



**American Brain Foundation
Board of Directors Meeting
Sunday, September 18, 2016
ABF Office, Minneapolis, MN**

Call to order: Sunday, September 18, 2016 at 8:02 a.m. CST by Kevin Goodno, Chair.
A quorum was present.

In Attendance: Kevin P. Goodno, Chair; Terrence L. Cascino, MD; Ben Utecht; Martin Shenkman, JD; A. Gordon Smith, MD; Jane Ransom; Robert C. Griggs, MD; Ralph Józefowicz, MD; Jeffrey Rosenfeld, MD; Lisa Shulman, MD; Catherine Rydell, CAE; Susan Schneider Williams

Staff: Timothy Engel, CFO; John Hutchins, JD; Lauren Ross; Marlys Weyandt; Suzi Sherman; Kristi Benson

Guests: Ralph Sacco, MD; Lisa Shepherd, Weber Shandwick; Lynn Franz, Weber Shandwick; Matt Horton, Weber Shandwick

Excused: John Mazziotta, MD; Joseph Sirven, MD

1. Board Chair Report: Mr. Goodno welcomed everyone and discussed the meeting agenda and objectives for today's meeting.

Minutes: Minutes from August 18, 2016 were reviewed.

MOTION to approve the ABF Board minutes from August 18, 2016.

Approved (unanimous).

Mr. Goodno discussed two conflicts of interest for today's agenda.

1. Discussion regarding the purchase of Mr. Utecht's books for use at the Standing Strong event in October. Mr. Utecht will leave the room during the discussion.
2. Action on the Principles of Joint Collaboration agreement between the AAN and the ABF. Since there is crossover of members that have fiduciary responsibilities to both boards Mr. Goodno asked for some flexibility of the board during this transition period. Mr. Goodno has stated that he feels comfortable allowing those board members to be involved in the discussion of the agreement and asked for opinions of the ABF board members who are present. Ms. Rydell stated that during the Academy's board meeting the day prior they did not recuse any of those crossover

members during their discussion of the agreement. Dr. Cascino has asked the board to consider moving forward that the AAN President who serves on the ABF board be a non-voting member. Mr. Goodno will have the Governance Committee review this request at a later time. No concerns were raised from the board regarding the Principles of Joint Collaboration agreement discussion later in the agenda.

2. **Executive Director Report:** Ms. Ransom shared the characteristics of a startup company (please refer to the slides shared during the meeting). Indicators of the ABF's progress over the past year are:
 - **Strategic Plan**
 - **Crowdfunding site under construction**
 - **Hiring of marketing firm to raise awareness nationally for the ABF**
 - **Recruitment of three new public board members**
 - **Reviewing the Principles of Joint Collaboration agreement with the AAN.**

3. **Financial Report:** Dr. Józefowicz share the ABF 2016 financial results for the first half of the fiscal year. Year-to-date net operating increase is \$451K and the forecasted net operating increase is \$342K. Dr. Cascino would like added to the scorecard the dollar amount that is being raised outside of the AAN and their members.

Mr. Engel shared the 990 form that the Audit Committee reviewed. The Form 990 is available for IRS and States' regulatory purposes, as well as members and the public.

MOTION to approve the ABF IRS Form 990.

Approved (unanimous).

4. **Marketing Campaign:** Ms. Ransom introduced representatives from the Weber Shandwick marketing team.
Ms. Shepherd, Ms. Franz, and Mr. Horton presented their marketing plan for the ABF. (Refer to the Weber Shandwick Presentation on the Committee Site)
 - Ms. Shepherd shared background about the firm.
 - The ABF has asked the Weber Shandwick to do the following:
 - Define and elevate brain disease to make it part of the national health conversation
 - Increase American Brain Foundation brand awareness
 - Motivate audiences to fund research (and ensure they have an easy way to donate)
 - Ms. Franz discussed the shared ambition between the ABF and Weber Shandwick, as well as their plan to evolve the conversation about brain disease.

