

Michigan Health Endowment Fund

Board Meeting

Friday, November 21, 2014

The Salvation Army Ray & Joan Kroc Corps Community Center
2500 South Division Avenue SW, Grand Rapids, Michigan 49507

Meeting Minutes

Call to order

The board meeting of the Michigan Health Endowment Fund was called to order at 9:07 a.m. by Chairman Robert Fowler.

Roll call

Quorum established based on the presence of the following Board Members:

Board Members present:

Rob Fowler
Sue Jandernoa
Keith Pretty
Michael Williams

Participating by phone:

Lynn Alexander
Tim Damschroder
Cindy Estrada
Marge Robinson

Others present:

Geralyn Lasher
Genevieve Otis
Laurie Solotorow
Duane Tarnacki

Approval of agenda

Chairman Fowler approves the agenda.

Review and adoption of the minutes from the previous meeting

Board Member Jandernoa moves to approve the minutes from October 20, 2014, and November 3, 2014, board meetings. Board Member Alexander seconds. Motion passes by a vote of eight to zero.

Public comment:

Beka Guluma from Public Policy Associates reads a letter addressed to Board Chair Fowler and Board Members. Board Members thanked the staff of Public Policy Associates for their services.

Learning session:

Dr. Robert Corey Waller, physician, Spectrum Health, presents to the Board about high utilizers of the health care system.

Committee reports

I. Executive and Compensation Committee

Board Chair Fowler states that the board continues to improve reporting financial information and is currently looking to hire an outside bookkeeping firm.

Board Chair Fowler discussed the option of allocating funds from 2014 to 2015 for the spending account or to permanent endowment.

II. Audit Committee:

Board Member Pretty reported that there are three firms scheduled to interview on January 5, 2015.

Board Member Pretty reported that the selected firm will audit 2014 activities in early 2015.

III. Governance Committee:

Duane Tarnacki reviewed the revision to the Open Meetings Policy relating to voting and added a provision that the public notice must go out not less than 10 days but no more than 60 days.

Board Member Williams moved to approve the Open Meetings Policy. Board Member Pretty seconds. Motion passed unanimously.

Board Member Williams moved to approve the Acceptance of Benefits from Vendors or Grantseekers Policy. Board Member Pretty seconds. Motion passed unanimously.

Board Member Williams motioned to approve the Conflict of Interest Review Procedure. Board member Alexander seconds. Motion passed unanimously.

Board Member Williams motioned to approve the Diversity, Equity, and Inclusion Policy. Board Member Jandernoa seconds. Motion passed unanimously.

Board Member Williams motioned to approve the Travel Reimbursement Policy. Board Member Pretty seconds. Motion passed unanimously.

Board Member Williams motioned to approve the Roberts Rules of Order Guide. Member Alexander seconds. Motion passed unanimously.

IV. Grantmaking Committee:

Easter Seals-Michigan Inc.

Board Member Jandernoa stated the committee received information on ensuring that Easter Seals-Michigan can sustain and manage the grant money they requested and their plan to have appropriate staff hired.

The Grantmaking Committee recommends \$4.1 million to support this program.

Michigan Primary Care Association

The Grantmaking Committee recommends additional discussions and one-on-one collaborations.

Board Member Jandernoa reported that revisions have been submitted by the six additional applications and will be reviewed at the December meeting.

Board Member Jandernoa reported that the Grantmaking Committee will convene on Dec. 9th for discussion and a report at the Dec. 17th meeting.

- V. Board Member Williams made a motion to go into closed session to discuss the hiring of a Chief Executive Officer and offer to Chief Operating Officer per the statute. Board Member Pretty seconds. The Board voted on going into closed session:

Lynn Alexander- affirmative
 Tim Damschroder- affirmative
 Rob Fowler- affirmative
 Sue Jandernoa- affirmative
 Keith Pretty- affirmative
 Michael Williams- affirmative

Cindy Estrada- not present to vote.
 Jim Murray- not present to vote.
 Marge Robinson- not present to vote.

Motion passes by a vote of six to zero.

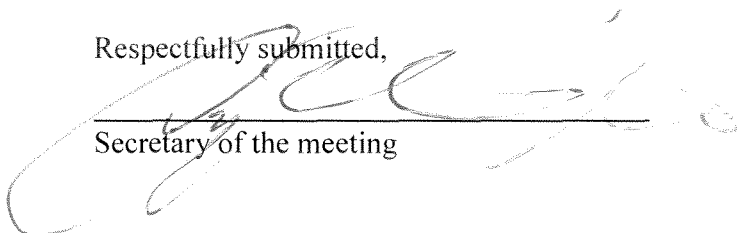
CLOSED SESSION

Reconvene Open Meeting

Adjournment

Board Member Jandernoa moves to adjourn the meeting. Board Member Williams seconds. Motion passes by a vote of six to zero. Meeting adjourns at 11:45 a.m.

Respectfully submitted,


 Secretary of the meeting