



**American Brain Foundation
Compensation Committee Meeting
December 9, 2021
11:00 a.m. CT
Zoom Conference Call**

In attendance: Kevin Goodno, Chair; Martin Shenkman, Jacqueline French, MD, David Dodick, MD

Staff: Jane Ransom, Deanna Ekholm, Kevin Myren, CFO; Kim Howard

The meeting was called to order at 11:03 am CT by Kevin Goodno.

The members approved the minutes of the February 16, 2021 meeting unanimously.

2022 Board Scorecard Recommendation (Jane Ransom)

Jane reviewed the recommended 2022 scorecard numbers, which are based on our budget and business plan. Fundraising numbers are aggressive and come from the 2022 budget that was approved by the board. AAN support is what they plan to give us. Charity Navigator and GuideStar ratings also came directly out of the business plan metrics for 2022. The ABF will award \$3.4M to the AAN and \$200K to other organizations. The Public Awareness goal is 15% over 2021 website visits, and 25% over in social media outreach, and 20% over 2021 in e-mail subscribers. The board has had some discussions over whether these are the things we want to measure; the goals may change depending on what is determined at the board retreat.

Motion: To adopt the 2022 scorecard numbers, with the understanding that they may be modified after the March Board Retreat. The motion was seconded and approved.

Executive Director 2021 Performance Review (Deanna Ekholm)

Deanna anticipates following same process as in previous years, which consists of sending a survey to board members, then compiling and sharing results with the Compensation Committee. She noted that a new question was added in 2019 regarding demonstrating a commitment to equity, diversity, and inclusion. In 2020, another question was added regarding agile leadership during COVID pandemic and other uncertain circumstances.

2022 Incentive Goal Recommendations (Kevin Goodno)

2021 board scorecard numbers and the business plan/budget numbers are used to determine thresholds. Kevin Goodno asked the committee to recommend the weighting of each item.

Motion: To recommend to the ABF Board of Directors that online donations be added to the 2022 scorecard as one of the indicators under public engagement, and be weighted at 5%, and that the weighting for total number of donors be reduced to 15%. Motion passed unanimously.

Agenda for February 14, 2022

1. Review final results of the 2021 Scorecard & 2021 Incentive
 - a. Recommend 2021 staff incentive payouts
2. Review recommended 2022 Scorecard
3. Review recommended 2022 Incentive
4. Recommendations on Executive Director 2021 performance, and compensation recommendations for 2022
 - a. Deanna will submit survey results to Kevin and David prior to the meeting

Meeting adjourned at 11:46 am CT