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Public Meeting Notice

Michigan Health Endowment Fund Board Meeting

Wednesday, July 27, 2016

1:00 p.m.

Lansing Radisson

Michigan Rooms II & III

111 North Grand Avenue

Lansing, MI 48933

Board of Directors

Rob Fowler, Chairman

Lynn Alexander

Timothy Damschroder

Susan Jandernoa

Cindy Estrada

James Murray

Keith Pretty

Alexis Wiley

Michael Williams

Chief Executive Officer

Paul Hillegonds

Michigan Health Endowment Fund Board Meeting

July 27, 2016

Lansing Radisson, Michigan Rooms II & III
111 North Grand Avenue, Lansing, Michigan 48933

The mission of the Michigan Health Endowment Fund is to improve the health of Michigan residents, with special emphasis on the health and wellness of children and seniors, while reducing the cost of health care.

- 1:00 p.m. - 1:10 p.m. **Opening: Rob Fowler**
- Call to order of Board Meeting
 - Roll call
 - Review of agenda, page 2
 - Review of March 24, 2016 minutes, pages 3-9
 - Review of June 29, 2016 minutes, pages 10-11
- 1:10 p.m. – 1:15 p.m. **Public Comment**
Public Comment: Five-minute limitation for a single representative of an organization; three minutes for individuals representing themselves
- 1:15 p.m. – 1:25 p.m. **CEO Report: Paul Hillegonds**
- 1:25 p.m. – 1:50 p.m. **Learning Presentations**
- Peter Pratt, Public Sector Consultants, Michigan scan of health funders
 - Brett Tillander, Michigan Alliance of Boys and Girls Clubs grantee update
- 1:50 p.m. – 1:55 p.m. **Investment Committee: Tim Damschroder**
- Investment Committee report, page 12
 - Review of June 30, 2016 financial statements, pages 13-18
- 1:55 p.m. – 2:10 p.m. **Executive and Compensation Committee: Rob Fowler**
- Resolution to appoint Alexis Wiley to committees, pages 19
 - Credit card renewal resolution, page 20
 - CEO evaluation process
- 2:10 p.m. – 2:50 p.m. **Grantmaking Committee: Sue Jandernoa**
- Consideration of Behavioral Grant Program applications
 - Consideration of Responsive Grant Program applications
 - United Way for Southeastern Michigan water fund grant amendment, pages 21-22
- 2:50 p.m. – 3:00 p.m. **Other Business: Rob Fowler**
- 3:00 p.m. **Adjourn**

Michigan Health Endowment Fund
Board Meeting
Monday, March 24, 2016
Lansing Center, 333 East Michigan Avenue, Lansing, MI 48933

Meeting Minutes

Call to order

The board meeting of the Michigan Health Endowment Fund (“MHEF”) was called to order at 10:00 a.m. by Chairman Rob Fowler.

Roll call

A quorum was determined based on the presence of the following Board Members:

Board Members present:

Rob Fowler
Lynn Alexander (arrived 10:07)
Tim Damschroder
Cindy Estrada (arrived 10:08)
Sue Jandernoa
Keith Pretty
Michael Williams (arrived 10:15)

Absent:

James Murray
Marge Robinson

Others present:

Paul Hillegonds
Terry Gardner
Julie Skubik
Laurie Solotorow
Becky Cienki
Deanna Deldin – Clark Hill PLC
Michael Nicholas – George Johnson and Company
Leslie Pine – The Philanthropic Initiative (by phone)
Paul Partington – Northern Trust (by phone)
John Keshner – Northern Trust (by phone)

Agenda order revised until quorum present.

Public Comment:

Randy Walainis from the Metro Health Foundation applauded the Board for its open policies last year, expressed concerns about more recent practices, and encouraged the Board to be more transparent, especially as it relates to the audit.

CEO Report:

Mr. Hillegonds reviewed the progress and success of MHEF during the past year. Mr. Hillegonds introduced the two new senior program officers: Becky Cienki and Kari Sederburg. Ms. Cienki will focus on behavioral/mental health. Kari Sederburg will be joining the team on April 11th and focus on healthy aging. Mr. Hillegonds outlined the planned execution of the MHEF Strategic Plan and the impact it will have on future grantmaking programs, priorities, and staffing. MHEF is actively searching for a communications coordinator and a grants manager. Mr. Hillegonds explained status and timeline of the Medigap subsidy program which is legislatively mandated, as well as the progress being made on the development of the required means test. The Department of Insurance and Financial Services and Office of the Attorney General are close to agreeing on a proposed range of Medigap means test options that will enable the Board to set eligibility for Medigap policy subsidies to be funded by MHEF. Mr. Hillegonds noted that a special Board Meeting will be needed prior to the regularly scheduled July Board Meeting for the sole purpose of approving the 2017 Medigap means test and subsidy offering. MHEF is in the process of negotiating terms of a contract for administration of the subsidy. Mr. Hillegonds thanked Mr. Gardner for his work to identify a third party administrator (“TPA”) and confer with insurance carriers and senior advocacy groups.

Board Members Alexander and Estrada arrived at 10:00 a.m. and 10:08 a.m., respectively. Chairman Fowler noted that a quorum was present.

Approval of agenda:

Chairman Fowler asked if there were any comments regarding the agenda, which was approved without objection.

Review and approval of the minutes from the previous meeting:

Board Member Pretty moved to approve the minutes from the Board meeting of January 25, 2016. Board Member Jandernoa seconded. Motion passed 6-0.

Board Member Williams arrived at 10:15 a.m.

