

June 16, 2017
Doubletree Biltmore – Asheville, NC

D Jones called the meeting to order at 9:05 am.

Welcome and Introductions by D Jones, Chair. Quorum established. **(See attendance table.)**

Guests in attendance: Katherine Boeck, Marcia Roth, and Jennifer Overfield – PAIMI Advisory Council members

1. Board Chair Report – D Jones, Chair

- D Jones read the Conflict and Competing Interest Statement and asked Board members if there were any known conflicts with any of the Agenda items. No conflicts were disclosed.
- Public Comment – None.

2. Consent Agenda – Bryan Dooley, Secretary

Bryan Dooley directed the Board members to the Consent Agenda and asked if anyone had questions. There were none.

Bryan Dooley made a motion to approve the Consent Agenda. Rachel Fuerst seconded the motion. The motion passed unanimously.

3. Disability Rights NC’s Financial Health – Itnuit Janovitz Freireich, Treasurer

Finances Year to Date –

- **Balance Sheet** - Itnuit directed the Board to the Balance Sheet of May 31. The first column shows the assets for the current year and the different accounts. Total cash is \$1,056,720.98 and has increased from \$887,323.27. We have not yet received the funds for the Disability Law Fellow but should receive it in June. The Total Assets amount to \$1,319,704.51. Itnuit explained the differences in the Balance Sheet.
- **Statement of Revenue and Expenditures** – Itnuit stated that this is a more detailed description and shows where the money came from and how it is spent. She reported that the main revenue comes from our grants. This is for the first eight months of the fiscal year and if we were right on budget, we would be at 66%. If revenue is more than 66.7%, that is good. Some grants come in at different times of the year so this is just a reference. Rachel asked about the attorney fees line item. Charlie stated that *Pashby* fees is not in this document as it was just received last week. It will show up in the

September financials. Vicki explained that the attorney fees were earned in a prior performance year and they will be 100% unrestricted funds – but not fees earned with PAIDD dollars since different rules apply to them. Itnuit highlighted that the main expenses are salaries and benefits. We are under budget when you look at the 3rd column. Crystal asked for explanation and Charlie explained that we are not understaffed, but that we have some vacancies that were budgeted for the full year. Itnuit then discussed the financial impact of the conference. Overall, the conference did even better than expected. Charlie explained that the revenue exceeded budget by \$1,253. We still have a little bit of expense but will still have a \$20,000 profit. Deborah asked for clarification of shared costs. Vicki explained that they are costs that are shared by all the projects – they do not have their own source of revenue.

- **Summary of Grant Financial Information** – Itnuit reported that the main thing with PAIDD is that we are already 17% above the anticipated spending. Vicki explained that if we spend too much in one category it means we are not spending enough in another category. She reported that our PAIDD Notice of Grant Award (NOGA) was reduced and the PAIMI NOGA was an increase of \$8,000+. This directly impacts our target work for next fiscal year. Itnuit emphasized that it is really important to look at the different funds. Itnuit directed the Board to the last column which shows the variance percent from the amount budgeted.
- **Proposed per diem recommendation** – Itnuit explained the federal per diem rates for NC. The finance committee discussed the need to increase the per diem to \$50 per day. The committee approved the motion to increase the new rates to \$12 for breakfast, \$15 for lunch and \$23 for dinner. This action item will come under New Business. Vicki explained that we studied the financial impact and it will be an approximate \$1,500 annual increase if it goes into effect. Board members that donate back some of their expenses could help even more. Crystal asked why not raise the rate more. D asked about staff input and Vicki explained that this came about as part of a discussion at a program directors’ meeting about what is reasonable to reimburse supervisors for local meals. Elaine clarified that staff did not have input into the proposed change but does not disagree with the proposal. Our employee relations policy outlines when we can use federal dollars to pay for meals and when we need to use Deborah Greenblatt funds.
- **Investment Recommendation** – Itnuit reported that Charlie and Vicki met with three different financial advisors and each had different approaches. She stated that we do not know what will happen with federal grant funding. Rachel shared her thoughts on annual fees and hourly fees. She recommends we consult on an hourly basis and feels we would be better off which would be less than 1%. Itnuit agreed and says we have asked for advice. Natalie suggested asking the advisors if they would be willing to do an hourly rate. All agreed we would probably want something that is low risk. The proposal is liquid with Edward Jones. Itnuit recommended they get a strategy to determine the amount of money to invest over a long period of time. Vicki stated that Bob Carey did not want to take any risk. Natalie commented there are a lot of options and variables.