- Dr. Shulman made a suggestion to look at messaging for Brain Disease vs. Brain Health to create a more positive message. The marketing will take that into consideration for future messaging discussions.
 - Mr. Horton shared the creative platform for the ABF
- 5. 2017 Fundraising Plan:** Ms. Ransom share the ABF's 2017 Fundraising plan and initiatives with the board. The total fundraising goal for next year is \$3,018,168.
- Grants – from voluntary health organizations and corporations and foundations
 - Annual Fund – through direct mail solicitation
 - Special Events – Commitment to Cures, Standing Strong, Board or Ambassador-hosted events
 - Board Campaign
 - Major Gifts
- 6. Standing Strong:** Ms. Ross shared a video and updates about the 2016 Standing Strong event.

MOTION to approve the purchase of Mr. Utecht's book "Counting the Days While My Mind Slips Away" as gifts for guests coming to Standing Strong event.
Approved (unanimous).

- 7. Research Advisory Committee Report:** Dr. Griggs discussed application guidelines, crowdfunding campaigns, and the scientific review process for the crowdfunding site. The Committee has been working with the Diabetes Research Connection to learn more about the crowdfunding process. The plan is to involve a large number of neurologists (up to 200) in the initial vetting of projects for the site. This will be a way to get the word out about the existence of the site.
- 8. Strategic Planning Committee Report:** Dr. Shulman shared the recommended outcome metrics for the crowdfunding platform.
- Research Clearing House: Construct a virtual platform to match the best science with the largest pool of committed donors to advance a continuum of research
 - i. Number of peer-reviewed proposals posted on crowdfunding platform
 - ii. Number of crowdfunding donors
 - iii. Amount of money granted to defeat brain disease.

- Public Engagement: Build the ABF brand around our unique niche
 - i. Stakeholder awareness and engagement
 - ii. Increased site traffic
 - iii. Conversion rate
- Philanthropy: Develop full-fledged public support and deepen giving from AAN members
 - i. Total funds raised
 - ii. Major donor pipeline value
 - iii. Number of new donors
 - iv. Number of donors
- Aligned Leadership: Develop full-fledged public support and deepen giving from AAM members
 - i. Total funds raised
 - ii. Major donor pipeline
 - iii. Number of new donors
 - iv. Number of donors
- Philanthropy: Create a thriving partnership with the AAN
 - i. New money raised for AAN research agenda
 - ii. Number of AAN members donating to the ABF

9. Planned Giving Opportunities for the ABF: Mr. Shenkman presented examples of planned giving opportunities for the ABF:

- Fundraising opportunities
- Donor agreements
- Remainder interest in residence
- CRT as a retirement plan

10. AAN/ABF Principles of Joint Collaboration: Ms. Ransom shared the Principles of Joint Collaboration for the ABF and AAN. The purpose of these principles are to establish high-level, strategic, guiding principles for the ongoing collaboration between the AAN/AANI and the ABF.

- Areas of Collaboration:
 - i. Research Agendas
 - ii. Development Strategies
 - iii. Patient Advocacy
 - iv. Patient Education/Public Awareness/Brand Support
 - v. Communication
 - vi. Leadership

MOTION to approve the “Principles of Joint Collaboration”
Approved (unanimous).

11. Governance Committee Report: Mr. Goodno discussed the outcomes of the past Governance Committee Meeting.

- **Board Expansion Plan:** The ABF Board needs to plan on how and when public members are added onto the board. We have a 5-year plan of having 50% of members be public members.
- **Board Expectations:** Mr. Goodno shared a proposed ABF 2017 Board Commitment Letter. There was discussion regarding commitment for the development program and their participation in fundraising events. The decision was made that Ms. Ransom will re-work the letter to broaden opportunities for involvement. The ABF staff will have more detailed discussions with individual members and what their interests are for fundraising.
- **ABF Committee Structure**
 - i. **Current Committees**
 1. **Executive**
 2. **Strategic Planning**
 3. **Research Advisory**
 4. **Governance**
 5. **Compensation**
 - ii. **Any other committees needed at this time?**
 1. **Finance** – the Governance Committee recommends assigning this role to the Executive Committee
 2. **Audit:** Auditors recommend establishing one within the next 1-2 years.

12. Meeting Adjourned at 1:39 p.m. CST