



**MINUTES OF THE
FEBRUARY 3, 2026 MEETING OF THE
ST. JOSEPH'S VILLA CORPORATION BOARD**

A meeting of the St. Joseph's Villa Corporation Board was held on February 3, 2026 from 12 noon until 1:00p.m. in the Administration Building boardroom, pursuant to notice given in accordance with the By-Laws.

Mr. Darren Nolt served as chair and Ms. Caitlin Sneed served as secretary.

ATTENDANCE:

Board Members Present:

John Gentry	Darren Nolt	David Plageman	Richard Wintsch
Chris Layne	Frank Thornton	Don Alexander	

Villa Staff Present by Invitation:

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

OPENING REMARKS

Mr. Nolt opened the meeting at 12:00, welcoming members back after the winter break and subsequent snowstorm.

CONSENT AGENDA:

Mr. Nolt introduced the Consent Agenda, including the minutes from the October 7, 2025 meeting.

Motion:

Upon a motion duly made and seconded, the consent agenda, including the minutes of the October 7, 2025 meeting, was approved.

COMMITTEE REPORTS:

Investment Committee: Ms. Hinton informed the board that the Investment Committee meeting that took place on December 2, 2026 welcomed Mercer in person and received a report from Brown. Mercer's portfolio as of October 31, 2025, the year-to-date return is up 16.6%, against the benchmark of 16.53%. Ms. Hinton explained that Mercer policy is a 5% threshold for rebalancing the portfolio; however, Mercer rebalances halfway back (2.5%) where Vanguard used to rebalance all the way back (5%). They continue to use cash flow opportunities to rebalance the portfolio. Mercer provided a comparison with AlphaNasdaq average annualized returns for Endowments and Foundations, as self-reported. The Foundation portfolio has less active investments, less hedge funds, and less private equity than the AlphaNasdaq average, but is reporting higher returns across all comparisons. Dee will provide NACUBO (National Association of College and University Business Officers) data next meeting as well, for further comparison. The Brown Advisory report was discussed briefly. Although aware that this has

been a bad year for active managers, the committee would like to get a more thorough understanding from Brown Advisory at the March meeting regarding underperformance that might be due to more factors than those noted in the report. The Investment Committee would like to also hear about recent investment moves which may signal a strategy shift. The Brown portfolio is up 11.4% year-to-date, against a benchmark of 16%; up 11.36% for the trailing 12 months, as compared to the benchmark of 16.73%. Since inception, the portfolio is up 7.17%, against the benchmark of 8.3%.

Villa Financial Report: Ms. Hinton started the Villa Financial Report by pointing out that the balances on the presentation slide showed an amount due to the Villa but that was a mistake. That amount had been paid back to the Villa prior to December 31. When the Board previously met in October, they were given August 31, 2025 numbers and the portfolio has increased \$820 thousand from August to December, which also included a subsidy withdrawal from the portfolio of almost \$600 thousand. December reported \$186 thousand ahead of budget, bringing the year-to-date ahead of budget by \$845 thousand. Total revenue is reporting 3% under budget year-to-date, but slightly ahead of the prior year. Total expenses are 10% below budget and slightly behind the prior year. Employee costs remain the driving factor in expense savings with 69% of the year-to-date expense budget savings related to wages and benefits. We plan to dig deeper into budgeting employee costs as we open up the budget process, which has begun for FY2027. Service leaders are preparing their budget assumptions/needs and budget meetings will begin mid-February. The Federal OMB Audit Compliance Supplement was issued; therefore the audit for the Housing Corp. was able to be completed. The audit for the Villa was presented at the November Finance Committee meeting in draft form. Since November, the lease and sublease have been finalized between the Villa and the Housing Success Center, LLC. The leases are necessary to facilitate the tax credit process. Lease accounting for generally accepted accounting principles requires a leased asset and a lease liability to be recorded on the Lessee side of the transaction. The Villa stand-alone 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. Keiter has also issued the Cost Certification audit, for the historic tax credits for the Housing Success Center, LLC. They will also complete the tax return for that entity.

