

# Board of Director’s Meeting Minutes

February 18, 2023

Members Present:

* Bryan Meadows, President

• Dan Raper, Treasurer

• Spencer Koch

• Joseph Cantor

• Chad Dillard, MD

• Natalie Drawdy

• Gary DuPriest

• Kathleen Hardesty

• Spencer Koch

• Trish Smith

Members Not Present:

* Alex Watson
* Chimdindu Ohayagha
* Daniel Klyce
* Meg Kelly
* Yael Israel

Guests: Cheri David & Steve Walls from Clarkson David

Staff:

* Anne McDonnell, Executive Director
* Tim Williams, Deputy Director
* David DeBiasi, Incoming Executive Director

# Call to OrderPresident Bryan Meadows called the meeting to order at 9:45 a.m. to begin public comment

**Public Comment**

Bryan introduced Tim Horton, a survivor of stroke and member of the Brain injury community. He talked about BI being a lifelong membership with advantages and benefits. He is a peer stroke mentor at SAI. He has been a Mill house member for 6 years. He’s participated in BIAV programs, including Awareness Days and Camp Bruce McCoy. He appreciates the connections BIAV gives him to his peers, who give him a sense of community and push him to try new things. BIAV is a blessing in his life with connecting him to others on the journey.

**Consent Agenda**

**A motion to approve the consent agenda was made by Bryan Meadows and seconded by Dan Raper.**

* Approval of October Board Meeting Minutes
* Reports received as INFORMATION
	+ FY23 Q2 Compiled Financial Statement
	+ FY23 Q2 Financial Narrative
	+ FY23 Organizational Chart
	+ FY23 Q2 Key Metrics Document
	+ FY22 Audit and 990, financial statements)

**All present were in favor and the motion carried.**

**Treasurer’s Report**

* Dan provided an overview of the second quarter financials, noting our strong asset position due to the ERTC funds we received; $125,000 up from this point last year.
* We purchased two new laptops not budgeted for originally. This is required so the new executive director has a new laptop (Anne’s is defective) and to replace a machine with an unsafe battery.

**Motion to accept treasurer’s report made by Bryan Meadows and seconded by Spencer Koch; all present were in favor and the motion carried.**

**Audit**

* Steve Walls introduced Cheri Clarkson of Clarkson Wells.
* The auditor notes very little financial risk for BIAV. BIAV’s report is clean, and nothing is of significant concern.
* There are two which to remain vigilant:
	+ Making sure we are using our reserves responsibly and effectively
	+ Investigate cybersecurity liability coverage

**Annual Board Training**

* Annual Board Training on Job Descriptions and Fiduciary Responsibilities conducted by Tim Williams; training packet uploaded to portal
* Members are to return signed statements no later than March 1

**Medicaid Update**

* Workgroups have been formed to discuss and provide guidance on policy development and implementation. However, the workgroups are actually discussing two separate programs, and the process has been difficult.
* Targeted Case Management: Implementation date is supposed to be July 1, but that’s going to be missed. Will provide case management through Medicaid to persons with severe TBI only. Our biggest concern is what the Conflict of Interest requirements will mean to someone’s choice of provider and of the service they want.
* BI Waiver/Neurobehavioral Unit: DMAS is preparing a package to present in the 2024 General Assembly funding to create a brain injury waiver and an instate neurobehavioral unit. These services are inclusive of non-traumatic brain injuries, but the individuals would still be required to meet a nursing home level of care. There are many details to be worked out and BIAV needs to stay active and informed in the workgroups so we can represent the needs of those we serve with data and determination.

**Committee Updates:**

* Development (Tim):
* Legacy Planning: Saturday, June 10, 2023 at Lewis Ginter. We need help securing new sponsors. Suggestions should be potential sponsors where we have some sort of connection rather than a cold-call list.
* Award winners are:
	+ - * + Legacy Award – Irv Cantor
				+ Weinstock Award – Virginia T. Dashiell Charitable Foundation
				+ Legislator of the Year – Del Emily Brewer
				+ Member of the Year – Kelly Lang
* End of Year donations: $9,798 - RABA; $1,665 – Giving Tuesday; $10,540 – Annual Appeal
* Nominating (Anne): DEI conversation updates
* Update of meeting dates: Yael now working on Friday, so the meetings will need to be rescheduled. David will need to discuss with Yael.
* Board term updates: Chad rotating off this year; no one else. Next year will need leadership positions filled, but there are several good candidates
* Continuation of DEI conversation/prep for Board meeting
* Committee members received a copy of the indicators we are collecting from our callers (when able) that address Social Determinants of Health. Will review and provide comments, suggestions or questions at the next committee meeting.
* Unmet needs: Housing and Financial are the top 2; after removing those, the top 3 service needs are Case Management, Sub-Acute Rehab and Substance Use Rehab
* Finance (Dan):
	+ Reviewed audit and financial statement and discussed the cyber security recommendations. May cost $5-6K to implement multifactor authentication to put the bare minimum in place to even get coverage. If we do, initial estimates from RCM&D suggest a range of $4,000-$10,000 annually.
	+ Executive Director Transition: Tracked spending to date and made some spending projections for ED overlap; current best estimate would leave us at just about what we budgeted originally. Despite an agreement to pay for Anne’s health insurance through the end of the fiscal year, the policy does not allow it, and our best option is to reimburse Anne for a Marketplace policy she will be purchasing.
	+ One of the auditor’s recommendation was to investigate our use of reserves and determine the best course of action to maximize growth. BIAV is getting 0.4% in our reserves account; can bump this up to 3% with a new account type offered by Atlantic Union, which would have an immediate effect on our account growth rate. Dan suggested move all of the funds we could to a higher interest yielding account(s), while not losing any clarity on what funds were restricted vs. unrestricted and operating vs. reserve. Dan approved a motion to take these actions, Chad seconded, all approved.

**Executive Session**

* The Board discussed BIAV’s leave policy and whether or not a change is warranted for staff, given the change to the incoming ED Leave. No decision was made but this issue will have to be revisited sometime prior to July 1.

**Executive Director Transition:**

* Anne shared some parting thoughts reflecting on her experience at BIAV, thanked the board and the staff for all the blessings she has received throughout her tenure. David thanked Anne for assistance with onboarding and the transition.
* Bryan took a moment to note some of Anne’s accomplishments and commitment to the organization and making the board effective.

**Adjournment
There being no further business, Bryan Meadows made a motion to adjourn, seconded by Joseph; motion carried. The meeting adjourned at 12:30 p.m.**

Respectfully submitted by David DeBiasi, May 23, 2023on behalf of Yael Israel, Board Secretary