



BOARD OF DIRECTORS

March 1, 2024 at 8:00am

499 W. Main Street, Benton Harbor and Virtual Zoom Meeting

Meeting Minutes

I. ATTENDANCE:

Members Present:

Tom Barbarini, Luke Barber, Brady Cohen, David Colp, Rick Dyer, John Fiore, Vail Harding, Steve Jackson, Bob Kara, Dr. Trevor Kubatzke, Christopher Randall, George Saleeby, Frank Samuel, Tom Stanek, and Dan Wyant

Members Absent:

John Janick, Anna Murphy, Kevin Stotts, Kathy Valdes, and Arlandar Washington

Chief Elected Officials (CEOB) Present:

Kurt Doroh, Ryan Laylin, Tina Leary, Roseann Marchetti, and Mamie Yarbrough

CEOB's Absent:

Julie Wuerfel

Guests:

Ryan Hundt (MWA), Ken Lundberg (WSJM), Kimberly Way (MWA)

Staff Present:

Elizabeth Bernhard, Josh Cosner, Roger Curtis, Jenn Deamud, Todd Gustafson, Beth Kelly, Paul Kirk, Allie Knapp, Mary Morpheu, Zach Morris, Paula Polaskey, Coleen Rossman, and Erin Wright

II. PUBLIC COMMENT

None.

III. CHAIRMAN'S REPORT

Approval of March 1, 2024 Board of Directors Meeting Agenda

Steve Jackson moved to approve the agenda of the March 1, 2024 Kinexus Group (KG) Board of Directors meeting. Bob Kara supported the motion and it carried unanimously.

Approval of December 1, 2023 Board of Directors Meeting Minutes

Bob Kara moved to approve the minutes of the December 1, 2023 KG Board of Directors meeting. John Fiore supported the motion and it carried unanimously.

Introduction of Kevin Stotts

Todd Gustafson introduced Kevin Stotts, President of TalentFirst as the newly appointed Chairperson of the Youth Solutions Board of Directors replacing Vicky Kruslemsky. Ms. Kruslemsky will remain on the YS Board of Directors.

Announcement & Introduction of Beth Kelly, HR Collaborative

Todd Gustafson provided an executive overview reminder of the acquisition opportunity, the due diligence process of the acquisition of the for-profit private sector organization, HR Collaborative and HR Select. Mr. Gustafson thanked Mark Rizik from Miller Johnson for their legal work on the transaction. He then thanked Rick Dyer for his leadership and commitment, spending hundreds of volunteer hours on this project. Mr. Gustafson informed the board that the closing of the HR Collaborative (HRC) acquisition occurred on February 29, 2024 at the Miller Johnson Law firm. The assets were then placed into the for-profit subsidiary created by Kinexus Group to operate as HR Collaborative. Gustafson then introduced Beth Kelly, founder and President of HRC.

Beth Kelly thanked Todd Gustafson and the Board of Directors for making the acquisition happen, bringing commerce and compassion together. Ms. Kelly provided an overview of HRC and its mission “Make Work Better”. The HRC is a West Michigan based company that provides an array of human resource services to all sectors but with a unique focus on small to medium size businesses. HRC is a West Michigan based company with national reach, it is a community of fractional HR professionals that provide HR talent when and where needed to fill HR gaps, and to build more sustainable people practices.

Acquisition Communication

Mary Morpheu provided an overview of the acquisition communications plan timeline, noting that after the Board meeting, an internal and public rollout announcement will be made.

Subsidiary Board Appointments

Todd Gustafson reported that the new HRC Board of Directors will conduct business as the other Kinexus Group subsidiary boards do under the umbrella of Kinexus Group. Their board of directors will be annually appointed by the Kinexus Group board of directors and operate as an independent board of directors. In addition to the appointments of Rick Dyer, Colleen Killen-Roberts, Erin Wright and Todd Gustafson, three additional board members are required on the Kinexus HR Board of Directors. George Saleeby made a recommendation to appoint Deborah Phillips, Chief Strategy & People Officer of National Choice Goods and Rick Popp, Leadership Consultant & HR Executive of Unleash POPP, LLC to the Kinexus HR Board of Directors effective immediately, and an additional person based on HR expertise. Once a person has been identified, the bio will be presented to the KG Board of Directors. Ryan Laylin moved to approve three additional board members; including Deborah Phillips, and Rick Popp to the Kinexus HR Board of Directors, effective immediately. Bob Kara supported the motion and it carried unanimously.

