

**MICHIGAN VETERANS FACILITY AUTHORITY  
REGULAR BOARD OF DIRECTORS MEETING**

April 16, 2019

10:00 a.m.

**APPROVED MINUTES**

A meeting of the Michigan Veterans Facility Authority (MVFA) Board of Directors was called to order at 10:00 a.m. by Chair David Henry. The meeting was held at the Michigan Veterans Affairs Agency (MVAA) Headquarters – 222 N. Washington Ave., Lansing, MI 48933.

**1. Pledge of Allegiance**

**2. Attendance Roll Call**

Chair David Henry called for a roll call of members present.

The following members were present: David Henry, Mary Naber, A. Rocky Raczkowski, David Rutledge (present at 10:05 am), MaryAnne Shannon (via telephone), John Thorhauer, Larry Yachcik, and Anne Zerbe.

The following member were excused: Spencer Hoover

**3. Approval of Minutes**

*Raczkowski, seconded by Naber, motioned to accept the meeting minutes dated February 19, 2019 as presented. The motion passed 6-0.*

**4. Public Comment**

Kellie Cody Jr., State Veterans Facility Ombudsman, presented the board members with a document consisting of eight (8) questions for MVFA review. Chair Henry acknowledged the document and stated that he will submit the questions to MVAA staff for answers.

A. Rocky Raczkowski recognized David Rutledge's arrival at 10:05 a.m.

Chair Henry noted that beginning June 1, 2019, board members will be provided with only an agenda at the meetings; board members will be responsible for printing the board packet. Anne Zerbe added that she is doing her best to disseminate the board packet in a timely manner. The board packet will be emailed to board members and will also be available on DirectorPoint.

## **5. Housekeeping; Health System, Smoking Policy, Branding Contract, May Board Meeting Location**

Steve Rolston provided an overview of the Health System to include the status of the CMS certification at the D.J. Jacobetti Home for Veterans (DJJHV); the VA surveyors arrived at the Grand Rapids Home for Veterans (GRHV) this morning to conduct a survey; the DJJHV is closed to visitors due to an outbreak of the Norovirus in the home; the GRHV continues to strive toward census and expenditure reductions; and Medicaid policy changes to be incorporated October 1, 2019. Mr. Rolston thanked Larry Yachcik and Chair Henry for attending the town hall meetings recently conducted at the GRHV, adding that the presence of MVFA board members was helpful in the information presentation.

Anne Zerbe explained the ongoing process of developing a smoking policy for the new homes. Clinical Operations & Quality Administrator, Niki Wheeler, is leading the review of the process and recommends designating a “specialized unit” for smoking which would include one neighborhood of 32 members. John Thorhauer stated that the board does not need regular updates on this policy unless the policy intent has changed.

Suzanne Thelen reported that Brogan & Partners have completed 11 of 12 interviews with board members. In addition, approximately 1,100 Survey Monkey interview tools were sent to staff and members with a 13% return. The next step includes Mary Naber, David Rutledge, and A. Rocky Raczkowski working with Suzanne Thelen in reviewing the findings and establishing a branding statement, branding identity, and setting guidelines for naming conventions for the new homes.

*Raczkowski, seconded by Thorhauer, motioned to establish a subcommittee of three board members to work with Suzanne Thelen in examining the findings by Brogan & Partners and formulating a proposal to be presented at the June board meeting. The motion passed 7-0.*

*Raczkowski, seconded by Naber, motioned to amend the prior motion to change the subcommittee to a workgroup, and added the prioritization of staff to supervise and formulate a proposal. The motion passed 7-0.*

Anne Zerbe proposed conducting the May 21, 2019 meeting at the GRHV, emphasizing that it would be beneficial for GRHV to see engagement by the board at the facility and that they would appreciate hearing directly from the board. Chair Henry noted that the board keeps revisiting this issue and the meeting locations have been set for the fiscal year. The board members shared views regarding alternatives

in reaching out to the staff such as town halls, listening tours, member councils, videoconferencing, etc. This discussion was tabled for additional consideration at the May 21, 2019 board meeting.

**6. Executive Committee; MVFA Board/Board of Managers Transition, Operational Transition Planning, 501c3 Creation, Fundraising Campaign Readiness Assessment**

Anne Zerbe offered the concept of conducting a joint meeting in June with the MVFA Board and Board of Managers for governance transition purposes. There would be an overlap of meetings to discuss memorandums of understanding for the transition of authority, the vacancy of the CEO/Executive Director position, along with other pertinent issues. Chair Henry suggested that the executive committees from each board meet, under Fred Schaible's facilitation, to discuss possible transitional plans. The results of this discussion should then be presented to both boards at subsequent meetings.

