



**Board of Trustees Meeting
Minutes
December 1, 2010**

Board Members present:

Curtis Coleburn (left at 1:50) , Kevin R. Cooper, M.D., Don Gehring, Robert C. Gunther, M.D, Stacey A. Hinderliter, M.D., F.A.A.P., Jeffrey Logan Holland, Corey Howell, Patrick J. Hughes, Sr., Patti Kiger, M.Ed., Robert Leek, Sarah T. Melton, PharmD, BCPP, CGP, Stephen Reardon, Karen Remley, M.D., Rosa I. Villoch-Santiago and Claudia Tellez (arrived at 12:35, left at 1:45).

Board Members not present:

Sanjeev K. Aggarwal, M.D., Edda Collins Coleman, Senator Emmett W. Hanger, Jr., John O. James, Jr., Delegate William R. Janis, Michael C. Kontos, M.D., Delegate John O'Bannon, III, M.D., Senator Ralph S. Northam, M.D.

Staff:

Eloise Burke, Richard Foster, Donna Gassie, Henry Harper, III, Wilma Jordan, Marty Kilgore, Danny Saggese and Margaret White.

Counsel:

Carrie S. Nee, Office of the Attorney General

Guest:

The Honorable Bill Hazel, Secretary of Health and Human Resources
Matt Cobb, Deputy Secretary of Health and Human Resources

Called to order:

Patrick J. Hughes called the meeting to order at 12:05 p.m.

Patrick J. Hughes welcomed the Honorable Bill Hazel, Secretary of Health and Human Resources and Matt Cobb, Deputy Secretary of Health and Human Resources.

Minutes:

Motion: to approve the minutes as presented: Karen Remley, M.D.

Second: Robert C. Gunther, M.D.

Vote: Unanimous in favor.

Chairman's Report:

The General Assembly cut the Foundation's budget by twenty-five percent in the last session. This decreased our payment from the MSA from 10% to 8½%. As a result we funded only 24 tobacco prevention programs. Also as a result, we will be reaching far fewer children with our television ads this year.

Over the years our budget has decreased for various reasons. We are actively seeking the return of the funds we lost in the last General Assembly. Secretary Hazel has formally recommended to Governor McDonnell that funding be restored to VFHY and that VFHY should receive its' share of the bonus MSA payments that have been redirected to Medicaid. The Department of Health has a small number of special budget requests it can send to the Governor every year. Also, our advocates at the Heart and Cancer Associations are speaking up on our behalf at this coming General Assembly session. Our board members are requested to do the same. Please contact your legislators and ask them to support restoring funding to the Foundation.

As board chairman, my concern is that our already small budget for youth prevention has been cut significantly. I am hopefully that we get some good news this year from the General Assembly if we all work together and work a little harder by making sure the General Assembly knows how successful the Foundation has been over the years and how important it is to the youth of Virginia.

Secretary Bill Hazel addressed the Board on the budget and the importance of the work of the Foundation. The budget is a big issue again this year as we try to get funds back. Revenue is better this year than last. A good strategy is to be prepared to amend the budget.

The work of the Foundation is incredibly important. Data on teen smoking has dropped. The concern with the dual mission is difficult without additional resources. Dr. Remley has been looking at programs related to nutrition. There are over 60 programs which are all separate and in different locations. We're looking to cross agencies with substance abuse and tobacco issues and how to minimize the gap between the agencies. The challenges are the budget. Secretary Hazel added that Virginia does not like Healthcare Reform and has created the Virginia Health Reform Issue. A group is working on how to change the delivery system to be more effective on how we deliver care and how to better utilize the workforce we now have in place.

Discussion: The board had a lengthy discussion regarding childhood obesity. Sarah T. Melton's question was in regards to healthcare reform and where prevention falls. Secretary Hazel explained prevention comes in a number of different ways. Prevention must be well managed. Prevention is not necessarily a medical problem. It is a problem in society with prenatal care, education, food availability and how we raise our children. Ultimately, our health is decided by our individual choices. Dr. Robert C. Gunther questioned the most effective way to prevent tobacco use and obesity. Secretary Hazel replied that the best theory is to change peoples' behavior. Exercise is probably the best answer to the obesity issue. Get people active. There is

no silver bullet but continued education and finding the message that really identifies with them is the best solution to the tobacco issue. Don Gehring asked if there were any initiative from the different cabinet levels to encourage the schools to spend more time in physical activities. Secretary Hazel replied that other than the First Lady's interest in stimulating activity and obesity that there is that there is no other involvement. Dr. Remley added that the long term goal is to categorize the 60 programs to define the similarities and then add activity along with our external partners.

Patrick Hughes stated that when we were mandated we formally adopted the approach of following the things we've done very well in the past and to not reinvent the wheel on what we do and how we can use those things in obesity.

Secretary Hazel added that we should look at some best practices for weight loss and assume that they may also work for obesity prevention. The committee is looking at giving the Foundation an avenue to work across agencies.

