



Present: Mr. Joe Higgins, Chair
Mr. Andy Hilmes, Treasurer
Ms. Vivian Greentree, Member
Mr. John Phillips, Member
Mr. Chuck Roberts, Member
Mr. Destry Rogers, Member
Ms. Shelley Seinberg, Attorney General's Office
Ms. Amy Sillmon, Attorney General's Office
Ms. Jarelle Thompson, Foundation CEO, Homeless Coordinator, GDVS
Ms. Raven Holstick, Foundation COO, Transition and Employment Coordinator, GDVS
Ms. Julie Hammond, Foundation CFO, Commissioner's Executive Assistant, GDVS
Mr. Kerry Dyer, Deputy Commissioner, Chief Operations Officer, GDVS
Ms. Charlotte May, Director, Public Information and External Affairs, GDVS
Ms. Irene Mackson, Business Support Analyst, GDVS
Mr. Robert Magnus, Visitor
Augusta Veteran, Visitor

On Thursday, February 5, 2026, the Veterans Service Foundation Board meeting was held by video/tele-conference. The members and visitors listed above were present.

Mr. Higgins called the meeting to order at 10:01 a.m.

Mr. Roberts made a motion to approve the minutes of the January meeting, which were previously distributed to members to review. Mr. Hilmes seconded the motion. The motion passed unanimously.

OFFICER REPORTS

Ms. Thompson reported that the Commissioner wants to make sure that when revising the Bylaws, any committee formed looks at what the statute says to make sure all changes are in compliance. Before moving forward with a vote on any changes, there is an expert at the AG's office who is willing to review the proposed changes to ensure everything is in compliance with the statute.

Ms. Holstick did not have anything to report.

Ms. Hammond stated that she had sent out the report below for members to review before the meeting. There were no questions.

Thursday, February 5, 2026 at 10:00 a.m.
Minutes - Veterans Service Foundation Board Meeting
Atlanta, Georgia

The funds in the accounts are allocated as follows:

General Funds	\$43,930.26
Annual Training	\$ 171.42
Homelessness	\$ 106.21
New Homes	\$ 1,025.00
State Benefit Book Ads	\$ 59.23
Suicide Prevention Hardware	\$ 1,383.06
Suicide Prevention Summit	\$ 3,299.47
<u>Women & Diversity</u>	<u>\$ 314.53</u>
TOTAL	\$50,289.18

DIRECTOR ACTIVITY REPORTS

There were no Director Activity reports.

OLD BUSINESS

Mr. Phillips asked if the Department of Community Affairs were going to come to a meeting to discuss PIT Counts. Ms. Thompson answered that they were unavailable for today's meeting because they are wrapping up the PIT count. She will invite them to the next meeting scheduled.

ANNOUNCEMENTS

There were no announcements.

NEW BUSINESS

Mr. Higgins stated that he sent out an email with some proposed revisions to the Bylaws. He opened the issue up for discussion and stated that there would not be a vote at this meeting. The following points were brought up for discussion.

Mr. Rogers stated that he was upset about how the whole thing went down. He is a member of the Board and all he got was an email with proposed changes to the Bylaws, with no discussion regarding these changes to his knowledge. He said that if there was a committee that came up with the changes, then "that's cool." He asked Mr. Higgins to respond as to how this all came about and who did what and mentioned that he is excited to have an expert weigh in on the changes.

Thursday, February 5, 2026 at 10:00 a.m.
Minutes - Veterans Service Foundation Board Meeting
Atlanta, Georgia

Mr. Higgins stated that when the Board was re-constituted, a set of Bylaws were given to the Board to approve. These Bylaws don't really align with the guidelines of the statute. He apologized and took full responsibility for the misunderstanding on how things transpired and stated that they will get everyone's feedback on any proposed changes.

Mr. Rogers stated that he knows the Board is here to support the Commissioner and that she is doing a great job transitioning this organization from where it was to where it is now. He added that he thinks the Board members are not to be puppets of the Commissioner to sit there and just vote for what she wants to do. He was alarmed that changes were proposed and there was no discussion. Mr. Higgins explained that discussion is part of the voting process. The changes that were sent out do not have to be approved. He was informing the members of what was coming up.


Ms. Greentree mentioned that she provided feedback on the email that was sent to everyone. The big thing she wants someone to explain in the Board's governance role – it is fiduciary or advisory. She stated that the Foundation was created to be able to accept and distribute funds. She doesn't want the Board to assume fiduciary responsibility if they are supposed to be advisory. She agreed that they need to talk to someone who is an expert.

Mr. Hilmes asked if there was a timeline/deadline or does the Board have time to spend making the changes. He believes they can make a good document moving forward, which will guide them into fruitful meetings in the future. Mr. Higgins assured everyone that there is no deadline. Mr. Phillips agreed with Mr. Hilmes and said he would like to set aside some time to go through the document and Ms. Greentree's feedback.

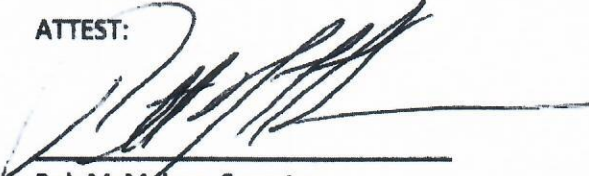
Mr. Higgins announced that the next meeting will be on March 5 at 10:00 a.m.

Mr. Higgins adjourned the meeting at 10:22 a.m.

SIGNED:


Joe Higgins, Chair

ATTEST:


Bob McMahon, Secretary