximately 4:06 p.m. Mr. Grammes offered a prayer.

The Chair then referred to the agenda and consent resolution contained in the Board packet for the August 5, 2020 Asbury Atlantic, Inc. Board of Directors meeting (“Board Packet”) and asked for a motion to approve.

The following motion was made, duly seconded and unanimously approved.

IT IS HEREBY RESOLVED that the following be, and they are hereby, adopted, ratified, and/or approved as applicable:

1. Set Agenda. *The agenda for the August 5, 2020 Board of Directors meeting as it appears in the Board Packet for the August 5, 2020 Board of Directors meeting.*
2. Approval of Minutes. *The minutes of the April 22, 2020 Meeting of the Board of Directors as it appears in the Board Packet, on Board Effect, for the August 5, 2020 Board of Directors Meeting (“Board Packet”).*

ITEM: OPENING REMARKS

The Chair remarked that the agenda for the meeting is robust but he anticipates that agenda could be covered in the time allotted.

ITEM: FINANCIAL UPDATE & Q2 RESULTS

The Chair recognized Ms. Ehrenfried to present the second quarter financial results. She referred to the detailed report provided in the Board packet but highlighted the performance each Atlantic community.

Next, she reported that the communities received some funding from the federal CARES act program; a portion of the total received is yet to be recognized because the spending on personal protective equipment (“PPE”) on the unrecognized portion has not occurred yet. She noted that spending on PPE has been significant as reflected in the financials.

Ms. Ehrenfried noted several decreases in spending, including on health insurance claims because associates decreased visits to physician offices but she expects that line item to increase in subsequent quarters. She also noted sizable decreases in administrative expenses due to suspension of attendance of conferences and travel. Spending on repairs and maintenance also decreased because of the restrictions on visitors and contractors that were implemented across the system. She also noted that she expects those expenses to pick up in subsequent quarters.

Following her presentation, the Chair asked whether there were questions or comments. The Board asked whether Asbury expects subsequent quarters’ expenses to level off as COVID-19 expenses become more integrated in budgeted expenses and operations. Ms. DaCamara mentioned that some of those expenses will. Mr. Moehring added that in general that may be the case; however, PPE use is still high and because of the disruption in the supply chain which has created an increase in prices, the combination of the price increases and the higher than normal use of PPE will continue to be areas of significant expense for the foreseeable future. He also commented that Asbury does have a level of PPE stockpile, which would help level of those expense lines; however, the level of spending on PPE will also depend on how the pandemic unfolds in the fall and beyond. Ms. DaCamara noted that screening continues to be a high expense area until the automated screening process is implemented, which she anticipates will be soon.

ITEM: EDUCATION TOPIC

Quality Assurance and Performance Improvement

The Chair again acknowledged Ms. DaCamara to lead the Board through the education topic. Ms. DaCamara referred to the educational material included in the Board packet. She explained the purpose of education topic and noted that a portion of it was covered during the April meeting except Quality Assurance and Performance Improvement (“QAPI”) and Facility Assessment which would be covered today.

She explained the purpose of QAPI, why it is important and what it is intended to do. Then she provided the Board with the five (5) elements of a QAPI program: (1) Design and Scope; (2) Governance and Leadership; (3) Feedback, Data Systems and Monitoring; (4) Performance Improvement Projects (“PIPs”); and (5) Systematic Analysis and Systemic Action. Next, she explained why QAPI is important and who is involved in the process. Then, Mr. Moehring shared how the process works at the community level. He reported that each community has a team that is dedicated to QAPI and the team expands and contracts depending on the processes that are being worked on at any given time. He also explained that the process involves all associates; associates are encouraged to lift up issues that need to be addressed all the way to the QAPI team. Ms. DaCamara noted that Asbury has a registered nurse who is Director of Quality Assurance and assists communities with implementing those processes and embedding them into each community’s systems, processes and procedures.

Facility Assessment

Next, she explained what a facility assessment is, CMS’ requirement and its purpose. She explained each of the three (3) elements of a facility assessment: (1) Resident profile; (2) Services and care offered based on resident needs; and (3) Facility resources needed to provide competent care for residents. Next, she explained the importance of a facility assessment. Then, she noted that while there is a question whether the facility assessment requires all Board members to endorse it, she, as a member of the Asbury Atlantic Board member has been assigned the responsibility to review it. She noted that if any changes occur in any of the assessments, she will update the Board on such changes. Mr. Moehring provided additional details regarding specifics of how the facility assessments work at the community level.

