

A meeting of the Executive Board of the American Seniors Housing Association was held Oct. 5, 2020, at 2 p.m. ET in a virtual format due to the COVID-19 crisis.

The Chairman, Douglas Schiffer, called the meeting to order and welcomed members to the Fall Executive Board Meeting.

A list of Directors present at the meeting, constituting a quorum of the Executive Board, is attached. (Please provide attachment)

The Directors moved, seconded and carried (M/S/C) approval of the June 5 2020 ASHA Executive Board Meeting Minutes.

The Board moved, seconded and carried (M/S/C) approval of the following new Executive Board Members:

Confluent Senior Living, John Reinsma, Managing Director

The Board moved, seconded and carried (M/S/C) approval of the following new representatives from existing ASHA Board Member firms:

Aaron Becker, Senior Vice President, Lancaster Pollard

Tami Kozikowski, President and Chief Operating Officer, The Waters Senior Living

ASHA Chairman of the Board Douglas Schiffer provided an update to ASHA's meetings schedule. Namely, a special virtual Chairman's Circle Event was announced for Nov. 19 for Chairman's Circle members – those who contribute \$2,000 or more to the Seniors Housing PAC. Former Maryland Lt. Gov., Chairman of the RNC (2009-11), and frequent MSNBC guest and commentator, Michael Steele, will serve as keynote speaker.

Next year's Chairman's Circle Event will be held November 2021 in Charleston, S.C., at the Hotel Bennett; COVID-19 has forced the cancellation of the 2021 Annual Meeting, which would have taken place in Florida in January. ASHA is currently assessing its options and expects to hold several regional meetings in different cities in 2021 when it is safe to do so.

Next year's Mid-Year Meeting remains scheduled to take place, June 15-17, at the Hyatt Regency Resort Lake Tahoe, in Incline Village, Nev.

ASHA and Masterpiece Living will host a series of webinars about the financial impact of COVID and more. These are available on-demand on in the Members Area of the ASHA website.

Kathryn Sweeney, ASHA's Treasurer, presented the Treasurer's Report, noting that ASHA finished Q3 2020 with a negative change in net assets of \$125,976.

Sweeney reported that ASHA's membership dues related revenue is down by 15% as compared to last year, and its total revenue is down by 16% as a result of the COVID-19 crisis.

On the expense side, the impact of COVID-19 has resulted in a 5% increase in spending compared to last year at this time. Ongoing public relations efforts to try and improve public perceptions of senior living during the crisis have resulted in a 37% increase in public relations expense.

Meetings-related expense is down by 33% (\$232,313) because the past two meetings were held virtually. ASHA has not yet resolved the cancellation fees related to what would have been our 2021 Annual Meeting and expect to incur some expense related to this before the end of the year.

The treasurer further noted that ASHA, on Oct. 1, hired Paul Bergeron as Vice President of Communications, a new position for the organization. Bergeron specializes in journalism and has considerable experience in association and media site news and reporting, public relations and publishing.

As reported in June, ASHA's reserves total approximately \$6.7 million in FDIC-insured laddered CDs and cash and is in a position to continue serving the industry through this crisis and into the recovery.

Richard Hutchinson provided a Seniors Housing PAC (SH PAC) update. To date, the SH PAC has raised \$381,624 – with some 91 percent having come from Chairman Circle Club members. Hutchinson shared that \$150,000 of the total was raised in the past two months with significant assistance from the SH PAC captains.

Co-Founder and Chairman of Senior Lifestyle and former ASHA Chairman, Bill Kaplan introduced keynote speaker, Dallas Federal Reserve Chairman Robert S. Kaplan.

Kaplan shared information and thoughts on the current U.S. economy, growth, employment, employee training and trade issues.

Health and Human Services (HHS) Advisor Nick Uehlecke addressed the ASHA Executive Board, speaking to past HHS Provider Relief Fund (PRF) allocation efforts, the ongoing validation and application process for private pay assisted living, and he discussed the \$20 billion Phase 3 PRF distribution that is now open to all previously funded providers for additional funds, including assisted living.

Private pay assisted living became eligible for an allocation under a Phase 2 Distribution in late August. Uehlecke acknowledged that many applications have been delayed for several reasons:

1) TINs requiring validations: Uehlecke noted that he will work with ASHA to properly validate those applicants who identified as an "assisted living provider," but who did not get onto the curated list (i.e. companies who did not have their TINs validated when ASHA and the other industry associations assisted HHS in late July/early August); and

2) TINs of operators that have been validated but did not complete an application for funds.

He indicated that both of these are being addressed.

HHS began accepting applications for Phase 3 funds Oct. 5. The deadline to apply is Nov. 6. Uehlecke encouraged providers to submit their applications as soon as possible for the Phase 3 distribution. Uehlecke senses that the methodology used to distribute the funds would be announced after the deadline and then distributed by Thanksgiving.

In HHS' announcement last week, it said its intent is to supplement those providers who either have not yet received 2%, have only been in business in 2020, and those who have experienced an excessive financial loss due to covid-19.

As to how HHS will prioritize this next level of funding, Uehlecke said that HHS analysts will review applications and assess the needs, look for patterns, and then make determinations as to which provider groups are in need.

As for current payments that do not require additional scrutiny or information, he assured the ASHA Board that the processing and transmitting of checks each week is improving.

Raised for discussion with Uehlecke was that independent living providers have also incurred many of the same costs and revenue losses and serve a population generally in the 80+ age range. Uehlecke acknowledged that HHS was aware of independent living and that it was difficult to address but he would keep us posted on any developments. NOTE: There is no expectation that IL will be covered under Phase 3. It would be limited to licensed assisted living.

ASHA's Vice President, Government Affairs, Jeanne McGlynn Delgado provided a legislative policy update with Stuart Chapman, Thorn Run Advisors, and ASHA Chief Legislative Counsel Randy Hardock, Davis & Harman. They also spoke of potential repercussions based on the outcome of the November elections, laying out potential policy positions on key topics based on who wins the White House, Senate and House of Representatives.

ASHA President David Schless then provided an update on the Strategic Plan for 2021-2025, addressing ASHA's mission, Vision (Living Longer Better) and core principles and how those could be affected by COVID-19, research and education, member engagement, internal and external communication efforts.

The new strategic plan includes a coordinated federal advocacy program. The challenges from the COVID crisis and a changing political environment will require more advocacy diligence from ASHA and its members.

One of our new advocacy-related objectives will be to leverage the relationships between ASHA members and Members of Congress to maximize the effectiveness of our advocacy program. Another will be to develop a plan to get policymakers in both parties to personally visit our communities on a regular basis so they know firsthand what our industry does and how each type of community differs from a nursing home.

ASHA will continue our important work educating consumers through our Where You Live Matters program, which was launched as part of our previous Strategic Planning effort. This program will become part of our Research and Education objectives to promote the value proposition of age-qualified housing.

ASHA staff will work with a task force of Board Members to research and develop a new ASHA App that will enable members to easily access communications, newsletters, reports, meeting information, and the like.

In member engagement, ASHA will explore new ways to engage our membership, including Zoom calls and/or short topical podcasts with guest speakers.

New councils or committees linked to ASHA's objectives may be created, such as a Marketing & Sales Council for executive-level marketing and sales professionals. It will make them aware of our WYLM program and enlisting their involvement in our efforts to promote the value proposition of age-qualified housing.

A new ASHA identity package to include a new logo and refresh of our membership brochure, newsletter designs and other communication collateral will be rolled out.

The Rising Leaders program will become part of our overall member engagement objective and no longer be its separate category.

There being no further business, the Executive Board Meeting was adjourned.