

DRAFT

Virginia Veterans Services Foundation Board of Trustees
Virginia ABC Headquarters
7450 Freight Way
Mechanicsville, Virginia 23116
Meeting Minutes
September 7, 2023
11:00AM – 1:00PM

A meeting of the Virginia Veterans Services Foundation (VSF) Board of Trustees was held on Thursday, September 7, 2023, at the Virginia ABC Headquarters, 7450 Freight Way, Mechanicsville, Virginia. The meeting was called to order at 1:05p.m.

Trustees Present

- Paul F. Haughton, JR. (*Veterans Services Foundation Chairman*)
- Brad Williamson (*1st Vice Chair*)
- Paula Buckley (*2nd Vice Chair*)
- Allan C. Burke (*Development*)
- Mike Coleman (*Finance Chairman*)
- Jack O. Lanier
- Tim Pillion (*Finance Assistant Chair*)
- Bruce I. Waxman (*Policies and Procedure Chair*)
- Jordan Steward (*Assistant Secretary of Veterans and Defense Affairs*)

Trustees Absent

- John M. Esposito
- Kyle Craig
- Kevin Hoffman
- Jarris L. Taylor

VSF Advisors Present

- Leroy Gross (virtual)

VSF Staff Present

- Melissa Watts (*Veterans Services Foundation Admin*)

DVS Representatives Present

- Tammy Davidson (*CFO / VSF Treasurer*)
- Kim Barton (*Deputy CFO*)
- Tramaine Carroll-Payne (*Deputy Director of Education Programs*)
- John Hall (*Military Education & Workforce Initiatives Manager*)
- Ben Shaw (*Virginia Veteran and Family Services, Central Regional Director*)
- Glendalynn Glover (*DVS Staff*)
- Griffin Ramsey (*DVS Staff*)
- Monhnae Harris (*DVS Staff*)
- Jayla Plymouth (*DVS Staff*)

Commonwealth of Virginia Office of the Attorney General

- Jim Flaherty (*OAG, Assistant Attorney General*) (Virtual)

Visitors Present

- None

Materials Distributed and Attached

- Meeting Agenda (*Attachment 1*)
- VSF Board Meeting Minutes – June 22, 2023 (*Attachment 2*)
- DVS Commissioner Report (*Attachment 3*)
- Schedule of Receipts, Expenditures and Budget Ended June 30, 2023 (FM12) Unaudited (*Attachment 4*)
- VSF Statement of Assets Ended June 20, 2023 (FM12) Unaudited (*Attachment 5*)
- VSF Board of Veterans Services Report (*Attachment 6*)
- Joint Leadership Council Report (*Attachment 7*)
- VSF Donation / Development Report (*Attachment 8*)
- Governor Youngkin OKR Report (*Attachment 9*)

I. Opening and Pledge of Allegiance

VSF Chair Haughton welcomed everyone and called the meeting to order at 1:05 p.m. Mr. Pillion led the group in reciting the Pledge of Allegiance.

II. Roll Call of Trustees and Quorum Determination

With 10 of 14 trustees present, VSF Chair Haughton advised a quorum was determined.

III. Approval of Agenda (*Attachment 1*)

The agenda was previously forwarded to the foundation's trustees electronically and a printed copy was included in the Board packets.

VSF Chair Haughton asked for a motion to approve the agenda, with the chair having latitude to adjust accordingly. Mr. Pillion **moved** to approve the agenda as presented giving VSF Chair Haughton latitude for adjustment and Mr. Burke **seconded** the motion. There was no discussion and the motion passed unanimously.

IV. Review and Approval of June 22, 2023 Meeting Minutes

VSF Chair Haughton stated that a copy of the June 22, 2023, meeting minutes were previously sent to the trustees electronically and a printed copy was available for review.

VSF Chair Haughton asked if there were any changes needed to the minutes, and after which asked for a motion for approval. Mr. Lanier **moved** to approve the minutes as presented and Mr. Pillion **seconded** the motion. There was no discussion and the motion passed unanimously.

