



Kalamazoo
Foundation for
Excellence

Agenda FFE Board of Directors

Monday, February 12, 2024

2:00 PM

Mayors Riverfront Park - 251 Mills St, Kalamazoo, MI 49048

A. CALL TO ORDER

B. APPROVAL OF MINUTES

1. Approve Minutes of October 30, 2023.

C. REPORTS AND COMMUNICATIONS

1. Staff Presentation of FFE Funded Project Information
2. Staff Presentation of Imagine Kalamazoo 2035 Engagement
3. Draft 2024 Action Plan - (S.W.O.T) Strengths, Weaknesses, Opportunities, and Threats

D. REGULAR AGENDA

E. PUBLIC COMMENTS

F. BOARD MEMBER COMMENTS

G. ADJOURNMENT

General information about the Foundation for Excellence (FFE) including board meeting schedules, meeting agendas and minutes, bylaws, and much more can be accessed at: <https://www.kalamazoocity.org/ffe>.

Agendas and previous minutes and video streams for FFE meetings are available directly at: <https://kalamazoomi.civicclerk.com/>.

Questions regarding agenda items may be answered prior to the meeting by contacting the FFE Manager at 269.337.8047 or ffe@kalamazoocity.org.

KALAMAZOO FOUNDATION OF EXCELLENCE

PUBLIC COMMENT RULES

1. Persons attending a regular or special meeting of the Board of Directors of the Kalamazoo Foundation for Excellence shall be permitted to address the Board in conformity with this rule and the Michigan Open Meetings Act.
2. An individual wishing to address the Board shall wait to be recognized by the presiding officer.
3. A person addressing the Board shall provide their name and whether they are a resident of the City.
4. Remarks by a speaker shall be confined to matters within the purview of the Board and KFFE.
5. The chairperson of the meeting or a majority of the Board in attendance may permit individuals to speak once, for up to four (4) minutes, on specific matters being considered on the meeting agenda of the Board, except no comment is permitted on secondary or procedural motions to a main motion.
6. A speaker is permitted to address the Board once during the Public Comment portion of the meeting for up to four (4) minutes.
7. A speaker is not permitted to yield any unused portion of speaking time to other speakers.
8. A speaker may be ruled out of order for conduct that interrupts or disrupts the meeting.

Updated October 23, 2023



MINUTES FFE Board of Directors

Monday, October 30, 2023

2:00 PM

Mayor's Riverfront Park – 251 Mills Street, Kalamazoo, MI 49048

A. CALL TO ORDER - by President Sandra Calderon-Huezo

ROLL CALL

Staff present: Legal Counsel/Recording Secretary - Richard Cherry & Julie Cosgrove from Miller Johnson; FFE Executive Director - Steve Brown; Chief Financial Officer – Steve Vicenzi

Guests present: None

PRESENT- Calderon-Huezo, Ritsema, Carrel, Hamilton-Miller, Anderson, Balkema, Bostrom, Hess, Lonberg, Salas, Taylor, Washington, Harrison (arrived after approval of prior minutes), Hoffman (arrived late)

ABSENT- Yarbrough

B. APPROVAL OF MINUTES

ACTION: Director Balkema moved to approve the September 25, 2023 minutes with the correction of moving FDE Hopewell's comments to public comments. Motion was seconded by Director Ritsema. The minutes of the September 25, 2023 meeting were approved by unanimous voice vote.

ACTION: Director Balkema moved to approve the April 24, 2023 minutes. Motion was seconded by Director Ritsema.

Discussion: Director Lonberg brought to the Board's attention that the third bullet point under section 2. **Audit Subcommittee Reports and Recommendations**, contains a typographical error and should read "ED Brown discussed that the \$400 million pledge from 2.5 years ago is an asset but no cash on hand, still waiting on installments." It currently reads "\$4 million." Additionally, Director Carrel asked to add her name to the Finance Committee nomination and appointments.