Advancement Report: Ms. Foster reported that the Villa has raised \$3.7 million in FY26 so far. On Giving Tuesday, we launched the 2x the Good Challenge, raising \$281,718 in unrestricted funds in the month of December. We received 2 six-figure grants in December: \$200,000 from the Kenan Charitable Trust, and \$300,000 from the Schaberg Foundation. Each will be split to be used both this year and in FY27. 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. It was a more than \$1.5 million event. Innsbrook Classic Golf Tournament will be held at the Federal Club on May 18. Registration opened last week and committee meetings begin at the end of the month. Season of Hope served 350 families, and we had nearly 100 volunteers support the effort. We received nearly 500 items from our Amazon Wishlist; 200 winter coats thanks to Puritan Cleaners; \$10,000 in gas and grocery gift cards; and 20 community partners held collection drives for food, clothes, and toys. 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.

Marketing Communications: Mr. Melson reported that The Virginia General Assembly convened on January 14 and the Villa will participate in Autism Advocacy Day, Housing Advocacy Day, and Villa Lobby Day, while Mental Health Advocacy Day was canceled due to inclement weather. The Villa joined the newly formed Virginia Autism Coalition to help coordinate statewide advocacy and strengthen impact alongside key autism service providers. The coalition will host Autism Advocacy Day. Our FY25 Annual Report, *A Place to Begin Again*, has been mailed to more than 3,100 supporters and community partners.

COO UPDATE: Ms. Faison reported that the management team at the Villa is working closely with our Lobbyist and provider organizations 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. Numerous legislative meetings have been carried out to inform lawmakers to the impact this would create to the Commonwealth. The proposed Governor's budget also calls for a 6-month delay in Legacy services. Flagler's federal (HUD) future funding is unknown currently due to uncertainty with the current administration's priorities and upheaval at HUD. Extensive staff time and energy has been dedicated to managing this situation as appropriate, but we are currently waiting for the court system, as well as HUD, for direction. The FBI's NGI Audit (Next Generation Identification Audit) is a compliance review ensuring agencies accessing the FBI's vast biometric and criminal history database (NGI) follow federal laws, policies, and the National Crime Prevention and Privacy Compact. It checks proper use, dissemination, and handling of Criminal History Record Information (CHRI) and fingerprints, covering areas like application processes, adjudication, and data security for law enforcement, government entities, and tribal organizations, typically occurring within a three-year cycle. This was the first one for the Villa and it resulted in a successful audit with no corrective actions and document findings for misuse and unauthorized dissemination of CHRI. Finally, with the seven snow days during the past week, we did move to virtual learning for the schools, as well as work from home expectations for staff. Meanwhile, Ms. Friar and the facilities team worked extremely hard to remove ice and snow from campus to get the Villa open for business.

CEO UPDATE: Ms. Friar praised the facilities team for their hard work and dedication to making the Villa safe for everyone to return after the icy snowstorm. We have wrapped up the opening of the Housing Success Center, with the exception of waiting on the final inspection of from the Department of Historical Resources. The Capital Projects are underway: the restoration of the chapel stained-glass windows; the wall coverings for the Burke Barrett Building; and the roof improvements for the Administration Building. Ms. Friar went on to thank Mr. Alexander for his work with Capitol One to build a new admissions system for our crisis services center, pro bono. The Villa was fortunate enough to host the Venerable Buddhist Monks on their national Walk for Peace just this morning as a rest area on their route. Lastly, Ms. Friar has begun the collaboration with Albert Azzarone, who is the recently retired Lead Designer of all Henrico Parks and Rec. He and his team have volunteered to redesign our outdated outdoor spaces and playgrounds.

ADJOURNMENT:

Mr. Nolt adjourned the meeting at 12:52 p.m.

NEXT MEETING:

The next scheduled meeting of the Corporation Board will be held Tuesday, June 2, 2026 from 12:00 to 1:00 p.m.