Executive Director's Report:

PROGRAMS:

VFHY currently has 77 tobacco use prevention and cessation grantees, reaching 66,000 youth across the state. The 52 three-year grantees are in their second year of programming and the 25 one-year grantees are up and running with their programs. Quarterly reports were received on October 15th. Site visits with newer grantees will begin in January 2010.

The following is the training schedule for the months of September-December:

- ***Strengthening Families Program*** workshop in Arlington – Aug. 30 – Sept. 2, 2010
- ***Too Good for Drugs*** workshops in Blacksburg – Sept. 8, 2010
- ***Life Skills Training*** workshop in Manassas – Sept. 14, 2010
- ***Teaching Methods and Styles to Spice Up Your Prevention Program*** workshop in Richmond – Sept. 15, 2010
- ***Positive Action*** workshop in Madison – Sept. 22, 2010
- ***Managing Behaviors in Youth Programs*** workshop in Richmond – Sept. 24, 2010
- ***Too Good for Drugs and Intervening With Teen Tobacco Users*** workshops in Palmyra – Sept. 28, 2010
- ***Everything You Always Wanted to Know About Teen Cultures*** workshop in Richmond – Oct. 13, 2010
- ***Everything You Always Wanted to Know About Teen Cultures*** workshop in Charlottesville – Oct. 14, 2010

- *Life Skills Training* workshop in Richmond –Oct. 22, 2010
- *Identifying The Potential of Youth* workshop in Richmond – Oct. 29, 2010
- *Engaging the Heart* workshop in Charlottesville – Nov. 9, 2010
- *The Culturally Competent Professional* workshop in Richmond – Dec. 9, 2010
- *Strengthening Families Program* workshop in Rocky Mount – Dec. 21 - 22, 2010

MARKETING:

Danny Saggese, Director of Marketing, was requested by the CDC’s Office on Smoking and Health (OSH) to make a presentation on the monthly OSH Media Network webcast. The presentation, entitled *The Meltdown Campaign Takes on Dissolvables*, focused on the VFHY’s youth advocacy group, Y Street, and their efforts to raise awareness in Virginia of the new smokeless/dissolvable tobacco products with packaging and flavors resembling candy, mints and gum. There were 75 participants on the call, representing 35 states and 10 national partner organizations.

VFHY has formally announced the recipients of the 2010-2011 Y Street Mini-Grants. VFHY added 17 new organizations and more than 450 new Y Street youth activists as members. The Y Street Mini-Grant program was launched in 2008 to encourage active youth in Virginia to join Y Street by awarding grants to local student organizations. Y Street – one of VFHY’s multiple marketing strategies – is a statewide association of high school youth advocates, who are working to enlighten their peers as to the consequences of tobacco use. Y Street strives to cause cultural change in Virginia’s youth by deglamorizing tobacco and instilling pride in a smoke-free lifestyle. Since 2004, more than 4,000 teens from all across Virginia have attended a training offered by Y Street. The 2010-2011 Y Street Mini-Grant recipients are the following:

Appomattox County HS FCCLA
 Blacksburg HS DECA
 Booker T. Washington HS FBLA
 Buckingham Vocational Center FBLA
 Eastern Montgomery HS FCCLA
 Franklin County HS FCCLA
 Galax HS FBLA
 Hanover HS DECA
 James River HS DECA
 Mt. Vernon HS DECA & FBLA
 Norfolk Tech Center FCCLA
 Stone Bridge HS FBLA
 Tabb HS DECA
 Tallwood HS FBLA
 Tazewell HS DECA
 Turner Ashby HS DECA

Woodrow Wilson HS FCCLA

RESEARCH:

Site visits are being conducted this quarter with each college or university funded through VFHY.

VCU is working with the CDC to draw the school samples for the YTS and obesity surveys. Schools will be contacted in the spring to schedule survey administration in the fall of 2011.

CHILDHOOD OBESITY:

On August 31, 2010, a statewide panel reviewed 48 grant proposals submitted under RFP #852P013. The RFP offered funding for Healthy Community Action Team grants to implement one of the CDC's "Promising or Evidence-based Practices." Funding recommendations were presented to the VFHY Board of Trustees for approval at the September Board of Trustees meeting. The VFHY Board of Trustees approved 22 grant proposals submitted to fund Healthy Community Action Teams to complete community-based interventions to reduce and prevent childhood obesity. Within the proposals, applicants had to demonstrate they had a core team developed for the proposed project, select one or more activities from CDC/IOM's list of "Promising or Evidence-based Practices" to reduce childhood obesity, list goals and objectives and describe an evaluation component. The total funding awarded was \$1.2 million. The maximum award amount for a proposal was \$60,000. The RFP process was highly competitive, with 48 proposals submitted for review and only 22 proposals funded. The contract period is Oct. 1, 2010 through June 30, 2012.

Training and orientation for the 22 new Healthy Communities Action Teams took place on Nov. 3, 2010 in Richmond, VA. More than 50 team representatives attended. The Prevention Institute provided training about successful community coalition building. Heidi Hertz from VDH provided an overview of childhood obesity in Virginia. VFHY staff provided orientation regarding the successful management of their VFHY grants.