Joshua Booth from the Attorney General's office introduced AAG Katie Waskiewicz who will be working closely with the transition of governance between the boards.

Anne Zerbe reviewed the organization structure information in the board packet. The 128-bed proforma reflects labor costs only; no support costs were included. John Thorhauer expressed concern with the FTE calculations in the areas of CNA's, security and laundry aids. Larry Yachcik offered his expertise in assisting Ms. Zerbe with calculating the PPD calculations.

*Thorhauer, seconded by Naber, motioned to adopt slide 20 on page 61 of the Board packet and slide 17, with all FTE estimated numbers removed, on page 60 of the Board packet as the conceptual organizational operating model the Board intends to pursue. With the acknowledgement that final decisions on staffing levels, position descriptions and employment models are yet to be finalized. The motion passed 7 to 0.*

Fred Schaible explained the current status of the MVFA CEO/Executive Director position description. By April 19, 2019, he will disseminate a revised position description to board members to include desirable characteristics for this position. There was discussion about posting the position on the NEOGOV website and Mr. Schaible will work with HR to facilitate. Mr. Schaible stressed the importance of the Board being able to recommend a candidate to the Executive Office as soon as is feasible.

Anne Zerbe will coordinate a workgroup to examine the long-term plans for the GRHV campus; the meetings with MVAA staff are scheduled for May 8, May 29 and June 12. The workgroup will provide a recommendation to the MVFA Board in July.

Anne Zerbe provided an update regarding the extension of a contract with Dykema Gossett PLLC to continue providing legal services for the MVFA board.

*Rutledge, seconded by Yachcik, motioned for the board to extend the current contract with Dykema Gossett PLLC for an additional six months and increase the contract amount by \$10,000 for a total of \$30,000.*

*Chair Henry called for a roll call vote; Yeas- Henry, Naber, Yachcik, Thorhauer, Rutledge, Zerbe; Nays- Raczkowski. The motion carried 6 to 1.*

Anne Zerbe provided an overview of the Fundraising Campaign Assessment Contract and the need to rewrite the RFP to attract more interest. She will send the RFP revisions to the board members for review.

#### **7. Finance Committee; Legislative Budget Update**

Fred Schaible indicated there are currently no updates with the legislative budget. On April 18, 2019, he and Anne Zerbe will address the House Subcommittee regarding the operations at the GRHV.

#### **8. Governance Committee; Joint Venture Policy and External Concerns Policy**

John Thorhauer reported that there are no updates and the committee is available to assist as needed.

#### **9. Building & Facilities Committee; New Construction Update**

Mike Hassan provided the board with a review of the construction status of the new homes in Grand Rapids and Chesterfield Township. Currently, the construction is on schedule and the momentum will be in full force once the VA grant is approved. Mr. Hassan stated there are a few issues that are being navigated at the Grand Rapids site including parking, ensuring the construction zone is secure in order to prevent members from entering the area, and facilitating access by members to a local vendor adjacent to the property.

Suzanne Thelen stated that a document titled "Paving the Way" will be sent digitally to board members which highlights the construction status and immediate planning. She added that a tentative date of May 17, 2019 is slated for a Groundbreaking Ceremony at the GRHV, pending the Governor's confirmation of the date.

## **10. Board Comments**

Mary Naber thanked Anne Zerbe, Fred Schaible and all staff for their diligent efforts and work on behalf of the MVFA; Larry Yachcik echoed the comment.

John Thorhauer thanked the board for their indulgence of his inquiries regarding the organizational structure. In addition, he thanked the chair for requiring board members to print/view the board packet individually.

David Rutledge expressed his appreciation to MVAA staff and board members for their expertise and work.

Chair Henry shared his appreciation for the participation of the board members.

Anne Zerbe explained that all board members have business cards with applicable information available to disseminate to the public if posed with questions regarding the new home construction.

## **11. Public Comment**

Kellie Cody Jr. thanked the board for addressing his questions and commended the board on incorporating best practices into the organizational structure. He noted that the GRHV Member Council meets the first Thursday of each month at 1:00 p.m. and the third Thursday of the month at 10:30 a.m. Mr. Cody added that it is essential the GRHV members have access to the local party store which would require fence modification. Lastly, he thanks the board members for their work.

## **12. Adjournment**

*Henry, seconded by Naber, motioned to adjourn at 12:45 pm. The motion passed 7 to 0.*

The meeting was adjourned at 12:45 pm.



Andrew Raczkowski  
MVFA Secretary