

COLONIAL BEHAVIORAL HEALTH BOARD MEETING

TIME: 4:36 p.m.

PLACE: Colonial Behavioral Health, 1657 Merrimac Trail, Williamsburg, VA 23185

DATE: May 3, 2022

BOARD MEMBERS PRESENT:

Dr. Alfred Brassel - York County
Ms. Rebecca Vinroot – James City County
Ms. Sheri Newcomb – York County
Mr. Ryan Ashe – James City County
Ms. Hazel Braxton – Williamsburg
Mr. John Collins – York County
Ms. Wendy Evans – Williamsburg (Remotely)
Ms. Kristen Nelson – York County
Col. Roy Witham – James City County (not voting)

STAFF PRESENT:

Mr. David Coe
Ms. Linda Butler
Ms. Marsha Obremski
Ms. Chaenn Thomas
Ms. Aileen Early
Ms. Leigh Carroll-Stump

BOARD MEMBERS ABSENT:

Ms. June Hagee – James City County
Ms. Donyale Wells – James City County
Ms. Sherry Wharton – Poquoson
Ms. Crystal Howser – Poquoson
Mr. Steven Miller – York County

GUESTS:

None

PUBLIC COMMENT:

None

CONSENT CALENDAR:

The Consent Calendar was presented for approval of the following minutes:

- Board of Directors Meeting of March 1, 2022
- Executive Committee Meeting of March 15, 2022
- Administration Committee Meeting of March 15, 2022
- Administrative Committee Meeting of April 19, 2022
- Executive Committee Meeting of April 19, 2022

Ms. Braxton motioned to approve items on the Consent Calendar as presented. Motion seconded and passed unanimously.

INTRODUCTION:

Dr. Brassel introduced Col. Roy Witham to Board members. Col. Witham was appointed to serve on the CBH Board of Directors as a representative for James City County.

PRESENTATION: Ms. Early, Psychosocial Services Coordinator, presented on CBH Psychosocial Rehabilitation Services, which includes People's Place and Mental Health Skill-building. Discussion.

ACTION ITEM A-1: was presented for approval of the Bylaws changes. Discussion.

Board recommended to defer approval of the Bylaw changes in order for CBH attorney, Patrick McDermont, to address the Bylaw changes as discussed in order to facilitate FY 2023 officer elections.

ACTION ITEM A-2: was presented for approval of a resolution honoring Ms. Anita Michalec, for her years of service and commitment to CBH. Discussion.

Ms. Nelson motioned to approve the resolution as presented. Motion seconded and passed unanimously.

NOMINATING COMMITTEE FOR FY 2023 EXECUTIVE COMMITTEE:

Dr. Brassel reported that Rebecca Vinroot-Chair, Kristen Nelson and Sheri Newcomb were previously appointed to lead the Nominating Committee. The Nominating Committee submitted a slate of officers for consideration; nominated officers to be approved at the June Board Meeting.

The proposed slate of CBH Board Officers for FY 2023 is:

Chair:	Vacant to date
Vice Chair:	Sheri Newcomb (YC)
Secretary:	Hazel Braxton (WB)
Treasurer:	Ryan Ashe (JCC)
Member At-Large:	John Collins (YC)

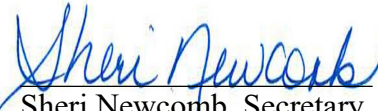
EXECUTIVE DIRECTOR PERFORMANCE EVALUATION PROCESS: Dr. Brassel stated that Mr. Coe's Performance Evaluation is due to be reviewed for consideration of renewal in June 2022. Dr. Brassel noted that he had distributed the Performance Evaluation to Board members via e-mail requesting the form be completed and returned no later than May 20, 2022. Evaluation forms may be returned to Dr. Brassel via USPS or e-mail.

EXECUTIVE DIRECTOR'S REPORT:

The Executive Directors Report was provided in writing and distributed to Board Members. Discussion.

There being no further business to discuss, the meeting adjourned at 5:30 p.m.


Dr. Alfred Brassel, Chair


Sheri Newcomb, Secretary

AGENDA

COLONIAL BEHAVIORAL HEALTH BOARD MEETING May 3, 2022 4:00 P.M.

- I. Welcome and Call to Order
- II. Public Comment
- III. Consent Calendar
Approval of Minutes - Consider approval of the following meeting minutes:
 - Board of Directors Meeting of March 1, 2022
 - Administration Committee Meeting of March 15, 2022
 - Executive Committee Meeting of March 15, 2022
 - Administration Committee Meeting of April 19, 2022
 - Executive Committee Meeting of April 19, 2022
- IV. Presentation:
Assertive Community Treatment (ACT) - *T. Pritchard*
- V. Action Items:
A-1 Bylaws Change - *D. Coe*
A-2 Resolution Honoring Anita Michalec - *D. Coe*
- VI. Nominating Committee - Proposed Slate of Officers for Fiscal Year 2023 - *R. Vinroot*
- VII. Executive Director Evaluation Process – *A. Brassel*
- VIII. Executive Director's Report - *D. Coe*
- IX. Adjournment

The mission of Colonial Behavioral Health, the local Community Services Board, is to facilitate opportunities for recovery, resilience and wellness to individuals and families affected by mental illness, intellectual disabilities and substance use disorders. Through an array of strategies and collaborative partnerships with local and regional providers, CBH will demonstrate a commitment to quality assessment, prevention, treatment, and habilitation through best practice methodology for the citizens of James City County, City of Poquoson, City of Williamsburg and York County.

**COLONIAL BEHAVIORAL HEALTH
BOARD MEETING**

TIME: 4:00 p.m.

PLACE: Colonial Behavioral Health, 1657 Merrimac Trail, Williamsburg, VA 23185

DATE: March 1, 2022

BOARD MEMBERS PRESENT:

Ms. Rebecca Vinroot – James City County
Ms. Hazel Braxton – Williamsburg
Mr. Ryan Ashe – James City County
Mr. John Collins – York County
Ms. June Hagee – James City County
Ms. Wendy Evans - Williamsburg
Ms. Sheri Newcomb – York County
Ms. Kristen Nelson – York County

STAFF PRESENT:

Mr. David Coe
Ms. Marsha Obremski
Dr. Dan Longo
Ms. Anita Michalec
Ms. Kari Traver
Ms. Linda Butler
Ms. Chaenn Thomas
Mr. Keith German
Ms. Michelle Lakins-Waller

BOARD MEMBERS ABSENT:

Dr. Alfred Brassel – York County
Ms. Sherry Wharton – Poquoson
Ms. Crystal Howser - Poquoson

PUBLIC COMMENT:

None

CONSENT CALENDAR:

The Consent Calendar was presented for approval of the following minutes:

- Board of Directors Meeting of January 4, 2022
- Executive Committee Meeting of January 18, 2022
- Administration Committee Meeting of January 18, 2022
- Executive Committee Meeting of February 15, 2022
- Administration Committee Meeting of February 15, 2022

Ms. Braxton motioned to approve items on the Consent Calendar as presented. Motion seconded and passed unanimously.

Quality Management: M. Lakins-Waller

Ms. Lakins-Waller, Quality and Compliance Officer provided a power point presentation on the CBH 2021 Annual Quality Management Report. Ms. Lakins-Waller noted the reporting time ranged from January 1, 2021 to December 31, 2021. Discussion.

Action Item A-1 was presented for approval of a Resolution honoring Ms. Kari Traver for her years of service and commitment to CBH.

Ms. Newcomb motioned to approve the Resolution as presented. Motioned seconded and passed unanimously.

EXECUTIVE DIRECTOR'S REPORT:

The Executive Directors Report was provided in writing and distributed to Board Members.

Mr. Coe reported that the House Appropriations and Senate Finance Committees released their amendments to the Governor's Budget in February. Mr. Coe provided a summary and further details relating to those budgets as well as key legislative items. Discussion.

Mr. Coe noted that the State's Emergency Order for COVID-19 has been extended by Governor Youngkin until March 22, 2022. This extension allows CBH the flexibility to hold Board and committee meetings virtually. Therefore, meetings scheduled between now and March 22, 2022, may be held virtually and/or in person.

There being no further business to discuss, the meeting adjourned at 5: 16 p.m.