Virginia First Lady Maureen McDonnell, Secretary of Agriculture Todd Haymore and VFHY Executive Director Marty Kilgore visited Silver Diner Restaurants' Virginia Beach location on Sept. 20 to spotlight innovative new programs from Silver Diner that promote fresh, Virginia-grown products and target obesity prevention. Silver Diner is offering healthy new menu options and contributing to improving nutrition standards in public schools.

VFHY and VDH met with the Virginia Diabetes Council (VDC) on Oct. 28 to discuss coordination of obesity efforts. VDC is specifically interested in a statewide slogan that can be used by all groups working on the issue as a means to raise awareness and have a unified message for the public.

The VFHY submitted a report to the General Assembly outlining the funds it has spent on childhood obesity prevention at the community level, as required by the 2010-12 state budget legislation.

LEGISLATIVE SITE VISITS AND OUTREACH:

VFHY Public Affairs Coordinator Richard Foster met with state Del. Dolores McQuinn of Richmond to discuss VFHY's mission and initiatives on Sept. 9.

Virginia First Lady Maureen McDonnell and VFHY Executive Director Marty Kilgore met with Delegate Patrick Hope on Sept. 10 to discuss VFHY's childhood obesity prevention efforts and Mrs. McDonnell's ongoing support of childhood obesity prevention. Also attending were the First Lady's Chief of Staff, Mary Shea Sutherland, and Kathleen Shannon, Executive Research Assistant to Gov. McDonnell.

Delegate Glenn Oder visited a VFHY-funded Al's Pals program at Hidenwood Presbyterian Preschool in Newport News on Oct. 27. VFHY Executive Director Marty Kilgore also attended the legislative visit.

On Friday, Oct. 29, Delegate Joe Johnson visited the VFHY grant-funded Not on Tobacco (N.O.T.) program offered by the American Lung Association (ALA) at Highlands Juvenile Detention Center in Bristol. VFHY staff, Jenny Martin joined Billie Murray of the American Lung Association along with the Detention Center staff Tim Dotson, Patti Mumpower and Yolanda Stuart in welcoming Delegate Johnson to the facility where a total of 50 incarcerated youth will complete the teen cessation program by next June.

On Nov. 15, Delegate Christopher Peace visited a VFHY-funded LifeSkills class offered by the Middle Peninsula-Northern Neck Community Services Board for sixth-graders at Lawson-Marriott Elementary School in King & Queen County. VFHY Public Affairs Coordinator Richard Foster and VFHY Regional Grants Administrator Judy Link attended the visit.

STAKEHOLDER ISSUES:

The Tobacco Control Strategy Group met on November 5 to discuss priorities for the coming years. These include VFHY funding, revitalizing a state tobacco control coalition and projects for local coalitions. The group invited TUCP conference speakers, Bronson Frick and Sally Herndon, to join the group for further discussion about national trends and the impact and potential for Virginia. Participants included VFHY, three staff from VDH, AHA, ACS, ALA and CTFK.

SECRETARY HAZEL:

The Virginia Foundation for Healthy Youth participated in a mini-summit on health held by Virginia Secretary of Health and Human Resources Dr. Bill Hazel on Sept. 22 at the Woodrow Wilson Rehabilitative Center in Staunton. A VFHY grantee, Rockbridge Area Community Services, presented on behalf of VFHY and discussed their collaborations with other state and

local organizations. Wendy Morgan, manager of prevention services, and Kathy Coale, prevention specialist, spoke for Rockbridge Area Community Services. VFHY Regional Grants Administrator Terri-ann Brown was also in attendance.

Lisa Brown, Regional Grants Administrator, North Region, attended Secretary Hazel's Health Summit on November 10 at Prince William Hospital. She discussed Foundation activities and a North Region grantee, Youth Apostles, delivered a presentation about their two VFHY grants, including a HCAT grant to build a playground in the City of Manassas.

Secretary Bill Hazel, State Health Commissioner Dr. Karen Remley and Marty Kilgore celebrated International Walk to School Day on Oct. 6 by forming a "walking school bus" with hundreds of schoolchildren at Richmond's Linwood Holton Elementary School. Also in attendance were: Irene Rico, the Federal Highway Administration's Division Director for Virginia; Becky Crowe, the FHWA's national Safe Routes to Schools Coordinator; Danny Saggese, chairman of Prevention Connections; and Stephanie Smith, State Network Manager for the Safe Routes to School National Partnership.

VFHY staff met with Secretary Hazel and Deputy Secretary Matt Cobb to provide an update on their initiatives. Staff discussed the impact of the FY11-12 budget cut which resulted in approximately 44 FTEs being eliminated in localities due to the decreased grant awards. They also presented information from grant programs for tobacco and obesity prevention, its marketing campaign and data from the 2009 Youth Tobacco Survey as well as plans to collect youth tobacco use and obesity data in the fall of 2011.

Executive Director Marty Kilgore and Deputy Director Marge White attended the second meeting of the HHR Interagency Task Force on Obesity. VDH, the task force coordinator, invited representatives from the Department of Education and Department of Agriculture to share information about activities they are conducting to reduce obesity. The task force plans to continue to develop ways to collaborate among HHR and these agencies to have a greater impact. The task force will be developing a template to gather detailed information from each agency to further "drill down" the efforts taking place within state government.

