



RICK SNYDER
GOVERNOR

STATE OF MICHIGAN
MICHIGAN VETERANS AFFAIRS AGENCY
LANSING

JAMES ROBERT REDFORD
DIRECTOR

MICHIGAN VETERANS FACILITY AUTHORITY
REGULAR BOARD OF DIRECTORS MEETING

July 18, 2017
9:00 a.m.

MINUTES

A meeting of the Michigan Veterans Facility Authority Board of Directors was called to order at 10:00 a.m. by Chair Jim Redford. The meeting was held at the D.J. Jacobetti Home for Veterans, 425 Fisher St. Marquette, MI 49855

1. Pledge of Allegiance

2. Attendance roll call

Chair Redford called for a roll call of members present. The following were present: Chair Jim Redford, Mary Kummer Naber, Paul Potter, MaryAnne Shannon, Spencer Hoover, and John Thorhauer. The following were absent: David Rutledge, David Henry, A. Rocky Raczkowski. Chair Redford introduced the following State of Michigan employees as present from Michigan Veterans Affairs Agency; Brad Slagle, Anne Zerbe, Phil Yeiter, Steve Rolston, Steve Potter, Ann Barsch, Carey Lincoln, Eugenia Dumlao-Reedy. From Legislative Service Bureau: Dr. Kellie Cody. From the Attorney General's Office: Joe Froehlich.

3. Acceptance of the meeting agenda

Potter, seconded by Thorhauer, moved acceptance of the meeting agenda as presented. The motion passed 6-0 with three members not voting.

4. Approval of June 8, 2017 meeting minutes

Naber, seconded by Hoover moved acceptance of the June 8, 2017 meeting minutes as presented. The motion passed 6-0 with three members not voting.

5. Public comment

The Michigan Veterans' Facility Ombudsman, Dr. Kelly Cody, addressed the board and informed them of SB 434, which would expand the Veterans' Facility

Ombudsman program into facilities constructed and operated by the Michigan Veterans' Facility Authority.

Dwayne Dolby, local AFSCME union representative at D.J. Jacobetti, addressed the board and introduced himself and his desire to participate in the transition to full governance by the Michigan Veterans' Facility Authority and to be a part of the solution, specifically related to any potential labor union contracts or potential changes.

6. Tower Pinkster & SFCS presentation of project and timelines.

Adam Doubblestien Rob Courter and, Kerry Buck provided an in-depth review of their progress to date with stakeholder feedback sessions on functionality of design. TowerPinkster and SFCS also provided an update of the phases of the project looking forward, leading a discussion about possible site options and concepts for the Grand Rapids site location, innovative focus on best practices, industry standards, and medical/therapeutic architectural design concepts.

Board members indicated the desire to ensure that medical services provided on the campus would be efficient and effective for veterans and staff. Board members also expressed their intent to potentially utilize existing structures for additional medical services, partnership opportunities and, potentially Michigan Veterans' Facility Authority administrative space.

Break

Chair Redford called for a ten minute recess at 11:15 a.m.

Chair Redford called the meeting to order at 11:25 a.m.

7. Housekeeping (Board software update)

Phil Yeiter (MVAA) reviewed agenda item #6 and informed the board that MVAA is in the process of completing the analysis of software options and presenting to DMVA purchasing for contract development. There were no questions or comments from the board members.

8. Old business; Update on Accenture statement of work

Chair Redford informed the board that Assistant Attorney General Joe Froehlich is working with Accenture to finalize contract language to ensure compliance with State of Michigan laws related to donated services. Chair Redford also indicated that once a final contract was completed Lisa Cawley, from Accenture, will begin to schedule interviews with employees, veterans, veterans' families and, board members, following the timeline approved by the Board of Directors previously.

