# dLCV Board Meeting Minutes

 April 27, 2024 **|** 9:00am

# In Attendance

# Board members present: Sally Conway, president. Donna Gilles, Bolor Amarsanaa, Sean Campbell, Angela Thanyachareon, Charlotte Woodward, Evan Wrinkle, Sierrah Chavez (by phone,) Greg Crapanzano, Diana Crosswhite, Stacy Ruble, Tyler Williamson, Zipporah Levi-Shackleford, Colleen Miller

# Staff: Gretchen Masse

# Guests: There were no guests

# Members absent: Harry Gewanter, Cameron Lynch

# Call to Order

Sally Conway, President, called the meeting to order at 9:06 a.m.

# Welcome & Introductions

Board members and Staff introduced themselves.

# Consent Items

Sally presented the consent agenda items. Stacy Ruble made the motion to adopt the consent agenda. Donna Gilles seconded, and the motion passed unanimously.

* Agenda
* Progress on Objectives Report
* Director of Compliance Report
* Director’s Report
	+ Organizational improvements
* Litigation Report
* 2024 Calendar
* Director of External Relations Report
* Committee assignments
* PAIMI minutes

# Mission & Vision

Bolor Amarsanaa read the Mission and Vision Statement.

# Public Comment

There was no public comment.

# Executive Committee Report:

Sally reported that she has asked Harry Gewanter to serve as Board liaison until the end of his term in October. He will hold conversations confidential. He asks that you please email and he will schedule a time to talk.

Sally noted the Organizational Improvements plan and that most items been completed. There are some remaining issues with electronic payments, personnel files organization and review of fiscal processes.

# Committee Reports

### Resource Development Committee: Greg Crapanzano reported that the

February meet and greet was good. Donations to the event exceeded costs. The 2nd meet and greet was scheduled for May 4, but has been postponed until the fall, and Angela has committed to help again. Greg noted two requests -- support for the meet and greets in Norfolk/VA Beach and Northern Virginia and help getting corporate sponsorships for the summit.

New Resources Task Force: Donna reported that they are looking for grants but have identified nothing so far.

### Public Awareness & Goals Committee: Sean Campbell reported that dLCV

has launched the public input survey. They will report the results in July. They are asking the Board to distribute is and to fill it out as well, so that we can exceed last year’s relatively low number of 180 participants.

Buy A Building Task Force: Tyler Williamson noted that we worked with Kaine’s office to submit an earmark request. dLCV had an encouraging meeting with Towne Bank and will be meeting with Atlantic Union soon to discuss financing. Our realtor, Brian Berkey is not excited about the market right now, but is optimistic for more prospects in the fall. The plan is that the current amount that we pay in rent, or less, will go to the mortgage and down payment.

Finance & Audit Committee: Stacy presented the budget to actual report. The committee recommends amending the budget to increase professional insurance by $3,429 and to reduce supplies and support by an equal amount. Donna moved and Sean Campbell seconded the amendment. The motion carried unanimously

Stacy reported on the status of fiscal ’24 grants and the prospects for FY 25 funding.

Currently all grants are expected to be at level funding for FY 25. Our next audit is due June 30, 2024, and dLCV is on track to meet that deadline.

Governance Committee: Angela Thanyachareon presented the description of the

Board opening. Board members should assist with recruitment, especially from the western

part of the state. Angela noted that the Board will be losing Stacy, Harry, and Donna in

October. Total Board membership must be between 12-19, now we have 15. In October there will be 12 board members, the bare minimum.

The Board recommended including the length of terms in the description. Tyler Williamson moved and Greg seconded to adopt as amended.

### Personnel Committee: Diana Crosswhite

Layoff policy – current policy gives Colleen complete discretion and can consult with executive committee as necessary. The committee recommended an amended policy as included in the package and subsequent email. The Board recommended amending the policy to be sure that executive committee reviews decisions. The amended proposed policy is:

“dLCV will use best efforts to avoid personnel reductions.  However, as a consequence of reorganization, changing needs, or insufficient federal or other funding, it may be necessary to layoff one or more employees.

Before deciding to layoff one or more employees, dLCV will consider other cost saving measures, for example, attrition, voluntary retirement, or resignations, offering job sharing or part-time positions, or other cost saving measures. After any appropriate steps are considered, if it is necessary to manage limited resources, respond to changing conditions, or to carry out the mission in the most appropriate manner, dLCV may select an employee or employees to be laid off.

Layoffs shall be coordinated by the dLCV Executive Director in consultation with the Executive Committee of the Board of Directors. Where appropriate, a Notice of Layoff will be signed by the dLCV Executive Director. “

Stacy moved the policy as amended, Evan Wrinkle seconded. The motion passed unanimously.

The Board adopted an addition to administrative leave, at the director’s discretion, for union activities.

The personnel committee intends to provide an update on the salary survey in July and on health benefits in the fall.

### Closed Session: Personnel

Greg Crapanzano moved to go into closed session at 10:08 a.m. for the purpose of discussing personnel issues. Donna Gilles seconded. All in favor.

After closed session, each Board member certified that only such issues as set forth in the motion for closed session were discussed.

Sally Conway adjourned the meeting at 10:40 a.m.