



**MINUTES OF THE
JANUARY 20, 2026 MEETING OF THE
ST. JOSEPH'S VILLA BOARD OF TRUSTEES**

A meeting of the St. Joseph's Villa Board of Trustees was held on Tuesday, January 20, 2026 from 4:30 pm until 5:30 pm in the Administration Building Board Room pursuant to notice given in accordance with the By-Laws.

Mr. Chris Layne served as chair and Ms. Caitlin Sneed served as secretary.

ATTENDANCE:

Board Members Present:

Kathleen Duke	Don Alexander	Courtney Friedlein
Lauren Waller	Allison El Koubi	Mark Nichols
Linda Warren	Christopher Layne	Lee Ann Gudorp
Yvonne Mastromano	Jon Leon	

Villa Staff Present by Invitation:

Jenny Friar	Caitlin Sneed	Elizabeth Foster
Suzanne Hinton	Cindy Faison	Drew Melson

OPENING REMARKS

Mr. Layne welcomed everyone to the meeting at 4:33pm.

CONSENT AGENDA

Mr. Layne introduced the Consent Agenda, including minutes from the November 18, 2025 meeting.

Motion:

Upon a motion duly made and seconded, the Consent Agenda, including minutes from the November 18, 2025 meeting was unanimously accepted.

FINANCE COMMITTEE REPORT

Mr. Layne introduced Mr. Nichols to give the Finance Committee Report. Mr. Nichols reported November as \$116 thousand ahead of budget, bringing the year-to-date ahead of budget by \$660 thousand. This result is the by product of revenues being 3% under budget verses expenses being 9.5% below budget. Employee cost management remains a focus with year-to-date expense budget savings being related primarily to wages and benefits.

When looking at year over year actual comparisons, prior year results are quantified and qualified, and prior year results were deemed to be favorable. The bottom line is slightly ahead of the prior year with the rate of revenue growth slightly exceeding the rate of expense increase. Concerningly, HUD has created confusion by releasing a Notice of Funding Opportunity, only one year in to a two year grant. At the same time, there are several class

action suits ongoing against HUD. There is still a chance that Congress steps in and requires HUD to honor the original 2-year grant cycle. This does not affect our state funding. The audit for the Housing Corporation was completed. There was one internal control issue related to not accruing a June 2025 expense, which had been paid in July 2025. As a result, a material weakness in internal control was noted. The audit for the Villa was presented at the November Finance Committee meeting in draft form. Since then, the lease and sublease have been finalized between the Villa and the Housing Success Center, LLC. The leases are necessary in order to facilitate the tax credit process. The Villa statements will be adjusted to record the sublease and the entire transaction will be eliminated through the consolidation process. The consolidated statements as presented in November will remain unchanged. The Cost Certification audit and quality control review process relating to the historic tax credits for the Housing Success Center was completed. The budget process has begun for FY2027. Service leaders are preparing their budget assumptions and needs and meetings will begin mid-February.

ADVANCEMENT COMMITTEE REPORT

Ms. Waller began the Advancement Committee Report. The annual fund has raised \$629,061 (87% of \$720,000 goal) thus far in FY26. Giving Tuesday raised \$281,718 for the annual fund in the month of December. Thus far in FY26, we have received \$1,206,875 in private grants and major gifts for Flagler, CATS, Mental Health, and capital projects. In December, we received documentation for the \$300,000 intention we were notified of over the summer. On December 10th we welcomed 30 guests for the annual Archway Society Holiday Luncheon. The event featured an expert panel from Brown Advisory. The Luncheon was particularly fruitful as we learned of a new, 7-figure bequest from a longtime friend; another longtime supporter and Committee members shared that they have listed the Villa as a beneficiary of their life insurance policy; and one attendee shared that she had already included the Villa in her will many years ago. Season of Hope served 350 families, and we had nearly 100 volunteers support the effort. Capital One was once again a key partner in this effort both through volunteer service/collection drives and their pro-bono team who designed a new digital process for the initiative. Piggybacking on this success, we have submitted another RFP to Capital One's pro-bono team to help streamline the intake/admissions process for our youth crisis services. The Virginia General Assembly convened on January 14. Staff will participate in the following advocacy days: Mental Health Advocacy Day, Autism Advocacy Day, Housing Advocacy Day, Villa Lobby Day.

COO & CEO UPDATE:

Ms. Friar presented both the COO and CEO reports beginning with the Petersburg Flagler location is halting new intakes due to the HUD funding issues. The management team at the Villa is working closely with our Lobbyist and provider organizations in order to advocate for changes to the Governor's proposed budget. The proposed budget of Governor Youngkin calls for rate caps to Private Day School, considerable changes to Crisis Services, and more restrictions on Applied Behavioral Analysis programs. The proposed Governor's budget also calls for a 6-month delay in Legacy services. Chris DiGirolamo has accepted the position as Director of Facilities after a very successful 90 day trial. We are underway in our Capital Projects around campus which include the wall coverings for The Villa Education Center, the stained-glass window restorations in the chapel, the roof renovations on the administration

building. We signed a new agreement and negotiations with AT&T for the cell tower on the smokestack. Henrico Parks and Rec retiree, Al Azzarone, is an outdoor and landscaping designer who has offered to work (pro-bono) to help update several of the Villa outdoor spaces and playgrounds. Ms. Faison included in the reporting that the Villa experienced an FBI background check audit and passed with flying colors. She also expressed that we are still working with Scott Insurance to obtain more reasonably priced health insurance.

Adjournment:

Mr. Layne adjourned the meeting at 4:53pm with the reminder of the date for the next Trustees meeting.

Next Meeting:

The next scheduled meeting of the Board of Trustees will be held on Tuesday, March 17, 2026 from 4:30 to 5:30 pm.