Sheri Newcomb, Secretary



Meeting Minutes

Minutes of: Administration Committee Meeting

Date: March 15, 2022

Present: Dr. Brassel, Rebecca Vinroot, Ryan Ashe, Sheri Newcomb, Hazel Braxton, Wendy Evans, David Coe, Keith German, Anita Michalec, Chaenn Thomas

Absent: None

The meeting was called to order at 4:00 p.m.

February 28, 2022 Financial Report: The February 28, 2022 Financial Reports were distributed and reviewed. Mr. German noted that the budget is similar to last month and fees continue to run at low levels. Discussion.

FY 2023 Budget Update: Mr. German provided an update and noted that work on the FY 2023 budget is progressing. A draft balanced budget has been completed and it is anticipated that the budget will be presented to the Administration committee in April and the full Board in June. Discussion.

The meeting adjourned at 4:09 p.m.

Submitted by: Anita Michalec

Next Meeting

Date: April 19, 2022

Time: 4:00 p.m.

Location: McLaws Board Room



Meeting Minutes

Minutes of: Executive Committee Meeting Date: March 15, 2022

Present: Dr. Brassel, Rebecca Vinroot, Ryan Ashe, Sheri Newcomb, Hazel Braxton, Wendy Evans, David Coe, Keith German, Anita Michalec, Chaenn Thomas

Absent: None

The meeting was called to order at 4:09 p.m.

CBH Bylaws Review – Process Discussion:

Mr. Coe stated that the Bylaws were forwarded to the CBH attorney, Pat McDermott, for legal review to ensure they remain current with applicable state code revision and other legal updates. Mr. McDermott completed his review and made three changes to Virginia Code references to better reflect 1) items that have moved in the Code of Virginia without any change of content and 2) incorporating the Code reference that defines our Remote Participation Policy adopted in 2021.

Committee members reviewed the updated policy and made a few edits to clarify definitions of committee functions, current operations, and a few format changes.

Ms. Braxton motioned to adopt the policy as amended and present it to the full Board for consideration/approval at the next meeting. The motion was seconded and passed unanimously.

Items for the April BOD Meeting: The April Board Meeting was discussed. The agenda will include the Services & Evaluation Committee presentation, CBH Revised Bylaws and introduction of new Board members. Discussion

The meeting adjourned at 5:07 p.m.

Submitted by: Anita Michalec

Next Meeting

Date: April 19, 2022

Time: 4:00 p.m.

Location: McLaws Board Room



Meeting Minutes

Minutes of: Administration Committee Meeting

Date: April 19, 2022

Present: Dr. Brassel, Rebecca Vinroot, Ryan Ashe, Sheri Newcomb, Hazel Braxton, Wendy Evans, David Coe, Keith German, Anita Michalec, Chaenn Thomas

Absent: None

The meeting was called to order at 3:55 p.m.

March 31, 2022, Financial Report: The March 31, 2022, Financial Reports were distributed and reviewed. Mr. German reported that the budget presented is comparable to last month's budget except slightly better; fee revenue has improved due to increased rates and back billing from implementation of the new system. Discussion.

FY 2023 Budget Update: Mr. German noted that the budget has been completed and will be presented to the Administration committee in May and the full Board in June. Discussion.

The meeting adjourned at 4:08 p.m.

Submitted by: Anita Michalec

Next Meeting

Date: May 17, 2022

Time: 4:00 p.m.

Location: McLaws Board Room



Meeting Minutes

Minutes of: Executive Committee Meeting Date: April 19, 2022

Present: Dr. Brassel, Rebecca Vinroot, Ryan Ashe, Sheri Newcomb, Hazel Braxton, Wendy Evans, David Coe, Keith German, Anita Michalec, Chaenn Thomas

Absent: None

The meeting was called to order at 4:08 p.m.

Colonial Community Services, Inc. Unanimous Consent: Mr. Coe noted that Colonial Community Services, Inc (CCS, Inc.) is a corporation established to perform specific functions separate from CBH. This corporation is governed by a board which is composed of the members of the CBH executive committee. A requirement for this corporation is to reappoint current officers each year which will be submitted for adoption at the May meeting. Discussion.

DD Residential Services Update: Mr. Coe reported that CBH is experiencing staff shortages in one of the DD group homes which may necessitate suspension of operations. If current issues are unable to be resolved within the next several weeks, permanent closure of that location will be under consideration. Discussion.

May BOD Meeting Agenda: The May Board Meeting was discussed. The agenda will include the Services & Evaluation Committee presentation, CBH Revised Bylaws, and Nominating Committee Report, as well as the standard reports. Discussion

The meeting adjourned at 4:38 p.m.

Submitted by: Anita Michalec

Next Meeting

Date: May 17, 2022

Time: 4:00 p.m.

Location: McLaws Board Room

Assertive Community Treatment (ACT)

Theresa Pritchard, LCSW
ACT Coordinator, Colonial Behavioral Health

What is Assertive Community Treatment?

- ▶ ACT is a team treatment approach designed to provide comprehensive, community-based psychiatric services to support people with serious and persistent mental illnesses.
- ▶ The ACT team includes:
 - ▶ Psychiatric Care Provider
 - ▶ Team Leader
 - ▶ Nurses
 - ▶ Peer support specialist
 - ▶ Co-occurring disorders specialist
 - ▶ Vocational specialist
 - ▶ Case managers
 - ▶ Therapists
 - ▶ Program assistant

ACT Provides Assistance With...

- ▶ Medications
- ▶ Activities of Daily Living
- ▶ Finding/maintaining employment
- ▶ Maintaining benefits
- ▶ Accessing community resources
- ▶ Accessing medical treatment
- ▶ Counseling
- ▶ Co-occurring disorders treatment (substance use)
- ▶ Coordinating discharge with psychiatric hospitals

Who does ACT serve?

- ▶ Adults age 18 or older
- ▶ Primary diagnosis of schizophrenia, schizoaffective disorder or bipolar disorder
- ▶ People with severe psychiatric symptoms which have resulted in:
 - ▶ multiple psychiatric hospitalizations
 - ▶ legal involvement
 - ▶ inability to maintain work, housing or daily living tasks
 - ▶ Coexisting mental health and substance use disorders
- ▶ People who are unable to participate in traditional office-based services
- ▶ People who voluntarily consent to ACT services

ACT is an evidenced based practice

- ▶ All mental health services a person receives should come from the ACT team
- ▶ ACT referrals must be carefully screened.
 - ▶ Not everyone benefits from ACT services. This can include people with traumatic brain injuries, developmental disabilities or personality disorders.
- ▶ Lower client to staff ratio allows ACT to provide:
 - ▶ More intensive services
 - ▶ More frequent visits
 - ▶ greater flexibility
- ▶ Compared to traditional case management services, ACT services result in
 - ▶ Fewer hospitalizations
 - ▶ Increased housing stability
 - ▶ Improved quality of life

Transition from PACT to ACT

- ▶ As part of the Behavioral Health Redesign (Project BRAVO) DBHDS/DMAS made the decision to transition from PACT to ACT in July 2021
- ▶ DBHDS has partnered with UNC Institute of Best Practices to provide additional trainings and resources to Virginia ACT teams
- ▶ Goal is to increase fidelity to the ACT model (TMACT tool)
- ▶ Services provided did not change
- ▶ Changes included
 - ▶ Billing per diem
 - ▶ Different team sizes
 - ▶ ICT services no longer recognized

Current Challenges

- ▶ COVID-19
 - ▶ ACT is a service that is very “hands on”, we have had to reduce face to face contacts on occasion throughout the pandemic for staff and client safety
 - ▶ Many of our consumers are unable or unwilling to participate in telehealth
- ▶ Housing
 - ▶ Lack of affordable housing resources in our catchment
 - ▶ Many consumers have relocated out of catchment due to housing
- ▶ Reduced Hospital Capacity
 - ▶ Consumers that are too acute for ACT
 - ▶ Consumers discharged prior to being stable

Proposed Revisions to CBH Bylaws

Background

It is necessary and prudent that we periodically review and amend (as needed) our Bylaws. These Bylaws were reviewed in 2019 with no amendments requested or needed.

