



Governance Committee
June 7, 2016
10:00 a.m. EST/9:00 a.m. CST/8:00 a.m. MST/7:00 a.m. PST

Call-in number: 866-740-1260
Access code: 9286317

Members	Kevin Goodno, Chair; Terrence Cascino, MD; John Mazziotta, MD; Catherine Rydell, CAE; Thomas Swift, MD
Staff	Jane Ransom; John Hutchins, JD; Suzi Sherman

	AGENDA ITEM	PRESENTED BY
	Approve minutes from May 3, 2016	Kevin Goodno
	<p>Board Recruitment – <i>Recruitment attributes identified by the committee have been placed on matrix and cross-referenced with the current candidate pool for committee discussion. (See meeting materials.)</i></p> <p>a. Anyone we want to proceed with recruiting?</p> <ul style="list-style-type: none"> • Next step • Committee member assignment <p>b. Anyone we want to cultivate/get to know better?</p> <ul style="list-style-type: none"> • Next step • Committee member assignment 	Kevin Goodno
	Next steps before Governance Committee meeting of July 5th	



**American Brain Foundation
Governance Committee Meeting
Tuesday, May 3, 2016
Held via Teleconference**

Call to order: Tuesday, May 3, 2016 at 9:02 a.m. CST by Kevin Goodno, Chair.

In attendance: Kevin Goodno, Chair; Terrence Cascino, MD; John Mazziotta, MD; Catherine Rydell; Thomas Swift, MD

Staff: Jane Ransom; John Hutchins, JD

Mr. Goodno called the meeting to order at 9:02 a.m. CST.

1. Approval of March 1, 2016 Meeting Minutes: Minutes from the March meeting were reviewed.

MOTION to approve Governance minutes from March 1, 2016
Approved

2. Election of Susan Schneider Williams to the ABF Board: Susan Williams has been elected to the ABF Board via an email vote. There was no request for a meeting by any member of the board.

3. Board Recruitment: Now that the goals and strategies for the strategic plan have been adopted, it is appropriate to begin recruiting for the Board. The committee discussed a number of issues related to the Board's transition.

- a. Recommended board size and rate of growth
Committee members believe we should aim toward a board of 21 members, per our bylaws, but that the rate of growth should be gradual.
- b. Appropriate mix of neurologists and public board members
The committee is in agreement with the Alford Group benchmark of reaching a 50:50 ratio of neurologists to public board members by January 1, 2020. After this it is likely that we will choose to move toward a 25:75 ratio of neurologists to public board members.

c. Geographic priorities

The committee wants a list of the centers of highest concentration of wealthy individuals in the U.S. for reference. Recruitment should be prioritized to draw from those centers. Alignment with the location of high priority fundraising activities should also be considered.

d. Ideal attributes of future public board members

Wealthy individuals with excellent connections and influence are obviously high priority. However, anyone we recruit to the board must also be willing to be active and to take their governance and fiduciary responsibilities seriously.

The honorary board can be a tool for involving highly visible, highly connected people who do not want to do the work of a regular board members. Former Public Leadership in Philanthropy Award winners may be candidates to pursue for the honorary board.

e. Ideal attributes of future neurologist board members

Neurologist board members should be donors to the ABF and should ideally come from one of the geographic areas we are targeting. Candidates should have excellent social skills and the ability to tell donors the story of the ABF and our mission in a compelling and understandable way.

If a neurologist on the ABF board is connected with an academic institution, they must have the broadness of mind to represent the ABF with donors in their area if the ABF identified the donor before their institution did.

The ABF/AAN relationship will continue to be very important in the future, so our neurologist board members should include leaders who are influential within the AAN. We also need to have a neurologist with the stature to lead the ABF's Research Advisory Committee on the Board.

- 4. Next Steps:** Staff will get more information on high wealth metro areas. On the June 7th Governance Committee conference call we will cross check our current pool of candidates with the wealth areas and attributes identified today. If possible we will select some candidates to interview.

Meeting adjourned at 9:38 a.m. CST.