GOSAP:

VFHY Executive Director Marty Kilgore attended the GOSAP (Governor's Office for Substance Abuse Prevention) Collaborative meeting on Sept. 27. Two pieces of business were presented which included a draft of the Executive Directive for the Governor and a review of the Memorandum of Agreement for all agencies that are part of the Collaborative. Topics also discussed included Safe and Drug Free Schools funding, an ad dealing with prevention of underage drinking and a college campus commercial challenge, as well as a May 16 conference dealing with gang violence.

VFHY Executive Director Marty Kilgore attended the Sept. 27 meeting of the Virginia Strategic Prevention Framework—State Incentive Grant (Virginia SPF-SIG) program. Approximately 30

participants from various state and local government agencies, as well as local community organizations attended. The meeting focused on the implementation of a draft strategic state plan for substance abuse prevention.

PUBLIC RELATIONS:

WVIR NBC 29 in Charlottesville aired a story about PC's Safe Routes to School mini grants.

The Daily Press newspaper in Newport News used photos from VFHY's Step Royale Pilot Program to accompany a story about childhood obesity.

The Winchester Star newspaper's health reporter, Rebecca Layne, interviewed VFHY Board of Trustees Chairman Pat Hughes for a story about cuts to smoking prevention funding in Virginia.

AMERICAN RECOVERY AND REINVESTMENT ACT (ARRA) GRANT:

The Prevention Connections Safe Routes to School (SRTS) program is accepting applications for \$2,000 mini-grants to sponsor a Walk and Bike to School event. The application is available online at www.preventionconnections.org. In order to apply, the targeted schools must be Title I—or 40% eligibility for free or reduced lunch—elementary and/or middle schools in Virginia. A variety of groups are encouraged to apply, including PTAs, local governments, community agencies and nonprofits, etc. Applications will be reviewed as received through December 30, 2010.

Prevention Connections is offering vending mini-grant funding to middle and high schools with a 40% or greater free/reduced lunch eligibility rate or with Title I status. The grants in the amount of \$500 will be awarded to schools that conduct a vending machine audit to determine the nutritious value of products offered and that work with vendors to change products to reduce high fat, high salt and sugar-sweetened beverages. PC will require a report from each school selected for grant funding. Grants will be available through calendar year 2011.

VFHY Director of Marketing Danny Saggese, Deputy Director Marge White, and representatives from VDH reviewed potential messages for the upcoming promotional campaign for Virginia's Quitline. The campaign is scheduled to begin in December and is part of the VFHY/VDH collaboration on the ARRA grant.

HEALTHY YOUTH DAY:

Established by a Virginia General Assembly resolution, Virginia Healthy Youth Day is held every Jan. 20 to recognize that being physically fit and healthy should be a year-round endeavor for Virginia youth. The first annual Virginia Healthy Youth Day in 2010 was a great success: Virginia First Lady Maureen McDonnell was the keynote speaker and the event featured American Family Fitness instructors leading nearly 300 schoolchildren in fun exercises on the State Capitol lawn.

Virginia Healthy Youth Day funding will be provided to 20 youth organizations in VFHY's four regions to hold their own Healthy Youth Day celebrations. A service agreement with

organizations for \$500 each will be provided to groups that host an event. Organizations must hold a fun, active event on Jan. 20, 2011, that engages a large group of children in physical activity and promotes the importance of healthy living. Organizations will inform children in attendance about the importance of being physically active, cutting down screen time, eating nutritious foods and balanced meals and not using tobacco products. Funding recipients will be encouraged to involve parents, local officials, community groups and health-minded businesses to partner in local Virginia Healthy Youth Day celebrations. Partners could include local exercise gyms, health-minded restaurants or chefs (not fast-food chains) and local health departments. They will also be encouraged to invite local leaders or policy-makers such as county supervisors, city council members and school board members as well as local media to cover the event. Funding recipients will be required to provide VFHY with a written report of their event.

BOARD EXPIRATIONS:

The following individuals have terms that expire on June 30th:

Edda Collins Coleman—Citizen Member

Dr. Stacey A. Hinderliter—Public Health Organization

Patrick J. Hughes, Sr.—Recommended by VFHY Legislators—Not Eligible for Reappointment

Dr. Michael C. Kontos—Cardiologist

Rosa I. Villoch-Santiago—Public Health Organization

Please email Courtney Groves (Courtney.Groves@governor.virginia.gov) in the Secretary of the Commonwealth's Office and let her know if you are interested in being considered for reappointment to the Virginia Foundation for Healthy Youth Board of Trustees. Additionally, please attach your resume/bio in the email to Courtney.

FINANCIAL DISCLOSURE STATEMENTS:

Financial disclosure statements are due to the Secretary of the Commonwealth's Office by January 15, 2011. Please submit your statement to Eloise Burke at VFHY no later than January 1.

