



BOARD OF DIRECTORS – REGULAR MEETING
Wednesday, March 20, 2024, 6:00 PM

Agenda	Owner
1. Call to Order, Opening Comments and Welcome The meeting was called to order at 6:02 PM. Ms. Dunkle welcomed everyone and thanked them for coming.	Ms. Dunkle
Roll Call <u>Board Members Present</u> Elisabeth Alger, Sharon Surratt, Sara Dorr, Charolette Eriksson, Sandra Dunkle, Kelly Storey, Lisa Goshen, Jennifer Coker, Mary Orndorff, Katie Jordan <u>Board Members Absent</u> Kahle Magalis, Chris Rinker <u>Board Members Monitoring Virtually</u> Bisma Y. Sheikh (Accommodation for religious purposes)	Morgan Ward, Executive Assistant
2. Approval of Minutes February 21, 2024: Ms. Eriksson motioned to add Lisa Goshen and Kelly Storey to the attendance. Lisa Goshen seconded. Motion passed. March 5, 2024: Ms. Goshen motioned to approve. Ms. Alger seconded. Motion passed. March 11, 2024: Ms. Coker motioned to approve. Ms. Goshen seconded. Motion passed.	Ms. Dunkle
3. Approval of Agenda Announced changes that were made to the agenda since the time that it was published to the public. <ol style="list-style-type: none"> 1. Section 6. Executive Session: changed the language to include a more detailed description of why the Board will enter an executive session. 2. Section 8. Reports: added sub section “b. CFO” changing existing sub section b to sub section “c”. 3. Section 9. Old Business: added information regarding the HR Manual and its review. 	Ms. Dunkle



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Ms. Alger motioned to approve the agenda. Ms. Eriksson seconded. Motion Passed.	
4. Statement of Issues/Concerns None	All Directors
5. Public Comment None	All
6. Executive Session Ms. Dunkle motioned to enter closed session at 6:15 PM. The board will enter into an executive session to discuss candidates for the open ED position and potential offers pursuant to Virginia Code Section 2.2-3711. Roll call vote was held to end closed session pursuant to VA Code 2.2-3712, verifying that “only such public business matters as were identified in the motion by which the closed meeting was convened were heard, discussed or considered in the meeting by the public body”. Elisabeth Alger: Aye, Sharon Surratt: Aye, Sara Dorr: Aye, Charolette Eriksson: Aye, Sandra Dunkle: Aye, Kelly Storey: Aye, Lisa Goshen: Aye, Jennifer Coker: Aye, Mary Orndorff: Aye, Katie Jordan: Aye Nays: 0 The board returned to open session at 7:01 PM.	
7. Any Motions from Closed Session Ms. Coker: “Motion is made to delegate to the Chair of the Search Committee the ability to offer and negotiate the ED position and required contract with the desired candidate, subject to DBDHS and the Board’s approval, and with legal’s input.” Ms. Alger seconded. Motion passed.	
8. Reports a. CEO	Interim Committee



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<p>Ms. Bieber provided a run-down of many things the interim committee has been doing since the departure of the CEO. (The below list are the highlights from the report given; for more information, please reference the “Interim Executive Director’s Report” outline included with this posting).</p> <ol style="list-style-type: none"> 1. Communicated with NWCSB staff regarding the transition team. 2. Interviewed and hired CFO. Will notify staff as soon as they are able to share the information. 3. Assigned a new FOIA officer and created an email for this position. It can be found on the website. 4. Children’s Community Stabilization continues to be a work in progress. Seems like it will become a service that the community can count on. 5. NWCSB is receiving funds from DBHDS for substance use. There was not a proposal or budget necessary to receive these funds. At this point the amount of funds NWCSB is receiving is unclear. 6. Negotiations are underway for the ERP RFP. 7. Requested the best and final offers from top two health insurance vendors. Hope to announce intent in the next few weeks. <p>There was significant conversation about the ERP RFP process and whether the Board could know who the vendors were. However, due to procurement regulations the CFO was unable to provide that information. The conversation then changed to a check-in on staff climate. The interim committee was able to report that staff are continuing to work as normal, and all is quiet within the organization at this time.</p> <p>Ms. Jordan asked for an update on the Opioid Abatement Funding. Ms. Bieber explained the timeline for the funding and that the funding must be awarded to a locality then NWCSB would need to partner with the locality. The funding would need to be used for prevention and cannot supersede any existing prevention programs.</p> <p>b. CFO</p> <p>The CFO gave a presentation regarding 2024 revenues, 2024 expenses, loan updates and investment strategy (The below list are highlights from the report given; for more information, please reference the “Board Finance Report” PowerPoint included with this posting).</p>	<p>Member Ms. Bieber Mr. Munch/Ms. Kibler Ms. Dunkle Ms. Coker</p>
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1. Client billing is down but this could be due to staffing vacancies in billing. Now that billing is staffed, this should turn around.
2. There are less consulting fees this year as well as fewer renovations and repairs compared to last year when Prosperity Clinic was purchased and repaired.
3. There is a significant increase in employee compensation. This report created lots of conversation regarding the “why”. Ms. Crystal Jordan explained that NWCSB has had a significant expansion of programs in the last year which increased the need for staff, such as case managers; 75% of the recruitment open are new positions, those positions were not in the budget. She explained that NWCSB retention rate is in a good place. Turnover is below the national and state averages for behavioral health.
4. At the time the CFO joined NWCSB there were 6 loans. During his tenure 4 of the loans were completed. The 2 loans left are for Prosperity Clinic and Page Clinic.
5. There was a fraudulent check situation. The CFO continues to work with police to rectify this issue. The CFO has created new check security measures to ensure this does not happen in the future.
6. CFO recommended that NWCSB move the amount of funds in the operating account into an LGIP to capitalize on the interest. This would double the interest earnings and increase NWCSB’s operational expense funds from 37 days to a 75 day reserve balance. This would put NWCSB closer to the 60-90 day DBHDS suggested operational expense funds reserve balance.

c. Board Committees

i. Executive Committee

The Executive Committee met with the Interim CEO Leadership team. The committee is happy with their choice of this team and glad that the team has hit the ground running. Ms. Dunkle believes that the next CEO will come into an organization that is in good shape.

ii. Executive Director Search Committee



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Presented during Closed Session	
9. Old Business HR manual will not be voted on tonight but will have further review at the next HR/Finance Committee meeting.	
10. New Business None	
11. Announcements Sunshine House is hosting its 8 th annual “Rolling for Recovery” event. The “Rolling for Recovery” bowling tournament will be held on April 10 th , 2024, at Mountain View Lanes in Woodstock, VA from 1:00 PM – 4:00 PM. Northwestern staff & Sunshine House are all invited to create bowling teams. Each team is responsible for gathering funding sponsors for their individual teams. Sponsor donations will go solely towards the Sunshine House member fund to continue this amazing cause.	All
12. Meeting Recap – Action Items and Motions Presented In section “7. Any Motions from Closed Session” there was a motion to give the Search Committee Chair the authority to offer and negotiate the ED position.	Ms. Dunkle
13. Call to Adjourn Ms. Dunkle motioned to adjourn. Ms. Eriksson seconded. Motion passed. Meeting adjourned at 8:02.	Ms. Dunkle