MHEF Strategic Plan:

Chairman Fowler thanked Board Members, staff and The Philanthropic Initiative (“TPI”) for their participation in developing the strategic plan over the past 8 months. It was noted that the planning process included several planning sessions with the MHEF Board and staff, external research, and an Idea Lab that included MHEF’s Board and staff along with a number of external thought leaders. Leslie Pine of TPI participated in the discussion by conference phone and emphasized that the plan will serve as a useful roadmap for the Board in its decision making. Board Member Estrada moved to accept and approve the MHEF Strategic Plan. Board Member Williams seconded. Motion passed 7-0.

Audit Committee:

Committee Chair Pretty reported that the audit is complete and introduced Mike Nicholas from George Johnson and Company. Mr. Nicholas reported to the Board the results from George Johnson and Company’s audit of the Michigan Health Endowment Fund’s financial statements. Mr. Nicholas noted that the audit report will be “clean” and that there are no exceptions noted in

the financial statements. Additionally, Mr. Nicholas reported on a number of matters that under auditing standards are required to be reported to boards by the audit firm. No unusual items were noted in those matters required to be reported. The following motion was made by Board Member Pretty and seconded by Ms. Alexander.

RESOLVED, that the 2015 audited financial statements of the Michigan Health Endowment Fund, as presented to the Board by George Johnson and Company, be, and they hereby are, accepted.

The vote passed 7-0.

Terry Gardner reported that the 2015 tax return will be filed prior to the May deadline.

Investment Committee:

Mr. Damschroder reported to the Board the results of the Investment Committee meetings during the first quarter. The committee, in conjunction with representatives from Northern Trust, developed the draft of MHEF's Statement of Investment Policy and investment strategy and transition plan. Mr. Damschroder introduced Paul Partington from Northern Trust (who participated in the discussion by conference phone) to present the details of that process to the Board.

Following Mr. Partington's presentation, several resolutions were presented to the Board to adopt in order to effectuate the establishment of the Endowment Fund at Northern Trust and to provide for the day to day management of investments.

The first motion addressed the persons who are authorized to effectuate the Investment Advisory Agreement with Northern Trust previously authorized by the Board. The following motion was made by Board Member Damschroder and seconded by Mr. Pretty:

BE IT RESOLVED, that the Chairperson, Treasurer, President/Chief Executive Officer and Chief Financial Officer/Chief Operating Officer of this Corporation are hereby authorized to take from time to time all such action under the Northern Trust Investment Advisory Agreement ("Agreement") on behalf of the Corporation as may be necessary to carry out the intent and meaning of the Agreement.

BE IT RESOLVED, FURTHER, that the said officers of this Corporation may delegate in writing any part or all of the authority granted in the foregoing paragraph to such other officers or employees of the Corporation as they in their sole and absolute discretion may deem advisable from time to time;

BE RESOLVED, FURTHER, The Northern Trust Company shall be entitled as against this Corporation to conclusively presume that the persons so certified as holding such offices continue to respectively hold the same until otherwise notified in writing by the Corporation.

BE IT RESOLVED, FURTHER, this resolution shall be in full force and effect and binding upon this Corporation until it shall have been repealed and until written notice of such repeal shall have been delivered to The Northern Trust Company at its office in the City of Chicago, Illinois.

The vote passed 7-0.

Next, the Board considered adoption of the Statement of Investment Policy. The following motion was made by Board Member Damschroder and seconded by Mr. Pretty:

RESOLVED, that the Statement of Investment Policy as presented to the Board with revisions and recommended by Northern Trust Investments and Michigan Health Endowment Fund's Investment Committee, be, and it hereby is, ratified, adopted and approved.

The vote passed 7-0.

Finally, a motion was considered to delegate certain non-board functions to MHEF's management in implementing and monitoring MHEF's Statement of Investment Policy. The following motion was made by Board Member Damschroder and seconded by Ms. Alexander:

WHEREAS, MCL § 550.1652(6) provides that the business that a board may perform must be performed at a board meeting open to the public ("Statutory Provision");

WHEREAS, the Board of Directors of Michigan Health Endowment Fund (the "Fund"), in exercising its duties and responsibilities has reviewed, considered and adopted the Statement of Investment Policy recommended by Northern Trust and the Fund's Investment Committee; and

WHEREAS, the Board, consistent with its interpretation of the Statutory Provision, wishes to delegate to the Fund's management and/or treasurer certain non-board functions relating to implementation and monitoring of the Fund's Statement of Investment Policy.

NOW, THEREFORE, BE IT:

RESOLVED, the President/Chief Executive Officer, Chief Financial Officer/Chief Operating Officer, and/or treasurer of the Fund be, and they hereby are, authorized to implement and monitor in accordance with the Statement of Investment Policy approved by the Board, the Fund's investments, in consultation with the Fund's Investment Committee.

The vote passed 7-0.

Executive and Compensation Committee:

Chairman Fowler asked Mr. Gardner to describe the amended budget. Mr. Gardner outlined the changes in the budget which were principally related to the increase in third party administration costs to manage the Medigap subsidy, grant support programming changes, and an increase in staffing.

The following motion was made by Board Member Damschroder and seconded by Ms. Alexander:

RESOLVED, that the amended budget for 2016, as presented to the Board, be, and it hereby is, ratified, adopted and approved.

The vote passed 7-0.