ABF BOARD NOMINATION POOL

Kevin Goodno, 1/28/16

- **G. "Terry" Newmyer III**, 561-776-0080, agn@usfid.com, website: <http://newmyer.org/philanthropy.php> . Bio: A. G. Newmyer, Terry III serves as the Chief Operating Officer of Loree Newmyer Sulkowicz, LLC. Mr. Newmyer founded U. S. Fiduciary Advisors and served as its Managing Director. For two decades beginning in 1974, he developed strategy for clients, particularly in the public affairs arena, at Newmyer Associates, Inc. Mr. Newmyer serves as a Director of BigBad, Inc. He serves on a half-dozen private sector and charity boards. Within the nonprofit sector, he has been particularly active in the health and child welfare fields. The Governor of Maryland appointed Mr. Newmyer to the Children's Trust Fund. and also the Epilepsy Foundation, where he founded The Governors' Council and Vice President of the foundation affiliate in Florida. He was Founding Chairman of The Fair Care Foundation. He is a graduate of Andover and Yale.
- **Steven T. Sabatini**, 212-323-1111, ssabatini@modernbank.com, Board Member, Modern Bank, Bio: Mr. Sabatini currently serves as the Chief Financial Officer of Modern Bank's holding companies, Modern Financial Inc. and Modern Bank Partners LLC., and serves as a financial consultant to the Bank. Mr. Sabatini previously served as Senior Executive Vice President from January 2006 to March 2010 and Chief Financial Officer from January 2006 to March 2009 of the Bank. Prior to joining Modern Bank, Mr. Sabatini served as Senior Executive Vice President and Chief Financial Officer of U.S.B. Holding Co., Inc. and its banking subsidiary Union State Bank from 1995 to 2006. He also was a member of the board of directors of U.S.B. Holding Co., Inc., a New York Stock Exchange company. Prior to his career in banking, Mr. Sabatini worked in public accounting for 21 years, the last 17 years with Ernst & Young, where he served as an audit partner in the financial services group from 1987 to 1994. Mr. Sabatini serves as Vice Chairman and Trustee for Dominican College of Blauvelt, and as a Director of the Epilepsy Foundation of Metropolitan New York. He previously served as a Director of the National Epilepsy Foundation of America from 2001 to 2010, and was Chairman of this organization from 2007 to 2009. Mr. Sabatini also served as a Director of the Hudson Valley Affordable Housing Finance Corporation, and was a member of the Westchester County Business Journal Editorial Advisory Board. Mr. Sabatini received his B.S. degree in accounting from St. John's University in 1973. Mr. Sabatini is a CPA in the state of New York, and is a member of the American Institute of Certified Public Accountants and the New York State Society of Certified Public Accountants where he previously served on various committees as both a member and chairman. He has also been active with the American Bankers Association, the Independent Community Bankers of America, and the New York Bankers Association with prior service on the Accounting, Regulation Review, and Bank Taxation Committees, respectively.
- **Michael T. Keenan**, mkeen@aresmgmt.com, Bio: Mr. Keenan is a Principal in the Ares Direct Lending Group, where he focuses on the group's Commercial Finance platform. Prior to joining Ares in 2015, Mr. Keenan was a Vice President at FirstMerit Bank, N.A. Previously, Mr. Keenan was a Vice President at Wells Fargo Bank. In addition, Mr. Keenan was a Vice President at Fifth Third Bank and an Assistant Vice President at National City Bank. Mr. Keenan holds a B.A. from Indiana University of Pennsylvania in Finance and an M.B.A. from the University of Pittsburgh Katz Graduate School of Business in Finance.

Joe Sirven, 2/4/16

- **Warren Lammert**, former president of the national Epilepsy Foundation, Boston based, founded Janus Fund
- **Susan Axelrod**, Cure Epilepsy Foundation, married to David Axelrod
- **Jim Abrams**, wrote Naked Gun, Airplane movies. Son has epilepsy. He's been involved with the Epilepsy Foundation.
- **Tony Coelho**, was Gore's presidential campaign manager, was a congressman for 20 years, was the author/primary sponsor of the Americans with Disabilities Act. Helps Epilepsy Foundation a lot (currently on national board) and is doing his own consulting. Knows everyone in government. He's a connection guy and is based in California (central valley).
- **Greg Grunberg**, character actor, very passionate, son has epilepsy, Hollywood person

Gordon Smith, 2/4/16

- **Ann Romney**, we approached her a few years ago, but she didn't want new board responsibilities, active in MS, talk to Dr. Mazziotta
- **Earl Holding** owned Sinclair Oil. Deceased. Was a patient of Dr. Smith's. Someone in his family?
- **Cindy McCain**, active on migraine
- **Patrick Kennedy**, has shown interest in funding for neurology projects

Ralph Jozefowicz, 2/8/16

Dr. Jozefowicz will be asking his colleagues for public board member ideas and getting back to me.