9. New business; Governance Committee Report: recommendation of adoption of proposed bylaws.

Potter, seconded by Hoover moved acceptance of the Michigan Veterans' Facilities Authority By-laws with the following amendments:

- I. Amend in Article V; "vote of a majority (2/3)" to "vote of a two-thirds majority".*
- II. Amend in Article V;" at least three (3) days" to "at least seven (7) days".*

The motion passed with immediate effect 6-0 with three members not voting.

10. Executive Committee Report: review Finance Committee description and recommendation of appointments to the Finance Committee.

The Executive committee reported that they met on the following dates for the following reasons:

July 1: Phone conference to discuss possible site locations, development opportunities, and budgeting, and continuity of staff.

Chair Redford led a discussion regarding the possible property acquisition in Grand Rapids and the potential to partner with providers that align with the Authorities goals for a "continuum of care campus". Chair Redford discussed upcoming meetings with Office of the State Employer and the Civil Service Commission to work through the potential for new position descriptions and classifications within state veteran home facilities.

The Board of Directors indicated that they would like to utilize an executive search firm to assist with find a replacement CEO upon the retirement of Brad Slagle.

Treasurer Hoover reviewed the proposed finance committee description and will provide a final draft at the standing September meeting for final review and approval.

Chair Redford made the following appointments to the Finance Sub-Committee:

Hoover, Thorhauer, Potter.

11. Review and consideration of approval of reimbursement request / fund transfer.

Hoover, seconded by Potter moved approval of the Reimbursement Request / Fund Transfer with the following amendments:

- I. Reduction in repayment amount by \$6,245.30 until further clarification of line item is presented.***

The motion passed 6-0 with three members not voting.

12. Board Comments

Hoover requested a formal presentation of the current organization structure of the current facilities and administration including potential transition plans of administrative positions.

Thorhauer extended his thanks to the following individuals and organizations for their attendance at MVFA Board meetings and for the work they do for Michigan veterans: Dwayne Dolby (D.J. Jacobetti Union Rep.), Dr. Kellie Cody (LSB), Mark Sutton (American Legion).

13. Public Comments

Mark Sutton, American Legion Public Affairs, indicated a willingness to advocate for executive compensation in order to attract qualified candidates.

Dwayne Dolby, D.J. Jacobetti AFSCME Union Representative, asked the board to consider employees wishes to remain State of Michigan Civil Service employees in any new facilities. Mr. Dolby questioned when the MVFA would assume responsibility of D.J. Jacobetti Home for Veterans, as well as, what is the future of defined benefits for employees. Mr. Dolby also indicated AFSCME would like to participate in contract negotiations when the contract is reopened in 2018.

14. Closed Session

Thorhauer, seconded by Shannon motioned to suspend the meeting and move into a closed session for the purposes to consider the purchase or lease of real property and to consider material exempt from discussion or disclosure under section 8(h) of the Open Meetings Act to consult with Attorney Joe Froehlich regarding a written legal memorandum. The motion passed 6-0 by roll call vote with members Redford, Thorhauer, Shannon, Naber, Potter, and Hoover voting in favor. Rutledge, Raczkowski and, Henry did not vote.

The meeting moved into closed session at 12:52 p.m.

15. Closed Session Minutes

16. Open Session

Potter, seconded by Naber motioned to move into open session. The motion passed 6-0 with three members not voting.

The meeting came out of closed session and returned to open session at 1:44 p.m.

17. Vote to acquire property in Grand Rapids, MI

Potter, seconded by Shannon motioned to reacquire and seek acquisition of the 3019 Coit property attached to the Grand Rapids Home for Veterans property that previously housed a federal Veteran Affairs Community Based Outpatient Clinic totaling 3.66 acres in size, authorizing up to \$1,000,000.00 in either capital outlay or any other authorized dollars.

The motion passed 6-0 with three members not voting.

18. Adjournment

Hoover, seconded by Naber, motioned to adjourn the meeting. The motion passed 6-0 with three members not voting.

The meeting was adjourned at 1:48p.m.



James Robert Redford
Board Chairman
MVAA Director