V. REPORTS

A. Secretary's Report: Craig Crenshaw, Secretary of Veterans and Defense Affairs

On behalf of the Secretary's office, Mrs. Stewart reported the office is diligently working on the budget for a September 29, 2023, submission. They are also still working on legislation and is expected to have a package ready by the beginning of December or the end of November. In addition to this, the Secretary's office is preparing for Patriots Day, as well as Veteran's Day events. They will be sure the VSF Board members have the information when ready. Mrs. Stewart has asked that if there is any opportunity the office can assist with Veterans Day events, please let her know.

Regarding the Petersburg Project, things have been moving successfully and Governor Youngkin is extremely excited and appreciative. They have received confirmation of a Walmart donation in the amount of \$50K coming into the foundation to support the project. She also informed mailboxes are being installed for the homeless veterans at the center in order for them to establish addresses for paperwork and other matters.

VSF Chair Haughton asked if the mailboxes will help veterans with VA Claims.

Mrs. Stewart confirmed the mailboxes will not only help with VA Claims, but with unemployment benefits, job training and other items that require veterans to have a temporary address.

VSF Chair Haughton asked Mrs. Stewart to elaborate on Veteran's Day events.

Besides the event DVS will hold at the VA War Memorial on November 10th, Mrs. Stewart stated the Secretary's office is planning an event in Virginia Beach on November 11th. It will be held mid-day and once the governor gives the green light to release further details, the VSF Board will receive an invitation. Also, Patriots Day (September 11th) will be in Arlington, Virginia featuring a Gold Star Family event.

Mr. Lanier informed that he sent VSF Chair Haughton and Mrs. Stewart information about an event sponsored by Koontz Body Shop for November 11th, 2023. The business has supported the VSF Board in the past.

B. Department of Veterans Services Report: CFO Tammy Davidson

In place of Commissioner Gade, Mrs. Davidson informed there was nothing significant to report and the report can be read or followed up on at leisure.

VSF Chair Haughton pointed out to the Board that the VVFS direct services has increased 5% since July, which was anticipated and means new services requirements. They are seeing a lot more increase with interactions, which speaks to the great work being done within the agency, and places emphasis on the board members to keep in step with the agency.

VSF Chair Haughton informed that all members should have gotten a copy of the 20 Degree Strategic Study. One of the most obvious things in their reporting was that there needed to be legislative reforms to make the Board more effective and more efficient. There has been no action taken on this yet, however he has had collaborative conversations with Mrs. Stewart and Secretary Crenshaw. The Secretary was thoroughly impressed the Board had gone outside of the agency, reaching for experts to look at possible changes. They are probably 90% in agreement with the changes that need to be implemented. The Secretary's office is also on a deadline due to it being an election year for the General Assembly and leadership in both chambers have turned in informal bills. From the Board's perspective, each member will be asked about strategic planning for the next VSF leadership team which will soon be in place.

Mr. Hall gave a brief presentation on how VSF Funds has helped outreach events, specifically from the Military Education and Workforce Initiative. He spoke on stories from three student-veterans who received laptops from the Tech4Troops Laptop partnership distribution. Currently, MEWI has 150 Skill Bridge Internship opportunities available to active-duty services members across the Commonwealth they can participate in six months before they leave service. Lastly, Mr. Hall talked about the partnership with Community College Workforce Alliance's (CCWA) credentialing programs in the areas of manufacturing, logistics, procurement and information technology services. They are working with Newport News Shipbuilding to re-create the same credentialing program with Tidewater Community College and other community colleges in the area. MEWI also is working with the Marines Trades Training (MTT) Program, which pays 100% of the students related cost, which is \$250. It is a three-week program with guaranteed employment and open to dependents, spouses, and adult-children graduating high school to name a few.

Mr. Shaw presented on the Virginia Veterans and Family Services program. VVFS may be the biggest recipient of VSF Funds, and he is appreciative of all the support gained from the VSF board members. VVFS tends to serve Virginia's most vulnerable veterans and where it relates to funding, they are mandated to cover behavior health support. If the veteran cannot get to a Behavior Health VA in whichever region, VVFS steps in to assist.