Following Ms. DaCamara and Mr. Moehring’s presentations, the Chair asked whether there were questions or comments. The Board asked questions. The Chair thanked Ms. DaCamara and Mr. Moehring for their work.

ITEM: OPERATIONS AND QUALITY UPDATE & Q2 RESULTS

The Chair again requested that Ms. DaCamara present the operations and quality update. She presented as follows:

COO Remarks

Ms. DaCamara noted that her remarks will be made as the rest of the topics on the agenda are covered. She added that the primary goal of Asbury is to put the health and safety of all residents and associates in the forefront.

Quality Report

Ms. DaCamara provided the quality report by noting that no new appointments of Nursing Home Administrators are needed for any of the Atlantic communities. However, she reported that an associate at AS will begin the Nursing-Home-Administrator-in-training program before the end of the year. She will then sit for the exam at the end of her training.

Further, all four (4) communities are at least 4 stars. Mr. Moehring reported that in response to some communities that have missed the reporting deadlines, Asbury is considering ways to automate the reporting processes so that they are no longer person-dependent, have redundancy and ensure that staffing reports are submitted timely.

Next, Ms. DaCamara reviewed each community's star rating and regulatory reports. Regarding the special infection control surveys, she reported that all seven (7) communities that have been surveyed have received no deficiencies; AS anticipates that its special focus survey will occur any day now.

The Board commended staff's work on all matters but particularly on the results of the special focus infection survey. Mr. Moehring credited among others, the work of Vice President of Clinical Excellence and Director of Education in assisting communities achieve those results. Ms. DaCamara provided some examples of the works that has yielded the results including, ensuring that adequate PPE is available and ensuring that associates know how to properly use available PPE and equipment. Mr. Moehring provided additional details to further illustrate how those processes are implemented at the community level.

COVID-19

Ms. DaCamara referred to the detailed report in the Board packet but highlighted the following: command center transitioned in July from its original format to a more sustainable format to account for the fact that COVID-19 will continue to be an issue for the foreseeable future. She noted that the areas included in the report are the areas that will most often be reported on in subsequent meetings.

Mr. Moehring then provided a detailed update on how the new operations group is working, how decisions are made within that group, and the process for implementing those decisions. He also reported on reopening plans and timelines, noting that many of those plans are based on states' reopening guidelines.

Marketing Report

Ms. DaCamara referred to the detailed report provided in the Board packet but highlighted the leads and move-in section of the report, noting that tours, marketing, move-ins continue to occur even in the COVID-19 environment. She noted that the rest of the report lifts up the projected occupancy results which Ms. Ehrenfried also covered in the financial results presentation. Finally, she noted that some personnel changes have occurred in the sales and marketing teams based on some people's inability to adapt to the new conditions in spite of the training received.

Strategic Plan Goals and Update

Ms. DaCamara reported that regarding the Provider-of-Choice, specifically "would you recommend" has been put on hold because she believes that a survey will not serve Asbury well this year. Also, Planetree certification has already been temporary suspended because Planetree has also suspended visits to campuses. She mentioned that 5-star goals continue to be in place because they are the heart of quality.

ITEM: MASTER PLANNING UPDATES

Ms. DaCamara reported two things regarding master planning. One, the construction company that was working on repositioning the Bistro at BV was granted permission from the state to resume its operations; however, Asbury put the construction on hold to revisit the design in light of COVID-19. She noted that the changes made have reduced the capacity in the Bistro and will slightly increase the cost of the project but will better serve the community in the current environment.

Regarding the aquatic center at Springhill, Ms. DaCamara reported that it has been completed; however, the chemicals have not properly balanced because people have been unable to use the pool. She noted that in a couple of weeks, there will be a virtual grand opening to thank the donors and officially open the aquatic center.

Regarding the 2021 budget, she reported that the governance budget for the Asbury Atlantic Board, along with the other lines are in the process of being put together. More information about the budget will be shared during the October meeting.

ITEM: OTHER ITEMS

The Chair asked whether there was further business to come before the Board. Mr. Grammes thanked the staff for their work. Mr. Findley also thanked the team and expressed appreciation for the protection that has been provided to residents of AS and all Asbury Communities. Ms. Stamatakis echoed the thanks as well.

ITEM: ADJOURNMENT

The meeting was adjourned at approximately 5:52 p.m.