

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

September 17, 2019
10:00 a.m.

APPROVED MINUTES

A meeting of the Michigan Veterans Facility Authority (MVFA) Board of Directors was called to order at 10:09 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: Zaneta Adams, Henry Boutros, David Henry, Spencer Hoover (present at 10:11 a.m.), David Rutledge, Brad Slagle.

Excused Absence: Mary Naber, MaryAnne Shannon, Larry Yachcik

3. Approval of Agenda

Slagle, seconded by Adams, motioned to accept the meeting agenda dated September 17, 2019 as presented. The motion passed 6-0.

4. Approval of Proposed Minutes

Rutledge, seconded by Slagle, motioned to accept the proposed meeting minutes dated August 20, 2019 as presented. The motion passed 6-0.

5. Public Comment

Kellie Cody Jr., State Veterans Facility Ombudsman, introduced MSU Intern Kate Ankenbauer who will be serving as an intern until April 2020.

6. Housekeeping: Health System Update, Organizational Name/Logo, Meeting Dates, Open Committee Positions

Anne Zerbe reminded board members that the end of the fiscal year is September 30, 2019, and all travel receipts should be submitted now for processing.

Anne Zerbe reported that the Department of Military and Veterans Affairs (DMVA) is working on a department-wide strategic plan. Ms. Zerbe and the Health System staff are incorporating the MVFA strategic vision into the DMVA strategic plan.

Fred Schaible updated the Board regarding the MVFA ED/CEO position. Anne Zerbe has been recommended by the MVFA Board for this position, and a recommendation letter has been sent to the Governor's Appointments Office. Ms. Zerbe recently met with the Governor's staff and the appointment should be formalized within the next few weeks. Zaneta Adams added that she met with the DMVA Director and he is moving forward with his recommendation as well.

Steve Rolston provided an overview of the Health System to include the Grand Rapids Home for Veterans (GRHV) and the D.J. Jacobetti Home for Veterans (DJJHV). He also reported that two workgroups have been established; one to address health system policies and facility procedures and one to address business office practices.

Fred Schaible conducted a discussion regarding the organizational name, logo, and tag line; three logo designs were presented to the Board along with three taglines.

Adams, seconded by Rutledge, motioned to accept option #2 of the Michigan Veteran Homes for the organizational name and logo. The motion passed 6-0.

The Board then discussed the three taglines presented.

Slagle, seconded by Hoover, motioned to accept "A Place of Honor & Compassion" as the tagline for the organization. The motion passed 6-0.

Anne Zerbe presented a memorandum recommending the MVFA Board meetings to be conducted on the third Thursday of each month for the remainder of 2019 and the full calendar year for 2020, with the exception of November 2019. In addition, Ms. Zerbe suggests that all meetings should be conducted at the MVAA in Lansing, with the exception of May, July and September 2020. The May 2020 meeting will be conducted at the GRHV, the July 2020 meeting will be conducted at the DJJHV, and the September 2020 meeting will be conducted at the Chesterfield Community Center.

Adams, seconded by Hoover, motioned to accept the recommended dates and locations as revised for the upcoming MVFA Board Meetings. The motion passed 6-0.

Fred Schaible provided an update on the acquisition of the videoconferencing equipment for the MVFA Board meetings.

Anne Zerbe presented a memorandum regarding the open committee positions on the MVFA board. All appointments will remain in effect until January 2021.

Henry, seconded by Adams, motioned to appoint Brad Slagle as the MVFA Board Secretary. The motion passed 6-0.

Five committee positions remain open: 2 – Building and Facilities Committee, 2 – Finance Committee, 1 – Fundraising Committee. Interested board members should notify Chair Henry of their willingness to serve on the committees. The appointments will be tabled until the October 17, 2019 meeting.

7. Executive Committee: 501C3 vs. Foundation Analysis; Fundraising Consultant, Dykema Contract Increase

Anne Zerbe reported that the Request for Proposal (RFP) has closed for the fundraising consultant services designed to engage in a campaign readiness analysis and provide a report of the MVFA’s fundraising capacity and recommendation plan to execute fundraising goals. She added that the cost for Phase I of this initiative is \$25,000.00.

Leonard Wolfe from Dykema Gossett PLLC provided an overview of a memorandum titled “Alternative Fundraising Structures for Michigan Veterans’ Facility Authority”. The MVFA Finance Committee, chaired by Spencer Hoover, will delve into the three options outlined and provide a recommendation to the MVFA Board.

Anne Zerbe recommended that the Board request the Attorney General’s (AG’s) office to execute a third extension to increase the contract by \$7,000.00 and revise the expiration date to December 31, 2019 for independent legal services.

Rutledge, seconded by Adams, motioned to approve the authority staff to proceed with option #2 in the Dykema memorandum; an advisory committee will be included. The motion passed 6-0.

Adams, seconded by Rutledge, motioned to not extend the Dykema contract.

Adams, seconded by Hoover, withdrew the motion and motioned to extend the Dykema contract to December 31, 2019 with no increase in funding. The motion passed 6-1 with Rutledge voting no.

8. Finance Committee

No business until the FY’2020 budget is approved.

9. Governance Committee

No new business.

10. Building & Facilities Committee; New Construction Update

Chair Henry noted that he is impressed with the scheduling and finances related to the Homes' construction; there have been no issues with contractors nor labor disputes.

Anne Zerbe shared that she is concerned with the IT infrastructure and purchasing components of construction. Interviews are being conducted this week for an IT Project Managers and initial meetings have occurred with procurement services.

Mike Hassan offered the Board a review of the construction status of the new Homes in Grand Rapids and Chesterfield Township. He reviewed the project milestones and provided a timeline for current activities and upcoming endeavors. A tour of the Chesterfield site is scheduled for September 18, 2019.

11. Board Comments

Zaneta Adams introduced new MVAA Deputy Director Robert Near. Mr. Near stated that he would like to meet with the board members individually in the near future.

Chair Henry thanked the board members for their participation in the meeting.

12. Public Comments

Kellie Cody Jr., State Veterans Facility Ombudsman, recommended that the Board consider establishing a 501c3 since many corporations can contribute only to those organizations that have a 501c3 in place.

13. Adjournment

Adams, seconded by Boutros, motioned to adjourn at 11:58 a.m. The motion passed 6 to 0.

The meeting was adjourned at 11:58 a.m.



Bradford Slagle,
MVFA Board Secretary