Chairman Fowler discussed the need to develop a CEO evaluation process. Following input from Board Members, it was determined that the evaluation will be a three step process. Upon selection of the evaluation tool, the entire Board will provide input to the Executive Committee regarding performance. The Executive Committee will review and assess board input and conduct the evaluation with the CEO. After the Executive Committee session, the evaluation and recommendations will be presented to the full Board for review and approval.

Grantmaking Committee:

Committee chair Jandernoa reported that the following 27 Local Impact projects were recommended for approval by the committee: Adoption Option Inc., Allen Neighborhood Center, Bay County Health Dept., Bridging Communities, Cadillac YMCA, Charlevoix Area Hospital Foundation, Child and Family Services of Northeast Michigan, Danialle Karmanos' Work It Out, Deaf, Inc. dba Deaf and Hard of Hearing Services, Detroit Food Policy Council, District Health Department No. 10, Epilepsy Foundation of Michigan, Evangelical Homes of Michigan, Family Futures, First Steps Kent, Greater Flint Health Coalition, Kalamazoo County Mental Health and Substance Abuse Services, Keep Growing Detroit, Lebanese American Heritage Club, Little Brothers- Friends of the Elderly, Midland County Cancer Society, RSVP of Ingham Eaton & Clinton County, Saginaw Area Foundation for Eye Care, St. Patrick Senior Center, Superior Alliance for Independent Living, Van Buren Intermediate School District, The Village of Hillside and Perry Farm Village.

Chairman Fowler asked all Board Members to identify any potential grants where he/she might have a conflict of interest. Ms. Alexander stated that her employer, Presbyterian Villages of Michigan, may be a sub-recipient of the grant to the Village of Hillside grant and wished to abstain from the vote on the grant from MHEF. Ms. Jandernoa stated that she had a conflict of interest with the First Step Kent grant.

Mr. Williams moved, and Ms. Alexander seconded, approval of the following grants which presented no conflicts of interest from Board members:

1. Adoption Option Inc.
2. Allen Neighborhood Center
3. Bay County Health Dept.
4. Bridging Communities
5. Cadillac YMCA
6. Charlevoix Area Hospital Foundation
7. Child and Family Services of Northeast Michigan
8. Danialle Karmanos' Work It Out
9. Deaf, Inc. dba Deaf and Hard of Hearing Services
10. Detroit Food Policy Council
11. District Health Department No. 10
12. Epilepsy Foundation of Michigan
13. Evangelical Homes of Michigan
14. Family Futures
15. Greater Flint Health Coalition
16. Kalamazoo County Mental Health and Substance Abuse Services
17. Keep Growing Detroit
18. Lebanese American Heritage Club
19. Little Brothers- Friends of the Elderly
20. Midland County Cancer Society
21. RSVP of Ingham Eaton & Clinton County
22. Saginaw Area Foundation for Eye Care
23. St. Patrick Senior Center
24. Superior Alliance for Independent Living
25. Van Buren Intermediate School District

The vote passed 7-0.

Ms. Estrada moved to approve the grant application from The Village of Hillside and Mr. Pretty seconded. Ms. Alexander abstained. The vote passed 6-0.

Mr. Pretty moved to approve the grant application from First Step Kent and Mr. Damschroder seconded. Ms. Jandernoa abstained. The vote passed 6-0.

Ms. Jandernoa stated that the grant application from Metro Solutions will not be recommended for approval. Laurie Solotorow explained that she spoke with representatives from Metro Solutions on how to improve its request for grant funding and the Board can expect that it will seek funds in the future.

Ms. Solotorow also indicated to the Board that all of the community foundations grants have been processed and that she will continue to update the Board on the outcomes of these grants.

Next, the Board considered a request for additional funding to the Monroe Community Foundation due to an error in its initial grant application. The Board previously authorized a grant to the Monroe Community Foundation in the amount of \$178,409. Ms. Solotorow explained that the Monroe Community Foundation requested an amendment to their original proposal because of an entry error as it incorrectly stated a request amount of \$178,409 on the application instead of \$187,970. Ms. Jandernoa moved to approve the amended application and to increase authorized funding from \$178,409 to \$187,970 to Monroe Community Foundation. Ms. Alexander seconded. The vote passed 7-0.

Flint update: Mr. Gardner and Ms. Solotorow described the current status of the grant to the Community Foundation for Greater Flint. After much discussion surrounding the situation in Flint, the staff indicated that they will continue to monitor the situation and will remain open to proposals that fall within our guidelines.

Ms. Solotorow described the status of the grant made to the United Way for Southeastern Michigan in 2014 for emergency water support. As of March 17, 2016, the United Way for Southeastern Michigan (UWSEM) has over \$600,000 in funds remaining unused from their 2014 grant. UWSEM submitted to MHEF a proposal to distribute and transfer these remaining dollars. Approximately \$245,000 of this amount has been approved by Detroit Water and Sewer Department (DWSD) and committed to qualified customers.

The remaining amount of \$389,964 represents excess funds. The UWSEM has ceased providing the water subsidy services for the City of Detroit and DWSD, and suggested that these excess funds be distributed to the successor organization handling the Detroit water billing support program. After significant Board discussion, Ms. Jandernoa moved to authorize UWSEM to pay \$245,000 to DWSD for the amount of funds committed to assist existing customers, whose bill payment agreement have been approved. Ms. Estrada seconded the motion. Vote passed 7-0.

The Board discussed at length how to best address the remaining portion of the grant to UWSEM in the amount \$389,964. Mr. Damschroder moved to request that UWSEM hold the funds in the amount of \$389,964 and within 120 days MHEF staff conduct due diligence to determine the best use of these funds and report to the Executive Committee, with the Executive Committee to make a recommendation to the Board at its July Board meeting. The motion was seconded by Ms. Jandernoa. The vote passed 7-0.