Charlie liked Edwards Jones' plan and Robert Larson did have an hourly fee. Vicki also liked Edward Jones. Itnuit suggested a motion to go back to Larson to donate his time to the organization or charge an hourly rate. Crystal said we should ask for the donation of time and come back with a strategy of investing in CDs, stocks and bonds, and risks estimates. Natalie commented that we need to know the risk categories and what we want to do with it. Rachel suggested taking an hour at the next board meeting to discuss options. She knows that this will take time and slow the process. Itnuit asked about voting today to put the money in a 90-day CD. Rachel asked that they also consider the CFO transition process. They will work on a motion during the committee meeting later today.

4. FY 2018 Proposed Targets – Lisa Grafstein, Managing Attorney

Lisa presented the proposed targets via conference call. She explained the process of putting the targets out for public comment and then asking for board approval at the September board meeting. The proposed targets are listed below. The PAIMI Advisory Council recommended adoption of the PAIMI targets as written. Lisa did comment that the target: *Keep students with disabilities in school* also has a little bit of IOLTA funding. The second target is new and coincides with one of the five-year goals. This is to reduce restrictive intervention. Elaine reported that she just received unofficial notice that the Governor's Crime Commission grant was approved. It will provide funding for some of the work on the second target listed below.

- Keep students with disabilities in school
- Students with disabilities will attend school free from abuse, including abusive interventions.
- Advocate for the employment of people with disabilities in competitive and integrated jobs
- Enforce the right of people with disabilities to have equal access to their community
- Monitor the implementation of the Settlement Agreement on behalf of children and adolescents between the ages of birth to 21 with complex mental health needs and co-occurring intellectual and or developmental disorders so that they receive medically necessary, community based mental health services and supports needed to live in their homes, family setting or the most homelike setting appropriate to their needs.
- Reduce unnecessary institutionalization of individuals with disabilities and advance home and community based healthcare services and supports
- Increase access to accessible, affordable housing for people with disabilities in the communities of their choice
- Investigate and Report on the Safety of People with Mental Illness Admitted to Our Jails Including Recommendations of Best Practices in Jails

- Ensure appropriate treatment for people with mental health disabilities in North Carolina prisons and enforce the rights of prisoners with disabilities to accommodations required by the ADA
- Promote the right of self-determination

See Attachment A – Proposed Targets to the Board for FY 2018

Bryan asked how changes in Medicaid would affect these targets. Corye stated that any changes to Medicaid would have impact and the staff would discuss those changes in their final recommendation in September.

Deborah asked what other advocacy groups might be working on the prison target and Corye mentioned the NC Psychology and Psychiatric Associations, NASW, ACLU and others.

BREAK – During this period, Itnuit talked about the book, *Jessica's Box*. She brought copies to share with the Board.

- ♣ **Board Member Development – *Rethinking your Elevator Speech* by Elaine Whitford**
She distributed copies of *Why you Should Ditch your Nonprofit's Elevator Speech, Ten Questions a Board Member Should be able to Answer (and How to Answer them)*, and a flow-chart of how contact information is processed. She also showed a video regarding elevator speeches.

5. PAIMI Advisory Council Report – Carol Cannon, PAIMI AC, Chair

Carol reported that the advisory council met on Thursday. She shared some of the things that she is personally passionate about including human trafficking. It creates mental illness even if it was not the issue to start with. Carol talked about the PAIMI targets and advised the Board to go ahead and put the targets out for public comment.

Carol presented a resolution for the Board's consideration. She stated that John Rittelmeyer, Director of Special Litigation, was involved in drafting the recommendation based on a series of conversations with attorneys with the Department of Justice. Carol asked the Board to adopt the recommendation during new business.

6. Committee Reports – D Jones – Board Chair

D asked the committees to meet prior to lunch and then be prepared to report when the Board reconvenes.

ASK Committee – Rachel reported on behalf of Bill. She and Vicki talked about reaching out to the friends of the honorees of the Champions for Equality and Justice as well as other ideas of things to do for the next 30 days leading up to the event. A honorarium could be created by the friends of the honorees. They also talked about some broader things but they will follow-up with Elaine.