Tom Swift, 1/27

- **Abram J. Serotta**, abramserotta@smecpa.com, was born and raised in Augusta, GA where he graduated from the Academy of Richmond County. He went on to earn a Bachelors in Accounting from the University of Georgia in 1968, where he also earned his Masters of Accountancy in 1969. Abram passed his CPA exam while in college. Abram has been with Serotta Maddocks Evans, CPAs since 1969 and served as President from 1971 until 2012. Abram has been honored for his commitment and contribution to the accounting industry in several ways over the years. He was selected twice as one of Accounting Today's 100 Most Influential CPAs in the United States, served as the Chairman of Augusta University's College of Business Advisory Committee and was elected "Alumni of the Year" by University of Georgia, Terry College of Business. In addition, Abram has testified before Congress on tax issues and served on the AICPA Committees on Individual Tax and Tax Legislation. Abram mentors and lectures to college students on career planning and is currently teaching Tax Research at Augusta University. Abram has served on many not-for-profit boards and has been an advisor and consultant to others. He has chaired the Metro Augusta Convention and Visitors Bureau, Augusta Metro Chamber of Commerce and the Community Foundation of the Central Savannah River Area and is also a past member of the Board of Directors of the Morris Museum of Art. He initiated the partnership

between the Community Foundation of the CSRA and the Augusta National to establish a fund that distributes over one million dollars annually. Abram and his wife Cookie have two children, Ashley and Jason, and three grandchildren. Abram enjoys spending time with his children and grandchildren, fishing and reading history.

John Mazziotta, 2/12/16

- **Honorary Board members** are also important and he'll help with it
- **Ann Romney**: Dr. M. has connections through friends with horse ranch in LA and Boston neurologists where she's funded a center.
- **Patrick Kennedy**: Disinclined to this suggestion because he is not easy to work with.
- **Concierge doctor**: Suggested approach is to ask ABF neurologist board members from high wealth areas to identify 1-2 concierge doctors to feed donors into ABF systems

Jeffrey Rosenfeld, 2/12/16

- **Ersikine Bowles**
 - Had relationship with him back in N. Carolina
 - Has family ALS issue
 - Lauren had trouble contacting him. He has a lot of capacity and he's generous.
 - His wife Crandall Bowles was the CEO of Springs Industries, large textile firm in S. Carolina. She herself was very invested in the cause of ALS and brought in her brother (Derrick?)
 - One of their daughters became a physician
 - They are altruistic
- **Voluntary Health Organizations**: Consider inviting some of their board members to also sit on our board as a way of extending their reach.
- **Augie Nieto** – businessman on west coast and has been very involved with ALS and is aligned with one of the ALS organizations, may be looking of public venue.

Ben Utecht, 2/16/16

- **Drew Pearson**, successful entrepreneur in Minneapolis with his own branding and marketing firm called Goodbye Vanilla. Would bring a challenging perspective on how to make something a national brand. He's a TBI survivor interested in brain-related issues. Probably has funds to give. Highly connected, not only in MN but on both coasts.
- **Matt Frauenschuh**, successful commercial real estate biz in Minneapolis. Owns 200 Dairy Queens all over the country. Has his own foundation connected to children of military and armed forces parents. Revolves a lot around hockey and football. Concussion interest due to military TBI?

- **John Pohlad**, Minnesota, Alzheimer's has really affected his family. Highly involved in Folds of Honor. Help make connections? Financial advising background. Family foundation. Investor. Incredibly well-connected in Mpls and around the country.
- **Craig Skiem**, Ben's uncle. Has a child with brain disorder/mental health issues. Owns a sports and leisure consulting firm. Consulted on the Vikings stadium. Connections around the US within the sports world.
- **Dr. Jeff Kutcher**: Prominent sports neurologist. Has been a big part of AAN's concussion work. We would get a neurologist and entrepreneur in once package.