Michigan Works! Association (MWA) Overview

Todd Gustafson introduced Ryan Hundt, Chief Executive Officer and Kim Way, Chief Experience Officer of MWA. Mr. Hundt and Ms. Way provided an overview of MWA noting that Berrien, Cass, and Van Buren Michigan Works! is one of the 16 members of the Association. MWA's focus is on voice, knowledge for staff at the MW agencies and connection. Mr. Hundt noted that key priorities at the Federal level will be of the Workforce Innovation and Opportunity Act (WIOA) reauthorization, barrier removal and supportive services for jobs seekers, and short-term skills and credentials. At the State level, the focus is on the Going PRO Talent Fund. Kim Way reported on the training provided by the Association with a focus on Business Solutions Professional Training, Workforce Development Orientation, and Workforce and Career Development Certification. Ms. Way noted that the MWA annual conference will be held on September 8-10, 2024 in Traverse City, Michigan. The focus of the conference is Igniting Possibilities, Unleashing Michigan's Workforce Potential.

IV. KINEXUS GROUP EXECUTIVE COMMITTEE

Handbook Revisions

Erin Wright provided an overview of the proposed changes to the Kinexus Group Employee Handbook including updating the holidays section to include “Juneteenth” which is now a Federal Holiday. David Colp moved to approve the Kinexus Group Employee Handbook with the proposed changes including adding Juneteenth as a holiday. Ryan Laylin supported the motion and it carried unanimously. Discussion followed. The previous motion was withdrawn. Ryan Laylin moved to approve the Kinexus Group Employee Handbook with the disclaimer of Juneteenth being a Federal holiday as an awareness. Rick Dyer supported the motion and it carried unanimously.

Marketing & Communications

Mary Morphey reported on the importance of earned media, noting 355 news stories across the state since March 2022, and 79 new stories since the March 2023 Board meeting.

KINEXUS GROUP INVESTMENT COMMITTEE

2022-2023 Audit Update

Rick Dyer reported that the audit is in its final stages. No issues or significant findings have been identified. The audit report will be presented upon its completion.

Financial Reports

Coleen Frens-Rossman reviewed the summary financials for year ending December 30, 2023, funding and expenditures, formula and non-formula funding ending June 30, 2024. Ms. Frens-Rossman gave an overview of the \$72M funds applied for, awarded, and not awarded, in addition to the LEO funds received between 2008 and 2023.

V. KINEXUS GROUP SUBSIDIARIES

Youth Solutions (YS)

Roger Curtis presented the moon shot vision for YS, including Jobs for Michigan’s Graduates, and Select. Mr. Curtis reviewed YS’ top four priorities for transformational change in Michigan; Increase Awareness, Grow Public/Private Funding, Cultivate Quality, and Prove Scalability. Mr. Curtis provided an overview of the proposed pilot plan to make JMG and Select available in grades 6-12. Currently there are three school districts that are interested in piloting; Saginaw, Lansing, and Benton Harbor. This will be a 5 year pilot program that will cost upward of \$6M with matching funds. This is a private/public partnership. YS is working with Education Policy Innovative Collaboration (EPIC), a third party analytics and validation. YS has to prove scalability and to deliver this transformation to schools statewide.

Michigan Works! Berrien Cass Van Buren

Paul Kirk provided an overview of the Career Academy which will focus on healthcare, manufacturing, hospitality, and construction. The presentation to Corewell’s upper management and board of directors of the Career Academy went well. Corewell accepted a four year relationship to build out the academy, data points, and reduce attrition in the ecosystem. The datapoint on return on investment will turn into an opportunity to scale statewide. Mr. Kirk provided an overview of the grants that have been awarded and/or were recently submitted.

Bridge Academy of Southwest Michigan (BASWM)

Allie Knapp reported that the spring final count is at 107 students, noting that per pupil funding and engagement level of the students are high. Ms. Knapp noted that the BASWM Board is participating in a strategic planning session and will discuss collective impact, portrait of a graduate and data benchmarking. Ms. Knapp highlighted the educational program review including practices alignment to educational programs and focus on student success. Ms. Knapp invited the Board of Directors to the BASWM Graduation on June 11, 2024.

