



**American Brain Foundation
Governance Committee Meeting
January 22, 2019**

**10:00 a.m. ET/ 9:00 a.m. CT/ 8:00 a.m. MT/ 7:00 a.m. PT
Conference Call**

In attendance: Kevin Goodno, Chair; David Dodick, MD; A. Gordon Smith, MD

Staff: Jane Ransom, Natalie Baumgartner

Excused: Dan Gasby; John Mazziotta, MD; Catherine Rydell, CAE

The meeting was called to order by Kevin Goodno at 9:05 a.m. The minutes of the meeting of November 19, 2018, were approved unanimously. The remainder of the meeting focused upon recruitment of board officers and directors for 2020, assessment and nomination surveys to be sent to the Board, and additional bylaws changes regarding membership on the American Brain Foundation Board of Directors. The committee recommended the changes below, with recommendations in italics:

- a. Recruitment goals for 2019:
 - i. Directors:
 1. Three public members and three neurologist members will be added to the slate in 2020.
 - a. One of the neurologist positions should go to Dr. Sirven, who is currently the designee for Brain & Life, since that ex officio position will be eliminated
 2. The Committee will use the board composition matrix to determine gaps in the current roster of members.
 3. The Committee will also consult the AAN Board, ABF Board, and AAN Executive Staff for potential nominees. This will be done through a survey.
 4. After a survey is conducted, the Committee will look at the list, determine front runners and vet them.
 5. They will provide a slate to the Board for nomination, and the Board will determine who joins.
 - ii. Officers:
 1. Officers will be determined through a process similar to how the Committee will choose incoming directors, but officers must be directors in 2020.
 - a. Existing officers can move into a different officer role regardless of their term limitation as a director
 2. Officer positions that are term limited next year:
 - a. Chair
 - b. Treasurer
 - c. Secretary

3. The leadership should reflect the Board, which is expected to be 50% public and 50% neurologist.
 4. The Committee will use the leadership survey sent in 2018 to determine who to consider for Board officer positions.
- b. Board Assessment Survey:
- i. The Committee agrees that the Board should assess how it is doing as a governing body once per year.
 1. Feedback on how the Board is doing will be useful to the Committee as reelections come up
 - ii. The surveys should be in the following order: nominations for new Board members, officer/leadership survey directly after the February Board meeting, and the Board Assessment survey one month after the February Board meeting
- c. Bylaw changes:
- i. All bylaw changes are pending the February Board meeting. These include:
 1. Allowing non-Board members to sit on standing committees
 - a. The Board may be too internally focused
 - b. Allows the Foundation to test people out to determine if they should be on the Board
 - c. Provides opportunities for leaders from AAN to participate and tap into their talent
 2. Removal of the Immediate Past Chair from the Executive Committee
 3. The Immediate Past Chair will only serve on the Board for one term past their time as Board Chair to provide continuity

Meeting Adjourned: 9:33 a.m. CT