

Board of Director's Meeting Minutes November 11, 2023

Attendees

- Bryan Meadows, President
- Dan Raper, Treasurer
- Daniel Klyce
- Gary DuPriest
- Yael Isreal
- Natalie Drawdy
- Maria Ochoa
- Joseph Cantor
- Spencer Koch
- Kathleen Hardesty
- Chimi Ohayagha
- Trish Smith
- Alex Watson

Staff:

- David DeBiasi, Executive Director
- Keisha Walker,
Director of Finance and Administration

Call to Order

President Bryan Meadows called the virtual meeting to order at 9:36 a.m. He began with introductions of Board Members and new staff.

The Board Members introduced themselves, shared connections and backgrounds with BIAV. Keisha Walker, incoming Director of Finance and Administration, also introduced herself and shared her background. The Board welcomed her to the organization warmly.

Consent Agenda

Bryan suggested acceptance of the Board Minutes from the August 19, 2023 meeting and informational reports; FY24 Q1- Compiled Financial Statement, Financial Statement Narrative and Key Metrics provided to the Board prior to the Board meeting. Daniel Klyce motioned and Dan Raper seconded. The motion passed with all in favor.

Financial Update

Dan reviewed Q1 (July-September 2023) financials of FY 24 with the board. The Q1 report showed a net of nearly \$46,000 ahead of budget. Dan reported that this was favorable however to bear in mind expenses are spread across the fiscal year. Highs and lows with revenues/expenses are expected to occur throughout the year.

BIAV Updates

Operations Update: David DeBiasi provided the status of several organizational items to the Board. Addressing initially active team rebuilding to work more effectively to achieve our mission.

In Q1 BIAV,

- Developed a self-paced e-learning course for correctional staff.
- Advocacy - strengthened the state wide brain injury community by holding a retreat to prepare legislation to increase access to BI services.
- Strengthened ourselves as a "go-to" organization for people with brain injury, caregivers and providers - recently Amy spoke to a homeless coalition at the request of DARS, and Christine spoke to the

statewide ombudsman program at their annual training, Amy continues to do great work with domestic violence shelters screening for BI, and now because of her work, BI service providers are screening for DV.

- Adaptive and Innovative Programmatic Strengths - we have Debra Holloway newly in charge as of July 1 -- she is incredibly committed and talented and innovation will be happening as soon as we settled down.
- Fortifying BIAV's Infrastructure - creating a robust staff culture, they show care for one another, they are valued and respected, and in return they are bringing their best selves.
- Preparing to diversifying and increase our revenue/financial standing with leadership of full-time Development and Finance & Administration Directors, Liz Wilson and Keisha Walker.
- Bolster board leadership through the class of 2026-- to be voted on today
- Trained caregiver support group leaders
- Initiated planning for our annual conference
- Ensured our staff are well trained - All in Q1, Amy went to the national Association of State Head Injury annual meeting in Minnesota. Liz went to the Brain Injury Association America's annual meeting in Florida. We have a current intern and two other interns this quarter.
- Continued to provide comprehensive information and referral services -- face-to-face by phone or written, conversation, correspondence, or emails, or continuing to update our existing resources, articles, and quick guides.
- Developed our partnership with Sheltering Arms Institute to introduce their patients to BIAV-- their patients on the brain injury and stroke units and a hold one on one and group engagement meetings
- Supported "support groups" and their leaders.
- PTO Policy – Stalled. Priority given to nominating new officers and Board members, preparing for the audit, and onboarding new staff, and preparing for the Golf event
- Possible New Revenue source: VCU grant application to Commonwealth Neuro Initiative Foundation names us as a sub-recipient. \$28K/ year
- The FY 2022 Audit is on track with Clarkson David, CPA, PC.

Discussion: Bryan asked for questions from the Board. There were no questions, however Maria Ochoa, Trish Smith, Chimi Ohayagha and Bryan all commented favorably regarding the operations update.