Our Board Attorney (Mr. McDermott) has reviewed our Bylaws, and made a small number of technical amendments:

1. Adjusted references to the Code of Virginia where contents had been moved by the General Assembly; and
2. Added page numbers.

The Board's Executive Committee also made a few amendments:

1. Added the date of latest review or revision to the bottom of each page;
2. On page 3, changed "his" to "his or her" when referring to the CBH Executive Director;
3. On page 6, Article X, the word "shall" was changed to "should" to allow for contingencies such as have been present at times during CBH's history;
4. On page 7, Article XI, "the Board" has been replaced with "CBH" to better differentiate between Board and staff responsibilities; and
5. The "Revised" dates at the end of the document are now the dates "Revised/Reviewed" to better document the Board's exercise of its' fiduciary responsibility.

All proposed amendments to the Bylaws are highlighted.

The Board's Executive Committee has reviewed these Bylaws in detail and moves their adoption.

Motion from the Executive Committee (Motion does not require a Second)

It is moved that the CBH Board of Directors adopt the amended Bylaws as proposed by the Executive Committee.

CBH Bylaws

Colonial Behavioral Health and its Board of Directors are constituted legally and are governed by the following Bylaws.

ARTICLE I – NAME, DEFINITIONS AND OFFICES

1. **Name.** The name of this Organization shall be Colonial Behavioral Health.
2. **Definitions.** As used in these Bylaws.
 - a. “Board” shall mean the Board of Directors of CBH and
 - b. “CBH” shall mean this organization, Colonial Behavioral Health and
 - c. “Code” shall mean the Code of Virginia of 1950, as amended, and
 - d. “Department” shall mean the Commonwealth of Virginia Department of Behavioral Health and Developmental Services.
 - e. “Establishing Localities” shall mean the Cities of Williamsburg and Poquoson and the Counties of James City County and York County, all in the Commonwealth of Virginia, and
 - f. Capitalized terms not otherwise defined in these Bylaws shall have the meanings given to such terms by Chapter 1 of Title 37.2 of the Code of Virginia of 1950, as amended.
3. **Location of Offices.** The offices of the Board shall be located in one or more of the Established Localities.

ARTICLE II - PURPOSE

Section 1. Pursuant to Chapter 5 of Title 37.2 of the Code, CBH is established by the Establishing Localities. Accordingly, the purpose of CBH is to provide a system of comprehensive community mental health, intellectual/developmental disability, and substance use disorder services through its own staff, or through contracts with other providers, which relate to and are integrated with existing and planned programs within the Establishing Localities. The Board is an operating Community Services Board that is accountable to the local governing bodies Establishing Localities in the provision of these services.

Section 2. CBH is formed and will be operated exclusively for charitable purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code.

ARTICLE III - MEMBERSHIP

Section 1. The membership of the Board shall consist of fifteen (15) persons. Appointments to the Board of Directors shall be broadly representative of the community encompassed by the Establishing Localities.

Section 2. The process of appointments of membership to the Board of Directors shall be in accordance with Section 37.2-501 of the Code. The City Councils of Williamsburg and Poquoson, and the Boards of Supervisors of James City County and York County shall appoint members to the Board in the following manner: two members each from the Cities of Williamsburg and Poquoson; five members from James City County; and six members from York County.

Section 3. The term of office, filling of vacancies, and removal of Board members shall be governed by Section 37.2-502 of the Code. The term of office of each member of the Board shall be for three years beginning July 1 of the year of appointment. Vacancies shall be filled for unexpired terms in the same manner as original appointments. No person shall be eligible to serve more than three full three-year terms except as permitted by Section 37.2-502 of the Code; persons heretofore or hereafter appointed to fill vacancies may serve three additional full three-year terms in addition to the remainder of the vacant term being filled.

Section 4. Ex-officio members may be appointed to the Board of Directors. Past Board members may be appointed as ex-officio members of Board's standing or ad-hoc Committees. An ex-officio member of either the Board of Directors or one of its Committees shall serve at the pleasure of the Board in an advisory capacity, with no voting privileges. Such ex-officio members may be nominated by any current Board member and be approved by a majority vote of the Board members present at a duly called Board meeting at which there is a quorum. The length of each term of an ex-officio member will be for one year from the date of appointment. No more than two ex-officio members shall serve on any one Committee at the same time.

Section 5. Members of the Board will not be compensated for attendance at meetings of the Board. Members will be reimbursed for reasonable expenditures incurred for attendance at Board related training or business, subject to the reasonable review of CBH Fiscal staff.

ARTICLE IV - POWERS AND DUTIES

Section 1. The Board shall have the general powers, duties, and responsibilities of an operating Community Services Board as outlined in Section 37.2-504, Code. The Board of Directors has the responsibility to entrust duties to CBH staff, and to ensure that all reasonable actions to fulfill the purposes of CBH are carried out consistent with the approved budget of CBH. Accordingly, the powers and duties of the Board include but are not limited to the following:

1. Review and evaluate all existing and proposed public community mental health, intellectual/developmental disabilities and substance use disorders services and facilities available to serve the community within the Establishing Localities and such private services and facilities as receive funds through it and advise the local governing body or bodies of the Establishing Communities as to the Board's findings.
2. Pursuant to §37.2-508 of the Code, submit to the governing body of each Establishing Community an annual performance contract for community mental health,

intellectual/developmental disability and substance use disorder services for its approval prior to submission of the contract to the Department.

3. Within amounts appropriated therefore, provide such services as may be authorized under such performance contract.

4. In accordance with the approved performance contract, enter into contracts with other providers for the rendition or operation of services or facilities in order to accomplish the CBH purposes.

5. Make rules, policies, or regulations concerning the rendition or operation of services and facilities under its direction or supervision, subject to applicable standards, policies, or regulations promulgated by the State Board of Behavioral Health and Developmental Services, hereinafter referred to as the "State Board".

6. Appoint an Executive Director of community mental health, intellectual/developmental disability and substance use disorder services, according to minimum qualifications established by the Department and prescribe his or her duties. The compensation of the Executive Director shall be fixed by the Board within the amounts made available by appropriation therefore. The Executive Director shall serve at the pleasure of the Board and be employed under an annually renewable contract that contains performance objectives and evaluation criteria. The selection of the Executive Director for adherence to minimum qualifications established by the Department and the salary ranges of the Executive Director and senior management staff shall be subject to approval by the Department.

7. Prescribe a reasonable schedule of fees for services provided by personnel or facilities under the jurisdiction or supervision of the Board and establish procedures for the collection of the same. All fees collected shall be included in the performance contract submitted to the Establishing Localities pursuant to subdivision 2 hereof and Section 37.2-508 of the Code and shall be used only for community mental health, intellectual/developmental disability and substance use disorder purposes. The Board shall institute a reimbursement system to maximize the collection of fees from persons receiving services under their jurisdiction or supervision consistent with the provisions of § 37.2-511 of the Code and from responsible third-party payors.

8. Accept or refuse gifts, donations, bequests or grants of money or property from any source and utilize the same as authorized by the governing body or bodies of the Establishing Localities.

9. Seek and accept funds through federal grants. In accepting such grants the Board shall not bind the governing bodies of the Establishing Localities to any expenditures or conditions of acceptance without the prior approval of such governing body or bodies.

10. Have authority, notwithstanding any provision of law to the contrary, to disburse funds appropriated to it in accordance with such regulations as may be established by the governing bodies of the Establishing Localities.

11. Apply for and accept loans as authorized by the governing bodies of the political Establishing Localities. This provision is not intended to affect the validity of loans so authorized and accepted prior to July 1, 1984.

12. Develop joint written agreements, consistent with policies adopted by the Board, with local school divisions; health departments; boards of social services; housing agencies, where they exist; courts; sheriffs; area agencies on aging; and regional Department of Rehabilitative Services offices. The agreements shall specify the services to be provided to consumers. All participating agencies shall develop and implement the agreements and shall review the agreements annually.

13. Develop and submit to the Department the necessary information for the preparation of the Comprehensive State Plan pursuant to 37.2-315 of the Code.

14. Take all necessary and appropriate actions to maximize the involvement and participation of consumers and family members of consumers in policy formulation and services planning, delivery, and evaluation.

