

**CLATSOP CARE HEALTH DISTRICT
BOARD OF DIRECTOR'S MEETING
August 7th, 2025
Regular Meeting Minutes**

I. CALL TO ORDER

Mike Aho called the meeting to order at 12:00 PM at Clatsop Care Health and Rehabilitation in Astoria, OR.

A. Roll Call: Present = P Excused = E Absent = A

Board Members		Management & Staff	
Christian Honl	P	Michael Martin, District Marketing & Comms - Zoom	P
Chuck Meyer	P	Debi Martin, Director IHC	P
Danielle Glover-Cloutier	P	Nicole Easley, Aidan Health Services	P
Linda Crandell - Zoom	P	Mark Remley Aidan Health Services	P
Mary Nauha	P	Hannah Ross, Administrator CCMC	P
Mike Aho	P	Kendra Webb, Administrator CCHR	P
Virginia Hall	P	Ann Rubino, Administrator CRV	P
		Jennifer Woolley, Aidan Health Services	E
		Melissa Schacher, District Billing Specialist	P
		Mike Kerwin, District IT	P
Members of the Public			

II. CONSENT AGENDA

- A. Mike Aho made a motion to add to the agenda, action item A: Retaining wall bids; And under discussion item A: Foundation update.

Chuck Meyer made a motion to approve the amended agenda, Mary Nauha seconded the motion. All said aye to approve.

- B. Approval of the July 10th meeting minutes. Mary Nauha requested these changes. Election of officer's item A. Add that she seconded the motion to re-elect Linda Crandell as chair, and Mike

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Aho as vice chair. Under action item A, correct the resolution number 226-1 to 2026-1. Under foundation update, remove excess information but note that Mike Martin oversees seeking a grant writer for the foundation.

Mary Nauha made a motion to amend the minutes as stated. Christian Honl seconded the motion. All said aye to approve the amended minutes.

III. PUBLIC COMMENT This is an opportunity for anyone to give a 3-minute presentation about any item on the agenda OR any topic of board concern that is not on the agenda.

There were no public comments.

IV. BOARD EDUCATION – BUILDING UPDATE

Mark Remley shared details about the reason for building a new skilled nursing facility.

The current building has reached the end of its useful life and is expensive to maintain. Mark explained that after considering retrofitting options during COVID, the decision was made to build a new facility due to cost and efficiency considerations. After searching and reviewing many different properties it was decided to build on the property already owned by the health district next to Clatsop Retirement Village. The new building will be adjacent to the Clatsop Retirement Village. Having them connected will offer economies of scale with a shared kitchen and other resources offering more efficiency in many areas. Mark mentioned the need to re-engage a PR firm for community outreach efforts as we are getting closer to breaking ground. The PR firm will work in conjunction with a local grassroots effort for the ballot initiative to fund the project.

Mark Remley stated that bid level building drawings need to be 75% before those can be sent to the general contractors and meet the deadline for the bond measure ballot. The next two weeks are critical for soil testing and approvals. Mark will send out Don Harris's update email regarding the new skilled nursing facility project to all board members.

Mike Aho asked about the project's progress, specifically questioning if the drawings were at the 75% completion stage.

Mark Remley confirmed they were not at that point. As reaching 75% is a contractual requirement, Mark will request a timeline to ensure the milestone is met.

Linda Crandell stated Pacific Habitat <http://www.pacifichabitat.com/home.html> will be answering any questions regarding our application.

Christian Honl would like firm information on the timelines that need to be met.

Mark Remley commented that the clearing process for the property will take 2-4 weeks. A bid has been submitted by Big River to do this work for \$32,184.00

Linda Crandell recommended that this current information about the property be reviewed by the subcommittee and then a better decision can be made regarding what needs to be done.

Mary Nahau reminded everyone that summer is soon going to become fall, and the weather will then become a factor for construction.

Mark Remley noted regarding the National Marine Fisheries Service, there were also concerns expressed by the Confederated Tribes of Warm Springs about a particular marine species that could potentially be impacted on as well as concerns about historical value of some of the pilings in the bay.

V. ADMINISTRATOR REPORTS

- A. Kendra Webb provided an update on Clatsop Care Health and Rehabilitation. Please see her report for details.

Mike Aho asked how many from the CNA class were hired?

Kendra Webb stated, out of 6 students, 3 were hired.

Nicole Easley noted that a CNA instructor has been hired to teach the class. She was a charge nurse at Clatsop Care, is well liked and is doing a great job of teaching the class.

- B. Ann Rubino provided an update on Clatsop Retirement Village. Please see her report for details.

Mike Aho asked. How did the lunch go with the director of the senior center? What about the satisfaction survey, is 93% up or down?

Ann Rubino said that that meeting was cancelled but will be meeting with him soon. Ann said the satisfaction survey has improved.

Mike Aho would like to see more detail in the administrators' reports regarding the satisfaction surveys. Why are they going up or down.

- C. Hannah Ross provided an update on Clatsop Care Memory Community. Please see her report for details.

Hannah Ross commented that if she had more beds, she could fill them quite easily.

