

BLUE RIDGE BEHAVIORAL HEALTHCARE

MINUTES OF August 13, 2020

The regular meeting of the Board of Directors of Blue Ridge Behavioral Healthcare was held at 5:00 p.m. on Thursday, August 13, 2020 virtually via ZOOM meeting.

Due to the COVID-19 pandemic and based upon Executive Order Fifty-One, issued by Governor Northam on March 12, 2020, Amended Executive Order Fifty-Three on April 15, 2020, Executive Order Fifty-Five, issued by Governor Northam on March 30, 2020, Amendment 28 to HB29 (adopted April 22, 2020), Virginia Code Section 2.2-3708.2, BRBH will be conducting this regularly scheduled board meeting by electronic communication means without a quorum of the Board of Directors physically present.

MEMBERS PRESENT

Lew Bishop
Shannon Brabham
Richard Caywood
Helen Ferguson
Marty Francis
Ed Garner
Dr. Carole Geiger
Rev. Todd Hester
Dr. Forest Jones
Dan Karnes
Patrick Kenney, Esq.
Wanda Osburn
Michael Parish
Carol Whitt

STAFF PRESENT

Debbie Bonniwell
Mark Chadwick
Tamara Starnes
Helen Lang
Lynn McDowell
Ashley Simmons

MEMBERS ABSENT

Col Bobby Russell

ALSO IN ATTENDANCE (Guests/Member of the Public):

Greg Hamilton

1. Call to Order

Lew Bishop, Chair, called the regular meeting of Blue Ridge Behavioral Healthcare Board of Directors to order at 5:02 p.m. As noted, above, the meetings was held virtually via ZOOM technology in light of the Virginia State of Emergency for the Covid-19 pandemic.

2. **ACTION ITEM:** Approval of June 11, 2020 Minutes.

Dr. Carole Geiger moved to approve the corrected minutes of the June 11, 2020 Board of Directors Meeting. Dan Karnes seconded the motion. The motion carried and the minutes were approved.

3. **Chair Comments** – Lew Bishop, Chair

Lew Bishop announced that Lynn McDowell, Prevention and Wellness Division Director will be retiring in October after serving 38 years with BRBH. It was noted that she will be sadly missed.

- A. Chief Executive Officer Report: Debbie Bonniwell reviewed the Chief Executive Officer's report.
- B. A copy of the DBHDS Performance Dashboard was included in the board packet.
- C. Board and Committee Meeting Calendar. A copy of the 2020 Board and Committee meeting calendar was included in the board packet.

4. **Resources Committee Report** – Richard Caywood, Treasurer

The Resources Committee met on August 13, 2020 via ZOOM virtual meeting. Richard Caywood chaired the meeting and committee members in attendance were Ed Garner, Dr. Carole Geiger, Dan Karnes, Wanda Osburn, and Michael Parish. Lew Bishop, Board Chair was also in attendance. Mark Chadwick and Helen Lang staffed the meeting and Debbie Bonniwell, Chief Executive Officer was also in attendance.

- A. **Business & Financial Services:** Mark Chadwick, Chief Financial Officer presented information on the following topics and staff recommendations.
 - 1. **ACTION ITEM:** Interim Budget Changes Motion was brought by committee to approve the interim budget changes. The motion carried.
 - Mark Chadwick reviewed the Business and Financial Services report, which included information on the FY 2021 performance contract, June 2020 financial statements, and financial impacts related to COVID-19.
- B. **Human Resources:** Claude Henson, Human Resources Officer
 - 1. Helen Lang, Continuous Quality Improvement Officer, in the absence of Claude Henson, reviewed the Human Resources report, including information on turnover, open enrollment, medical insurance, dental insurance, internships, and process street.
- C. **Continuous Quality Improvement:** Helen Lang, Continuous Quality Improvement Officer
 - 1. Helen Lang provided the board members with the annual Freedom of Information Act training.

5. **Services Committee Report** – Helen Ferguson, Chair

The Services Committee met on June 4, 2020 via ZOOM virtual meeting at 4pm. Helen Ferguson chaired the meeting and committee members attending were Shannon Brabham, Marty Francis, Dr. Forest Jones, Patrick Kenney, Esq., and Col Bobby Russell. Tamara Starnes, Adrien Monti, Cathy Brown, Letitia Hawkins-Beatty, Lynn McDowell, and Patty Williford staffed the meeting. Staff reports related to Services were included in the board packet.

- A. Chief Clinical Officer Report –Tamara Starnes, Chief Clinical Officer
 - Tamara Starnes presented the Chief Clinical Officer report, which included information on clinical services updates.

6. **Executive Committee** – Lew Bishop, Chair.

A. **ACTION ITEM: Closed Session** – For purposes of discussion of personnel matters pursuant to Code of Virginia Freedom of Information Act 2.2-3712.

- A motion to go into Closed Session was made by Wanda Osburn as follows:

Pursuant to Code of Virginia Freedom of Information Act 2.2-3711, paragraph A.1, a motion is made to enter into closed session for the purpose of discussing the annual performance evaluation recommendations and contract renewal of the Chief Executive Officer during a regularly scheduled meeting of the BRBH Board of Directors.