Budget Report:

Wilma Jordan presented the statement of net assets and governmental funds balance sheet as of October 31, 2010 showing cash and cash equivalents held by the Treasurer of Virginia.

Wilma Jordan also presented the FY11 July through October Actual Expenditures vs. Budget Report. The board reviewed and accepted the statements as presented.

Motion: to accept the reports as presented: Patti Kiger.

Second: Dr. Karen Remley.

Vote: Unanimous in favor.

Wilma Jordan also presented a proposed FY2011 – FY2012 Budget Amendment.

The board reviewed and approved the included budget labeled Attachment A.

Motion: to accept the FY11-FY12 budget as amended: Dr. Karen Remley.

Second: Dr. Kevin R. Cooper.

Vote: Unanimous in favor.

Public Comment:

Cathleen Grzesiek of the American Heart Association informed the Board that the American Heart Association, the Cancer Society and the Pediatric Associations are looking for Delegate John O'Bannon, III, M.D. and Senator Ralph Northam, M. D. to propose legislation in this year's General Assembly that will require daily Physical Education for all kids in K-8 grades.

Keenan Caldwell of the American Cancer Society informed the Board that his organization will be pushing forward to try to restore and increase the Foundation's funding given the expanded mission. Keenan Caldwell added that when the Foundation was established in 1998 there were 6,000 farmers growing tobacco in the state; today there are only 600.

Dr. Karen Remley reminded everyone that today is the one year anniversary of the restaurant smoke-free ban. Approximately 93% of restaurants are completely smoke free.

Committee Reports:

Program Committee

Dr. Robert C. Gunter reported the Program Committee reviewed the process on how our money is monitored. The committee addressed the annual grants and whether an RFP is the appropriate process for the coming year given that the budget was reduced.

Donna Gassie, Director of Programs added that VFHY was specifically mentioned in the Substance Abuse Services Council's Annual Report to the Governor. In light of the reduction in federal prevention dollars, the council recommended that VFHY receive an increase in its funding to address tobacco use prevention.

Donna Gassie also distributed a notice about Obesity Prevention mini grants opportunities for schools for Safe Routes to Schools and Vending Content Replacement projects. Deadlines are this month and Round 2 of the grants will be opened in January 2011.

Research Committee

Dr. Kevin R. Cooper reported that the research site visits are underway. VCU has undergone its site visit. No deficiencies were found.

Dr. Kevin R. Cooper added that the Research Committee is requesting funding for the Youth Tobacco Survey and Obesity Data Coalition. The Research Committee also had some discussion about future research proposals and whether we should request proposals in specific areas that are not currently under investigation.

Marketing Committee

Danny Saggese, Director of Marketing, reported that Ystreet has completed the 17 new mini grantee trainings. Of the 450 new members, 77% have signed up for projects/initiatives offered by Ystreet. Ystreet has developed its' newest initiatives titled CounterBalance. The will be examining the effect of tobacco advertisements in storefronts and the effect of graphic images on cigarette packs. All findings will be reported to the FDA. There will be 9 warnings on packs beginning June 1. The FDA has requested public input via its website www.fda.gov.

SKYE, our tobacco reduction initiative in Northern Virginia, is expanding to the Richmond area. Approximately 450 Youth attended an event on November 14.

Old Business:

None

New Business:

SERL Youth Survey

Dr. Kevin R. Cooper reported that VFHY relies heavily on the data about tobacco use and is reviewing the obesity data and questions prior to the 2011 surveys.

Motion: to award a contract to the VCU Survey and Evaluation Research Laboratory to administer the youth tobacco survey and the youth nutrition and physical activity survey (obesity data) in the fall of 2011. The award shall not exceed \$215,000 over 2 fiscal years: Dr. Kevin R. Cooper.

Second: Dr. Karen Remley.

Vote: Unanimous in favor.

Bylaws Revision

Curtis Coleburn reported that the name and purpose of the Foundation has been changed by the General Assembly. Action must be taken to modify the bylaws to those changes.

Carrie S. Nee, Office of the Attorney General added that the vast majority of the changes are reflecting the current codes which are already in effect.

Motion: to adopt the amendments to the bylaws as presented: Curtis Coleburn.

Second: Dr. Robert C. Gunther.

Vote: Unanimous in favor.

Prevention Connections:

Danny Saggese, Prevention Connections Chairman reported that they welcomed three new board members: Cathleen Grzesiek, Sheryl Schwartz and Patrick J. Hughes, Sr.

December 2, 2010 is the follow up meeting to the Virginia Partnership for Tobacco Use Cessation Summit. This is a collaboration of persons who have an interest in establishing a statewide cessation plan.

April 5 & 6, 2011 is the Reducing Tobacco Use Conference. This conference is a combination of VFHY's annual grantee conference and PC's conference focusing on young adults.

The Obesity Conference will be held October 4 & 5, 2011 at the Richmond Marriott and VFHY and PC will co-host the event.

Henry Harper, III, Director of Community Outreach and Development added that events such as Virginia Healthy Youth Day are opportunities for fund raising and sponsorship. Send any and all ideas for partnerships for the Virginia Healthy Youth Day and either of the conferences to Henry Harper, III at hharper@healthyouthva.org.