New Business:

Chairman Fowler asked if there was any new business to consider. There being none, the meeting was adjourned.

Adjournment

The meeting was adjourned at 12:17 p.m.

Respectfully submitted,

Julie Skubik
Secretary of the meeting

Michigan Health Endowment Fund
Special Board Meeting
Wednesday, June 29, 2016
Lansing Radisson, 111 North Grand Avenue, Lansing, MI 48933

Meeting Minutes

Call to order

The board meeting of the Michigan Health Endowment Fund (“MHEF”) was called to order at 9:30 a.m. by Chairman Rob Fowler.

Roll call

A quorum was determined based on the presence of the following Board Members:

Board Members present:

Rob Fowler
Lynn Alexander
Sue Jandernoa
Michael Williams
Tim Damschroder (by phone)
Cindy Estrada (by phone)
Keith Pretty (by phone)
Jim Murray (by phone)
Alexis Wiley (by phone)

Others present:

Paul Hillegonds
Terry Gardner
Julie Skubik
Hayley Roberts
Kari Sederburg
Duane Tarnacki – Clark Hill PLC (by phone)

Public Comment:

Sarah Slocum, State Long-Term Care Ombudsman, spoke on behalf of aging and disability advocates, commending the Fund for reaching out regarding the Medigap subsidy and seeking input from groups representing beneficiaries. Ms. Slocum praised the “timely, strategic, and robust conversation” the Health Fund initiated with stakeholders.

Kari Sederburg spoke on behalf of Jo Murphy from the Medicare/Medicaid Assistance Program (MMAP). Ms. Murphy was unable to attend the meeting and wanted to express her appreciation to the Fund for reaching out to her regarding the subsidy. MMAP also looks forward to continuing its partnership with the Fund to ensure individuals are able to access the subsidy.

Kari Sederburg spoke on behalf of Mary Ablan from the Area Agencies on Aging of Michigan. Ms. Ablan was unable to attend the meeting and wanted to express her appreciation to MHEF for including the AAA's in the process. She and AAA look forward to a continued partnership.

Randy Walainis, a resident of Michigan, expressed his concern regarding the resources and education available to residents affected by the increase in insurance rates. Mr. Walainis was concerned that seniors do not have adequate support when deciding on a policy.

Medicare supplemental insurance subsidy program:

Terry Gardner described the overall program for the Fund's Medicare Supplemental Insurance Subsidy program. He described how all of the stakeholders worked through the process, and the key underlying structural tenets of the program, specifically the focus on those most vulnerable. Mr. Gardner then described the structure of the subsidies, and how the proposed amounts were determined. He also described the insurance carrier participation, as well as the timing of the program and application process.

The following motion was made by Board Member Estrada and seconded by Ms. Alexander:

Resolved, that for the purpose of administering the Fund's Medicare supplemental insurance subsidy program for 2017, a Medigap subsidy eligibility household income means test threshold of 150% of Federal Poverty Level be and it hereby is approved;

Resolved, that monthly premium subsidies to qualifying Medicare supplemental insurance policy holders be adopted as follows: under 65 years of age with disabilities: \$125; ages 65 to 75: \$40; ages above 75: \$65.

The vote passed nine to zero.

Adjournment

The meeting was adjourned at 9:50 a.m.

Respectfully submitted,

Julie Skubik
Secretary of the meeting



330 Marshall Street, Lansing, MI 48912 • 517-374-0031 • Mhealthfund.com

TO: MHEF Board Members
FROM: Tim Damschroder
DATE: July 20, 2016
RE: Investment Committee Report