Legislative Updates: David indicated the status of legislative priorities remains nearly the same as reported in August.

- Strengthen and expand Case Management has shifted to strengthen and expand to safety net community based services provided by state contracted providers. And increases the previous ask of \$650K to 2.5M.
- Concerning other legislative matters, the Medicaid waiver appears to be stalled. DMAS staff have indicated there are no new Brain Injuries (BI) funds in the Governor's budget. Potentially a budget amendment could be established in December for a Medicaid waiver for Brain Injury Services. However, due to division in the community, it is viewed as not the time for BIAV to bring an amendment forward. BI Providers are against the waiver. It has its faults however BIAV doesn't criticize but view it as a step forward.

With the stall, BI providers view it as breathing room to:

- Become Medicaid providers for targeted Case Management for persons with Severe Brain Injuries
- Hire and train new staff and be reimbursed for those services through DMAS
- Be prepared to expand with the \$2.5M if awarded

Teachable Moment – BIAV expected to become the trainers for new staff hired for the targeted case management (loss of revenue in budget – approx. \$3k projected in FY budget); anticipating their staff would have to become Certified Brain Injury Specialists (CBIS) within the first 6 months in order to meet DMAS requirements. DMAS selected another program/curriculum for trainings, Qualified Brain Injury Specialist (QBIS) from the state of Maine instead of BIAA's CBIS.

Unexpected Legislation - – In absence of a Waiver, David wondered if BIAV should lead the effort to establish a neurobehavioral unit here in Virginia (VA) and return the 10-15 people with severe brain injuries located in Braintree, MA for up to 17 years. In addition, request a Medicaid waiver for in-home and community services for individuals that could be moved to lesser restrictive settings.

Discussion: David asked for any questions or comments. Kathleen Hardesty conveyed support for bringing the people located in Braintree, MA back to VA. She has visited the Braintree program unit and for many reasons believes it would be best. VA is able to do this and they are VA residents. They deserve to be with their families. Bryan commented that based on the estimated cost of services per day (\$1k), VA is paying approximately \$5.5 million annually for 15 residents. David shared the estimate was closer to \$3-4 million. Trish Smith commented that this has been an ongoing topic for years for the Board and a serious issue for our state. Not just for the 15 now but for those with serious brain injuries and their families in the future. It's important that we start something in VA now and with the 10 to 15. More discussion followed around this being in line with BIAV's mission but not with the wishes of the alliance of brain injury service providers. Daniel posed the question, bring them home to what? Has the matter of capacity been fully considered in regards to providing long-term sustainable care. It's a great charge to lead however essential to not cause any undue harm by not providing the complete resources needed. Maria Ochoa echoed Daniel's concerns for something that can be sustained; a 5-year or 10-year plan be established. David will look into it further.

Break

At 10:23 am Bryan asked Board members to confirm taking a 10-minute break. It was confirmed, with the meeting to return to session at 10:35 am. Bryan rejoined the meeting at 10:35 a.m. with reports from Board Committees.

Board Business

Committee Updates:

Development Committee – Joseph Cantor reported on the RABA bike race in September. BIAV reached the goal of acquiring 30 volunteers and is expecting a contribution of \$8,300 this year which is similar to previous year's amount. He commented on the Golf tournament event in October being a great event and ran fairly smooth this year however the committee received constructive feedback from some players and want to make adjustments to next year's event – specifically the start time and cocktail reception. Joseph reported the unconfirmed financials for the event were a gross revenue \$26k and with a net of \$15k. Next year's event will be on October 14, 2024. Board members were encouraged to save the date, let others know about playing in the tournament or sponsoring. Giving Tuesday is on November 28, 2023 and a social media campaign is planned. The board was asked to like, share, post and comment. And make a contribution if possible. Last year BIAV was able to raise \$1,600 and any amount makes a difference. The Legacy Celebration planning is underway. The event will be on

March 15, 2024. Liz Wilson is putting together a planning committee for the event. Board members were asked to reach out to her if they would like to volunteer. The Development committee is working with staff to establish the nominees and selections for the awards. There will be a nomination email sent to all members regarding the member of the year and Anne McDonnell Legacy awards. Board members were reminded of missing annual pledges. Liz and Joseph have sent communications regarding this separately. Liz also created and is sharing a board affiliation worksheet. The purpose being to help broaden BIAVs network. Board members were asked to take a few minutes to complete this when received.

