

Virginia Veterans Services Foundation Board of Trustees
Peninsula Chamber of Commerce
11850 Merchants Walk, Suite 110
Newport News, VA 23606
Meeting Minutes
December 7, 2023
11:00AM – 1:00PM

A meeting of the Virginia Veterans Services Foundation (VSF) Board of Trustees was held on Thursday, December 7, 2023 at the Peninsula Chamber of Commerce, 11850 Merchants Walk, Suite 110, Newport News, Virginia. The meeting was called to order at 11:01a.m.

Trustees Present

- Paul Haughton, JR. (*Veterans Services Foundation Chairman*)
- Brad Williamson (*1st Vice Chair*) *virtual*
- Marc Anderson
- Allan C. Burke (*Development*) *virtual*
- Mike Coleman (*Finance Chairman*)
- Michael Dick
- Kevin Hoffman (*Joint Leadership Council*)
- John Esposito (*Dev. Chair*)
- Jack O. Lanier
- Tim Pillion (*Finance Assistant Chair*)
- Bruce Waxman (*Policies and Procedures Chair*)
- Jarris L. Taylor, Jr.

Trustees Absent

- Paula Buckley (*2nd Vice Chair*)
- John M. Esposito
- Kyle Craig (*Dev.*)

VSF Advisors Present

- Jordan Stewart (*Assistant Secretary of Veterans and Defense Affairs*)
- Leroy Gross (*Fin. Advisors*)

VSF Staff Present

- None

Commonwealth of Virginia Office of the Attorney General

- James Flaherty (*OAG, Assistant Attorney General*)

DVS Representatives Present

- Kim Barton (*Deputy CFO*) *virtual*
- Glendalynn Glover (*DVS Staff*)
- Monhnae Harris (*DVS Staff*)
- Griffin Ramsey (*DVS Staff*)
- Jayla Plymouth (*DVS Staff*)
- Brandi Jancaitis (*DVS Staff*)
- Daniel Gade (*DVS Staff*)
- Desiree Taylor (*DVS Staff*)
- John Hall (*DVS Staff*)

Materials Distributed and Attached

- VSF Agenda (*Attachment 1*)
- VSF Board of Trustees BYLAWS (*Attachment 2*)
- VSF Report to the Veterans Services Foundation September 7, 2023 (*Attachment 3*)
- VSF Joint Leadership Council Report to the Veteran Service Foundation (*Attachment 4*)
- VFS Schedule of Receipts, Expenditures and Budget by Activity for the Month Ended September 30, 2023 (FM03) (*Attachment 5*)

I. Opening and Pledge of Allegiance

VSF Chair Haughton welcomed everyone and called the meeting to order at 11:01 a.m. Tim Pillion led the group in reciting the Pledge of Allegiance.

Introductions were made for the newly appointed staff – Marc Anderson and re-appointed, Mike Coleman along with soon to be appointed Executive Director **Kayla (last name)**. VSF Chair Haughton offered a round robin of introductions for everyone present for new staff.

VSF Chair Haughton asked for a motion to approve the Zoom Video Conferencing. Mike Coleman **moved** to approve the motion and Michael Dick **seconded**. There was no discussion, and the motion passed unanimously.

II. Roll Call of Trustees and Quorum Determination

With 12 of 14- trustees present, VSF Chair Haughton advised a quorum was determined.

III. Approval of Agenda (*Attachment 1*)

The meeting agenda was previously sent to the Trustees electronically, and a printed copy was included in the Board Agenda Packets.

VSF Chair Haughton suggested changes to the agenda. He advised under New Business a closed session be added.

VSF Chair Haughton asked for a motion to approve the agenda and stated changes. Tim Pillion **moved** to approve the agenda and changes and Jack Lanier **seconded** the motion. There was no discussion, and the motion passed unanimously.

IV. Nominations and Appointment

VSF Chair Haughton asked for a motion to approve Marc Anderson as the new Development Chair (as John Esposito – former development chair, is no longer a trustee board member) and Tim Pillion as Finance Chair. Kevn Hoffman **moved** to approve the nominations and appointments and Jack Lanier **seconded** the motion. There was no discussion, and the motion passed unanimously.