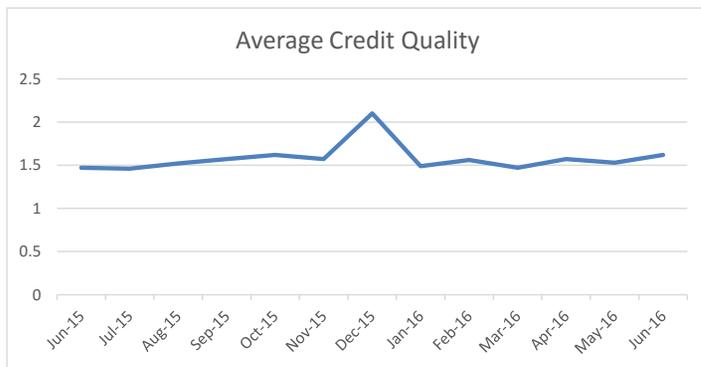
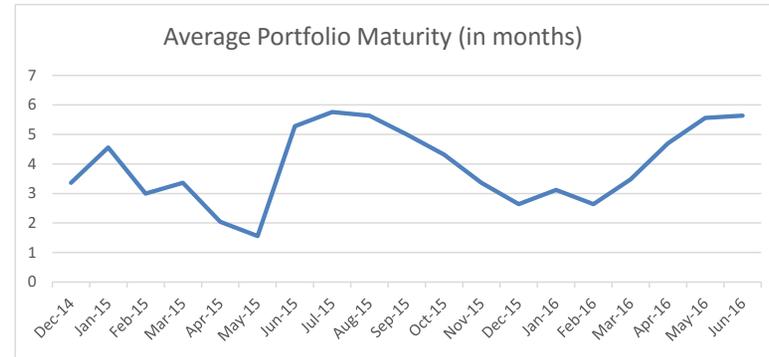
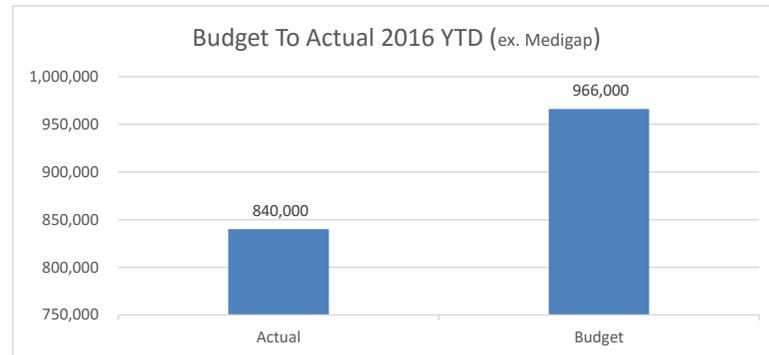
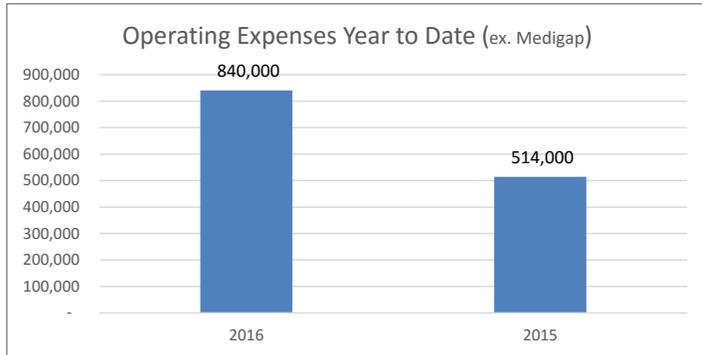
The Investment Committee is scheduled to meet prior to the Board Meeting on July 27, 2016. They plan to meet with representatives of Northern Trust to review the status of the investment program implementation for the Endowment Fund assets. The results of this meeting will be presented at the Board Meeting.

The Treasurer and the CFO continue to meet monthly to review financial statements, budget status, and current operational matters. The June 2016 financial statements are included in the Board materials.

Board of Directors
Rob Fowler, Chairman
Lynn Alexander
Timothy Damschroder

Susan Jandernoa
Cindy Estrada
James Murray
Keith Pretty

Alexis Wiley
Michael Williams
Chief Executive Officer
Paul Hillegonds



Operating Fund Investments

Largest Position Size	\$4M	4.60%
Largest 10 Positions	\$31M	35.40%
Total # Positions	38	
Average Credit Rating	A- / BBB+	

Endowment Fund Investments

Total Market Value	\$	70,643,969
Total Cost	\$	70,421,417
Unrealized Gain	\$	222,552

Michigan Health Endowment Fund
Statement of Financial Position
June 30, 2016 and 2015

	<u>2016</u>		<u>2015</u>	
	<u>OPERATING</u>	<u>ENDOWMENT</u>	<u>OPERATING</u>	<u>ENDOWMENT</u>
<u>ASSETS</u>				
Current assets				
Checking - Chemical Bank	\$ 725,261		\$ 5,114,468	
Huntington Investments, at FMV	87,882,058		65,284,807	\$ 57,578,587
Northern Trust Investments		\$ 70,643,969	-	
Accrued interest receivable	410,304		441,200	
Prepaid expenses	4,722		4,060	
Total current assets	89,022,345	70,643,969	70,844,535	57,578,587
Furniture and equipment, net of depreciation	5,198		3,575	
Other assets				
Security Deposits	844		844	
	\$ 89,028,387	\$ 70,643,969	\$ 70,848,954	\$ 57,578,587
<u>LIABILITIES AND NET ASSETS</u>				
Current liabilities				
Accounts payable	\$ 981,004		\$ 66,233	
Other current liabilities	72,503		38,499	
Total current liabilities	1,053,507		104,732	
Other liabilities				
Grants payable	3,654,659		17,544,113	
Total liabilities	4,708,166		17,648,845	
Net assets				
Permanently restricted net assets		\$ 30,000,000		\$ 20,000,000
Temporarily restricted net assets		27,957,711		27,578,587
Designated net assets	23,000,000			
Unrestricted net assets	16,717,311		13,621,236	
Current year income (loss)	44,602,910	12,686,258	39,578,873	10,000,000
Total net assets	84,320,221	70,643,969	53,200,109	57,578,587
	\$ 89,028,387	\$ 70,643,969	\$ 70,848,954	\$ 57,578,587

Michigan Health Endowment Fund
Statement of Activities
For the six months ending June 30, 2016 and 2015

	2016		2015		\$ Change
	Operating	Endowment	Total	Total	
Revenue					
Direct Public Support	\$ 60,000,000	\$ -	\$ 60,000,000	\$ 50,000,000	\$ 10,000,000
Investment income	366,188	686,258	1,052,446	288,109	764,337
Total revenue	<u>60,366,188</u>	<u>686,258</u>	<u>61,052,446</u>	<u>50,288,109</u>	<u>10,764,337</u>
Expenses					
Program expenses	2,023,303		2,023,303	195,462	1,827,841
Grant program support	1,029,550		1,029,550	163,573	865,977
Legal and accounting fees	95,249		95,249	98,829	(3,580)
Outside contract services	39,476		39,476	74,475	(34,999)
Salaries and benefits	502,686		502,686	119,575	383,111
Office related expenses	10,367		10,367	5,251	5,116
Insurance expense	13,621		13,621	8,121	5,500
Office supplies and misc	14,959		14,959	9,329	5,630
Membership and dues	13,400		13,400	23,550	(10,150)
Travel and meetings	20,667		20,667	11,071	9,596
Total expenses	<u>3,763,278</u>	<u>-</u>	<u>3,763,278</u>	<u>709,236</u>	<u>3,054,042</u>
Other Income (Expense)					
Transfer to Endowment	<u>(12,000,000)</u>	<u>12,000,000</u>	<u>-</u>	<u>-</u>	<u>-</u>
Change in net assets	<u>\$ 44,602,910</u>	<u>\$ 12,686,258</u>	<u>\$ 57,289,168</u>	<u>\$ 49,578,873</u>	<u>\$ 4,975,963</u>