15. Institute, singly or in combination with other community service boards or behavioral health authorities, a dispute resolution mechanism that is approved by the Department and enables consumers and family members of consumers to resolve concerns, issues, or disagreements about services without adversely affecting their access to or receipt of appropriate types and amounts of current or future services from the community services board.

16. Notwithstanding the provisions of 37.2-400 of the Code or any regulations promulgated hereunder, release data and information about individual consumers to the Department so long as the Department implements procedures to protect the confidentiality of such information.

Section 2. The powers, duties, and responsibilities of the Board are to be expanded or reduced in accordance with any amendments enacted by the Virginia General Assembly to Sections 37.2-504 and 37.2-505 of the Code.

ARTICLE V - OFFICERS OF THE BOARD AND THEIR DUTIES

Section 1. The officers of the Board shall consist of a Chairperson, Vice-Chairperson, Secretary and Treasurer and Member-At-Large, who shall be elected by the Board and serve at the pleasure of the Board. All officers shall be members of the Board.

Section 2. The duties of the Chairperson shall be:

- (a) To preside at all meetings of the Board and Executive Committee.
- (b) To develop and set the agenda of Board meetings.
- (c) To appoint members to all standing committees and to appoint members to any ad hoc committees created by the Board.
- (d) To work closely with the Executive Director of the Board.
- (e) To perform any other duties determined by the Board.

Section 3. The Vice-Chairperson shall in the Chairperson's absence perform his/her duties.

Section 4. The Secretary shall ensure that accurate records of the Board are maintained. The Secretary shall assure the Board that proper notices of Board and Executive Committee meetings are provided and shall perform other duties as requested by the Board.

Section 5. The Treasurer shall chair the Board's Administration Committee and perform such other duties as the Board may direct relating to its financial affairs.

Section 6. The Member-At-Large shall serve as a voting member.

ARTICLE VI – EXECUTIVE DIRECTOR

Section 1. The Executive Director of the CBH is responsible for carrying out the prescribed duties of the Board, which include planning, developing and executing the comprehensive policies, services and operations of CBH.

Section 2. The Executive Director is responsible for employing all personnel essential to the Mission of CBH. The Executive Director will hire such Directors as are needed to effectively manage the direction and operations of the agency. Under the direction of the Executive Director these positions are responsible for carrying out the policies and procedures of CBH.

ARTICLE VII - NOMINATIONS, ELECTIONS, TERMS, AND REMOVAL OF OFFICERS

Section 1. The Board shall elect its officers by a majority vote at the regular June monthly meeting of each year provided that a quorum is present. If a quorum is not present the election shall be postponed until the next monthly meeting that a quorum is present and the existing officers shall remain in office until that time. The Nominating Committee shall compile a slate of nominees with at least one nominee per office and notify Board members of the slate of nominees at the May meeting.

Section 2. The term of office for each officer shall be for one year. No officer may serve more than three consecutive terms in a single office. The election shall be by ballot if there is more than one nominee for the same office.

Section 3. Any vacancy occurring in the officers shall be filled by appointment by the Chairperson.

ARTICLE VIII – REMOVAL OF OFFICERS

Any officer may be removed from office by a two-thirds majority vote of the members present at a duly called meeting, provided that a quorum is present. Upon removal the Chairperson shall appoint a successor to fill the unexpired term. If the Chairperson is removed from office, the Vice-Chairperson shall immediately become the Chairperson and he/she shall appoint a successor to fill the unexpired term of the Vice Chairperson.

ARTICLE IX - MEETINGS

Section 1. Meetings shall be held at a time and place to be determined by the Board. There will be at least six meetings a year. All meetings of the Board and Board Committees shall be publicly announced, to include the meeting dates, times and locations, at least three days in advance of all meetings. Closed meetings will be convened in accordance with the Virginia Freedom of Information Act, Title 2.2, Sections 3700 – 3715 of the Code.

Section 2. Special or emergency meetings of the Board and of Board Committees may be called by the Chairperson or upon written request of three members of the Board or of such Committee, specifying the purpose of the meeting. Public announcement of the meeting, reasonable under the circumstance of the call, but no less than 24 hours prior to such meeting, shall be made. No business may be transacted at such a special or emergency meeting except that which is specified in the call.

Section 3. The quorum for all Board of Directors meetings shall be the majority of the actual current membership of the Board.

Section 4. Subject to the requirements of this Article for notice and public announcement, the Executive Committee shall meet at the discretion of the Chairperson.

Section 5. The quorum for all Executive Committee meetings shall be a majority of filled Committee positions.

ARTICLE X - EXECUTIVE COMMITTEE

1. Executive Committee. The Executive Committee shall consist of the elected officers of the Board. There should be at least one new member elected to this Committee annually whenever possible.

2. It shall be the duty of this Committee to conduct the necessary business between meetings of the Board and any other issue that is directed by resolution of the Board to conduct. All actions are to be reported at the next meeting of the Board. The Board may override any previous actions taken by the Executive Committee. Executive meetings shall be held in accordance with the Virginia Freedom of Information Act Title 2.2, Sections 3700-3715 of the Code.

ARTICLE XI – STANDING COMMITTEES

Notwithstanding anything in these Bylaws to the contrary, Committees are only empowered to make recommendations to the Board, and any action taken by a Committee shall not bind the Board in any manner. The Board shall be free to approve, disapprove or disregard any action and/or any Committee recommendation in its sole discretion.

There shall be the following Standing Committees:

1. Administration Committee. This Committee shall be chaired by the Treasurer of the Board. It shall aid in the preparation, review and presentation of budgets and audits over which the Board has authority, and review of the annual audit. This Committee shall also aid in the preparation, review and presentation of CBH governance policies. This Committee shall be comprised of at least one Board member from each jurisdiction (Williamsburg, James City County, York County and Poquoson) whenever possible, and such ex-officio members as may be appointed. Staff members may be designated as ex-officio members.
2. Nominating Committee. This Committee is required to compile a slate of nominees for the election of officers as spelled out in Article VII of these Bylaws. The slate shall contain at least one nominee for each office. This Committee shall be composed of three members of the Board appointed by the Chairperson no later than the April regular monthly meeting each year.
3. Services and Evaluation Committee. This Committee shall be responsible to aid in the planning, review and evaluation of all direct services provided by CBH, directly or by contract.
4. Public Awareness Committee. This Committee shall be responsible to aid in the planning, review and evaluation of all public awareness and advocacy initiatives provided by CBH, directly or by contract.
5. Strategic Planning Committee. This Committee shall consist of the chairs of the Executive Committee and of the Board's Standing Committees. This Committee shall be responsible to aid in the development, review, and evaluation of the Board's Strategic Plan.

ARTICLE XII – PARLIAMENTARY AUTHORITY

The latest edition of Roberts Rules of Order, revised, shall govern the Board of Directors in all cases to which they are applicable and in which they are not inconsistent with these Bylaws. The Chairperson shall be the final arbiter of whether or not a procedure used in any given circumstance is consistent with the provisions of this Article. A challenge to the procedure used may only be made by a member and only during the meeting at which the questioned procedure is utilized and only in accordance with Robert's Rules of Order. After the termination of such meeting, the procedure may no longer be challenged and the matter involving the questioned procedure is conclusively resolved as determined in such meeting.

ARTICLE XIII – AMENDMENTS

These Bylaws may be amended at any regular monthly meeting of the Board by two-thirds vote of member present, provided (i) any proposed amendments to the Bylaws have been submitted to all Board members in writing at least two weeks prior to such meeting and (ii) a quorum is present at such meeting.

ARTICLE XIV - DISSOLUTION

Upon the dissolution of the Board and after paying or making provisions for the payment of all the liabilities of the Board, the remaining assets of CBH will be transferred:

- (i) to the Federal, State, or applicable local governments, or
- (ii) to an organization(s) chosen by the Board which is exempt from Federal Income taxation under 501(C) (3) of the Internal Revenue Code, exclusively for the purposes of the Board and in such a manner as to be used exclusively for public purposes.

Approved: 04-16-74

Revised/Reviewed:	08-11-78	02-05-91	09-07-10
	02-02-79	09-10-96	02-05-13
	12-04-79	10-05-99	03-05-19
	06-02-87	09-14-04	05-03-22
	09-27-88	06-07-05	
	10-03-89	03-06-07	

**Resolution Honoring Anita Michalec
Upon Her Retirement**

Background

After 38 years of continuous employment, CBH Executive Office Manager Anita Michalec has announced her retirement from Colonial Behavioral Health effective June 1, 2022.

