



**American Brain Foundation
Board of Directors
December 21, 2017
Conference Call**

In Attendance: Kevin Goodno, Chair; Robert Griggs, MD, Vice Chair; Dan Gasby; Ralph Jozefowicz, MD; John Mazziotta, MD; Jeffrey Rosenfeld, MD; Catherine Rydell, CAE; Ralph Sacco, MD; Martin Shenkman, CPA; Lisa Shulman, MD; Gordon Smith, MD; Susan Schneider Williams

Staff: Jane Ransom, Shelly Collins Rucks, Tim Engel, CFO; Suzi Sherman, Marlys Weyandt, Stephanie Olson, Natalie Baumgartner, Lindsey Taveren

Excused: Bruce Miller, MD; Joseph Sirven, MD; Ben Utecht

Mr. Goodno welcomed everyone and called the meeting to order. There was a quorum present. He called for the disclosure of conflicts of interest, and there were none.

1. **Minutes:** The Chair called for approval of the minutes of the previous Board meeting.

MOTION to approve the ABF Board of Directors minutes from October 15, 2017.

Approved (Unanimous).

2. **Executive Director Report:** Ms. Ransom highlighted the four strategic goals of the Board Scorecard based on the Strategic Plan.

The first goal is research and crowdfunding. The Foundation has approved one new project, two new LOIs, and has ten approved LOIs pending applications since the last Board meeting. There will be more detail on the crowdfunding marketing plan at the in-person Board meeting in Orlando, Florida.

The contract for the International Sponsor's Council (ISC) Athlete Brain Research Fund has been signed. It is a fundraising opportunity with potential for funding relationships with major, non-industry corporations. The ISC agreement originated from the idea of doing a fundraising event around the Super Bowl in partnership with the NFL Players Association (NFLPA), with Mr. Utecht and Ms. Rucks pursuing these connections. The partnership moved away from the NFLPA into a broader and more strategic partnership with the ISC.

The Foundation is moving forward with 13 CRTS's in 2018 and 7 confirmed for 2019, so far. The Foundation would like to start fundraising for other AAN awards, but fundraising efforts need to be donor-centric. In the past, the Foundation has focused on AAN awards in terms of development, and this approach needs to be recast in terms of underlying mechanisms, prevention, cures, applying research, and best practice. Ms. Ransom requested feedback on this approach.

The second strategic goal is public engagement. Ms. Ransom highlighted the “Head Coach” media campaign which will be showing in the Minnesota area through February on the local NBC affiliate. The Foundation will also be launching a Traumatic Brain Injury (TBI) social media campaign in the beginning of 2018; and the Brain Squad – featuring Mr. Gasby, Mr. Utecht, and Ms. Williams – as a tool to get more people involved and funding the Foundation.

The third strategic goal is philanthropy. The Foundation is currently involved in the Year End Campaign, led by Ms. Weyandt. The recent Standing Strong event grossed \$50,000 – with a huge thank you to Mr. Gasby, Mr. Goodno, Mr. Utecht, and Ms. Williams for being ambassadors of the event.

The Rowland Circle currently has 36 charter members. Additionally, the January in-person Board meeting will allow the Foundation’s Board to become aligned around our 2018 fundraising plans.

The Foundation recently hosted an event honoring Dick Essey for giving more than \$1 million in funds for the Sheila Essey Award in ALS Research.

At the January Board meeting, we will present a deeper look at the sustaining donor fundraising model (aka “Public TV” model) which was requested by the Board at the October meeting.

The fourth strategic goal is to build a thriving partnership with the AAN. The Foundation needs to continually analyze evolving structural relationship with the AAN. In 2018, staff plans to begin analyzing how much it would cost to separate services in the following departments: Human Resources, IT, space, and Finance.

3. **Finance Report:** Dr. Jozefowicz explained that the foundation will have \$2.7 million in revenue, and nearly \$2.7 million in expenses. Revenue consists of the AANI’s general operating support, AANI’s matching grant, some unrestricted revenue, CRTS and Awards, and fundraising events. Functional expenses are at 59% in comparison with the 27% last year, which is an improvement in fundraising efficiency at \$0.16/dollar in comparison with last year at \$0.22/dollar.

Mr. Engel highlighted the 2017 forecast on page five of the financial report, which is forecasting \$2.8 million in revenue, which is under the originally budgeted number. Most of that decrease is found in the grants and awards budgets. This difference is due to how contracts were signed. The staff has controlled costs well to reduce the impact of the revenue shortfall.

The forecast is predicting a net shortfall in the operating expenses as compared to the revenue. However, the Foundation has a grant that will offset any shortfall, and will be recognized as additional revenue. The Foundation also has long-term investment earnings, which are a part of the net operating assets. The Foundation is expecting a positive net operating budget for 2017.

The Foundation expects the ratio of fundraising, programming, and operating costs to improve significantly in the audited financial statement. The Foundation's staff has done three time-keeping studies this year, and programming has been redefined.

