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**American Brain Foundation
Board of Directors Meeting
Thursday, November 12, 2015
Held via Teleconference**

Call to Order: Thursday, November 12, 2015 at 9:00 a.m. (Central) by Kevin P. Goodno, JD, Chair. A quorum was present towards the end of the meeting.

In Attendance: Kevin P. Goodno, JD, Chair; Terrence L. Cascino, MD, FAAN; Ralph Józefowicz, MD, FAAN; Lisa M. Shulman, MD, FAAN; A. Gordon Smith, MD, FAAN; Thomas R. Swift, MD, FAAN; Jane Ransom;

Staff: Timothy Engel, CPA, CFO; John Hutchins, JD, General Counsel; Lauren Ross; Suzi Sherman; Marlys Weyandt, Chloe Walbruch

Excused: Orly Avitzur, MD, MBA, FAAN; Robert C. Griggs, MD, FAAN; John C. Mazziotta, MD, PhD, FAAN; Jeffrey Rosenfeld, MD, FAAN; Catherine Rydell, CAE

Mr. Goodno welcomed everyone and discussed the agenda for the meeting. Mr. Goodno asked if there were any conflicts of interest and none were indicated.

1. Minutes: Minutes from September 18, 2015 and September 25, 2015 BOD meeting reviewed.

MOTION to approve the ABF BOD minutes from September 18 and 25, 2015. **Approved** (Unanimous).

2. Establishment of ad hoc Strategic Planning Committee

MOTION to approve establishment of Strategic Planning Committee **Approved** (Unanimous).

3. Board election: Recommendation from Mr. Goodno and Ms. Ransom to elect Ben Utecht and Martin Shenkman to the Board of Directors.

MOTION to elect Ben Utecht and Martin Shenkman to the ABF Board of Directors effective January 1, 2016 **Approved** (Unanimous).

Recommendation to change the bylaws to allow the *Neurology Now* editor-in-chief or a Board appointed designee sit on the Board of Directors. Updated bylaws will be presented to the Governance Committee in December for review and approval.

4. Financial Report: Dr. Józefowicz and Mr. Engel provided an update on the

1 financial status of the ABF and presented the 2015 year end forecast with a
2 \$203K net increase. Primary sources for the net positive variance include
3 delayed staff additions and less travel was conducted than what was budgeted.
4 The 2016 budget will be presented to the Board in December.

5 **MOTION** to approve the ABF's 990 for the IRS **Approved** (Unanimous).
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7 **5. Executive Director Report:** Ms. Ransom provided an update on the
8 operations of the ABF and highlighted three fundraising efforts taking place
9 before the end of the year:

- 8 1. Standing Strong
- 10 2. Employee Giving Campaign
- 11 3. Year End campaign

12 Ms. Ransom also discussed the increase in website traffic due to the PBS series
13 sponsorship – nearly tripled and shared that the ABF is partnering with American
14 Airlines to create a video that will be played on all AA flights in February and
15 March, 2016. Ms. Ransom also shared that the ABF is on the cusp of securing
16 Bob Woodruff, who suffered a TBI while in Iraq, for the 2016 PLINA and has been
17 in touch with Robin Williams' wife, Susan, who has committed to attend the
18 Commitment to Cures event at the Annual Meeting where she will be presented
19 with an award.
20

21 **6. Committee Reports:** Each committee chair provided an update about their
22 committee.

23 **Strategic Planning Committee:** Dr. Shulman provided an update about
24 the SPC. They had a kick-off meeting where they reviewed and approved
25 the purpose of the committee and agreed they were on a 5 year timeline.
26 The committee also reviewed the problem statement presented at the
27 retreat and provided feedback.

28 **Governance Committee:** Mr. Goodno shared the Governance Committee
29 will hold its first meeting in early December. The purpose of the committee
30 is to recruit new public board members and also review the governance
31 structure and bylaws. Updated bylaws will be presented to the board in
32 December for approval.

33 **Research Advisory Committee:** Ms. Ransom shared that the committee
34 met in September and started to discuss what kind of targeted research the
35 ABF should fund. Ms. Ransom and Dr. Griggs will attend the FL
36 Breakthroughs Conference in to present to the Science Committee what the
37 RAC is doing and discuss partnership opportunities.
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40 **Meeting adjourned at 10:00 a.m. (Central).**
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