Danny Saggese concluded that Prevention Connections was created to pursue such opportunities. They have the materials and expertise to do so.

Announcements:

Board Meeting Dates:

May 17, 2011

September 13, 2011

December 6, 2011

All meetings will be held at the VCU Siegel Center in the Founders Room.

Adjournment:

Motion: to adjourn: Dr. Kevin R. Cooper

Second: Dr. Karen Remley

Vote: Unanimous in favor.

Meeting adjourned at 1:56 p.m.

ATTACHMENT A

**Virginia Foundation for Healthy Youth Approved
FY2011 - FY2012 Budget Amendment**

	<u>FY 2011</u>	<u>FY 2012</u>
MSA	11,215,046	11,359,200
Estimated withholding	-850,000	-850,000
Program carry forward	200,000	
Interest	0	0
Total projected revenue	10,565,046	10,509,200
Marketing	3,360,000	3,615,000
Programs	3,802,140	3,511,362
Research	1,143,753	1,080,168
Surveillance & Evaluation	320,000	340,000
Obesity	1,000,000	1,000,000
Projected endowment	0	0
Administration/Operating	801,153	824,670
IAT's Genl fund transfers	138,000	138,000
Total Budgeted expenses	10,565,046	10,509,200
Budget Over/Under Revenue	0	0

BYLAWS OF THE BOARD OF TRUSTEES

~~VIRGINIA TOBACCO SETTLEMENT FOUNDATION~~ *VIRGINIA FOUNDATION FOR HEALTHY YOUTH*

ARTICLE I. NAME AND PURPOSE

Section 1.1. Name. The ~~Virginia Tobacco Settlement Foundation~~ *Virginia Foundation for Healthy Youth* is created as a body corporate and a political subdivision of the Commonwealth, vested with political and corporate powers set forth in Chapter 14 of Title 32.1 of the *Code of Virginia*. *The Foundation shall have a division known as the Virginia Tobacco Settlement Foundation (VTSF) to assist in financing efforts to restrict the use of tobacco products by minors. The Foundation shall have a division known as Virginia Youth Obesity Prevention (VYOP) to assist in financing efforts to reduce childhood obesity.*

Section 1.2. Purpose. The Foundation's purposes are to determine the appropriate recipients of money in the Virginia Tobacco Settlement Foundation Fund and to distribute such moneys consistent with the purposes provided in Chapter 14, Title 32.1. As provided by law, moneys in the Fund shall be used for the "purposes of discouraging, eliminating or preventing the use of tobacco products by minors," including the financing of efforts such as "educational and awareness programs on the health effects of tobacco use on minors and laws restricting the distribution of tobacco products to minors." The Foundation shall have only those powers enumerated in Virginia Code Section 32.1-356.

ARTICLE II. MEMBERS OF THE BOARD

Section 2.1. Membership. The Foundation shall be governed and administered by a Board of Trustees, which shall have twenty-three members, the selection of whom shall be made pursuant to Virginia Code Section 32.1-357.

Section 2.2. Terms. Appointments shall be for four-year terms, except as otherwise provided in Section 32.1-357. No Board member may serve more than two successive four-year terms, provided however, that if the initial term served is for a period of three years or less, the member may be appointed to serve two additional four-year terms.

Section 2.3. Vacancies. Any vacancy on the Board shall be filled by the entity charged by statute with making the original appointment. The Director/Secretary shall forthwith notify the appropriate appointing entity when any such vacancy occurs.

Section 2.4. Reimbursement. Members of the Board shall receive compensation for their services at the rate provided in the Appropriation Act and reimbursement for actual expenses incurred in the performance of their duties on behalf of the Board; and such compensation and

expenses shall be paid from the Fund. The Director/ Secretary shall be compensated as provided by statute and Section 3.3 of these bylaws.

ARTICLE III. OFFICERS

Section 3.1. The Chairman. The Foundation shall appoint from the Board's membership a Chairman, who shall serve at the pleasure of the Foundation, based on an annual election that will be conducted each year at the first regularly- scheduled board meeting following July 1. The election process will be coordinated by a committee designated by the Board. The Chairman, or in his absence, the Vice-Chairman, shall preside over all the meetings of the Board. The Chairman shall have general supervision over the policies of the Foundation, subject, however, to the control of the Board.

In general, the Chairman shall perform all duties incident to such office and such other duties as may from time to time be assigned to him by the Board, consistent with the provisions of Code Sections 32.1-354 through 32.1-365. The Chairman or his designee shall sign all written authorizations, to the State Treasurer and/or Comptroller, for disbursements or expenditures from the Virginia Tobacco Settlement Foundation Fund. The Chairman shall have authority to sign contracts that may be entered into from time to time by the Board, unless the Board delegates such authority, by affirmative vote, to the Director/Secretary, or some other member of the Board. In addition, the Chairman shall have such other powers and authority as are elsewhere in these bylaws conferred upon that office.