4. **Governance Committee Report:** This Committee has set its the agenda for 2018. They are looking to recruit four new Board members – two neurologists and two non-neurologists. They will do another Board Assessment, making it an annual survey. The Committee will also put a succession plan in place for officers. Finally, succession planning is needed for the Research Advisory Committee.

The Governance Committee conducted a Board assessment survey to be discussed at the January Board meeting. The Board should take time to look at the results of this survey and should plan to talk about any areas that stand out. Mr. Goodno suggested that the Board focus on weighted averages to understand which answers are weighted lower. The Board assessment is important to the overall health of the Board, but not everyone responded. Going forward, the Board should aim for one hundred percent participation.

An orientation for new Board members has been scheduled for early January before the in-person meeting. The rest of the Board is welcome to attend the phone orientation, but it is not required.

The Board needs to complete conflict of interest forms, commitment letters, a short bio, and send a current photo. These items are due in the beginning of January. Ms. Baumgartner will send these this afternoon.

5. **Compensation Committee Report:** The purpose of this Committee is to set the 2018 incentive goals and to review the performance of the Executive Director in 2017. compensation plan for Ms. Ransom. Board members will receive a survey in early 2018 for the Executive Director performance review. It's important that everyone respond to that. Please provide any feedback on the draft survey, which is in the Board materials, to Dr. Jozefowicz.

The recommended 2018 incentive goals are also in the Board materials. The final numbers from 2017 will become the threshold on the 2018 Board Scorecard with the target being +3% of the threshold, and the maximum being + 5% of the threshold. Nearly 70% of the incentive goals are weighted toward financial goals, with 5% of the incentive being weighted toward website traffic. The number of donors is weighted at 15%, the number of proposals on the crowdfunding site is at 10%. The 2018 Incentive plan has been approved by the Executive Committee, and it is here for the review of the Board. We would like the new Board members to be part of discussing and approving the plan at the January meeting.

6. **Research Advisory Committee Report:** The Research Advisory Committee will be represented by Dr. Griggs at the January 2018 AAN Science Committee meeting. Drs. Jeste and Sacco will also be there.

This Committee has been busy with senior, excellent people. The Committee anticipates that it will review all proposals that the AAN does not review (anything unrelated to CRTS's or awards) which are recommended from the new Athlete Brain Health Fund. The Committee will be in the position to address concerns about good science. The Committee will also make itself available to review the prevalence of projects suggested by the other two donor advised funds.

The new marketing specialist will work to raise awareness for the crowdfunding site. This has taken longer to get up and running than originally anticipated, but the Foundation looks forward to launching public awareness campaigns in early 2018. The MS campaign will revolve around the Weizmann Institute crowdfunding project, which Mr. Shenkman has been instrumental in pushing forward. Dr. Griggs encouraged everyone on the Board to think about supporting a crowdfunding project, even modestly, which would position Board members to evaluate the overall process and note potential glitches.

The Board questioned whether the AAN could more easily support the crowdfunding projects by facilitating honoraria donations to support a crowdfunding project. Perhaps credits could be used to spend on the crowdfunding site. Could there be a streamlined process for supporting a project? Ms. Ransom cautioned against establishing restricted giving opportunities considering the ongoing challenge of raising adequate operating funds.

The Board stated that it would be beneficial to have a set of slides about the crowdfunding site to show during speeches, so that outside organizations know where their honorarium is going. Ms. Sherman has already created slides which she will send to the Board.

7. **Strategic Planning Committee Report:** Dr. Shulman noted that the Committee hasn't met since the last Board meeting, but the Board Scorecard will be reviewed prior to the January Board meeting.
8. **Commitment to Cures Committee Report:** With over \$40,000 in sponsorships, the Foundation is further ahead in raising funds than last year. Ms. Williams has been instrumental in bringing in members of the public through her tables.

The Commitment to Cures event will be on April 25 at the JW Marriott in downtown Los Angeles. The Public Leadership in Neurology (PLINA) award will go to Temple Grandin, and the Commitment to Cures award will go to DeMaurice Smith, the Executive Director of the NFLPA.

Rowland Circle members will receive 2 tickets to the event, and will have a special reception prior to the event. A table sponsorship is \$1,500, and individual tickets cost \$125. There are additional levels of sponsorship, which Ms. Rucks will send to the Board.

Dr. Smith mentioned that there would be a chair summit for March. Thus far, there hasn't been any talk of the Foundation, but it is important for the Foundation to talk about a possible synergy between the AAN and the Foundation. Dr. Sacco agreed that the

agenda for this meeting has not been set, but that the Foundation should feature prominently there, with Commitment to Cures and the crowdfunding site.

Many academic Chairs are concerned about funding and money, so there will need to be a balance of information about the interplay between the AAN and the Foundation. In fact, the message should be more about what the Foundation is doing to support the AAN than it is about asking for donations.

Ms. Ransom & Mr. Goodno thanked the Board for all their hard work throughout 2017. She wished everyone a Happy Holidays.

Adjourn 10:00 a.m. Central.