Many Board members, Directors and other CBH staff have worked closely with Anita through her years of employment. She has been diligent in her support of everyone involved and has contributed significantly to the mission of Colonial Behavioral Health.

Anita's contributions to CBH and our community will last long beyond her retirement date. She will be succeeded, but not replaced.

This Resolution is presented to the Board for consideration and adoption.

Requested Action

That the CBH Board of Directors adopt this Resolution honoring Anita Michalec upon her retirement.

**Honoring
Anita Michalec
On Her Retirement**

WHEREAS, Anita Michalec, Executive Office Manager, will retire after thirty-eight years of outstanding and meritorious service to Colonial Behavioral Health and to the community; and

WHEREAS, Anita began her career with Colonial Behavioral Health on May 24, 1984, as a Secretary I, advancing to the positions of Secretary II in March 1986 and Administrative Secretary in April 1987; and

WHEREAS, as a result of continued diligent work and demonstrated ability, she advanced to the positions of Administrative Secretary – Executive Director in April 1988 and Executive Secretary in April 1993; and

WHEREAS, Anita continued throughout the rest of her career providing excellent support to the CBH Executive Director, senior agency leadership and the Board of Directors through a variety of position titles, culminating in November 2007 as she advanced to the position of Executive Office Manager, remaining in that position until her retirement; and

WHEREAS, as a result of her diligent work, concentrated studies, and perseverance, during Fiscal Year 2010 she received her Certification as an Administrative Professional – Specializing in Organization Management (CAP-OM) from the International Association of Administrative Professionals (IAAP); and

WHEREAS, throughout her many years of service, Anita has served the people of this community with diligence and dedication; Therefore, be it

RESOLVED, that we, the Members of the Board, do hereby extend to Anita Michalec, Executive Office Manager, our sincere and grateful appreciation for her dedicated service to Colonial Behavioral Health, our congratulations on her well-earned retirement, and our best wishes to for continued success, happiness, and good health in the years to come.

Approved and adopted the 3rd day of May 2022. I, the undersigned, hereby certify that the foregoing Resolution was duly adopted by Colonial Behavioral Health's Board of Directors.

Chair, Colonial Behavioral Health Board of Directors

COLONIAL BEHAVIORAL HEALTH

Executive Director's Report – May 2022

Agency Issues

1. We are currently recruiting to fill our Director of Information Services vacancy created by Kari Traver's retirement. Dawn Wilborn is Acting Director in that role, with Development & Communications operations reporting to me in the interim.
2. Keith German has announced his retirement as Director of Administrative Services effective August 1st.
3. **Staff shortages are causing us to seriously consider and plan for a suspension of operations in one of our DD group homes. If we are unable to resolve those issues in the next several weeks, we may be faced with a decision regarding permanent closure of that location.**

Community Issues

1. CBH partnered with Riverside Health System to make a proposal to the Williamsburg Health Foundation in response to their Integrated Care RFI. The Foundation's Board reportedly made a decision at their March 4th meeting, but no details from that meeting have been shared. We understand that it may be a few weeks before those details are available. **At the time of this report, no further updates have been received.**
2. As many may already be aware, we have been working to create an agency video to 1) commemorate 50 years of operation for CBH, and to 2) assist with hiring events and in new employee orientation processes. We are pleased to report that filming has been completed and that the video is now in production stages. Our Development/Communications staff has taken the lead with this project, and we are excited to see the end product in the near future.
3. CBH and the SpiritWorks Foundation have also partnered to create a local video entitled "Start the Conversation." This video has the goal of informing and highlighting local substance use disorder prevention efforts. Filming has also been completed for this project, with the video in projection along with the agency video.
4. At this time, plans to hold our 50th Anniversary in-person celebration on 12/6/22 remain in place.

Regional Issues

1. Eastern State Hospital's situation with two (2) escapees in April did not negatively impact CBH or CBH consumers in any way. The individuals involved were not from the CBH service area.
2. It has become necessary for CBH to contract with someone in our area to facilitate the Marcus Alert planning process over the next few months. We will move on this as quickly as possible.

Public Policy

1. The Virginia state operating budget remains in Conference Committee at the time this report is being drafted. In the event no final budget is available in time for our June meeting, we will need to approve plans so that CBH operations can be authorized to continue on and after July 1, 2022.
2. The 2022 proposed Marcus Alert legislation resulted in localities with populations under 40,000 being given the right to "opt out" of law enforcement involvement in response protocols.

Respectfully submitted,
David A. Coe



YEAR TO DATE REVENUES AND EXPENDITURES
as of
March 31, 2022

REVENUE

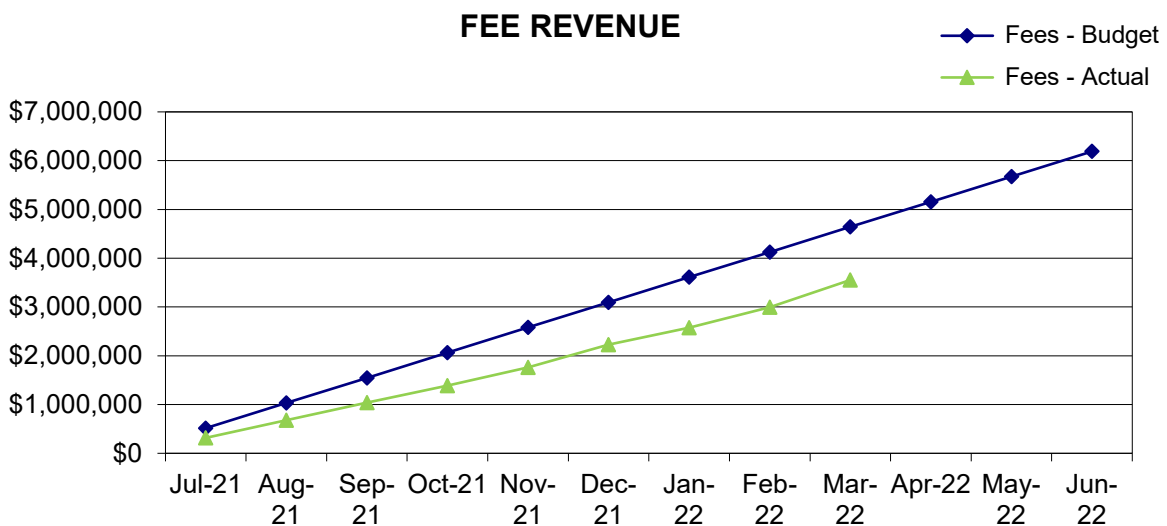
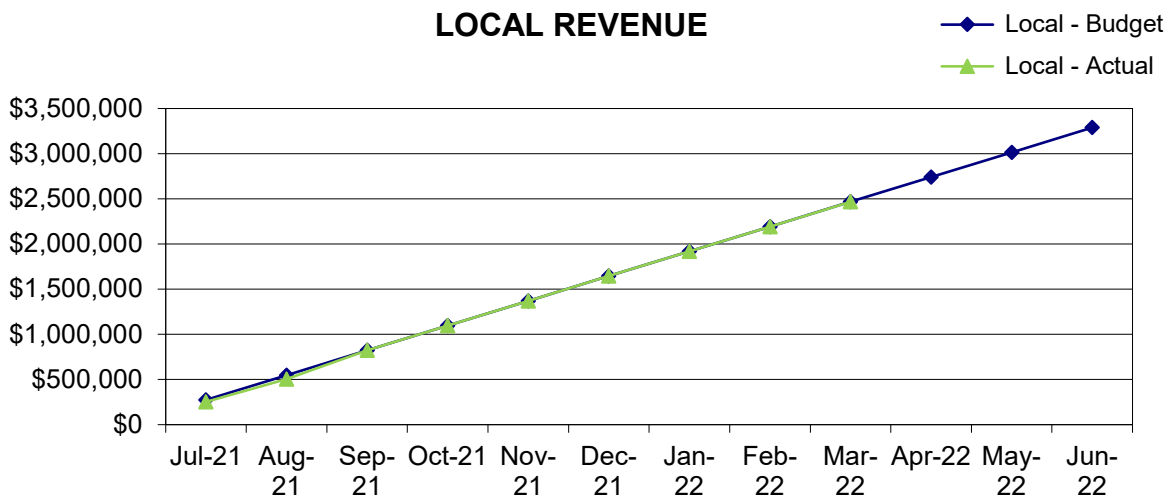
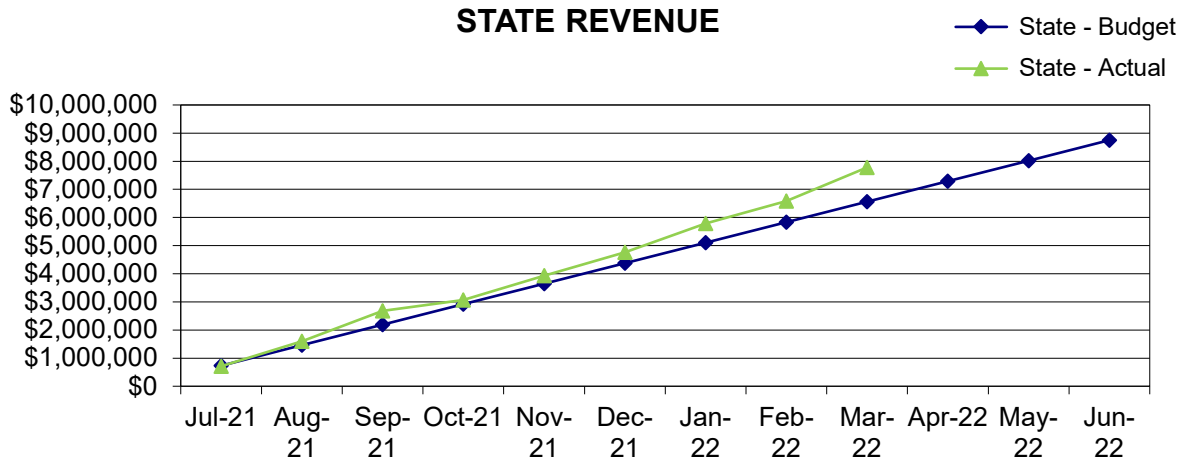
CATEGORY	TOTAL BUDGET	RECEIVED YTD	BUDGET YTD	% RECEIVED	BALANCE
State	\$ 8,748,766	\$ 7,779,128	\$ 6,561,575	119%	\$ 1,217,554
Local	\$ 3,289,000	2,466,748	2,466,750	100%	\$ (2)
Fees	\$ 6,189,217	3,552,587	4,641,913	77%	\$ (1,089,326)
Grants/Other	\$ 637,327	484,582	477,995	101%	\$ 6,586
Total Revenue	\$ 18,864,310	\$ 14,283,045	\$ 14,148,233	101%	\$ 134,812

