



**American Brain Foundation
Compensation Committee Meeting
February 16, 2021
4:00 p.m. CT
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 4:03 pm CT by Kevin Goodno

The members approved the minutes of the December 8, 2020 meeting unanimously.

ABF 2020 Q4 Scorecard Summary (Jane Ransom)

The Foundation exceeded its goals in most areas and did especially well in fundraising, both restricted and unrestricted. The Foundation also exceeded its ROI goals for AAN. We were behind slightly on the functional ratios. The industry standard for programming is 75%, whereas we dropped to 67.2% programming because we were not able to make some grants. There is no concern for this year, we have plans to make more grants. This should not change our ratings on GuideStar or Charity Navigator because they are calculated using a 3-year average. ABF exceeded goal in research funds granted to AAN. There was a small loss in “other grants” because of a grant we thought we would receive for the Scientific Breakthrough Award did not come through. We were able to exceed marketing goals substantially. Under AAN/ABF Partnership we met our goals, except for the number of AAN members donating, which was just shy of goal.

ABF 2021 Board Scorecard (Jane Ransom)

The 2021 Board Scorecard was reviewed. Some goals come directly from the 2021 budget and others are based on last year’s results. Suggested changes:

- Added size of our email contact list and the monthly web session attendance to public awareness goals
- Significantly increased unique website visitors and social media followers

The stakeholder awareness outcomes need to be revisited to determine the best way to measure these to get accurate and trusted results. Jane is going to talk further with the insights group about the AAN survey and results, we will not be taking these measurements again until next January. A few staff and board members could talk with our insights group to have a better understanding around this data.

A request was made for Jane to double check the industry standards for the public awareness items 3-6.

A motion was made to recommend the 2021 Scorecard for board approval once the public awareness items discussed have been qualified, the motion was approved unanimously.

2021 Incentive Goals (Kevin Myren)

The 2021 incentive goals were reviewed, they are very similar to the previous year staying with the three main areas that include public engagement, philanthropy, and financial results. These are all aligned with the board scorecard goals, except for the financial goal that is aligned with the budget.

Some discussion took place regarding the negative number under the financial/net operating due to the operating surplus from the current year getting used in the subsequent year and it was suggested to add a footnote explaining how we got to that negative number.

Kevin Goodno is not convinced that measuring the net operating increase/decrease is a good financial measurement because it can be manipulated. Kevin Myren said most scorecards have this measurement because it is where everything comes together and pointed out the weighting is much higher in the Philanthropy area. He also thought Board oversight should notice if things are being manipulated. He felt the overall financial picture is still a very important metric.

A motion was made to recommend the 2021 incentive goals for board approval once the public awareness items listed have been qualified with Yakkety Yak that they include the extra spend, the motion was approved unanimously.

Executive Session Summary (Deanna Ekholm)

The motion to bring forward a recommendation to the BOD for CEO 2020 incentive payout – motion – Mr. Shenkman, second – Dr. French, motion approved. The motion to bring forward a recommendation for a CEO 2021 merit increase – motion Dr. French, second Mr. Shenkman and motion approved.

Meeting adjourned at 4:50 pm CT