

**disAbility Law Center of Virginia (dLCV)
Governing Board Meeting
Final**

Richmond, VA

January 20, 2014

Members Present	CW Tillman (Chair), Stephen Dawe, Bryan Lacy, Karen Michalski-Karney, Ali Parker, Donald Price, Angela Thanyachareon, Eunice Turkson, Kathryn Merritt (by phone for part of meeting), Maureen Hollowell
Members Absent	Michael Toobin
Guest Present	Charlene Green, Donica Ellerd, Maria Diaz
Staff Present	LaToya Blizzard, Devin Coleman, Robert Gray, Clyde Mathews, Colleen Miller
Call to Order and Welcome	CW Tillman, Meeting Chair, called the meeting to order at 11:05 a.m. Ali Parker recited the dLCV mission statement.
Agenda	Accepted with minor revisions.
Approval of Minutes	Minutes from the November 13 board meeting were approved with minor revisions. The Board adopted the minutes.
Compensation Study	<p>Karen Michalski-Karney moved to adjourn the open session and proceed to closed session, stating that this meeting is specifically authorized to be conducted in closed session pursuant to the Bylaws of the disAbility Law Center, Article VII, Section 4 to discuss or act on personnel matters, specifically, to inform the Board about staff compensation. Stephen Dawe seconded the motion.</p> <p>At the conclusion of the closed session, Donald Price moved and Eunice Turkson seconded to certify that only the matters identified in the motion to go into closed session were heard and considered during the closed session.</p> <p>The President took a roll call vote of each member. Each member present agreed that only such business as described in the motion to close the meeting was considered in the closed session.</p>
Director's Report	Colleen Miler provided transition updates regarding the federal grants. There are five grants that have fully transitioned, with three grants remaining under VOPA (one under the Department of Rights for Virginians with Disabilities). PAIMI, DD and HAVA are the remaining grants that have yet to be transferred to dLCV. Colleen and LaToya Blizzard are now employees with dLCV and are

remaining as P14s with the state as a precautionary measure, until all grants have completely transferred.

Currently, Colleen is actively monitoring more than fifty bills that may affect people with disabilities in Virginia. On a consistent basis Colleen is providing updates online by subject matter.

VDLA Fund Board Report

CW Tillman reported that the Board held its first meeting on January 20, 2014 with Dr. Fred Orelove as the facilitator. The Board confirmed its mission and members were vocal about the goals they would like to see VDLA achieve a year from now. CW also announced that the board will move forward with changing its name in an effort to become more aligned with dLVCV. CW reminded the Board about the Gala, scheduled for March 20th, and to contact Colleen regarding sponsorship information. Tickets will be \$60 in advance and \$65 at the door and with an expected attendance of 100 – 150 guests.

Chair and Exec Committee

CW Tillman presented that he meets regularly with Colleen for current updates and issues as they arise. The transition and Board items are going smoothly and CW expressed his gratitude to the Board members for all their involvement.

Angela Thanyachareon reported that the Executive Committee met on Friday, January 20, 2014. Colleen Miller and Stephen Dawe were present at the offices of dLVCV, and CW Tillman, Angela Thanyachareon and Donald Price participated by phone. No members from the general public attended. The Committee discussed the possible need for strategic planning. This could be accomplished with a retreat, if necessary. The Committee recommended the Board undertake strategic planning in stages. The Committee recommended that the Board conduct regular self-assessments, which were included in the Board package. Finally, the Committee recommended to the Board that we formally approve and adopt the VOPA mission statement as well. The Board unanimously approved and adopted the mission statement.

Committee Reports

Finance: Donald Price reported that the Finance Committee met on Thursday, January 30, 2014. The Committee reviewed the Accounting & Financial Policies and Procedures Manual during the meeting, which is nearly completed. The manual will require a few more revisions and will be ready for recommendation to the Board at the next scheduled meeting in April. Next, Donald Price presented a report on the Grant Revenue Statement and the Budget to Actual Expenditures reports. The Committee discussed the budget for the current year's unrestricted income earned from the National Disability Rights Network (NDRN).

The Committee recommended the budget for unrestricted funds as follows:

Resource Development	\$15,000
50% of NDRN Dues	\$3,500
Lobbying	\$10,000
Unbudgeted	<u>\$2,043</u>
Total	\$30,453

The Board formally adopted the proposed budget regarding unrestricted funds for the remainder of 2014.

A conference call will take place on February 20, 2014 beginning at 11:00 a.m. The Committee will review financial reports.

Executive Director (ED) Job Description: Stephen Dawe reported that the Executive Job Description Committee met on Monday, January 6, 2014. The current bylaws contain the requirement of an ED being an attorney; therefore Stephen recommended including in the ED job description, that an Executive Director should be an attorney. Based on the adoption of the finance budget, the Committee will include a provision in the job description to allow for lobbying. Once the job description is completed, the Committee will submit it to ADP for review to ensure it is legally sound. The Board Chair requested that the Executive Director Job Description complete its work by April 2014.

PAIMI Council: Ali Parker reported that the Board met on November 16, 2013. Jim Morris will take the lead for the Nominating Committee and will provide Council Members with potential nominees for new officers to be voted upon at the next Council Meeting. Christine Winner was recommended to the Governing Board for membership on the Council. The next meeting will take place on Saturday, February 22, 2014.

Old Business

Bylaws: Bryan Lacy and Colleen Miller (in the absence of Michael Toobin) reported on the behalf of the Committee. The bylaws were reviewed and various amendments were proposed for adoption by the Board. The Chair recommended making the new changes and to submit the revised bylaws to the board 10 days prior to being adopted.

Board Operating Procedure: Karen Michalski-Karney reported that the document is in good standing and that there are areas that are in need of additional development. CW Tillman assigned the Executive Committee to draft together a formal document for recommendation by April 2014.

Board Training: Colleen Miller and Kathryn Merritt reported on the behalf of the Committee. The Committee provided a variety of possible training topics

for the Board to consider. The Committee proposed that the Board conduct trainings online on their own time outside of meetings, as well as setting aside time for training to be completed during each meeting for specific training topics. The Committee will continue to develop training recommendations.

Governance Committee: The Board agreed that there is no need for a Governance Committee at this time.

Compensation Committee: CW Tillman appointed Eunice Turkson, Elaine Caudhill, Karen Michalski-Karney, Michael Toobin, as well as himself to the Committee. Clyde Mathews will be staffing this Committee

Calendar for 2014

Reminder of upcoming events:

- February 22, 2014 — PAIMI Council
- March 20, 2014 — Season of Change Celebration
- April 23, 2014 10:00 a.m. – 3:00 p.m.
- July 23, 2014 10:00 a.m. – 3:00 p.m.
- October 22, 2014 (annual meeting), 10:00 a.m. – 3:00 p.m.