Some statistics shared: VVFS has picked up the tab for over a hundred veterans, family members and children with direct services in the form of behavioral health services, while referring hundreds. These are often small, trailing debts where it looks economically sustainable, such as security deposits for housing, direct to provider, or emergency sheltering featuring children. At that point, VVFS is working for and focused on the family, especially to disrupt generational adverse childhood experiences. These instabilities manifest as exposure to single parent homes, drug use, domestic violence, substance abuse and is notably higher among the enlisted military population since 2001. The program is expected to considerably exceed interventions from last years' numbers.

Mr. Waxman posed the question of what the breakdown is regionally for these types of services and if there is a

significant difference.

As Mr. Shaw explained, there is definitely regional disparity. He believes it has to do with the infrastructure within the different communities. For example, in Northern Virginia there are five support services for veterans and their families that have various levels of overlap that help people facing evicting or in need of emergency housing and these programs tend to work well. In the central Virginia region, there are two support services, which has a lot of organizational dysfunction and DVS is heavily involved in trying to improve efforts. The eastern region is military friendly, happens to have multiple providers and is resource rich, with both large and small entities devoted to the veteran population. The western region tends to not to help-seek in the same manner; these individuals more often moves in with someone if needed, so the problem solving and disposition of the client is different.

Mr. Waxman when on to further ask if VVFS partners with other Veteran Service Organizations (VSO) and how is it determined who puts up the cash and/or resources.

According to Mr. Shaw, VSF Funds through VVFS is always a resource of last resort. The program works with many and various partners; some are strong and well connected such as those in Fredericksburg while others are harder to find, especially in more rural areas.

Mr. Waxman asked if those funds are leveraged or does VVFS wait to see if those non-profits can serve the veterans before stepping in.

Mr. Shaw answered that circumstances often falls to timing, where the VSO wants to assist, however may need to meet with their board and then decide the next steps whereas a family that is homeless now presents an immediate need. As such, VVFS is often the fastest resource as opposed to other organizations being unwilling or unable to assist due to time restraints.

Mr. Hall added that since the beginning of MEWI's laptop initiative, their founding has been received from Altria however it was earmarked for usage only in the central region. This year was the first time they were able to receive additional funding from the VSF and Newport News Shipbuilding to expand outreach. They are also working with Virginia Western Community College, Blueridge and Northern Virginia communities colleges to spread opportunities across the Commonwealth.

Mr. Coleman asked Mr. Shaw was there any reason that in FY23, VVFS left \$24K in the budget unspent.

Mr. Shaw informed that in September of 2022, they started to see rapidly escalating demands specifically for homelessness prevention services. There is a federal grant that helps to take care of these needs throughout the state, even with tight criteria, VVFS has been involved to augment veterans over or under the stipulations. When demands started to increase and the cost associated was on the rise – the most immediate maneuver for the service line was to start supplementing to avoid a blackout period due to lack of funding. VVFS started narrowing their focus to cases with minors or elderly populations for assistance.

VSF Chair Houghton encouraged all board members to reach out to their regional VVFS coordinators and see if it is feasible to come to their next quarterly luncheon. The only caveat being that Commissioner Gade needs to be in the know.

C. Finance Committee Report: Mike Coleman

Mr. Coleman informed the finance committee is working with the Secretary's office and with the VSF Treasurer Davidson on the 2025-2026 budget for the governor. They will not be requesting general funding dollars; however, will need to ask for an increase in monies provided to DVS for donations. In the past, it has been \$796,500 and they are asking for an increase to \$850,000. There is over a million in the bank and last year, over \$800K was raised. In order for VSF to go out and receive donations, funds need to be spent. DVS has identified an annual requirement of about \$1.6M and the \$850K for 2025-2026 will be starting in that direction.