Michigan Health Endowment Fund
Statement of Activities - Operating Fund - Budget vs Actual
For the one month and six months ending June 30, 2016

	Actual One Month Ending 6/30/16	Budget One Month Ending 6/30/16	\$ Over (Under) Budget	Actual Six Months Ending 6/30/16	Budget Six Months Ending 6/30/16	\$ Over (Under) Budget
Revenue						
Direct Public Support	\$ -	\$ -	\$ -	\$ 60,000,000	\$ 60,000,000	\$ -
Investment income	98,186	50,000	48,186	366,188	225,000	141,188
Total revenue	98,186	50,000	48,186	60,366,188	60,225,000	141,188
Expenses						
Program expenses	3,618	3,620	(2)	2,023,303	2,041,310	(18,007)
Grant program support	329,850	330,000	(150)	1,029,550	1,060,000	(30,450)
Legal and accounting fees	5,753	16,100	(10,347)	95,249	115,100	(19,851)
Outside contract services	16,655	16,000	655	39,476	62,500	(23,024)
Salaries and benefits	105,710	114,817	(9,107)	502,686	525,695	(23,009)
Office related expenses	1,860	2,000	(140)	10,367	12,000	(1,633)
Insurance expense	2,270	2,500	(230)	13,621	15,000	(1,379)
Office supplies and misc	3,782	3,720	62	14,959	19,890	(4,931)
Membership and dues	3,700	800	2,900	13,400	32,800	(19,400)
Travel and meetings	3,425	700	2,725	20,667	22,700	(2,033)
Total expenses	476,623	490,257	(13,634)	3,763,278	3,906,995	(143,717)
Other Expense						
Transfer to Endowment	-	-	-	(12,000,000)	(12,000,000)	-
Change in net assets	\$ (378,437)	\$ (440,257)	\$ 61,820	\$ 44,602,910	\$ 44,318,005	\$ 284,905

Michigan Health Endowment Fund
Operating Fund Investments
June 30, 2016

Description	Industry	Credit Rating	Maturity	Market Value	Principal Cost	\$ Gain/Loss
Cash / Cash Equivalents						
FIDELITY GOVT MMKT	Money Market Fund	AAA	Daily	\$ 45,438.39	\$ 45,438.39	\$ -
				\$ 45,438.39	\$ 45,438.39	\$ -

Commercial Paper						
CLOROX COMPANY	Consumer Products	A2 / P2	7/6/2016	\$ 1,999,760.00	\$ 1,997,440.00	\$ 2,320.00
CAMPBELL SOUP	Food & Beverage	A2 / P2	7/7/2016	\$ 2,999,580.00	\$ 2,997,416.67	\$ 2,163.33
TYCO INTL	Machinery Manufacturing	A2 / P2	7/11/2016	\$ 1,999,540.00	\$ 1,999,480.00	\$ 60.00
BELL CANADA	Wireline Telecommunications	A2 / P2	7/11/2016	\$ 1,999,600.00	\$ 1,996,971.67	\$ 2,628.33
CATHOLIC HLTH	Health Care Facilities	A1 / P1	7/19/2016	\$ 1,999,580.00	\$ 1,996,873.33	\$ 2,706.67
RYDER SYSTEMS	Transportation & Logistics	A2 / P2	7/21/2016	\$ 1,999,120.00	\$ 1,999,195.00	\$ (75.00)
JOHN DEERE	Machinery Manufacturing	A1 / P1	7/27/2016	\$ 1,999,280.00	\$ 1,999,323.33	\$ (43.33)
J.P. MORGAN	Financial Services	A2 / P2	8/9/2016	\$ 2,998,590.00	\$ 2,988,170.00	\$ 10,420.00
SYNGENTA WILMINGTON	Financial Services	A2 / P2	8/12/2016	\$ 1,998,460.00	\$ 1,987,042.22	\$ 11,417.78
BASF SE	Chemicals	A2 / P2	8/25/2016	\$ 2,798,012.00	\$ 2,789,304.00	\$ 8,708.00
WPP CP	Advertising & Marketing	A2 / P2	9/9/2016	\$ 1,996,660.00	\$ 1,992,188.33	\$ 4,471.67
MONDELEZ	Food & Beverage	A2 / P2	9/13/2016	\$ 1,996,420.00	\$ 1,996,706.11	\$ (286.11)
AXA FINANCIAL	Life Insurance	A2 / P1	9/15/2016	\$ 2,662,652.79	\$ 2,661,163.72	\$ 1,489.07
ANHEUSER-BUSCH	Food & Beverage	A2 / P2	11/28/2016	\$ 2,392,896.00	\$ 2,388,898.67	\$ 3,997.33
FORD MOTOR	Automobiles Manufacturing	A2 / P2	12/1/2016	\$ 2,983,740.00	\$ 2,975,910.83	\$ 7,829.17
PRUDENTIAL PLC	Life Insurance	A1 / P1	5/8/2017	\$ 2,972,490.00	\$ 2,968,345.83	\$ 4,144.17
				\$ 37,796,380.79	\$ 37,734,429.71	\$ 61,951.08