VSF Chair Haughton went on to explain there are two vacancies for vice chair. Being that it is difficult for the executive committee to meet and with the next board meeting being in March, the vice chairs need to be filled in the meantime. VSF Chair Haughton asked for a motion to allow the board to suspend the rules of the bylaws for the nominating committee. Tim Pillion **moved** to suspend the bylaws and Jack Lanier **seconded**. There was no discussion, and the motion passes unanimously.

VSF Chair Haughton then asked for a motion to establish the nominating committee. Jack Lanier **moved** to approve the motion and Michael Dick **seconded**. There was no discussion and the motion passed unanimously.

VSF Chair Haughton nominated Mike Coleman for the Vice Chair vacancy, with no other nominations given from the board and asked for a motion. Kevin Hoffman **moved** to approve the nomination and Marc Anderson **seconded**. There was no discussion and the motion passed unanimously.

V. Review and Approval of September 7, 2023 VSF Meeting Minutes

VSF Chair Haughton asked for a motion to approve the minutes as presented. Mike Coleman **moved** the approve the minutes as presented and Jack Lanier **seconded** the motion. There was no discussion, and the motion passed

unanimously.

VI. REPORTS

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

On behalf of the Secretary's Office, Mrs. Stewart began by thanking the board members for their continued support. The governor will present his budget to the General Assembly and the general public on December 20th and they are hoping to see good results for veterans funding. They have been working diligently to fund money for mental health along with other projects and if anyone would like to watch the broadcasting, it will be presented on the General Assembly website.

They are also finalizing their legislative package and will keep the Board of Trustees updated on special initiatives. She is confident that what the Governor will present will be in support of the Virginia Veterans and Family Support (VVFS) Program, the JLC and the Strategic Planning Group initiatives.

Jordan Stewart also thanked Dr. Jarris L. Taylor, Jr. for attending the ribbon cutting for Veterans Day at James and Cabacoy Care Center.

VSF Chair Haughton asked Mrs. Stewart to briefly go over the legislation.

On one portion, Mrs. Stewart explained that for the licensing of childcare facilities, if you are Department of Defense (DOD) licensed provider, they are going to seek to grant a reciprocal license in Virginia. They have found the DOD licensing process is much more stringent and creates a delay due to their end-processing. They are also seeking to intern between 5-7 licensing compacts which will be huge for their workforce agency initiative.

The Governor's office is also planning to support, actively and passively, the properties of DVS and JLC.

VSF Chair Haughton asked for updates on the Petersburg initiative, including how the project was started.

Mrs. Stewart shared that there were seven different initiatives the Governor selected as projects for the City of Petersburg. Unfortunately, it was realized that veterans, despite the population near Fort Gregg-Adams, were not included in the initiatives. The Veterans Service Foundation, along with the Governor's office and the DVS benefits office already stationed in Petersburg, partnered to create a one-stop shopping facility which is now the Virginia Community Resource Center (VCRC). This will provide services such as mental health counseling, addressing homelessness and finding jobs, in addition to providing temporary mailboxes to veterans without an address. The VCRC sees about 100 to 150 veterans while also partnering with the Veterans Employment Commission (VEC) as there are a large number of veterans that come there looking for jobs.

Mrs. Stewart further shared that Walmart donated \$50K to the center as state funds, via the DVS budget, and that is used to pay the rent for the facility. Being that there is no budget, they are seeking money in the upcoming legislative budget. As of now, the funds donated is placed towards bolstering the programs as well as supporting the operational functions of the VCRC.

Mike Coleman asked if they know what the annual requirements for the operations in the event the general fund fails.

Mrs. Stewart explained they do not have an exact figure however once they get all the tenants installed as they have a few offices that are vacant, they should have a good number. The Governor's office has asked the General Assembly for a significant amount of funds to keep the facility sustainable. Once they have a figure, Mrs. Stewart informed they will share the information with the board.