ACTION: Director Balkema moved to approve the April 24, 2023 minutes with the correction noted by Director Lonberg and Director Carrel. The motion was seconded by Director Ritsema and unanimously approved by voice vote.

C. REPORTS AND COMMUNICATIONS

1. Staff Review of 2023 S.W.O.T.

Executive Director Brown presented to the Board regarding the Staff Review of 2023 Strengths, Weaknesses, Opportunities and Threats (S.W.O.T.). He described the categorizing of topics into three categories: Primary 2023 Focus, Secondary 2023 Focus and Ongoing Items, and explained the report to the Board in detail.

2. Board Survey and Planning Review.

Executive Director Brown presented to the Board regarding the Board Survey and Planning Review. He presented several categories of concern as a result of the survey:

- Director absences. The Board does not do excused absences. 4.8% of meetings since inception have been cancelled because a quorum was not present. Goal would be to never have a meeting without a quorum. Suggested establishing a mechanism to make sure that quorum will be present prior to a meeting to avoid cancellations.
- Process for filing vacancies has been 100% successful.
- Packets are being presented to the Board for review 7 days prior to meeting.

Discussion took place amongst the Directors regarding the results of the survey. Survey revealed anxiousness about the role of a Director. Director Balkema expressed that when she became a Director, she found that the role was different than what she believed she was applying for. It is more of a fiduciary role. Director Harrison expressed that new Directors should have a better understanding of their roles. Director Ritsema offered that for the first five years they didn't weigh in on housing projects but going forward would be doing so.

3. Document Stakeholder Director Renewals and Planned Vacancies.

Executive Director Brown presented regarding the upcoming vacancies.

- Director Carrell terming out in 2026.
- Director Harrison will be up for renewal in 2026.
- Director Bostrom's first two-year term expires in May, 2024. She is eligible for renewal for a second of three possible terms.
- Director Miller's final term will end next year. Reapplication can be made after one year.
- Director Washington's final term will end next year. Reapplication can be made after one year.

Director Balkema expressed an issue with the Bylaws in that they require Directors to be registered electors in the City of Kalamazoo.

D. REGULAR AGENDA

1. (Tabled) Approve Endowment Developer Position Description and Compensation.

Executive Director Brown reported to the Board that there was no further need for this position. An anonymous donor has committed to three \$15 million installments which makes this position no longer needed – no further need for major fundraising.

Discussion was had amongst the Directors regarding the ability of receiving further gifts by way of passive fundraising and how to make sure that all donors, regardless of their donation, are shown appreciation.

2. (Tabled) Approve Foundation Coordinator Position Description and Compensation Range.

ACTION: Director Balkema moved to table this item to the February, 2024 meeting. Motion seconded by Director Miller and approved by unanimous voice vote. Second voice vote taken as Director Lonberg was out of the room. Second voice vote was unanimous.

3. Approve and Recommend the 2024 FFE Budget to the Kalamazoo City Commission for Adoption.

Executive Director Brown presented to the Board regarding the 2024 FFE Budget. He explained that the \$50,000 administration fee for a payment by FFE to the City of Kalamazoo includes information technologies management and other resources such as office supplies, etc.

ACTION: Director Balkema moved to approve the 2024 FFE Budget to the Kalamazoo City Commission for Adoption. The motion was seconded by Director Washington. Motion passed by majority roll call vote.

ACTION: Director Balkema moved to approve the Midyear 2023 Budget Adjustment as presented. The motion was seconded by Director Washington and passed unanimously after roll call vote.

4. Approve a One-Year Support Services Agreement with the City of Kalamazoo.

Executive Director Brown presented to the Board regarding the proposed support services agreement with the City of Kalamazoo.

ACTION: Director Balkema moved to approve the One-Year Support Services Agreement with the City of Kalamazoo for the period January 1, 2024 through December 31, 2024. The motion was seconded by Director Carrel. All Board members voted to approve except Director Ritsema who abstained from the vote.