Ambassador Committee – Bola reported on the committee’s discussion and meeting last month. They talked about trying to figure out what kind of message they want to share with three different groups and how to make resources available to develop the message. She reported that Tori has been working with the Communication Department at UNC-CH to determine the best resources to use to develop a message for each group. Their goal is to meet the professor and develop a framework and timeline to get student involvement. She stated that there might be future opportunities for the students.

Advocacy Committee – Jill said the group talked about how to get messages to our legislators. Corye is not getting feedback from the board members. They discussed using a Google doc to track who is making calls. Corye will create the document and the committee will get alerts which are usually very time sensitive. Corye explained that Google doc is for data collection. Members would be asked to send a traditional letter, fax a letter, email or make phone calls and enter the information into Google doc for tracking. It can also be used to recruit and used within your own circles.

Governance Committee – Natalie passed out a draft copy of the Code of Ethics and did an overview. She directed the Board to Sections I – V of the Code of Ethics and stated that this is just putting in writing what they already know. Deborah asked if the prudent man standard could be added. Natalie stated that the rest of the document, VI – VIII is also important. She reminded board members that above all, to look out for the organization rather than any personal interests. Tori asked about the legality of the Code of Ethics. She stated that boards are being increasingly held responsible. Vicki reminded the Board that we have errors and omissions coverage for the Board and it is renewed every year, we do an annual audit, and follow the NC Center for Nonprofits checklist. Board members do not have a six-year term but are reviewed at the beginning of each term. Natalie stated that the Code of Ethics can be communicated to all board members when they are elected. We have not had anything definitive in the past and this is a good resource for now and in the future. A brief discussion was held regarding a situation that occurred in the past. D asked that all board members be engaged and come to their assigned committee meetings. This document is a structure within which to work as board members. The Governance Committee will put all policies in an accessible format.

♣ **Program Policy – Corye Dunn, Director of Public Policy**

Corye stated that Medicaid, as we know it, could end very soon. She described what cuts could be seen in the new budget. We are looking at 1 ½ to 2 trillion dollars being pulled out which will harm access to care. Corye discussed funding cuts, block grants, per capita cap proposal, ACHA, waiving pre-existing conditions requirements, lifetime annual limits, and

restricting funding cuts. She will be sending information out to the Board and will need quick action. She stated she really wants the advocacy committee to follow through. Corye also talked briefly about *Raise the Age* and said board members will be asked to contact their state senators.

♣ **NC Empowerment – Bryan Dooley, Board Secretary and Christopher Egan, Executive Director, NC Council on Development Disabilities (NCCDD)**

Bryan stated that he is also on the NCCDD and this is an important initiative they started. The *Inclusive Advocacy Leadership Development Initiative* FAQs handout was distributed. They want to reboot self-advocacy in NC and it's a really important time. The organization is named the NC Empowerment Network. Bryan reported that they have taken over an old nonprofit with the help of Disability Rights NC. The last mailing had the logo. They also have a mission statement and a social media strategy which is going well. Bryan credits this to Disability Rights NC. He reported that they saved about a year in time by taking over this other nonprofit. Chris has been involved, too, and Carolina Institute for Developmental Disabilities. They are doing advocacy development and leadership. The NCCDD realized that the Council could not be in isolation in self-advocacy. They have hired a couple of people to support the advocacy group. The Council has historically funded leadership classes, one is Partners in Policymaking to advance strong leadership. They decided last year to take a temporary pause to reexamine if that is the best way to give out the information. We want to get it to as many people as we can. Rachel asked why this organization is needed now. Bryan reported that he knows other states are already doing it and Chris stated that there is a need as required by the DD Act. Chris stated that this advocacy structure provides a way to bring stakeholders to the table. Self-advocacy and parent involvement is a national effort and by organizing, it raises the visibility.