Mike Coleman mentioned that last year, within the Governor's budget there was a request for fulltime equivalent for the foundation – did that go forward to the request to the Governor?

Mrs. Stewart informed the Full Time Employee (FTE) consideration did not go into the formal request; they did not ask for any FTE's at all. Their position is to retool the FTE's that are being underutilized.

Mike Coleman further explained that when the board submitted their request, they have general funds appropriation but they also need to ask the Department of Planning and Budget to appropriate the dollars that are given the Department of Veterans Services (DVS). In their request, as it has been for many years, has been \$796K, but now they are asking for the funds to be increased to \$850K. If approved by the General Assembly, it allows the foundation to use the funds raised and give more to the DVS. DVS then needs to expend that money.

VSF Chair Haughton asked if there were further questions; none were posed.

B. Department of Veterans Services (Attachment 2)

Commissioner Gade presented a couple of highlighted items.

The Virginia Veterans Care Center in Roanoke, Virginia is being named after two military heroes: Paris Davis, a recent Medal-of-Honor recipient and Brad McDaniel who spent 6 and a half years as a prisoner of Vietnam, resisting brutal torture. Both will be present at the renaming of the Davis and McDaniel Care Centers, along with the Governor as guest speaker on December 12th, 2024.

DVS has just finished their strategic plan process required by HB1759. A draft of the strategic plan findings are included in the packet attachments and on November 20th, 2023, a zoom briefing was given to legislators on what DVS is and the internal operations of the agency.

Commissioner Gade informed the Suicide Prevention and Opioid Addition Services (SOS) Program, a subcomponent of the Virginia Veterans and Family Services (VVFS) program, had \$5M last year and \$5M this year to provide services.

He further explained the agency departments are continuing to work hard to ensure they Governor's standard for making Virginia the best place for veterans to live, work and raise families. By every measurable metric, DVS is doing far better than it ever has before and to see the numbers trending in the right direction is exciting.

VSF Chair Haughton added that it is strongly encouraged that if anyone interested, please make it a point to visit the care centers, cemeteries, and other areas of DVS. Please let the VSF Chair and Commissioner know beforehand if visiting, as well as the Regional Directors within VVFS.

Allen Burke also shared he had a chance to visit the Care Center in Salem and highly recommends visiting. He also plans to be at the renaming and encourages everyone to take advantage of the event.

Michael Dick asked about the opening of the Puller Veterans Care Center.

Commissioner Gade informed unfortunately, due to contractor delays and errors, expectations of the opening will be late Spring or Summer of 2024.

VSF Chair Haughton moved on to introduce Brandi Jancaitis, VVFS Director and Desiree Taylor, Housing and Criminal Justice Coordinator to give a presentation of the homelessness services from VVFS. The Virginia Veterans and Family Services program is one of the largest recipients of VSF dollars. There are hundreds of stories regarding the significant impact the program has had on veterans across the Commonwealth.

Ms. Taylor informed that they provide resource referrals, care coordination and supportive services to Virginia veterans. VSF assists greatly with funding the service line, totaling \$500K for two avenues that they use: direct services and homeless fund. Director services is in line with emergency financial services such as hotel stays, short term rental assistance and behavior health services to veterans. The homeless

program takes care of veterans being served mostly via community-based programs that are experiencing homelessness or at immediate risk of homelessness. They provide that gap-filling fund for veterans that do not qualify for other services due to type of service discharge or those that may have exhausted funds through other agencies.

VVFS partners with Continuum of Care (COC) along with Veterans Affairs to obtain assistance for the veterans. A few examples of how funds are spent specifically would be deposits for first month's rent, rental application fees and utilities. Other gap expenses help with anything from car repairs to paying for documents or identification to anything needed to maintain housing. Last year, VVFS serviced about 250 veterans under this fund and its monies are limited to \$1500 per veteran in a two-year period. However, depending on funding, the program has a bit of leeway due to cost of rent and other factors increasing. The average cost, per veteran, is \$1,009. Behavioral Health is also a costly resource and has resulted in about \$1300 to \$1400 per client.