Mary Nauha asked if part of Clatsop Care could be utilized for memory care residents.

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Mark Remley stated. The state does not usually approve multiple-floor memory care facilities and there would be licensing complications.

- D. Debi Martin to provide an update on In-Home Care. Please see Debi's report for details.

Debi Martin commented. Most of the clients on her waiting list are on Medicaid.

Mike Aho asked. For the waiting list of those who are on Medicaid, are they already approved by Medicaid?

Debi Martin stated. Although clients are pre-qualified, full screening is still required to determine their specific needs and set up their care. Debi currently has four people on a waiting list and stays in regular contact with them, as well as with Medicaid.

- E. Mark Remley provided a CEO update on Clatsop Care Center Health District. Please see his report for details.

Mark Remley stated that the financials are not out yet with closing year end.

Mark must review the impound account's escrow against the lease to prepare for the HUD audit. Meredith Johnson, CFO of Peonies Group Consulting, has worked with the district in the past and will be assisting with the audit this year.

Mike Aho asked. What is the minimum replacement reserve that must be kept in the LLC account?

Mark Remley commented. You can access the surplus cash reserve by applying for it. This can be done every six months.

Mark pointed out that if you have enough cash to exceed a specific liquidity threshold, you can apply to suspend your replacement reserve payments. Mark will investigate this option.

Mike Aho asked. For the first line on the monthly LGIP document is the amount \$937.20 or \$93,720.00?

Mark Remley said he will follow up with the correct information regarding this.

VI. ACTION ITEMS

- A. Retaining wall replacement bids at Clatsop Care Health and Rehab.

Nicole Easley commented. A section of the structurally unsound retaining wall on the north side of the property is collapsing onto the sidewalk. Multiple bids for its replacement have been submitted which were shared with board members. Nicole suggests including a new decorative cap in the project, which greatly enhances the wall's aesthetics. The bids would also account for texturing the surface.

Mary Nauha requested that reusing some of the stone from the current wall be considered. Especially the cap stones. Or maybe repair the wall instead of replacing it.

Christian Honl is concerned that if the old stone is reused and the wall fails again, replacement materials won't be available. He believes that once the wall begins to fail, its structural integrity is compromised throughout.

Mike Aho is concerned that multiple contractors may have difficulty collaborating to complete the wall in a timely manner. He also noted that the current exceptional stone is no longer available and that the winning contractor would likely sell them.

Mary Nauha knows someone ABCDE Paving who does rock work in Knappa OR. She will get the contact information and email that to Mark Remley to get another opinion.

Linda Crandell moved to table the motion until more information could be gathered. Mary Nauha seconded the motion, and it passed unanimously.

The board has agreed to seek additional contractor opinions regarding the retaining wall repair and to acquire more information on the Clatsop Care building's value prior to making a final decision.

Mike Aho asked Mark Remley to gather more information on the retaining wall project and email it to the board before the next meeting. This information should include the current stone's value and the cost of repairing the wall instead of replacing it.

VII. GENERAL DISCUSSION

A. Foundation discussion.

Mary Nahau shared details about the Foundation. Two new potential members are Aaron Ferrio, a local chiropractor, and Tina Willis, a grant writer from Clatsop Community College.

Mary noted that someone with CEO or CPA experience would be helpful for managing endowments, wills, and trusts, as they could provide greater guidance in these areas.

Mary Nahau asked for a status update from Mark Remley regarding the foundation's 501c status.

Mark Remley commented. While the state of Oregon recognizes the foundation as active, its IRS 501(c) status has been dormant since 2016, as shown on its IRS 990 form. Mark noted that an organization is considered dormant if it is inactive for more than three years. He has spoken with a CPA and is working to reinstate the status, possibly by using existing minutes from 2021 or 2022.

Mike Aho stated. While the foundation can continue to attract new members, he recommends that it holds off on seeking grants or donations until its 501(c) status is reinstated.

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Mary Nauha and Mike Martin are going to collaborate to put together notes and past minutes from prior foundation board meetings to give to Mark Remley.

VIII. BOARD MEMBER MATTERS/COMMENTS

Linda Crandell noted a sense of urgency regarding the retaining wall replacement. She felt the tax levy committee should have reviewed the details before the topic came to the board meeting. Otherwise, she had no concerns.

Virgia Hall commented. She worked at the building permits office and would be willing to help with promoting the new building ballet measure.

Mike Aho commented. The bus has been cleaned and looks nice.

Mark Remley welcomed new board member Danielle Glover-Cloutier, and the rest of the group went around and introduced themselves, sharing a bit about who they are and what they do.

IX. FUTURE MEETING DATES

- A. September 4, 2025. Board meeting at Clatsop Care Center.
- B. October 9, 2025. Board meeting at Clatsop Care Memory Community.

X. ADJOURNMENT

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Mike Aho asked for a motion to adjourn. Chuck Meyer made the motion to adjourn, Mary Nauha seconded.

The meeting adjourned at 1:38PM.

Signature

Date

Minutes recorded by Michael Kerwin CTO