Corporate Bonds						
WELLS FARGO CO 1.25%	Banks	A2 / A-	7/20/2016	\$ 3,000,690.00	\$ 3,000,756.77	\$ (66.77)
AMERICAN EXPRESS CREDIT 1.30%	Consumer Finance	A2 / A-	7/29/2016	\$ 3,001,050.00	\$ 3,001,092.00	\$ (42.00)
BANK AMER CORP 6.50%	Banks	Baa1 / BBB+	8/1/2016	\$ 2,007,680.00	\$ 2,008,964.98	\$ (1,284.98)
HUNTINGTON NATL BANK BOND 1.35000%	Banks	A3 / BBB+	8/2/2016	\$ 1,715,102.90	\$ 1,715,247.34	\$ (144.44)
DENTSPLY INTL INC 2.75%	Medical Equipment	Baa2 / BBB+	8/15/2016	\$ 3,030,505.50	\$ 3,031,531.76	\$ (1,026.26)
DOMINION RES INC VA NEW 1.95000%	Utilities	Baa2 / BBB	8/15/2016	\$ 2,001,920.00	\$ 2,002,380.60	\$ (460.60)
DAYTON POWER & LIGHT 1.875%	Utilities	Baa2 / BBB-	9/15/2016	\$ 4,005,200.00	\$ 4,004,851.68	\$ 348.32
KROGER CO NOTE 1.20000%	Supermarkets	Baa2 / BBB	10/17/2016	\$ 2,246,737.68	\$ 2,247,225.96	\$ (488.28)
TEVA PHARMACEUTICAL	Pharmaceuticals	Baa1 / BBB+	11/10/2016	\$ 2,921,886.87	\$ 2,931,399.30	\$ (9,512.43)
COMERICA BANK NOTE 5.75000%	Banks	A3 / BBB+	11/21/2016	\$ 2,032,160.00	\$ 2,033,552.76	\$ (1,392.76)
CVS HEALTH CORP	Supermarkets	Baa1 / BBB+	12/5/2016	\$ 3,004,740.00	\$ 3,005,992.09	\$ (1,252.09)
AUTOZONE INC NOTE	Consumer Discretionary	Baa1 / BBB	1/13/2017	\$ 3,006,690.00	\$ 3,006,345.61	\$ 344.39
GOLDMAN SACHS GROUP INC NOTE 5.62500%	Financial Services	Baa2 / BBB-	1/15/2017	\$ 1,635,264.00	\$ 1,635,885.70	\$ (621.70)
SUNTRUST BKS INC 3.50000%	Banks	Baa1 / BBB+	1/20/2017	\$ 2,022,280.00	\$ 2,022,332.42	\$ (52.42)
CIGNA CORPORATION	Managed Care	Baa1 / A	3/15/2017	\$ 3,071,010.00	\$ 3,089,174.80	\$ (18,164.80)
AT&T INC NOTE	Wireless Telecommunications	Baa1 / BBB+	3/15/2017	\$ 3,106,056.80	\$ 3,106,291.06	\$ (234.26)
FIDELITY NATIONAL FINANCIAL	Consumer Finance	Baa3 / BBB	5/15/2017	\$ 3,153,589.14	\$ 3,153,449.19	\$ 139.95
JOHNSON CTLS 1.40%	Auto Parts Manufacturing	Baa2 / BBB+	11/2/2017	\$ 2,006,240.00	\$ 1,991,110.08	\$ 15,129.92
				\$ 46,968,802.89	\$ 46,987,584.10	\$ (18,781.21)

Asset Backed Securities						
BA MTG SECS INC SER 2003-8 CL 2-A-1	Residential MBS	BBB / BBB+	1.10	\$ -	\$ -	\$ -
RESIDENTIAL FUNDING SER 04-S4 CL 2A2	Residential MBS	A / B+	1.10	\$ 80,213.91	\$ 81,126.08	\$ (912.17)
RESIDENTIAL FUNDING SER 04-S4 CL 2A3	Residential MBS	BBB / B+	2.10	\$ 1,281,643.41	\$ 1,300,491.39	\$ (18,847.98)
GSR MTG TR 2004-10F SER 2004-10F CL 1A-5	Residential MBS	A / A+	1.60	\$ 384,113.06	\$ 389,913.07	\$ (5,800.01)
FEDL HOME LN MTG CRP SER 3943 CL LA	Residential MBS	AAA	2.50	\$ 1,325,465.26	\$ 1,318,198.35	\$ 7,266.91
				\$ 3,071,435.64	\$ 3,089,728.89	\$ (18,293.25)