Ms. Taylor shared they receive referrals from the Supportive Services for Veterans Families (SSVF) offices, which are considered a 'middle agency'. Outside agencies or programs in support of veterans would fill out referrals to send to an SSFV office. At these offices, the referrals are screened and then sent to Ms. Taylor to be approved or denied, which results in an immediate response whereas other programs or agencies are more time-involved.

For future needs, VVFS is focused on combating high rental needs and inflation.

Commissioner Gade posed a question about the \$1500 limit being an internal policy and not regulation or law. In theory, depending on funds raised by the VSF Board, the number can be made more robust.

To follow on with this, Mike Coleman added that they are asking for an increase in their non-appropriated funds to \$850K. Before the budget goes in, would that \$850K need to be increased for future years? Pushing this through is far easier with the General Assembly than the Department of Planning and Budget after the fact. The purpose of the \$850K is what is provided to the agency to spend, and the Department of Planning and Budget must approve the budget as non-general funds.

Ms. Taylor shared a story of a Vietnam-Era veteran, well into his seventies and was homeless. The veteran had enough money to get a hotel for a couple of days and was going to get removed from the hotel. Fortunately, he was able to find housing but needed assistance with shelter until the housing was ready. VVFS stepped in to further extend the hotel stay, however meanwhile, the veteran had a judgement and a back pending utility bill – both of which needed to be paid before moving into his housing. The veteran was also medically fragile, where if he had ended up unsheltered, the case would have been dangerous.

Another veteran – a mother of five, suffered from a house fire. She was employed however; she needed a large sum of funds to restart life for herself and her children as well as to move into housing. VVFS was able to provide a security deposit.

The gap assistance provides an immediate solution which is very important. There are external resources available for those needing assistance, however these typically take too long to process, and these veterans end up unsheltered.

VSF Chair Haughton informed the availability of housing for homeless veterans is a huge issue due to inflation and such; he asked are they seeing improvement in that or are there just not enough housing to go around.

Ms. Taylor confirmed that there is just not enough housing out there; a lot of agencies are trying to locate housing, but they are fighting for the same units. On the non-veteran side, there are almost triple the amount of homeless individuals. For every unit, there are at least 33 people that are applying for the same unit. The market rate has also gone up for apartments and even individuals who have received vouchers from the VA as a subsidy, have been asked to be removed from apartments as the voucher can no longer

cover the rent expense.

Bruce Waxman asked if the VVFS Program is collaborating with the VA.

Ms. Taylor informed they do work with the VA and are one of the main providers of services.

Please see slide presentation for further information.

C. Board of Veterans Services (Attachment 3)

BVS Chair Michael Dick presented the report, first experiencing three new appointments to the board: two army veterans and a navy veteran. They also have associated with each member of the board in identifying points of contact to work with DVS. He explained further that the Board of Veterans Services works with the agency to identify areas that need funding or make recommendations to gain insight as to which parts of DVS have challenges or opportunities. Both sides can move more effectively if working closely together.

Also, the board recently elected vice-chair, Carl Bedell in the last meeting and they will be giving their strategic briefings on December 15th, 2023.

Michael Dick thanked Jim Flaherty on the presentation regarding the Freedom of Information Act (FOIA) reminding members of their legal responsibilities and requirements.

VSF Chair Haughton posed the question if the board could be considered a board of directors to the Commissioner.

Michael Dick stated the board is more aligned to a board of advisors; not directors as they do not direct but make recommendations. For example, the Joint Leadership Council (JLC) would present legislation priorities and the board would comment and ask questions. Board members can meet with members of the General Assembly and advocate for those proposals. The board's chain of command goes to DVS and not the secretary.

D. Joint Leadership Council (Attachment 4)

JLC Chair Kevin Hoffman shared the JLC is in code and consists of the 25 veteran service organizations. They identify initiatives that would add value to veterans and service members families and generally, the council has between 6-10 initiatives. This year, the JLC has only three as they have been remarkably successful getting their initiatives passed. This will be Mr. Hoffman's last year as chairmen only serve two consecutive years.

