

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

Richmond, VA

July 23, 2014

Members Present	CW Tillman (President), Stephen Dawe, Bryan Lacy, Donald Price, Angela Thanyachareon, Eunice Turkson (for part), Michael Newcomb (for part), Kathryn Merritt (by Phone)
Members Absent	Maureen Hollowell, Karen Michalski-Karney, Michael Toobin
Staff Present	Devin Coleman, Clyde Mathews, Colleen Miller
Others Present	Charlene Green and Maria Diaz
Call to Order and Welcome	CW Tillman, President, called the meeting to order at 10:05 a.m. Donald Price recited the dLCV mission statement.
Agenda	Accepted with minor revisions to the order of the meeting.
Approval of Minutes	The minutes from the June 17 th Board meeting were approved with minor revisions.
Director's Report	<p>Colleen Miller reviewed and discussed the Litigation and Progress on Objectives reports. Since the last Board meeting, dLCV has hired an additional five employees; one receptionist, two intake and outreach specialist, and 2 advocates. Colleen reported that the PAIMI site visit will take place starting July 31st and the agency has spent a lot of time preparing for the review.</p> <p>Colleen reported that the disAbility Law Center of Virginia Foundation met on July 7th and established two MOUs for the Board's approval.</p>
Chair and Exec Committee	<p>CW Tillman reported that he speaks with Colleen on a weekly basis to discuss the ongoing activities of dLCV. CW discussed the PAIMI site review and reported that dLCV did a thorough job of putting together the requested documents for SAMHSA. CW expressed his appreciation for the Board's and staff's involvement in advance to the site review.</p> <p>Angela Thanyachareon reported the Executive Committee met on July 22nd to review the Executive Director's goals and the Board Skills assessment. The Committee established three specific measures for the Director's goals and the timeline for completion. Lastly, Angela reported that Stephen Dawe and CW Tillman will be in person for the PAIMI site review, along with Donald Price and</p>

herself by phone. Kathryn Merritt motioned to accept the Executive Committee report. Motioned carried.

Committee Reports

PAIMI Council: Michael Newcomb reported that the Council met on May 17th. The Council discussed and voted to recommend that the dLCV Board adopt the interim Bylaws. The new bylaws will allow a member the opportunity to serve two consecutive terms. Michael noted that the Bylaws were then approved by the dLCV Board at the June 17th meeting. Michael announced that eight people are interested in joining the Council. Currently, there are only twelve members and the Bylaws allow the maximum of twenty PAIMI Council members.

The Council approved the following committees: PAIMI Council Subcommittee for Bylaw Revision, Colin Connelly, Mike Newcomb (PAC Chair, Lead), and Ali Parker; PAIMI Council Subcommittee for Strategic Input to Yearly Goals and Focus Areas, Ann Benner (PAC Vice Chair, Lead), Deborah Dudack-May, and Jim Morris; PAIMI Council Subcommittee on Education and Outreach to the Public, Jackie Brown, Elaine Caudill, Van Johnson, and Christine Winner.

Finance: Donald Price reported that the Finance Committee met on July 18th. During the meeting, the Committee discussed the development of the FY 15 budget. The Committee reviewed the request for proposals to perform an independent audit. Donald briefly reviewed the third quarter budget-to-actual report and reported that the dLCV may have a surplus at the end of FY 14. The Board approved and adopted the Treasurer's report unanimously.

Nominating Committee: Due to the slate of Officers up for re-election, Michael Newcomb assumed the position of acting chair. Michael presented the Officers that were up for re-election and the members up for re-appointment. The Board approved the slate of Officers:

Chairman, CW Tillman
Vice Chairman, Angela Thanyachareon
Treasurer, Donald Price
Secretary, Stephen Dawe

Both Kathryn Merritt and Karen Michalski-Karney were re-appointed by the Board to serve a second term.

Public Comment and Priorities Committee: Angela Thanyachareon reported that the Committee met on July 7th. The Committee discussed the public input survey and reviewed the current FY 14 Goals and Focus areas. dLCV received 314 responses to the survey. Kathryn Merritt motioned to accept the Committee report. The Board accepted it unanimously.

Compensation and Benefits Committee: Clyde Mathews reported that the Committee met on three occasions prior to the Board meeting to discuss the compensation guidelines and the employee paid time off plan. Clyde presented the proposed additional changes to the compensation guidelines that were previously reviewed by the Committee in June. Donald Price motioned and Bryan Lacy seconded to accept the July 15 version that includes the additional changes. The Board accepted the motion unanimously.

The Committee recommended to change the effective date of the employee paid time off plan from October 1, 2014 to August 1, 2014. This will allow employees who started with dLCV prior to October 1, 2013 to receive their full anniversary leave. Bryan Lacy motioned and Stephen Dawe seconded to accept the Committee's recommendation. The Board accepted the motion unanimously.

Closed Session:

Stephen Dawe 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 potential litigation. Donald Price seconded the motion.

At the conclusion of the closed session, Donald Price moved and Bryan Lacy seconded to certify that only the matters identified in the motion to go into closed session were heard and considered during the closed session.

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.

Unfinished Business

Strategic Planning: The Executive Committee considered different possible timelines but proposed the "extensive work plan" to allow the Board more time and assistance with fulfilling the strategic plan. In addition, the work plan will allow the Board the opportunity to develop a fully meaningful strategic plan. As a part of the timeline, the strategic plan will take effect October 1, 2015. CW said he would announce committee appointments via email.

Training

Board training: Clyde Mathews, Deputy Director for Legal Services, provided a training overview of the PAIMI program.

New Business

dLCV Foundation MOUs Ratification: Colleen Miller discussed the MOUs that were approved by the Foundation Board at its July meeting. The Foundation

will assume a larger responsibility when it comes to supporting its own operation. It is expected that the Foundation will bear the cost for expenses, especially administrative cost. As of now, staff time used to support the Foundation has been paid for by discretionary funds. Kathryn Merritt motioned to accept the ratifications. Donald Price seconded the motion.

Board Financial Support for the dLCV: CW reiterated to the Board that he expects 100% giving, regardless of the amount, from each Board member for the 2014 calendar year.

Calendar for 2014

Reminder of upcoming events:

- September 15, 2014 — *dLCV Foundation*
- October 22, 2014 (*annual meeting*), 10:00 a.m. – 3:00 p.m.
- November 15, 2014 — *PAIMI Council*, 10:00 a.m. – 2:00 p.m.

Meeting adjourned at 2:54 p.m.