He is also working on a Request for Proposal draft with regards to the 20Degree assessment and the need for

strategic planning and will send that to the Development Committee for input. Mr. Coleman is asking for \$50K to be earmarked for a consulting firm to work with the board. For this, they will follow the state procurement process – an RFP will be made available for 30 days for individuals to submit bids. After the bids come in, a selection panel will evaluate the bids, select the best value and move forward.

Mr. Waxman posed the question of using a sole source – 20Degrees which is already familiar with the board, instead of having to go through another contractor.

Mrs. Davidson informed the only way to argue using a sole source is if there is no other practical source in the area that can provide said services. However, after the RFP is open, the board can invite 20Degrees to place their bid which is allowable under Virginia state procurement.

Mr. Coleman reported the 2023 Budget Expenditure by Line Item for DVS. DVS was able to execute 95% of the budget allotted to them, with the exception of VVFS. In 2023, monies were given to spend on direct services and homelessness and this year VVFS received \$500K to spend as needed without being dictated by the board members allowing for flexibility.

Also, included as a handout called Deficits, which states that every board member understands he/she cannot commit or spend state funds over or above what the General Assembly has appropriated for the VSF.

FY23 Fourth Quarter Financial Report: Kim Barton, VSF Treasurer

FY23 Fourth Quarter as of June 30, 2023 – Total Income reached: \$864,813.15 in revenue.

FY23 Fourth Quarter as of June 30, 2023 – Total Expenditures: \$683,272.60

Excess of income over expenditures - \$181,540.55

Beginning Fund Balance - \$3,219,253.53

Total FY23, Fourth Quarter Ending Fund Balance - \$3,400,794.08

VSF Chair Haughton commented that much of the \$800K was restricted to Veterans Care Centers.

D. Board of Veterans Services: Melissa Watts

Melissa Watts presented the Board of Veterans Services report and can be read over at leisure.

Mr. Waxman asked about the status of the point of contacts for the foundation from DVS.

VSF Chair Haughton informed the agency has gone through transitioning staff as well as vacancies currently within VSF. The board is waiting until service lines get reestablished to get matched up with point of contacts.

E. Governor Youngkin Objectives and Key Results (OKR's) Report: Mike Coleman

Donations for 2023 were up \$256K and in looking at the breakdown with allocations – one is Trusts which was 47%. When speaking of developing a strategic plan, if a legacy giving program was established to support only the veterans care centers, it would be a concept that makes sense. The Salem Care Center has received \$1.6M recently and he believes the other care centers having the opportunity to earmark monies is something they need to look into strategically.

Only 5% of donations come from VSOs. When the Joint Leadership council was briefed, many of the organizations run bingo-type operations and are required by law to disperse 20% of their proceeds to non-profit organizations. What better non-profit organization to make donations to other than the VSF – which they were receptive to. The next step is to reach out to them, asking each VSO to make a donation to the foundation.

In the area of development, Mr. Coleman is beginning to look at a Customer Resources Management Software. The one currently loaded is not cloud-based and due to this, there is limited access to the position of the executive director. Having software to where it is fully accessible and open, working with finance and the foundation for instance would be beneficial.

The administrator of Puller Care Center, Brock Baycose(sp?) reached out to the VSF to start raising money to support them, specifically for portraits. The care center was named after three different individuals, while Jones & Cabacoy were named after two, so there will be five portraits needed. There is an opportunity for a specific development program to raise funds for this project.

Mr. Coleman went on to speak about the \$50K grant from Walmart and the board will be working with Walmart, Mrs. Stewart and the Governor's office to have the check presented. The Centera grant was not approved, and the reasoning is they do not allow for the same funding year after year for the same category. The focus of the funds needs to change, such as homelessness one year, then military education and training another year in order to continue getting those funds. Also, the Newport News Shipyard also does not donate for the same category year after year, however they do provide sponsorships for different things.

Mr. Coleman lastly addressed the OKR's for the governor's office. Each agency has to come up with the specific OKR's and the VSF has identified three. The Secretary and the governor's team has been briefed. What he tried to focus on was how much money has been raised, how many people are making donations to the foundation and how many opportunities we have for outreach.