This year, the JLC has three initiatives. The first being, the Virginia National Guard Tuition Assistance Waiver. Virginia gives the National Guard a benefit that previously used to be an upfront benefit, however because it was switched to a reimbursement model, there has been a 40 percent decline. The council is working to reverse this. There is also a constitutional amendment - the Tax Relief Surviving Spouse amendment. This will allow municipalities to standardize tax exemptions based not only on those killed in action but those also killed in the line of duty. A lot of times, service members that have died in training accidents, things of this nature, are still engaged in service to the country but are treated a bit differently and it is something the JLC is working to change.

The JLC's next meeting is December 14. Kevin Hoffman would like the JLC to vote on the strategic working plan and have it serve as the recommendation over the next two years.

Mr. Hoffman commented that the executive branch has limited authority as to what they can advocate for. The executive branch identifies projects that are important and while it percolates through the ranks, these may or may not get into the Governor's budget. He believes the JLC has been a power platform, and they get a lot done. They are excited about this year and JLC day is on January 17th 2024. They are in the new General Assembly building and will invite the elected officials and their aids to brief them on all the new initiatives before being introduced to the House and Senate.

Other items Mr. Hoffman spoke about regarding the JLC; the council also has a letter out to the gaming commission and informed that charitable gaming should be looked at slightly different from for-profit gaming. In addition, he spoke of 'claim sharks': with the PACT Act, there are a lot of people submitting new VA claims with organizations helping to assist with the claims while attaching hefty fees. There are veteran organizations that can assist with the claims process without cost to the veteran.

E. VSF Board Briefing:

Michael Dick presented the report that the Puller Clinic can also help with claims for veterans; they are training law students to be future lawyers and use the VA veterans benefits process for that however, the students also do pro-bono as well. If someone knows of any veterans needing help in this area, they can go to the William & Mary law school website, then to the clinic's website and there is an application to get services. He believes there is a limit stipulated in the PACT Act as to how much a private attorney can charge in terms of fees. It has increased the load of claims being filed with DVS, estimated to have doubled the number and but has helped to speed up the number of claims processed. Micheal Dick mentioned the Camp LeJune contaminated water issue, which allows for civil claims against the government in the Justice for Camp LeJune, is where the sharks are really feeding.

VSF Chair Haughton asked if the Justice for Camp LeJune passed.

Michael Dick informed it did pass and is a component of the legislation known as the PACT Act.

VSF Chair Haughton went further to ask if the VA recognizes the Camp LeJune issues.

Per Michael Dick, the VA does recognize the issues. The way it works is the veteran will always get their VA disability benefit. If one has a successful civic suit, the VA Disability benefits will not be reduced however the settlement from the government over the civil aspect of it - will be reduced by the amount of the VA disability. Claims denied by the VA were more than likely due to having developed a type of cancer that was not covered under the Camp LeJune issue. Other reasons, while presumptive that there is a service-related connection, can be rebutted by the VA.

VSF Chair Haughton asked if they service state-wide.

Michael Dick informed veterans can submit claims via the website as they have people all over the country. If it is something that would be good for a law student, a Zoom Video Conferencing call can be set up. Some cases that have been denied, requires an appeal which would be more challenging or educational for the law students and goes to the Board of Veterans Appeals. Beyond this, the case goes to a federal Court of Appeals for Veterans Claims where the veteran would need a lawyer.

Bruce Waxman expressed how gratifying it is to have Michael Dick on the board and is familiar with his working cases years before. Mr. Dick's expertise is truly an asset.

Michael Dick thanked Mr. Waxman. He added the Puller Clinic gets money from the General Assembly; about \$235K a year, since about 2015. For every dollar given, they have returned \$36 to the veterans they service, which is a pretty good success rate. They do not charge anything to the veteran, no disability compensation whatsoever. He further explained that George Mason University has a veteran's support clinic and handles a couple of different 'flavors' of claims. There are law schools across the country which support veterans however some will support veterans in criminal law, family law or discharge upgrades. In Mr. Dick's case, they deal with disability benefits and the GMU School of Law will do some cases involving benefits, however the school predominately deals with other areas involving veteran law.

VSF Chair Haughton asked if there were any further questions. None were posed.

F. Foundation Report:

Mike Coleman, Executive Assistant to the Board, presented on the Foundation report. The annual report

was filed with the General Assembly and donations were, for the first half of the year, a little under \$100K was due to monies trickling in but hopefully, those funds will grow exponentially with the new executive director on board.

In the area of development, a contract with 20 Degrees was signed to assist with strategic planning. The company conducted the assessment for the Foundation and Brad Williamson has taken the lead, with a meeting being held on December 18th, 2023. There is also a contract with the new database firm, DonorPerfect and should be up and running by January.

Letters to over 200 individuals and all of the VSO's that have contributed to the veterans care centers over the years were sent, whereas in the past the holiday programs for the veterans care centers were strictly for Roanoke. This year a letter was given to everyone, and they are raising monies for holiday programs for all of the care centers in the future. He found it interesting that, in tracking, they were able to receive over \$1000 in the first two weeks.

Mrs. Jordan Stewart asked if the money was coming into Headquarters or does it go to the care centers and then to HQ.

Mike Coleman informed the letters sent out contained a returned envelope that goes to the Headquarters. He is sure people are still going to send money to the care centers, which will be redirected to the Foundation. They have a fiduciary responsibility to do as the donor asks.

For the 2023 grants, they have received three grants, total about \$160K. \$60K goes to the Petersburg initiative; Altria that supports the laptop initiative received \$75K and then \$25K for the Newport News Shipyard.

Michael Dick posed the question of the expenses to various charities where DVS gets the funds from the Foundation and then DVS distributes; does the agency contract out the expenses.

VSF Chair Haughton explained that VSF has the authority to do the contracting.

Mike Coleman went further to say that DVS has a procurement office which submits on the behalf of the agency and the board. They have appropriated monies to pay bills as well as donated monies. The procurement office writes the contract, providing administrative services. Because the board is a state agency, all of the procurement processes much comply with state rules and regulations.

G. VSF Finance Committee Report (Attachment 5):

Tim Pillion presented the report; currently with a balance of \$3.2M with only two activities with expenditures with the _____ and the Veterans Education Transition and Employment.

Mike Coleman explained further, the fund balance is \$3.2M, with a large chunk of this for the Virginia Veterans Care Center. The Board has a \$1M to spend in addition to raising monies throughout the year. To spend the \$1M, they need the General Assembly approve the spending. This is what the \$850K entails; the board cannot spend without the appropriations of the General Assembly.

VSF Chair Haughton asked if there were any questions; none were posed.

H. Policies and Procedures Report

Jack Lanier presented in place of Bruce Waxman. The policies and procedures committee did approve the bylaws in the last meeting, being a requirement. They also approved earlier in the year, the 12 policies, which will be taken over by the new executive director.

VSF Chair Haughton informed now that the ship is more upright, the board will need to go back and seriously look at those policies, in particular how the foundation operations as well as the bylaws. He believes the bylaws to be extremely constrictive for the chief executive to be able to operate when outside of the areas of the board. More consideration to be done to make it more compatible with a non-profit entity and not so much a state agency. VSF Chair Haughton asked Bruce Waxman and the committee to look more closely at the bylaws for March's meeting to make them more streamline and operational to the foundation, possibly given more authority to the Chair and Executive Committee.

Bruce Waxman agreed and stated this would be a perfect time with the changes coming up; he asked if VSF Chair Haughton would draft notes to indicate where difficulties were found and requirements of state law.

VSF Chair Haughton was open to assisting and advised that Mrs. Stewart would be a great resource to help as well.

Mike Coleman informed that as far as the bylaws needing revision, he believes the foundation needs to document and go into the 2025 General Assembly session with the amendments to the laws.

VII. UNFINISHED BUSINESS

A. Update on hiring Executive Director: Board Chair

VSF Chair Haughton informed in the last meeting action was taken on their previous executive director as well as the board approving the appointment of Brad Williamson, Paula Buckley, and Jack Lanier. As a courtesy, VSF Chair Haughton asked the secretary to provide the board with another member, to which Mrs. Stewart was selected in the interim. Paula Buckley resided as vice chair, which Tim Pillion was elected to replace. VSF Chair Haughton shifted discussion over to Mike Coleman who explained the hiring process for the new executive director.

Mike Coleman informed they started working with the HR Director of DVS, Antionette Johnson, to post the position on the Virginia Employment website, as well as several national hiring platforms, such as LinkedIn. The position was posted for 30days, and it was decided by the board the 30days would be extended if nothing comes in worth consideration. Within the timeframe, 27 applications were received and after the closing date, four additional applications were received. The 31 resumes, state application and cover letters were provided to the committee of Brad Williamson, Jack Lanier and Tim Pillion.

The committee did a quick assessment of the applications, narrowing down to nine applicants. Of the nine applicants, Brad Williamson and Tim Pillion did a 30minute phone interview, which then identified three individuals for the next stage. Mike Coleman reached out to the three individuals, all of whom were excited about the in depth interview, however prior to the interviews, one backed out, leaving two applicants. The interviews were conducted with VSF Chair Haughton, Antionette Johnson, Tim Pillion and Brad Williamson. Clearly, **Kayla's (last name)** commitment to veterans, working with senior leadership as well as her prior work in fundraising placed her as the top candidate.

VSF Chair Haughton gave the floor to Mrs. **Kayla (last name)**.

Mrs Kayla (last name) informed that she is excited about the position and has worked in the veteran and active duty sphere for over four years and attended the grand opening ceremony of Jones and Cabacoy Care Center, being apart of one of the partner organizations. She is thrilled and hopes to exceed all of the boards expectations and get momentum going and bolster real effort.

She went on to explain that she is a license professional counselor in the state of Virginia. In 2019, she and her husband founded a 501c3 company called Trails of Purpose – equestrian-assisted, psycho-therapy that uses horses although they offer the therapy without as well. The concept is for free mental health therapy for veterans, active duty and their dependents. They decided to bypass Tricare and forgo billing insurance with the hang ups that come along with this, as well as striving to keep the confidentiality of the service members among their command

regarding the mental issues being addressed. They have continued to double their clients and funding since then.

VSF Chair Haughton asked for any questions or comments.

Bruce Waxman inquired about what will happen to Trails of Purpose once she is able to come onboard.

Kayla informed, as acting president, the title and responsibility will be transferred to her husband. The company also has supporting staff in place.

VIII. NEW BUSINESS

A. Ratify Executive Director

VSF Chair Haughton asked for a motion to ratify the action for the search committee in offering employment to Kayla. Mr. Lanier **moved** for the approval and Marc Anderson **seconded** the motion. There was no discussion and the motion passed unanimously.

VSF Chair Haughton explained the Executive Director position moved from classified to an executive, at will. In essence her peer is the Commissioner. Therefore, she has to make the selections regarding her benefits. Under the bylaws the board must approve not only the hiring but benefits as well. VSF Chair Haughton has asked the board to delegate the authority of the board to the chairman Brad Williamson, to make those decisions regarding the benefits and incentives for the Executive Director.

Tim Pillion **moved** to approve the motion and Marc Anderson **seconded** the motion.

Mike Coleman further explained the Executive Director's benefits package falls into two categories; she can opt to be into the category that is similar to a classified employee or opt for an optional retirement plan which is not apart of the VRS retirement plan. The OAG would need to be involved regarding the incentive package.

VSF Chair Haughton asked if there was any other discussion. None were posed.

B. Approval of 1st Quarter 2024 Financial Report

Kim Barton, Treasurer presented the financial report.