The Chairman may serve up to two (2) consecutive one-year terms and is eligible for re-election to the Chairman position after a break in service of one year or more.

Section 3.2. The Vice-Chairman. The Foundation shall appoint from the Board's membership a Vice-Chairman, who shall serve at the pleasure of the Foundation based on an annual election that will be conducted each year at the first regularly- scheduled board meeting following July 1. The election process will be coordinated by a committee designated by the Board. In the absence of the Chairman, the Vice-Chairman shall preside over meetings of the Board and shall discharge any other duties pertaining to the office of the Chairman that may arise during such absence. The Vice-Chairman also shall perform such other duties as may from time to time be assigned by the Board.

The Vice-Chairman may serve up to two (2) consecutive one-year terms and is eligible for re-election to the Vice-Chairman position a break in service of one year or more.

Section 3.3. Vacancies of Chairman and Vice-Chairman positions

In the event of a resignation or non-reappointment of the Chairman, the Vice-Chairman shall become the Chairman until the next election. Additionally, a new Vice-Chairman shall then be elected at the next regularly scheduled board meeting.

In the event of a resignation or non-reappointment of both the Chairman and Vice Chairman at the same time, the most senior member of the Executive Committee, as defined by length of service, shall serve as an Interim Chairman. This service shall continue until the next meeting of the Board.

Section 3.4. The Director and Secretary. Subject to confirmation by the General Assembly, the Governor shall appoint a Director, whose compensation shall be determined by the Board, subject to approval of the Governor. The Director shall also serve as the Secretary of the Board, and shall administer, manage and direct the affairs and business of the Foundation, in accordance with these bylaws and the provisions of Code Sections 32.1-365, subject to the policies, direction and control of the Board.

The Director/Secretary shall be responsible for taking and maintaining minutes of all meetings of the Board, consistent with Virginia law and policy governing storage and retention of official records. In general, the Director/Secretary shall perform all duties incident to such office and such other duties as may from time to time be assigned to that office by the Board or the Chairman, and shall have such other powers and duties as are elsewhere in these bylaws conferred upon that office.

Section 3.5. Other Officers or Appointees. The Board may appoint or employ other officers, technical experts, agents, advisors or other persons, either temporarily or permanently, as it may require for the transaction of its business. The Board may determine the qualifications, duties and compensation, if any, of such appointees or employees. And the Board may delegate responsibility for any of its administrative functions to such appointees or employees, paying actual expenses of performing such duties from the Fund.

ARTICLE IV. LEGAL COUNSEL

Section 4.1. Counsel. The Office of the Attorney General shall provide counsel to the Board and Foundation.

ARTICLE V. POWERS AND DUTIES

Section 5.1. Powers. The Board shall have and may exercise all powers necessary or appropriate to carry out and effectuate its corporate purposes as set forth at Virginia Code Sections 32.1-354 through 32.1-365, including the power to (1) enter into contracts; (2) receive moneys allocated to the Virginia Tobacco Settlement *Fund and/or the Virginia Foundation for Healthy Youth* from the General Funds of the Commonwealth; (3) receive, accept and administer aid, grants, contributions, securities or other resources and cooperation from other entities, consistent with the Board's purposes; (4) *deposit moneys from the Fund to the Virginia Foundation for Healthy Youth Endowment as determined by the Board*; and (5) do any lawful act necessary to carry out its duties or recover payments wrongfully made from the Fund.

Section 5.2. Establish Criteria. The Board shall establish specific criteria and procedures governing its decisions resulting in the distribution of moneys ~~from the Fund to entities for use in the discouragement, elimination, or prevention of the use of tobacco products by minors.~~ *obtained from the Master Settlement Agreement in the Fund to be primarily distributed to entities for use in the discouragement, elimination or prevention of the use of tobacco products by minors. Additionally, the Foundation may distribute moneys in the Fund obtained primarily from public grants and private funding sources to reduce childhood obesity.*

Section 5.3. Establish Requirements. The Foundation shall establish requirements that every recipient of money distributed from the Fund establish and maintain policies that restrict the use of tobacco products by minors as provided in Virginia Code Section 32.1-361.

Section 5.4. Establish Proposals. The Foundation shall evaluate proposals for the use of the assets of the Fund in accordance with the criteria established by the Board and the provisions of Code Sections 32.1-354 through 32.1-365.

Section 5.5. Evaluate Implementation by Recipient Organizations. The Foundation shall establish criteria for determining whether a recipient organization or entity maintains policies supporting the restriction of tobacco use by minors, and it shall monitor the distribution of all moneys from the Fund to ensure compliance with the provisions set forth in Code Sections 32.1-354 through 32.1-365. Monitoring activities may be delegated to the Director/Secretary or other appointee(s) or employee(s) of the Foundation, but ensuring each recipient's compliance with the provisions of law shall remain the responsibility of the Board.

Section 5.6. Establish and Maintain an Office. The Board shall establish and maintain an office or offices at such places within the Commonwealth, as it deems appropriate.