EXPENDITURES

CATEGORY	TOTAL BUDGET	EXPENDED YTD	BUDGET YTD	% EXPENDED	BALANCE
Personnel	\$ 14,741,898	\$ 10,428,837	\$ 11,339,922	92%	\$ 911,084
Staff Development	\$ 76,661	56,124	57,496	98%	1,372
Facility	\$ 1,107,940	573,504	830,955	69%	257,451
Equipment and Supplies	\$ 743,434	471,667	557,576	85%	85,909
Transportation	\$ 258,787	47,156	194,090	24%	146,934
Consultant and Contractual	\$ 1,829,900	1,306,742	1,372,425	95%	65,683
Miscellaneous	\$ 105,690	27,022	79,268	34%	52,245
Total Expenditures	\$ 18,864,310	\$ 12,911,053	\$ 14,431,731	89%	\$ 1,520,678
Operating Margin	\$ -	\$ 1,371,992	\$ (283,498)	10%	\$ 1,655,490

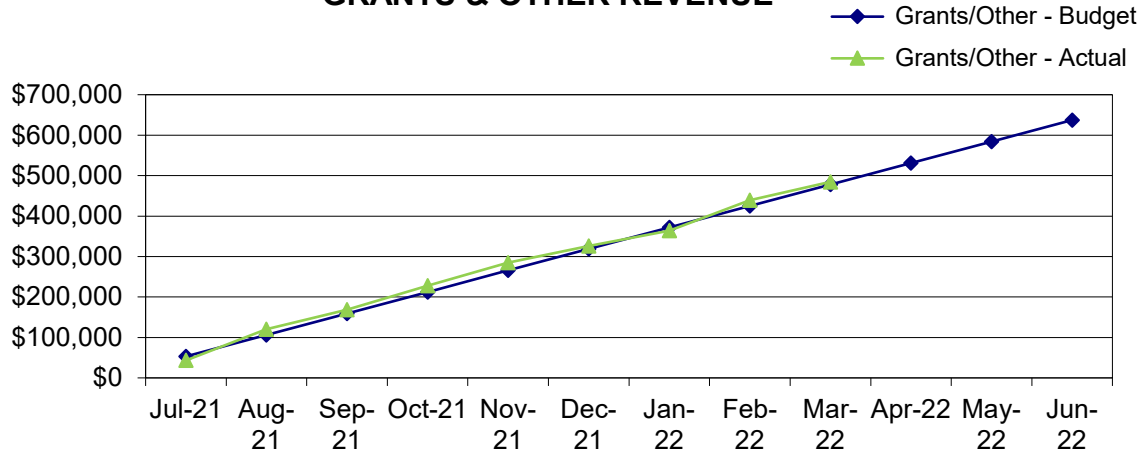
Unless noted otherwise, all amounts are modified cash basis: revenues recognized when earned and received; expenditures upon disbursement, subject to final settlement with fiscal agent.