- The motion was seconded by Dan Karnes and the motion carried at 5:30 p.m.

7. **ACTION ITEM: Return to Open Meeting**

Motion was made by Dr. Forest Jones to return to open meeting. Dan Karnes seconded the motion. The motion carried at 6:20 pm.

A. **ACTION ITEM: Certification of Proceedings of Closed Session** pursuant to Code of Virginia Freedom of Information Act, 2.2-3712, Paragraph D.

- Wanda Osburn made the following motion to certify the proceedings of the closed session:

WHEREAS, the **Board of Directors of Blue Ridge Behavioral Healthcare** has convened a closed meeting on this date pursuant to an affirmative recorded vote and in accordance with the provisions of the Virginia Freedom of Information Act: and

WHEREAS, Sec. 2.2-3712.C of the Code of Virginia requires a certification by the **Board of Directors of Blue Ridge Behavioral Healthcare** that such closed meeting was conducted in conformity with Virginia law;

NOW, THEREFORE, BE IT RESOLVED that the **Board of Directors of Blue Ridge Behavioral Healthcare** hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meetings requirements by Virginia law were discussed in the closed meeting to which this certification resolution applies, and (ii) only such public business matters as were identified in the motion convening the closed meeting were heard discussion or considered by the **Board of Directors of Blue Ridge behavioral Healthcare**.

- Patrick Kenney seconded the motion to certify the proceedings. A roll call vote was taken and the motion carried at 6:30 p.m., with the record of votes as certified by Wanda Osburn hereby included as an attachment to the end of these minutes.

B. **ACTION ITEM: Chief Executive Officer Evaluation, Recommendations & Renewal of Annual Contract**

- Dr. Forest Jones brought a motion out of Executive Committee to approve the Chief Executive Officer's annual performance evaluation, contract renewal and recommendations. The motion carried.
- Motion to amend the main motion approving the Chief Executive Officer's performance evaluation, contract renewal, and recommendations was made by Rev Hester for a change only in the salary recommendation. Ed Garner seconded the motion. The motion carried.
- Motion was made by Wanda Osburn to approve the amendment to original Executive Committee motion for the Chief Executive Officer's performance evaluation, contract renewal, and recommendations. Shannon Brabham seconded the motion. The motion carried.

8. Other Information Items

9. **Next Board Meeting Date** – October 22, 2020 at 5:00 p.m. is currently scheduled in the Elm Board Room, 301 Elm Ave SW, Roanoke, VA 24016

10. The meeting adjourned at 6:48 p.m.

Wanda Osburn, Secretary

Date Approved

Ashley Simmons, Recorder for the Board

MOTION: Wanda Osburn

MEETING DATE: August 13, 2020

SECOND: Patrick Kenney, Esq.

CERTIFICATION OF CLOSED MEETING

WHEREAS, the **Board of Directors of Blue Ridge Behavioral Healthcare** has convened a closed meeting on this date pursuant to an affirmative recorded vote and in accordance with the provisions of the Virginia Freedom of Information Act: and

WHEREAS, Sec. 2.2-3712.D of the Code of Virginia requires a certification by the **Board of Directors of Blue Ridge Behavioral Healthcare** that such closed meeting was conducted in conformity with Virginia law;

NOW, THEREFORE, BE IT RESOLVED that the **Board of Directors of Blue Ridge Behavioral Healthcare** hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed meeting to which this certification resolution applies, and (ii) only such public business matters as were identified in the motion convening the closed meeting were heard discussed or considered by the **Board of Directors of Blue Ridge Behavioral Healthcare**.

VOTE

AYES: 14

ABSENT DURING VOTE: 1

NAYS: 0 *

ABSENT DURING MEETING: 1

**BOARD OF DIRECTORS
BLUE RIDGE BEHAVIORAL HEALTHCARE**

Ms. Wanda Osburn, Secretary

**Per Code of Virginia 2.2-3712: "Any member of the public body who believes that there was a departure from the requirements of clauses (i) and (ii), shall so state prior to the vote, indicating the substance of the departure that, in his judgment, has taken place. The statement shall be recorded in the minutes of the public body."*

Note: Roll Call of Votes on next page.

Roll Call for Closed Meeting

BRBH Board Members as of August 13, 2020:

NAME	Absent	Aye	Nay *	Abstain
Mr. Lew Bishop, Chair		X		
Ms. Shannon Brabham		X		
Mr. Richard Caywood, Treasurer		X		
Ms. Helen Ferguson		X		
Mr. Marty Francis		X		
Mr. Ed Garner		X		
Dr. Carole Geiger, Vice Chair		X		
Rev. Todd Hester		X		
Dr. Forest Jones		X		
Mr. Dan Karnes		X		
Mr. Patrick Kenney, Esq.		X		
Ms. Wanda Osburn, Secretary		X		
Mr. Michael Parish		X		
Col. Bobby Russell	X			
Ms. Carol Whitt		X		

* For each "nay" vote, the substance of the departure from the requirements of the Act should be described:
