

MINUTES OF THE TUESDAY, DECEMBER 3, 2019 REGULAR BOARD OF DIRECTORS MEETING OF THE PRESBYTERIAN VILLAGES OF MICHIGAN FOUNDATION BOARD HELD AT THE HOME OFFICE OF PRESBYTERIAN VILLAGES OF MICHIGAN

	1/22 BOD Mtg.	2/13 Gala Volunteer & Sponsor Celebration	2/1 Winter Governance Summit	6/11 BOD Mtg.	6/21 Village Victory Cup	9/27 Strategic Leadership Advance	10/9 BOD Mtg.	11/8 Gala	12/3 BOD Mtg.	TOTAL
Bomberski	--			--			X		--	<b>1</b>
Carnaghi	X			X			X		X	<b>4</b>
Denler	--			X			X		X	<b>3</b>
Dixon	--			--			--		--	<b>0</b>
Gompers	X			X			X		X	<b>4</b>
Hubbard	--			X			X		X	<b>3</b>
Johnson	X			X			--		X	<b>3</b>
Kimble	X			X			--		X	<b>3</b>
Lau	X			--			Passed away			<b>1</b>
Lindow	X			X			--		--	<b>2</b>
Miller	X			X			X		X	<b>4</b>
Peterson	--			X			X		X	<b>3</b>
Schroeder	X			--			X		X	<b>3</b>
Snider	X			--			X		Phone	<b>3</b>
Utley	Phone			X			--		X	<b>3</b>
Wallace	X			X			X		X	<b>4</b>
Ex-Officio										
Ball	X			X			X		--	<b>3</b>
Myers	X			X			X		X	<b>4</b>

Foundation Staff:

Ms. Yalonda Jackson, Ms. Debbie Smith

Guests:

None

Welcome and Call to Order

Mr. Gompers called the meeting to order at 11:32 a.m., followed by prayer remembering Michael Damone, Bill Ball's wife and Linda Bomberski's mother. Mr. Miller gave a mission moment of a letter received from Waneta Hawes.

1. Chairman's Report

Approval of the October 9, 2019 Regular Board of Directors Meeting –

**A MOTION WAS MADE BY Mr. Henry Johnson AND SECONDED BY Mr. John Denler TO APPROVE** the meeting minutes from the October 9, 2019 Regular Board of Directors Meeting with date correction. **PASSED UNANIMOUSLY.**

Mr. Schroeder, as acting secretary in Mr. Lindow's absence, announced we have a quorum present for all motions to be acted on today.

Yearend Appeal – Ms. Yalonda Jackson

- Appeal was mailed & should have been received. Funds going to greatest need, specific villages/activities or benevolence.
- Today is Giving Tuesday – email went out with link for online giving.
- Two separate appeals this year to be more relatable to the end user.

Mr. Gompers presented the 2020 PVMF Board of Directors meeting schedule as a reminder.

- March 10, 2020 – PVM Home Office
- June 9, 2020 – Village of Oakland Woods
- October 6, 2020 – The Village of Westland
- December 1, 2020 – PVM Home Office

MINUTES OF THE TUESDAY, DECEMBER 3, 2019 REGULAR BOARD OF DIRECTORS MEETING OF THE PRESBYTERIAN VILLAGES OF MICHIGAN FOUNDATION BOARD HELD AT THE HOME OFFICE OF PRESBYTERIAN VILLAGES OF MICHIGAN

2019 PVMF Board Giving & 2019 PVM Board Giving System-wide

- Board giving is up overall, board, employee & management. Donor base still not growing, down 37 donors. Need to start communicating to family members to increase donors. Mr. Hubbard asked if any incentives – 100% board giving during March Board Giving Month go to Gala for free. Some corporate & foundation funders do ask for board giving percentages. More ask for diversity numbers.

Motion to change PVM Foundation Bylaws, Article III, Section 8

**A MOTION WAS MADE BY Mr. John Utley AND SECONDED BY Mr. Bob Peterson TO APPROVE** change as presented for annual meeting from first quarter of year to fourth quarter on year. **PASSED UNANIMOUSLY.**

2. Secretary's Report

**Secretary's Report (Bob Schroeder for Donald Lindow)**

- **A MOTION WAS MADE BY Mr. Paul Kimble AND SECONDED BY Mr. Henry Johnson TO APPROVE** 2020 slate of directors, class of 2022. **PASSED UNANIMOUSLY.**
- **A MOTION WAS MADE BY Mr. Paul Kimble AND SECONDED BY Mr. Bob Peterson TO APPROVE** 2020 slate of officers. **PASSED UNANIMOUSLY.**
- **A MOTION WAS MADE BY Mr. Bob Schroeder AND SECONDED BY Mr. Henry Johnson TO APPROVE** new PVM village board members to Foundation Board to distribute over all classes – Lisa Machesky (Oakland Woods), Duane Lewis (St. Martha's) and Michelle Williams (Our Saviour's Manor). **PASSED UNANIMOUSLY.**

3. President's Report

**President's Report (Paul Miller)**

- Executive Summary – pg. 31 explained process for Fundraising Grant Raised for 3<sup>rd</sup> parties & fundraising fee. \$5,000 from Michael G. Damone Estate. Also, we have been notified we are listed as recipient in his trust for Claire Damone Fall Prevention Fund.
- Approval of 2020 PVMF Budget – budget & assumptions were reviewed. Question of whether we should cut Paul's travel this much. Decision explained as to why this is being done. CCR consultants can be viewed as FTE – can be amended later. **A MOTION WAS MADE BY Mr. Bob Peterson AND SECONDED BY Mr. John Utley TO APPROVE** 2020 PVMF budget. **PASSED UNANIMOUSLY.**
- Joanna Hlavacek resigned effective immediately. Staff will discuss at December 19th retreat how to fill the position.
- Mr. Miller explained the new policy on how much of outstanding pledges could be spent. **A MOTION WAS MADE BY Mr. Mark Wallace AND SECONDED BY Mr. Bob Schroeder TO APPROVE** new policy on outstanding pledges. **PASSED UNANIMOUSLY.**
- Calvin, Sterling & Mission Makers Luncheon (Ms. Jackson) – will be held May 15<sup>th</sup> N'Namdi Center for Contemporary Art, 52 E. Forest, Detroit, MI 48201. Will also include PVM Board Recognition.

**PVM Update (Roger Myers)**

- PVM is assuming sole ownership of Lake Huron Woods and as of March 1<sup>st</sup> will take over management. Also fundraising arm for PACE Central Michigan with Michigan Masonic Homes. Not the same relationship as with PACE SE Michigan.

4. Board Generative Discussion


**Generative Discussion (Jim Gompers/Paul Miller)**

- Paul commented on Strategic Plan – Placeholder of \$15M until 2022 based on merits of projects and to inspire funders. What has been done in term of campaigns? Village of East Harbor \$2.1M, Harbor Springs Friendship Center \$1.4M, Kleenmann Chapel at East Harbor, Greenhouse of Redford, Touch the Future, \$11M Thome Rivertown. Villages identified what they needed in technology and wellness and then management decided what would happen. In 2010 \$17M identified for benevolence, trust and endowment. Majority of funds come from four (4) funders. Approximately \$22M needs to be raised for upcoming projects. PVMF fundraising is upside down and comes from primarily grants. Need to increase donor base and not have to rely on grants.
- Would like to go from serving 575 people to over 1,500 on Thome-like campuses in Westland, Oakland Woods and Lake Huron in Fort Gratiot, possibly add McFarlan later in 2020 – works for people with limited income. Housing, some subsidized, affordable assisted living, memory care, PACE program on or near each campus. Need to reach out

MINUTES OF THE TUESDAY, DECEMBER 3, 2019 REGULAR BOARD OF DIRECTORS MEETING OF THE  
PRESBYTERIAN VILLAGES OF MICHIGAN FOUNDATION BOARD HELD AT THE HOME OFFICE OF  
PRESBYTERIAN VILLAGES OF MICHIGAN

	<p>to area companies to let them know what we are doing and develop relationships. Does Foundation Board believe Thome-like campus a good project to raise money for and sustainable? Traditionally Foundation climbs on board after the fact, but this time we are being asked ahead if money can be raised. Foundation Board 100% to support PVM to what extent. Cannot maybe raise all but can raise part. Should we (PVMF board) encourage PVM Management &amp; Foundation to get it done? Need to look at Grandfamilies at Marygrove College campus. Need to show impact and scope of case. Needs to be sustainable and self-sufficient. Can collaborate with different organizations for resources. Determine whether you believe that PVM and Foundation and management should go forward with capital campaign and determine amounts or do not move forward? Jim polled members: John Utley – need plan in place that makes sense, not funding operations but to fund a specific project; Henry Johnson– partnership between Foundation &amp; PVM, Foundation has to have some independence in focus &amp; direction, corporate has to let Foundation take the lead on giving the direction on where going and identify sources and how to get to them; Paul Hubbard – move forward through Major Gift Committee; Mark Wallace – goal is ambitious but achievable; Bob Peterson – innovative, cutting edge, exciting but can do this with partnerships; Bob Schroeder – great comments, rebuilding 2-3 existing campuses, Grandfamilies have benchmarks; John Denler – on board, move forward, inroads into Balmer, increase community awareness; Tom Kimble – we forget what is greatest asset, faith, see it and believe it we can achieve it, it will happen, can be \$20-30M foundation, need to prioritize; Donna Snider – echoes comments and supportive need for full strength for Foundation; Jim Gompers – Foundation is a viable organization that needs to turn both PVM and PVMF management loose on a new campaign. Board not in position to choose management is.</p> <ul style="list-style-type: none"> <li>Roger shared an email on Melville Charitable Trust. Example of partnerships with other organizations.</li> </ul>
5. Treasurer's Report	<p><b><u>Treasurer's Report (Brian Carnaghi)</u></b></p> <ul style="list-style-type: none"> <li>FA allocation for Redford Manor &amp; Oakland Wood II – Recommendation coming from PVM Board. <b>A MOTION WAS MADE BY Mr. Bob Peterson AND SECONDED BY Mr. Henry Johnson to draw on facilities advancement line of credit for \$680,000. NOT APPROVED, four (4) abstentions.</b> After discussion, <b>A SECOND MOTION WAS MADE BY Mr. Henry Johnson AND SECONDED BY Mr. Bob Schroeder to table until more information is provided and board polled via conference call. APPROVED</b></li> <li>Recommendation from Investment Committee (a standing board committee), to approve the changes to the PVMF Investment Policy as presented. No second needed since it is coming from standing committee. <b>APPROVED</b></li> <li>Recommendation to move Treasurer's Report earlier on agenda at future meetings.</li> </ul>
6. Donor Stewardship	<p><b><u>Handwritten thank you notes by PVMF Board members (Debbie Smith)</u></b></p> <ul style="list-style-type: none"> <li>Criteria – At least two (2) gifts totaling \$100 or more.</li> </ul>
7. PVMF Gala Report	<p><b><u>PVMF Gala Reports (Bob Schroeder)</u></b></p> <ul style="list-style-type: none"> <li>Tabled to March meeting</li> </ul>
8. Executive Session	<ul style="list-style-type: none"> <li><b>Not Needed</b></li> </ul>
9. Adjournment	<p>The meeting was adjourned at 2:35 p.m.</p>

**NEXT MEETING:** PVMF Board Meeting; March 10, 2020 (Tuesday), PVM Home Office, Southfield, MI

  
Debbie Smith  
Recording Secretary

  
Donald Lindow  
Secretary