



BOARD OF DIRECTORS – REGULAR MEETING
Wednesday, October 16, 2024, 6:00 PM

Meeting Minutes

1. Call to Order, Opening Comments and Welcome

Ms. Coker called the meeting to order at 6:02 PM. She encouraged everyone to attend one of the NWCS 50th Anniversary events.

2. Roll Call

Board Members Present

Elisabeth Alger, Jennifer Coker, Lisa Goshen, Mary Orndorff, Sharon Surratt, Bisma Y. Sheikh, Katie Jordan, Charolette Eriksson

Board Members Absent

Kahle Magalis, Chris Rinker, Kelly Storey, Sara Dorr

Staff/Public Attendance

Morgan Ward, Ellen Harrison, Crystal Jordan, Katie Russell, Barbie Kibler, Ashely Bailey, Andrea Bieber, Denise Acker

Staff/Public Virtual

Katie Sherman

3. Approval of Minutes

Ms. Surratt motioned to approve the September 11, 2024, meeting minutes. Ms. Alger seconded. Motion passed.

Ms. Jordan motioned to approve the October 5, 2024, work session minutes. Ms. Goshen seconded. Motion passed.

4. Approval of Agenda

Ms. Goshen motioned to approve the agenda as presented. Ms. Alger seconded. Motion passed.

5. Statement of Issues/Concerns

The board was excited to see Prevention provide training to FISH and thanked the staff for their support.

6. Public Comment

None



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7. Reports

a. CEO

- i. We sent a group to the VACSB conference. There was good information, and it was nice to connect with other people who share jobs and passions.
- ii. The work has continued with the Purpose, Mission, Vision and Values. The management team wrestled with the terminology of the value statements.
 - a) Accountability: Accountability is the responsibility of the individual to utilize integrity, set healthy boundaries, and take ownership of successes and growth.
 - b) Teamwork: By communicating openly and respectfully, we will work together as a team to prioritize common goals that are in the best interest of the individuals we serve.
 - c) Compassion: Compassion is showing genuine care, empathy, and consideration while advocating for recovery and self-determination.
 - d) Collaboration: Collaboration is working together to include community and stakeholders to share resources in order to reach our common goals.
- iii. Unwinding Physician Directed billing. Many years ago this model made sense for NWCS but it takes a significant amount of time out of a physician's day and creates delays in accessing care for therapy clients. We are moving to a Mental Health Clinic model and will roll back the Physician Directed as of November 1, 2024. We anticipate efficient and expedient access to care.
 - a) There was some discussion regarding what this process looked like and the decrease in wait times for services.
- iv. Marcus Alert: There was an accounting error at the state level and none of the six CSBs will receive the expected FY2025 funding. We are moving ahead with conversations with our community partners, but the planning phase will be over a longer period of time with this recent development. We hope to initiate a funded Marcus Alert plan next year.
- v. Behavioral Health Docket will be revived in January 2025. The Northern Shenandoah Substance Abuse Coalition will hold the coordinator position and NWCS will continue to be a provider of choice.
- vi. We are in the process of creating a report to possibly receive workforce funding that the General Assembly has set aside for CSBs.



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b. Board Committees

i. Governance/Public Relations Committee

- a) Ms. Alger made a motion to accept the by-laws revisions suggested during the October 5, 2024, board work session with changes effective as of October 16, 2024. Ms. Orndorff seconded. The motion was opened for discussion. Ms. Eriksson expressed a need for clarification regarding what would constitute an “emergency” and allow the Executive Committee to meet in lieu of the entire board. Examples such as Covid and natural disasters were given in response. Ms. Jordan clarified that there was a typo regarding the number of meetings the board is required to have. The board is required to have six annual meetings but still plans to schedule ten meetings to give some flexibility as needed. After discussion Ms. Coker called for a vote with all members voting “Aye”. Motion passed.
- b) Ms. Alger motioned to implement a new standing committee structure effective January 1, 2025. Standing committees will include Finance, Personnel, and Program Compliance/Community Outreach. Ms. Surratt seconded the motion, and it was opened for discussion. It was suggested that the board add “and other ad hoc committees as determined by the board” to allow the board to create ad hoc committees as needed. Ms. Alger then motioned to add “and other ad hoc committees as determined by the board” to the previous motion. Ms. Goshen seconded the amended motion. Ms. Coker called for a vote. All members voted “Aye” and the motion passed.
- c) Next month Ms. Alger will be presenting for Board officer nominations. The board was reminded to reach out to Ms. Alger if they are interested in becoming an officer. Ms. Alger reminded all board members to fill out the committee questionnaire they received at the Work Session and return it to Ms. Coker. Since the committee structure was voted on and is due to change January 1, 2025, they asked that board members please circle either Finance or Personnel as appropriate.

ii. HR/Finance Committee

- a) Ms. Eriksson introduced the updated NWCSB Conflict of Interest Policy specific to employees seeking services as it was discussed in the HR/Finance Committee Meeting. Ms. Eriksson motioned to approve the new Conflict of Interest Policy for adoption by the Board. Ms. Jordan seconded, and the motion was opened for discussion. The HR Director provided context for the updates within the policy. Ms. Coker called for a vote. All board members voted “Aye” and the motion passed.
- b) Ms. Eriksson introduced the updated Purchasing Policies and Procedure Manual as presented in the HR/Finance Committee Meeting. The CFO gave an overview of the



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updates to the policy since the last revision in 2012. Ms. Eriksson motioned to approve the updated Purchasing Policies and Procedure Manual as presented in the HR/Finance Committee Meeting. Ms. Alger seconded. The motion passed.

- c) The CFO presented the Title VI plan. They discussed the recommended changes provided by a consulting firm the grant processors offer. Ms. Eriksson expressed that the Finance committee recommended that the Board approve the Title VI update. Ms. Eriksson motion to accept the Title VI Plan and Procedures that have been revised October 2024. Ms. Alger seconded. The motion passed.
- d) The CFO presented a brief overview of revenue. The board discussed the changes to the by-laws that were previously accepted and how it will affect the CFO report. The report from the CFO was changed to quarterly. Ms. Harrison suggested that the Board decide what items they would like the CFO to present outside of what is already being presented monthly. The Finance Committee will work to identify these areas of interest to allow ample time for NWCS to compile for the quarterly report.

Ms. Goshen requested that committee meetings take place prior to the day of the Board meetings so that the Board had time to review any documents coming out of committee for approval.

8. Old Business

Ms. Coker reminded all Board members to return Conflict of Interest Forms to Morgan and Committee Surveys to Ms. Coker.

9. New Business

None

10. Announcements

Ms. Alger reminded all Board members that November’s meeting is when Board officer voting will take place. Ms. Coker reminded all Board members to review the open house schedule for the week of October 21. Next Board meeting is scheduled for Wednesday, November 20, 2024
 Ms. Eriksson thanked NWCS for participating in the “Out of the Darkness Walk”.

11. Call to Adjourn

Ms. Coker called to adjourn the meeting at 7:12 PM.