YEAR TO DATE REVENUES
as of
03/31/22

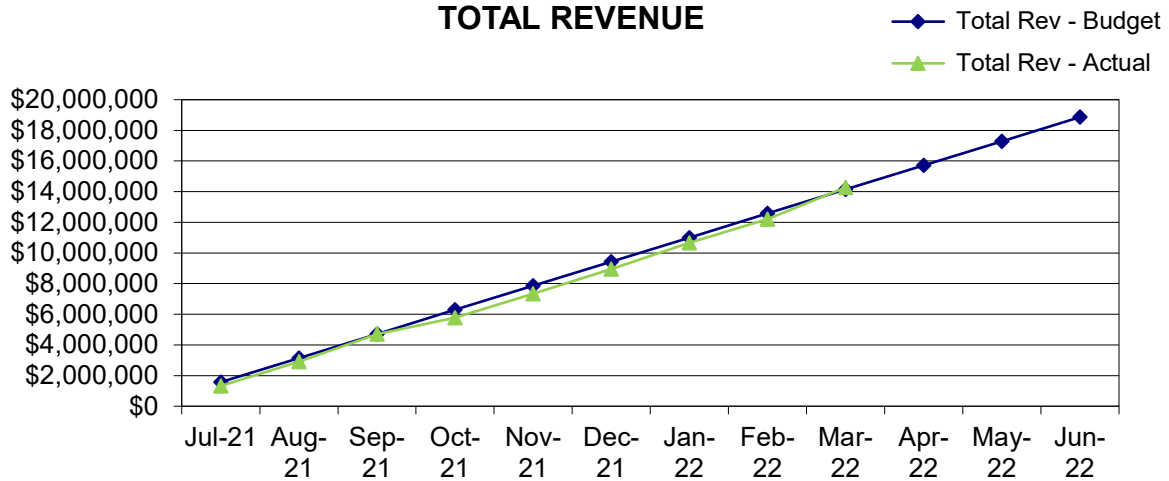


YEAR TO DATE REVENUES
as of
03/31/22

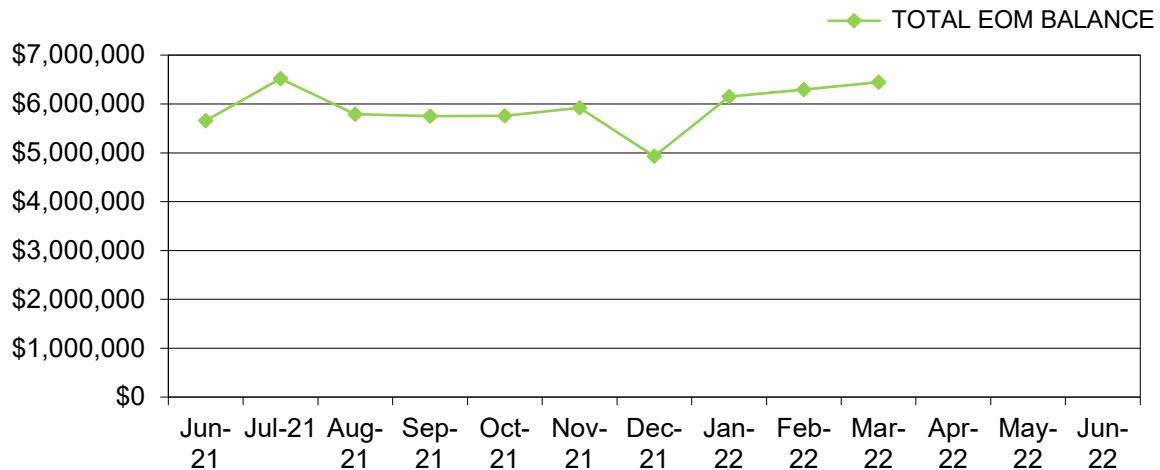
GRANTS & OTHER REVENUE



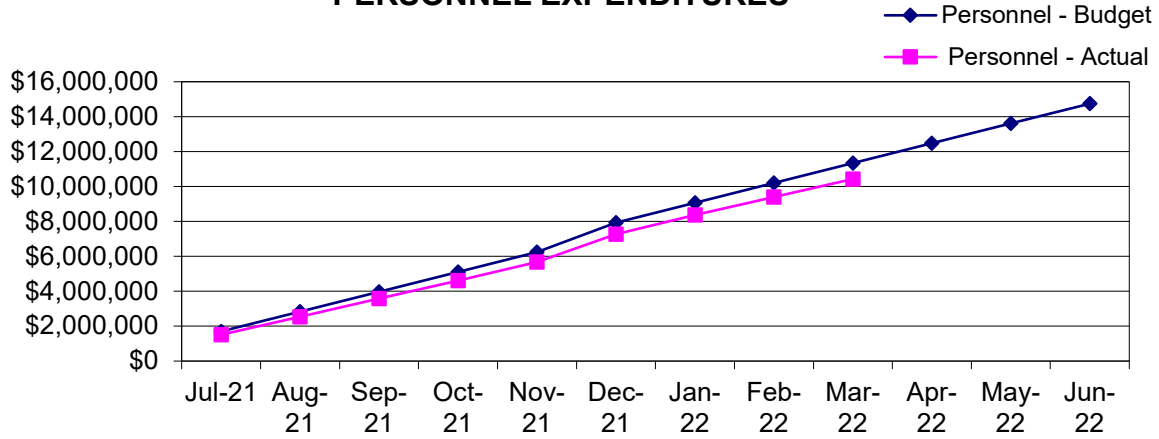
TOTAL REVENUE



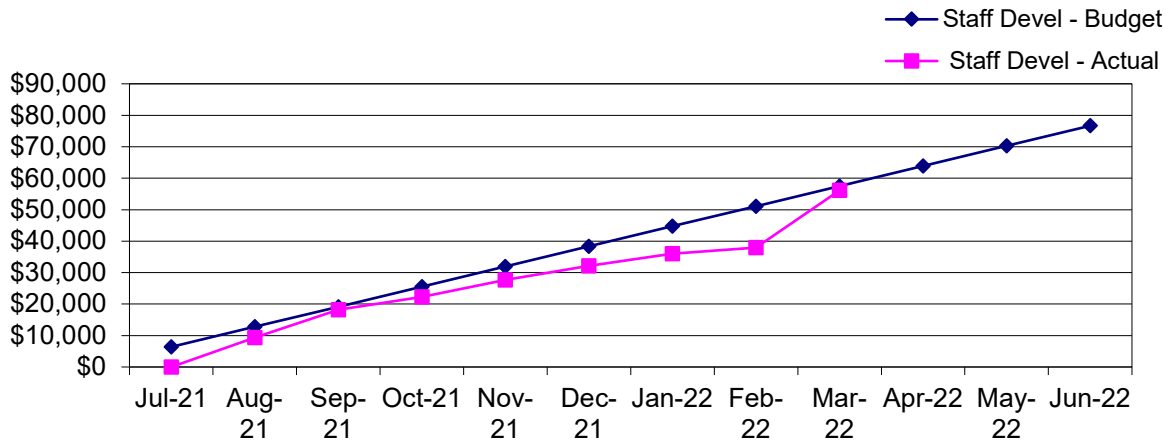
CASH & INVESTMENTS BALANCE



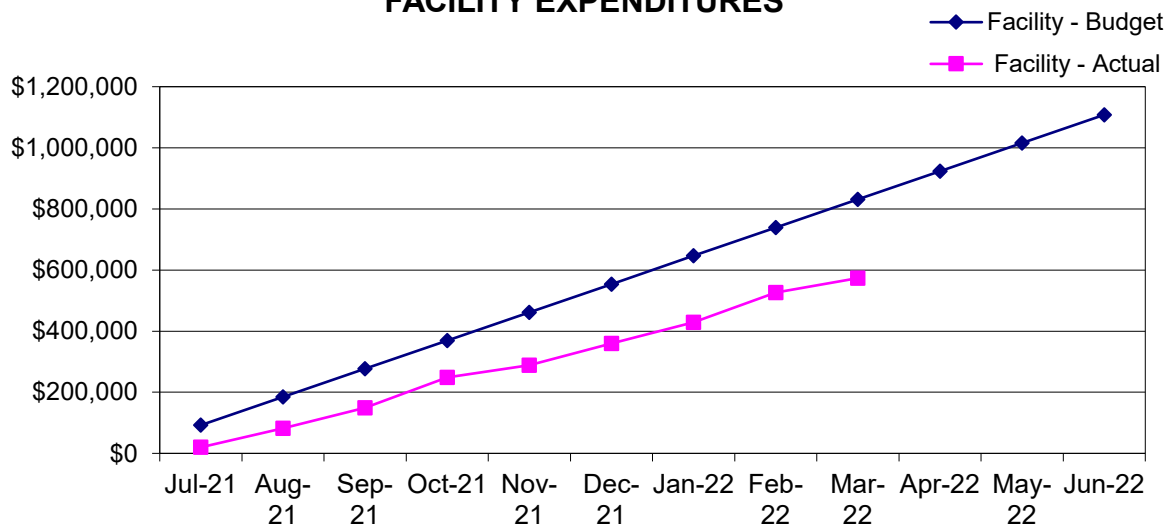
PERSONNEL EXPENDITURES



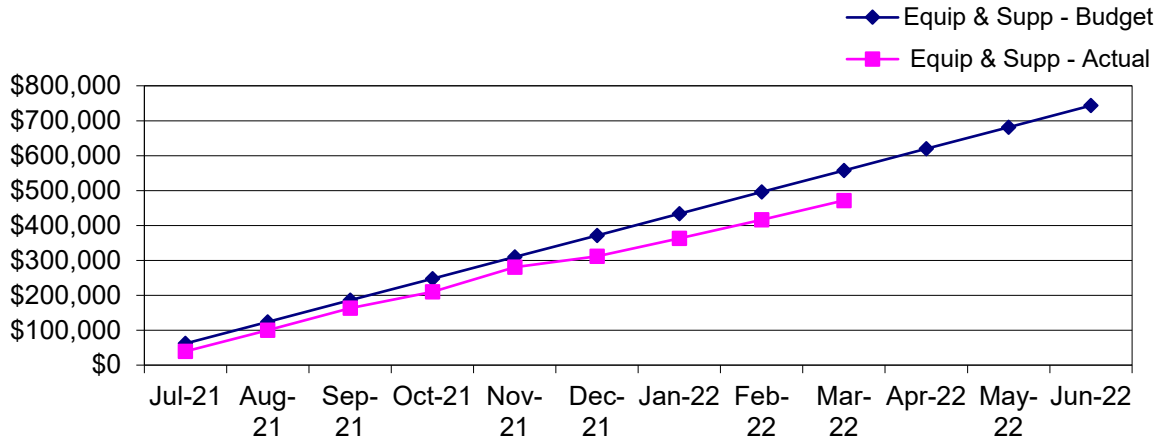
STAFF DEVELOPMENT EXPENDITURES



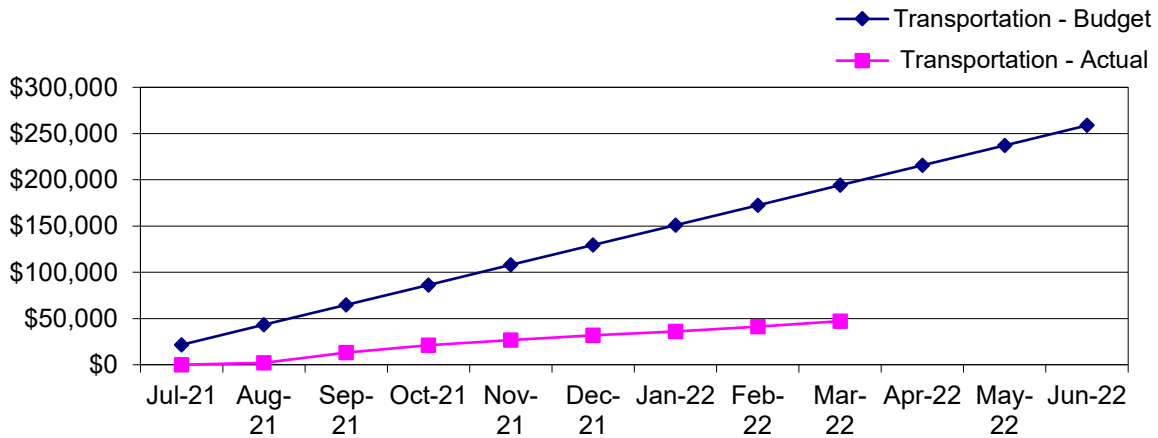
FACILITY EXPENDITURES



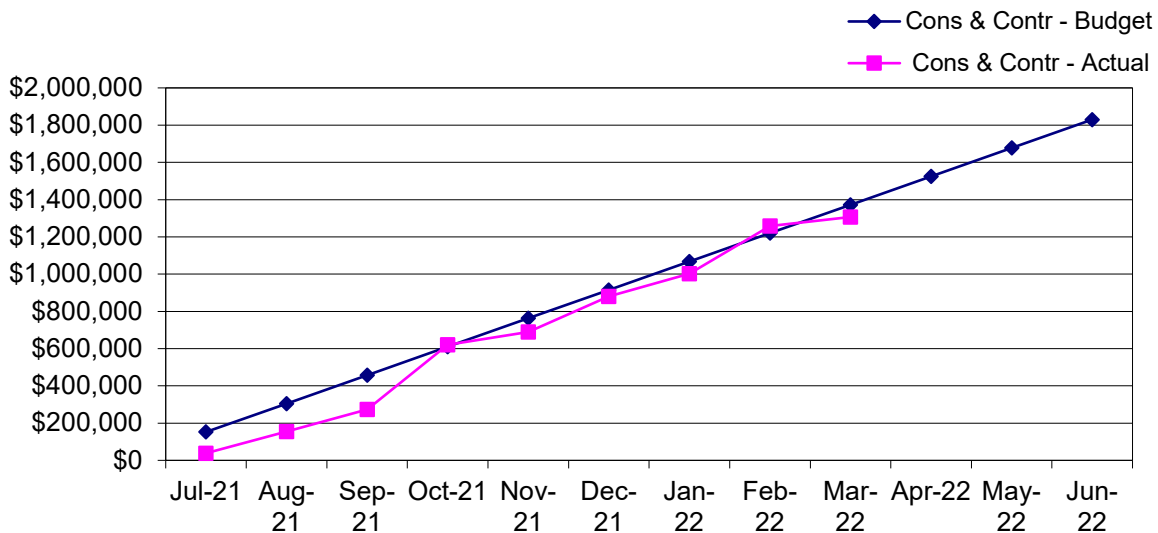
EQUIPMENT & SUPPLIES EXPENDITURES



TRANSPORTATION EXPENDITURES

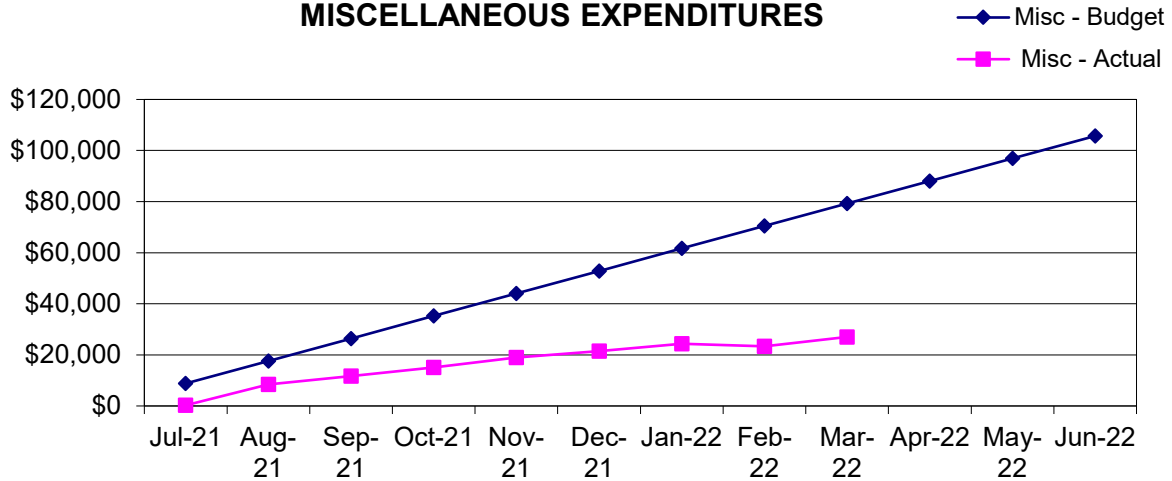


CONSULTANT & CONTRACTUAL EXPENDITURES

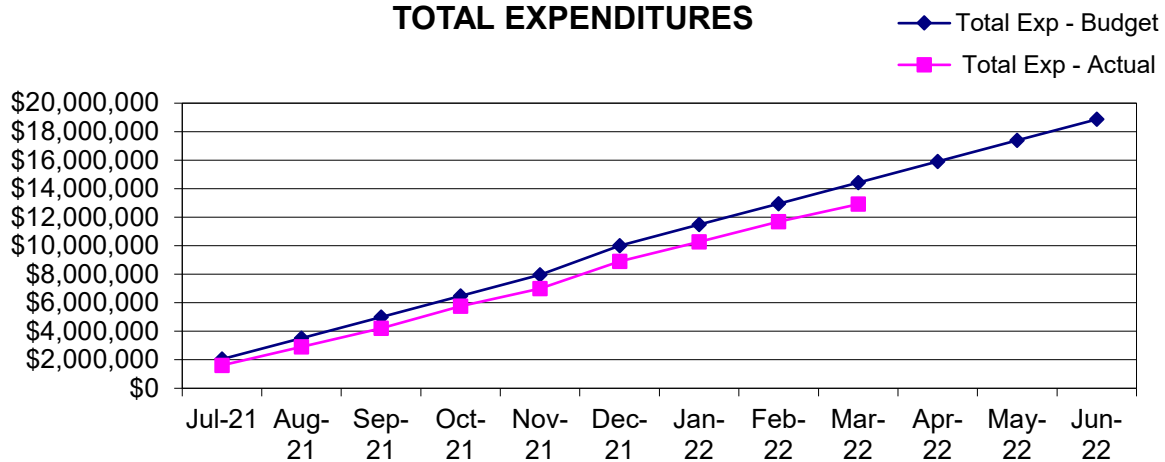


YEAR TO DATE EXPENDITURES
as of
03/31/22

MISCELLANEOUS EXPENDITURES



TOTAL EXPENDITURES



TOTAL REVENUE & EXPENDITURES