♣ **Development Report – Elaine Whitford, Director of Development**

- She first reported on the annual conference. Attendance was up and there is a profit of over \$23,000. She held a post-conference briefing with staff. She reported that the date for the conference next year is April 19, 2018 which will be the 5th conference at the Friday Center. She asked the Board to send suggestions and ideas to her. The staff will meet again in September.
- *Over the Edge* event – Elaine reported that if details are worked out, the event will be the first Saturday in November. She stated that if the building in Durham does not work out, we may be looking at another license opportunity.
- 10-year Anniversary Reception – this event is free but guests need to register. Elaine reported that she has created a 10-year anniversary campaign. The tentative plan is to use this date as a kick-off to go through the end-of-the-year annual appeal. She reminded everyone that this event was in the June E-news and on our website. The

newsletter is at the printer and a hard copy will go out in a couple of weeks. Elaine stated that we may do a press release but it will go out in email, Facebook, and Twitter.

7. What Keeps the Executive Director Up at Night – Vicki Smith, Executive Director

She presented “Preparing for the Future” to the Board. See Attachment B.

8. OLD BUSINESS –

- September 15-16, 2017 Retreat and Meeting - Wrightsville Beach
- December 8, 2017 – Embassy Suites, Cary

NEW BUSINESS –

- *Meal Per Diem Recommendation* – **Kim Lan Grout made a motion to increase the meals per diem from \$40/day to \$50/day effective June 17, 2017. Tori Ekstrand seconded the motion. Deborah Whitfield opposed. The motion passed.**
- *Investment recommendation* – **Itnuit Janovitz Freireich made a motion, on behalf of the Finance Committee, to have Vicki Smith and Charlie Barnes contact Robert Larson with Edward Jones and discuss his donating his time to Disability Rights NC and/or to bill at an hourly rate. If that is agreed, then the Board will take the Risk Assessment Tolerance Test at the September board meeting. Natalie Miller seconded the motion.**

Rachel stated that she would want to know the hourly fee before signing on. Natalie commented that each company has their own assessment tool. If Mr. Larson can only provide his services for a percent, we will contact no more than two (2) other advisors and determine their fee structure and potential plan of investment.

Itnuit stated that if we think the price is right, we will hire him. The Finance Committee will make the decision on the rate.

The motion was unanimously approved.

- *FY 2018 Proposed Targets for Public Comment* – **Carol Cannon made a motion to present the FY 2018 Proposed Targets for Public Comment. Kim Lan Grout seconded the motion. The motion passed unanimously.**

- **Board Policies and Code of Ethics – Alyssa Ng made a motion to approve the Board Policies and Code of Ethics. Natalie Miller seconded the motion. The motion passed unanimously.**
- **PAIMI Advisory Council Resolution – Carol Cannon made a motion that Disability Rights NC become actively involved in the DOJ settlement.**

Vicki suggested that the Board be a co-signer to the resolution.

Rachel seconded the motion.

Deborah asked what costs would be involved. Rachel said the filing costs and everything is already in the works in federal court. We would be entering as a plaintiff. We have to wait until a new judge is approved.

Marcia Roth, PAIMI Advisory Council member, made a statement in support of Carol’s motion.

The motion passed unanimously.

D asked for a motion to adjourn, Rachel seconded the motion. The meeting adjourned at 3:01 pm.

Submitted by: _____
Bryan Dooley, Secretary

Date: _____

Board Meeting Attendance Report – 2017

This chart illustrates board attendance for the current calendar year
P = Member attended meeting in Person
T = Member participated by Teleconference
O = Member was absent

Board Members	Jan	Feb	Mar	Apr	May	Jun	July	Aug	Sep	Oct	Nov	Dec
Ernie Baldwin			P			O						
James Booker			P			P						
Crystal Bowe			P			P						
Carol Cannon, PAIMI AC Chair			P			P						
Bola Desalu			P			T						
William Donohue			P			O						
Bryan Dooley			P			P						
Victoria Ekstrand			P			P						
Itnuit Janovitz Freireich			P			P						
Rachel Fuerst			P			P						
Kim Lan Grout			P			P						
D Jones			P			P						
Natalie Miller			O			P						
Alyssa Ng			P			P						
Jill Scercy			P			P						
Janna Shisler			P			T						
Deborah Whitfield			O			P						
Board Attendance			88%			88%						
% Participation / In Person			88%			88%/76%						
<u>Ex-Officio Members:</u>												
Christopher Egan, NCCDD			P			P						
<u>Supporting Staff:</u>												
Charlie Barnes			P			P						
Lisa Grafstein			P			T						
Vicki Smith			P			P						
Elaine Whitford			P			P						
Janice Willmott			P			P						
Corye Dunn			n/a			P						