\$ 87,882,057.71 \$ 87,857,181.09 \$ 24,876.62

Michigan Health Endowment Fund
Endowment Investment Portfolio
June 30, 2016

<u>Asset Description</u>	<u>Market Value</u>	<u>Cost</u>	<u>Unrealized G/L Total</u>	<u>% of Total</u>
DOMESTIC US EQUITIES				
VANGUARD INSTL TOTAL INDEX	17,161,511	16,875,324	286,187	24.3%
BROOKFIELD GLOBAL LISTED REAL ESTATE FD	2,178,259	2,121,565	56,694	3.1%
INTERNATIONAL DEVELOPED MARKETS EQUITIES				
VANGUARD DEVELOPED MARKETS INDEX INSTL	11,275,667	11,491,766	(216,099)	16.0%
LAZARD FDS INC GLOBAL INFRASTRUCTURE PORT	2,090,171	2,109,078	(18,907)	3.0%
EMERGING MARKETS EQUITIES				
STEWART INVESTORS GLOBAL EMERGING MARKETS FUND	1,800,000	1,800,000	-	2.5%
VAN ECK EMERGING MARKETS-I	1,887,083	1,830,000	57,083	2.7%
FIXED INCOME				
LONGFELLOW FIXED INCOME	6,075,801	6,018,207	57,594	8.6%
UST MONEY MARKET FUND - SWEEP	28,175,477	28,175,477	-	39.9%
TOTAL	70,643,969	70,421,417	222,552	100%

MICHIGAN HEALTH ENDOWMENT FUND

**RESOLUTION
TO APPOINT ALEXIS WILEY TO
GOVERNANCE AND INVESTMENT COMMITTEES**

RESOLVED, that Alexis Wiley, be and she hereby is, appointed to serve as a voting member of the Governance and Investment Committees, to serve for a term commencing with her appointment and continuing until the next annual meeting of the Fund or until her resignation or removal by the Board.

Michigan Health Endowment Fund

SECRETARY'S CERTIFICATE

I, Susan Jandernoa, as Secretary of Michigan Health Endowment Fund, a State of Michigan, Corporation (the "Company"), do hereby certify that the following is a true and correct copy of the resolutions duly adopted by the Board of Directors at a meeting on July 23, 2015, and I further certify that such resolutions remain in full force and affect as of the date hereof and have not been amended or revised in any respect:

RESOLVED, that the President/Chief Executive Officer and Chief Financial Officer/Chief Operating Officer be, and they hereby are, authorized to procure on behalf of the Fund and in the name of the Fund two credit cards (in the aggregate) from such financial institution as they deem appropriate;

RESOLVED FURTHER, that the Authorized Signers be, and they hereby are, authorized to complete, execute and deliver on behalf of the Fund such credit application, credit agreement, printed resolutions and other documents, instruments and certificates as they shall determine to be necessary or desirable for the procurement of credit cards as authorized in the foregoing resolution; and

FURTHER RESOLVED, that as of the date of adoption of these resolutions the following individuals have been duly elected or appointed to serve in the position opposite their respective names:

Name	Title
Robert Fowler	Chairperson
Timothy Damschroder	Treasurer
Paul Hillegonds	President/Chief Executive Officer
Terry Gardner	Chief Financial Officer/Chief Operating Officer

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Company this ____ of _____, 20__.

Michigan Health Endowment Fund

By: _____
Susan Jandernoa, Secretary

MEMORANDUM

DATE: July 15, 2016

TO: Michigan Health Endowment Fund Board

FROM: Terry Gardner
Laurie Solotorow

RE: United Way for Southeastern Michigan Detroit Water Fund Grant Amendment

In 2014, the Health Fund provided a \$2 million grant for the Detroit Water Fund, to be administered by United Way for Southeastern Michigan (UWSEM), to assist with flooding that had occurred on August 11, 2014 and assist with water shutoff prevention. \$300,000 was allocated to flood relief, and \$1.7 million was allocated to fund a water shutoff remediation program.

The portion allocated to the flood relief was regranted to Wayne Metro Community Action Agency (Wayne Metro), and was expended as per the agreement.

UWSEM administered the residential water assistance program until March 2016, at which time a new water shut off assistance program was initiated as part of the Regional Water Authority surcharge program. Wayne Metro is administering the new program on behalf of the Regional Water Authority.

As of March 2016 when UWSEM suspended its program, there was approximately \$476,000 unspent from our original \$1.7 million allocated to the water shut off assistance fund. In order to avoid duplication of effort and confusion in the community, as well as to maintain the original intent of the grant and provide for efficiency of administration, UWSEM has recommended, and we concur, to combine its funds with the new program.

Specifically, United Way is recommending that \$235,748 (or such similar amount as subject to reconciliation) be paid directly to the Detroit Water and Sewerage Department (DWSD) to fulfill committed but still unpaid water assistance, and that \$240,896 be transmitted to Wayne Metro to be included with the funds it has from the Regional Water Authority for the Water Residential Assistance Program (WRAP).

We have performed due diligence on Wayne Metro and believe that it is the proper organization to handle the remaining uncommitted grant dollars. We have also met with the Director of DWSD to review the process for the committed but unpaid assistance, as well as coordination of DWSD with Wayne Metro and believe that the course of action recommended by UWSEM is proper and appropriate.

We therefore recommend that the following resolution be adopted:

RESOLVED, that the United Way for Southeastern Michigan be and it hereby is authorized to distribute to Wayne Metro Community Action Agency uncommitted funds from the 2014 grant and to distribute an amount equal to committed but unpaid assistance to Detroit Water and Sewerage Department, in the amounts of \$240,896 and \$235,748, respectively, or such other amounts as determined through final

reconciliation, and that any further responsibilities of United Way of Southeastern Michigan under the 2014 grant be and they hereby are terminated; and

BE IT FURTHER RESOLVED that the appropriate officers of MHEF are hereby directed and authorized to enter into an agreement with Wayne Metro Community Action Agency regarding the final reporting of the subgrant funds from United Way of Southeastern Michigan and to take such other actions and execute such documents as they deem necessary or appropriate to effectuate the above resolutions.