Section 5.7. Conflicts of Interests. Members of the Board and employees of the Foundation shall be subject to the standards of conduct set forth in the State and Local Government Conflict of Interests Act (Va. Code Section 2.1-639.1 et seq.), and may be removed from office for misfeasance, malfeasance, nonfeasance, neglect of duty, or misconduct in the manner set forth therein.

Section 5.8. Freedom of Information. Members of the Board and employees of the Foundation shall be subject to the provisions set forth in the Virginia Freedom of Information Act (Va. Code Section 2.1-340 et seq.).

ARTICLE VI. COMMITTEES

Section 6.1. Executive Committee. The Executive Committee shall consist of the Chairman, the Vice-Chairman, and three additional members to be elected by the Board from its membership. The Chairman of the Board shall serve as the Chairman of the Executive Committee and shall preside over its meetings. In the absence of the Chairman, the Vice-Chairman shall preside. The Executive Committee may exercise the powers and transact the business of the Board during a recess of the Board, in emergencies, or when otherwise directed or authorized by the Board.

A majority of the members of the Executive Committee shall constitute a quorum for the transaction of business.

Should a vacancy occur in either of the Executive Committee's three elected positions, the Board may elect, by majority vote, a successor at any regular or special meeting of the Board provided proper notice has been given.

Section 6.2. Other Committees. The Board may create additional permanent or *ad hoc* committees, as it deems necessary, to assist with the work of the Foundation, so long as the mission and function of any such committee is consistent with the Foundation's enabling statutes, other State laws and these bylaws. The Chairman shall have authority to appoint members and a chairman to serve on all such designated committees, unless otherwise provided by majority vote of the Board.

Three members appointed to any such additional permanent or *ad hoc* committee shall constitute a quorum for the transaction of business by the committee.

ARTICLE VII. MEETINGS

Section 7.1. Regular Meetings. The Board shall meet at least annually, but may meet more frequently at the call of the Chairman. To the extent possible, the Board shall agree on the date of its next regular meeting before adjournment of the meeting then in progress, unless it has already adopted a meeting schedule at some earlier time.

Section 7.2. Special (Emergency) Meetings. Special meetings may be called by the Chairman at his discretion to deal with matters of an urgent or emergency nature. Notice of such meetings shall be reasonable under the circumstances, but in any event, at least forty-eight hours notice must be given to all Board members in writing stating the time, place and purpose of such a special (emergency) meeting. Notwithstanding the other provisions of the Section, the Board may convene such special (emergency) meetings and notice may be given as otherwise required by law and these bylaws for regular meetings.

Section 7.3. Notice. Notice of each regular meeting of the Board shall be mailed to each member of the Board, addressed to the member at his or her residence or usual place of business, at least seven days before the date on which the meeting is to be held, or such notice shall be sent by telegraph, cable, telecopier, mailgram, wireless, or by hand delivery at least five days prior to the meeting.

Board members may waive notice of the time, place or purpose of any regular or special meeting of the Board. Such waiver must be in writing whether executed or delivered before or at the time of the meeting. Notwithstanding this requirement, attendance at any such meeting shall be deemed as waiver of notice or the equivalent of notice thereof, unless the Board member attends for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

Section 7.4. Attendance. Board members must notify the chairman and/or management in advance of meetings if he/she is unable to attend. If a board member misses two consecutive board meetings without providing such notice, the Chairman shall send a letter to the Governor and the board member regarding such absences.

Section 7.5. Place of Meeting. The Board may hold its meetings within the Commonwealth of Virginia at such place or places as the Board may from time to time by resolution determine or (unless contrary to resolution of the Board) at such place as shall be specified in the respective notices or waivers of notice thereof.

Section 7.6. Organization. The Chairman shall preside over all Board meetings. If the Chairman is not present, the Vice-Chairman shall preside.

ARTICLE VIII. QUORUM

Section 8.1. Quorum. A majority of the members of the Board serving at any one time shall constitute a quorum for the transaction of business.

ARTICLE IX. REPORTS AND AUDITS

Section 9.1. Reports. The Board shall be responsible for ensuring that the Director/Secretary, on behalf of the Foundation, submits a report annually to the Governor and the General Assembly, which shall include information regarding expenditures from the Fund and programs supported by the Foundation.

Section 9.2. Audits. The accounts of the Foundation shall be audited annually by the Auditor of Public Accounts, or his legally authorized representative. The Board shall ensure that the Director/Secretary makes available the accounts and records of the Foundation (the "books"), showing receipt and disbursement in such form as prescribed by the Auditor of Public Accounts.

ARTICLE X. PARLIAMENTARY AUTHORITY

Section 10.1. Parliamentary Authority. In all matters of procedure not covered by these Bylaws, meetings shall be conducted in accordance with the most recent edition of *Roberts Rules of Order*.

ARTICLE XI. AMENDMENTS

Section 11.1. Amendments. The Board may amend, alter, change or repeal, in the manner permitted by law, any provision of these bylaws by a two-thirds vote of the Board members present, provided a quorum is present.

Adopted: December 7, 1999

Revisions: December 2, 2003, June 2, 2004, May 16, 2006, May 22, 2007,
December 4, 2007, December 1, 2010.