Dr. Griggs, 2/17/16

- Talk with non-conflicted neurologists about people they know. Maybe convene the following in Vancouver for a discussion:
 - **Richard LaFrance**, at Corvallis Clinic in Oregon, knows lay people in the area, been active on professional standards and grievance committee of AAN, was a student/resident
 - **Patricia Penovich** in John Gates' practice. She heads a service at one of the hospitals in Mpls and was on nominating committee for AAN.
 - **Jim Stevens**, AAN Board
 - **Tom Vidic**, AAN Board

Jane Ransom

- **Susan Schneider Williams**, criticalyeyedesign.com, Mill Valley, CA. Widow of actor Robin Williams. She is quite interested in the ABF and is speaking at Commitment to Cures in Vancouver. She has seemed interested when the possibility of becoming involved on the board was touched upon lightly. She would bring branding/design/marketing experience to the ABF, along with entertainment world connections from her marriage to Robin Williams. I would like the Governance Committee to consider having a small delegation meet with her in Vancouver and invite her to join the Board. I would like us to consider immediately accepting her if she says "yes," rather than putting her into a pool and saying we'll be back in touch with her.

Cathy Rydell

- **Stephen Benjamin**, PSAV, VP of Accounts. PSAV provides event technology services within the hotel, resort and conference center industry. The AAN is a PSAV client as are many of the state neurological societies. In 2015 PSAV was a \$5,000 sponsor for our Standing Strong event. Steve is interested in joining the Board. Steve is African American so would bring race/ethnic diversity to the ABF Board.

Prospective Board Member Composition Matrix

Prospective Members		Sector		Skills/Experience/Expertise			Access/Connections			Additional Attributes			Location												
		Public	AAN Member	Highly Social	Excellent Communication	Leader/Influential within the AAN	Affluent Individuals	Corporations	Foundations	Major Donor giving capacity	Current ABF Donor	Connected to mission/vision	New York	San Francisco	Los Angeles	Chicago	Washington, DC	Houston	Dallas	Atlanta	Seattle	San Diego	Boston	Other	
1.	Jim Abrams	X					X			X		X			X										
2.	Susan Axelrod	X					X	X	X	X		X			X										
3.	Stephen Benjamin	X					X	X	X	X		X					X								
4.	Erskine Bowles	X					X	X		X		X													Greensboro, NC
5.	Tony Coelho	X					X	X		?															CA's Central Valley
6.	Matt Frauenschuh	X					X	X		X		X													Minneapolis, MN
7.	Greg Grunberg	X					?			?				X											
8.	Michael T. Keenan	X												X											
9.	Patrick Kennedy	X					X	X	X	X		X													New Jersey
10.	Jeff Kutcher, MN		X	X	X	X	?	X		?		X													
11.	Warren Lammert	X					X	X		X		X													
12.	Cindy McCain	X					X	X		X		X			X										& Arizona
13.	G. "Terry" Newmyer III	X					X			X		X													Palm Beach Gardens, FL
14.	Augie Nieto	X					X	X		X		X													Corona del Mar, CA
15.	Drew Pearson	X					X	X		X		X													Minneapolis, MN
16.	John Pohlad	X					X	X	X	X		X													Minneapolis, MN
17.	Ann Romney	X					X	X	X	X		X													Michigan
18.	Steven T. Sabatini	X					X	X		X		X													
19.	Abram Serotta	X					X	X	X	X		X													Augusta, GA
20.	Craig Skiem	X					X	X		?		X													Minneapolis, MN

Lists of locations with wealthiest individuals

Yahoo Finance List:

- 1) New York
- 2) Los Angeles
- 3) San Francisco
- 4) Chicago
- 5) Washington DC
- 6) Houston
- 7) Dallas
- 8) Atlanta
- 9) Boston
- 10) Seattle

Business Insider List

- 1) New York
- 2) San Francisco
- 3) Los Angeles
- 4) Chicago
- 5) Washington, DC
- 6) Houston
- 7) Dallas
- 8) Atlanta
- 9) Seattle
- 10) San Diego