5. Approve Annual Grant Agreement between FFE and the City of Kalamazoo.

ACTION: Director Washington moved to approve the Annual Agreement between the Kalamazoo Foundation for Excellence and the City of Kalamazoo. The motion was seconded by Director Balkema.

Attorney Rich Cherry reported there was a typographical error appearing on page 54 of the Board packet (page 2 of the Agreement), a missing period, and the word “appointee” should be “designee.”

ACTION: Director Washington revised his motion to approve the Annual Agreement between the Kalamazoo Foundation for Excellence and the City of Kalamazoo subject to the corrections noted by Attorney Cherry. The motion was seconded by Director Balkema. By roll call vote, the motion was approved by all directors except Director Ritsema who abstained from the vote.

E. PUBLIC COMMENTS

No public comments.

F. BOARD MEMBER COMMENTS

Director Taylor expressed to the Board concerns regarding the benefits provided by the FFE regarding property tax reductions which do not necessarily benefit low income residents due to the disparity in home ownership. Director Carrel expressed appreciation for Director Taylor’s comments. Director Bostrom questioned whether private landlords get the same tax relief. Director Balkema addressed Director Bostrom’s question stating that all property owners get the tax relief uniformly. It is impossible to know if this relief is then passed on to the tenants.

Director Balkema complimented Executive Director Brown regarding the work he has been doing and obtaining the new major donor.

Director Salas expressed seeing the end results of their work in the community, i.e.:

- Sports
- Small business ownership grants
- City improvements (sidewalks, etc.)
- Jamauri Bogen’s north side projects and their “trickle-down” effect
- Sidewalk project on North Hampton – spoke with resident about the process and that this was an FFE project. Resident said this now provided a safe route to school – the kids could now walk or ride their bikes to school.

G. ADJOURNMENT - The meeting was adjourned at 3:11 p.m.

Richard O. Cherry
Recording Secretary

DRAFT

DRAFT Action Plan of 2024 Strengths, Weaknesses, Opportunities, Threats (S.W.O.T)

PRIORITY	TOPIC	DEFINITION	ACTION	TARGET
Primary Focus	Board Meetings	Professional public deliberation and decision-making are required to conduct FFE business and key to transparency	Director Attendance Policy	April Adoption
Primary Focus	Budget/ing	Fundamental necessity for sound and prudent planning and operations	Imagine Kalamazoo 2035 document and tracking updates	End of 2024 going into 2025 year of engagement ensure language and categories are aligned
Primary Focus	Organizational Resiliency	Prudent long-term management requires hardening and testing the organization	1) Focus on Nominating Committee governance and Stakeholder Group outreach and preparation 2) consider concentration of power reduction policy or Bylaw change	1) August 12 Meeting 2) board engagement phase
Primary Focus	Daily Operations	Smooth and efficient daily operations	Hire or commit to fully remote	Pending Office Space
Primary Focus	Aspirational	City programs funded by FFE are among the most important values that FFE offers	Generate Aspirational Grant Memo for second year in Q1 following March 6th Investment Subcommittee meeting and Endowment reports.	April 22 Board meeting
Primary Focus	Program Impact Data Analysis	Necessary for meaningful program assessment as well as the Case for Support	Expand FFE's website Investment Map with new data and analysis	With publishing of 2024 NL and Investment Map updates (Dec/Jan)
Primary Focus	Budget Stabilization / HPO Language	Required payment	Collaborating with City leaders on unique opportunities associated with launching IK 2035 plan	In concert with 2025 budget draft and start of IK engagement and plan (2026)
Primary Focus	Communications and External Relations	Fundamental duty to convey crucial information to the City and general public	1) Leverage City View with unique content throughout the year 2) time annual NL to be included in City View	Dec/Jan
Primary Focus	Transparency	An informed and trusting public are important to smooth operation	Leverage interactive FFE Investment Map, Newsletter, Annual Report, and new City View newsletter more than in previous years	Dec/Jan