

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

Richmond, VA

August 1, 2013

- Members Present** CW Tillman (Chair); Maureen Hollowell; Elizabeth Prialux (via phone)
- Guest Present** Aaron Pinsky
- Staff Present** LaToya Blizzard, Tina King, Colleen Miller
- Call to Order and Welcome** CW Tillman, Meeting Chair, called the meeting to order at 11:01am and welcomed our guest.
- Public Comment** Aaron Pinsky, a Special Education Teacher, introduced himself and shared a brief background of his relations to what VOPA represents.
- The Board called a recess until 11:45am.
- Approval of Minutes** There were a few minor corrections—on page one, Board should read Incorporators under Approval of Minutes and Updates. Thereafter, Incorporators should be replaced with Board. On page three, the names of the alternates should not be listed.
- The Board adopted the minutes with the suggested amendments (above).
- Updates**
- **Transition** Colleen Miller said the ADP contract has been signed. The benefits covered under Aetna are health, retirement, STD<D, and ADP will administer payroll. The health coverage is comparable to the State. dLCV will pay 80% of the premium regardless of the plan chosen. The PTO plan was given out to staff and most staff appeared happy with leave package.

Offer letters were given to employees on July 29 and a reply is requested by August 15. Some staff have opted to start with the Center on August 19.

 - **Federal Approval Process** Colleen Miller said she and CW Tillman attended the re-designation meeting at the GAB. The meeting lasted about 17 minutes. Ms. Miller said a public comment was received after the deadline date, but was accepted. The comment was favorable. Two comments were offered at the hearing.

Colleen Miller said the fiscal transition from a federal perspective may be the most complicated part, even after the final notice from the Governor to the Feds has occurred. The banking and EIN numbers have been obtained, however, and we have started working with the reporting systems.

- **Ratification of MOUs**

The Board ratified the conflict of interest policy and MOUs (2). The full 11 member board will be asked to ratify the conflict of interest policy and return their statements on September 25, 2013.

Board Orientation Plan

Colleen Miller said all welcome letters were mailed to the new Board members. The training of Board members will be to review articles from various links, watch a P&A Program and NDRN videos, review the video on Fighting Stigma on Mental Illness and review various documents about Board members' duties. CW Tillman recommended that financial responsibilities be included as part of the training and be placed in the resource manual to be given to all dLCV Board members.

Maureen Hollowell recommended that at the meeting on September 25 that the agenda include an introduction, where we started and where we are going, ratifications of various documents, election of officers, and tentative approval of budget from the VOPA's Finance Committee recommendation.

The Board discussed the term limits for Board members. The terms are two members – 1 year; two members – 2 years; three members – 3 years; and three members – 4 years. CW Tillman and Colleen Miller will create a proposal and present to current Board members.

Board Operating Policies

CW Tillman said there were minor changes made to the dLCV's Board of Directors Operating Policies and Procedures. The approved version of the Conflict of Interest should match the one in the Policies and Procedures. CW Tillman motioned and Maureen Hollowell seconded the approval of the dLCV's Operating Policies and Procedures as a guidance document for the Board. The full Board will review it and revise as necessary. Motion carried.

**Hiring the Executive Director
(Closed Session)**

Elizabeth Priaulx motioned and Maureen Hollowell seconded to conduct a closed meeting for the hiring of the Executive Director. The meeting went into a closed session. After the closed session, all affirmed that only the hiring of the Executive Director was discussed. The Board took the following steps:

1. The Board hires Colleen Miller as the dLCV Executive Director.
2. The Board recognizes that a salary increase was approved by the VOPA Board in 2008 and delayed due to administrative issues. The Board will establish a Compensation Committee to determine whether any additional salary increase for the Executive Director is needed. The Board's intention is for this to occur as soon as possible but in no less than six months.
3. The Board acknowledges the expertise and skills that Colleen Miller has displayed during this time of transition and was confident in her abilities.
4. The Board offers Colleen Miller an annual salary of \$134,996 with benefits equal to that offered to other employees.

Colleen Miller said that her 2008 salary increase had occurred but it was delayed for years.

CW Tillman acknowledged Colleen Miller for doing a wonderful job and Maureen Hollowell agreed. CW Tillman said the Executive Director job description is not current and the full Board will review and revise the job description with more measureable outcomes.

Meeting Dates

The next meetings will be via Skype on Wednesday, August 21 at 10am and in Richmond, Virginia on September 25.

Maureen Hollowell moved to adjourn the meeting and CW Tillman seconded. The meeting adjourned at 1:13pm.