There were no questions or comments regarding the Development Committee report.

Nominating Committee – Spencer Koch submitted to the board the slate of nominations for the BIAV Executive Committee – Joseph Cantor, Board President effective January 25, 2024, Kathleen Hardesty Vice-President, Daniel Klyce, Treasurer and Spencer Koch, Secretary and Maria Ochoa, Member-at-Large effective immediately. Spencer opened the nomination for questions. Bryan asked for any questions or comments for the Nominating committee. Dan commented that the selection of officers were great choices and thanked Spencer.

With no need for a second. The nomination of the Executive Committee passed with all members in favor.

Spencer submitted to the board a slate of nominations for Member-at-Large to the Board of Directors, David Corbin, Jan Fentress, Anne Gilson and Tiffany Marks. Spencer opened the nomination for questions after informing the board of the individual interview information being available for each nominee. Bryan asked for synopses from the nominating committee's interviewers regarding each nominee.

Kathleen Hardesty commented regarding Tiffany Marks. Trish commented regarding David Corbin. Kathleen commented regarding Jan Fentress. Natalie Drawdy commented regarding Anne Gilson.

Bryan asked for any questions or comments for the Nominating committee or Spencer. There were no questions or comments. Bryan encouraged board members to connect with the Nominating committee with future recommendations. Reminding everyone that this was an ongoing process.

With no need for a second. Bryan called for a vote on the slate of candidates for Member-at-Large. The vote passed with all members in favor.

Bryan commented regarding David Adam McKelvey, a candidate for Member-at-Large. David passed away just prior to the board meeting. David (DeBiasi) also commented on Mia Dini, another recommendation for the board. She was a former BIAV employee within the past two years. Her tenure was viewed as too close of a period to be able to make decisions impacting staff. She has been asked to join the board development committee however it hasn't been confirmed. On her board application, she indicated her gifts for development. The organization's bylaws allow for non-board members to be on committees.

Finance Committee– Dan Raper began with affirming Daniel's agreeing to become Treasurer, thanking him, the finance and nominating committees for their hard work as he steps away after three years. He then reported on the financial reports and the organization being ahead of budget in the first quarter. He expressed this was a positive however the organization still needed to be mindful of fluctuations throughout the year. Dan commented that although we are expecting to do well this year, the finance committee is already looking towards next year. The new role of Development Director and BIAV as a whole finding new revenue streams and growth. He emphasized monitoring this investment into FY 25 and 26 - generating the revenue to support sustainability rather than utilizing reserves. He reminded the board of past conversations regarding the

organization's Paid Time Off policy and the importance of due diligence around this matter towards improving the organization's benefits package and employee retention.

Bryan asked for any questions or comments regarding the report. Joseph thanked Dan for his service to the board. Bryan also thanked Dan, commenting on his appreciation for Dan's insights and support of BIAV as Treasurer and Board Member.

Executive Committee - No report for today. Bryan thanked everyone on the board and especially the Nominating Committee. He emphasized the importance of that process. He thanked Trish for all of her efforts towards BIAV beginning as an intern and stepping into many integral roles over the years. He thanked the board members that agreed to join the Executive Committee for being willing to take on those roles. Bryan thanked Keisha for being a part of the board meeting and sharing as well as taking notes.

Adjournment

At 11:03 am, Bryan called for a motion to end the meeting. Maria made the motion and it was seconded by Kathleen; all present were in favor.

Respectfully submitted by,
Keisha Walker, on behalf of
Board Secretary Vacancy