For the Fiscal Year 2024, First Quarter as of September 30, 2023, total income reached \$23,901.78 in revenue. Total expenditures for the same period reached \$148,507.52. Excess of expenditures over income was \$124,605.74. The beginning fund balance totaled \$3,400,794.08 and the total fiscal year 2024 first quarter ending fund balances was \$3,276,188.34.

VSF Chair Haughton informed that one of the issues the board has faced is that a large part of the \$3M account balances is earmarked money. For example, the Virginia Care Center probably has the most at \$1.9M, being that residents passed away, money was left to the care center in their wills. The care center has some restrictions on how they can spend the money, on top of the revenue they receive from the VA.

From the board's perspective, the push is that if someone wants to earmark funds, they would need them earmarked for homelessness and behavior health; more importantly is that it is unrestricted. The \$70k given by the Governor from his salary was unrestricted and this is how the board was able to fund other things such as with 20 Degrees. On the other hand, the Walmart donation was specific to the Petersburg incentive, which is what the board wanted.

The bottom line was that, while they have \$3M on the books, they are free to spend about \$1M.

VSF Chair asked if there were any questions regarding the first quarter report. No questions were posed.

VSF Chair asked for a motion to approve the first quarter financial report. Mike Coleman **moved** to approved the motion and Kevin Hoffman **seconded**. There was no discussion and the motion passed unanimously.

C. Approval dates for the meetings in 2024

Due to the General Assembly being in a long session, March 7th, 2024 was changed to March 14, along with June 13, September 12 and December 5th dates.

VSF Chair Haughton asked for a motion to approve the dates. Bruce Waxman **moved** to approve the motion and Mr. Lanier **seconded** the motion. There was no discussion and the motion passed unanimously.

D. Closed Session.

To Convene Closed Meeting

Brad Williamson read the following, “I move that the Veterans Service Foundation convene a closed meeting under the Virginia Freedom of Information Act to discuss a matter lawfully exempted from open meeting requirements under the:

- 1) “Discussion and consideration regarding performance and discipline” exemption contained in Virginia Code 2.2-3711 (A)(1);
- 2) “Consultation with legal counsel and briefings by staff members or consultants pertaining to actual or probable litigation” exemption contained in Virginia Code 2.2-3711(A)(7);
- 3) “Consultation with legal counsel” exemption contained in Virginia Code 2.2-3711(A)(8).

The following non-members will be in attendance for a portion of the closed meeting to reasonably aid in the consideration of this topic: Jim Flaherty, Janet Lawson.

Certification After Closed Meeting

Mike Coleman read the following:

“I move 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.”

VSF Chair Haughton asked for a motion that the items were complied with the Virginia code. Mike Coleman **moved** to approve the motion, Tim Pillion **seconded** the motion. There was no discussion.

Roll Call

Paul Haughton, JR. – Yes

Brad Williamson – Yes

Marc Anderson – Yes

Allen Burke – Yes

Michael Coleman – Yes

Jack Lanier – Yes

Tim Pillion – Yes
Jarris L. Taylor, JR. – Yes
Bruce Waxman – Yes
Jordan Stewart – Yes
Michael Dick – Yes
Kevin Hoffman – Yes

VSF Chair Paul Haughton asked if there were any other business. No were posed.

He thanked Mike Coleman for holding down the fort as well as Dr. Lanier on the executive committee. VSF Chair Haughton informed he will do all he can to support the board and best of luck to everyone.

Mike Coleman in return thanked VSF Chair Haughton for his leadership over the past several years. There have been trying times and the board could not have gotten through the difficulties without his leadership and his focus, which has always been taking care of Virginia's veterans.

VSF Chair Haughton asked for a motion for adjournment. Jack Lanier **moved** to approve the motion and Kevin Hoffman **seconded**. There was no discussion and the motion passed unanimously.

E. Adjournment

The next Board of Trustees Meeting will be held on March 14th, 2024 at the _____. The meeting was adjourned at 1:33 p.m.