Mr. Waxman asked if grants from larger employers could be leveraged so that VSF could take part in their charitable donation program for their employees? The United Way campaign would be an example.

According to Mr. Coleman, there may be one or two companies the foundation is already tied to, however expanding to others would be a good idea.

F. Procedures and Policies Committee Report: Bruce Waxman

Nothing to report.

VSF Chair Haughton asked if there were any public comments. None were posed.

VSF Chair Haughton thanked Dr. Gross for participating and asked if he had anything to add.

Nothing was posed; Dr. Gross thanked the board and was appreciative of the opportunity to serve.

It was decided that Mrs. Stewart would stay for closed session, standing in for Secretary Crenshaw and to provide continuity. The motion was **moved** by Mr. Williamson and **seconded** by Mr. Lanier.

Roll Call was presented – All ten board members voted to agree.

Mr. Coleman **moved** the following resolution:

WHEREAS, the Virginia Veterans Service Foundation 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, 2.2-3712 (D) of the Code of Virginia requires a certification by this Board that such closed meeting was conducted in conformity with Virginia law;

NOW THEREFORE, BE IT RESOLVED, that the VSF hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia laws 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 VSF."

Bruce Waxman **seconded** the motion.

Roll Call was presented – All ten board members voted to agree.

Brad Williamson **moved** that the VSF issue a Group III notice, with termination, to employee X for the reasons discussed in closed session. Bruce Waxman **seconded** the motion.

VSF Chair Haughton asked the foundation if there were any further discussion.

Roll Call was presented.

6 Yes – Paul Haughton, Mike Coleman, Jack Lanier, Bruce Waxman, Tim Pillion, Brad Williamson

2 No – Paula Buckley, Jordan Stewart

2 Abstain – Allen Burke, Melissa Watts

Motion passes.

New Business

a. Approval of Development Committee Recommendations

None placed.

b. Approval of Finance Committee Recommendations

VSF Chair Haughton asks for a motion to approve the Finance Committee Report.

Mr. Coleman **moved** to approve; Mr Lanier **seconded**. There was no discussion and the motion passed unanimously.

c. Approval of Procedures and Policies Committee Recommendations

None placed.

d. Approval of Fourth Quarter Financial Report

VSF Chair Haughton asks for a motion to approve of the Fourth Quarter Financial Report. Mr. Coleman **moved** to approve; Mr. Pillion **seconded**. There was no discussion and the motion passed unanimously.

VSF Chair Haughton stated based on their bylaws, the chair is appointing four trustees for a search. The Executive Director position will be placed At-Will with an amendment to the bylaws in section 4.3 – deleting the requirement to follow the Department of Human Resources (DHRM) policy for hiring classified employee.

Mr. Coleman **moved** that the first sentence of the bylaws in section 4.3 be deleted. Mr. Waxman **seconded**. All approved and motion passes.

VSF Chair Haughton named Jack Lanier, Brad Williamson, Paula Buckley, himself and a representative from the Secretary's office to form the Selection Committee. He also asked the board to delegate to the executive committee the authority to hire a new executive director, recommended by the majority vote from the panel just named, then have the board ratify their decision at the next business meeting.

Mr. Burke posed the question of salary for the position.

VSF Chair Haughton informed the salary will be determined by the executive and selection committee decides. The state budget allows for around \$100K, however the foundation is not restricted to this and can use the unrestricted funds if necessary.

Mrs Stewart asked will there be notification from the executive committee to the board once the executive committee makes the decision.

VSF Chair Haughton affirmed there will be notice.

Mr. Waxman made the **motion** and Mr. Lanier **seconded**.

VSF Chair Haughton asked there was any other business. None posed.

Public Comment

There was no public comment.

Adjournment

The next Board of Trustees Meeting will be held on December 12, 2023, location to be determined. The meeting was adjourned at 1:53 p.m.