

Nominating & Governance Committee

Wednesday, November 18, 2021

Steve Shaw, Co-Chair

Kyle Gore, Co-Chair

1

AGENDA

- I. Welcome and Approval of Minutes Steve
- II. Mission Moment Pat
- III. Review Goal for the Year Pat Goal: To identify and confirm two new members of the agency's board of directors. Special emphasis must be made to increase diversity (cultural, geography) and increase representatives from corporations and the medical field.
- IV. Board Meeting Attendance for FY20 Mary
- V. Board Terms Expiring in FY21 Kyle
- VI. Review Progress with Assignments on Board Prospect List Steve

VII. Fall Priorities - Mary

- A. Fall Appeals
- B. Do your "One Thing" to Promote TFT Mission
- VIII. An Evening to Give Thanks Mary
- IX. Executive Director Search Sally
- X. Announcements Allie A. Holiday Activities
- XI. Next Meeting: Wednesday, February 17, 2021

Important Dates

Thursday, November 19, 2020 – An Evening to Give Thanks, Zoom 6:30 pm Tuesday, January 19, 2021 – GENERAL BOARD MEETING, Zoom 5:30 pm



Nominating & Governance Committee Meeting Wednesday, Septemer 30, 2020 Minutes

Members Present: Sally Bauer, Charles Roebuck, Doug Binkley, Lois Shofer, Hunter McIntyre, Steve Shaw, Kyle Gore

Members Excused:

Staff Present: Pat Cronin, Mary Francioli, Allie Cook

Agenda

- I. Welcome and Approval of Minutes Steve
- II. Mission Moment Pat
- III. Approval of Job Description Kyle
- IV. Board Orientation Steve
- V. Review of Composition of Current Board of Directors Mary
- VI. Determine Goal for the Year All Goal: TBD
- VII. Review and Expand Upon Board Prospect List Steve
- VIII. Next Gen Network Update Allie
- IX. Announcements Mary
 - A. Board Solicited Appeals & Board Fundraising Plans
 - B. Prospect Pipeline
 - C. Lace Up to End Child Abuse
- X. Next Meeting: Wednesday, November 11, 2020

Recorder: Allie Cook

Summary of Discussion: Steve Shaw welcomed everyone to the Nominating & Governance Committee meetings. It has been a wonderful last 8-9 months while we have been living on zoom. I know we have not been together in a long time, but things are still moving forward. Yesterday we had a board orientation with Rick Barth. He is almost overqualified to be on the board and has an unbelievable experience in the set of issues Pat deals with every day. Must be nice for Pat to have someone who really gets it. He will be a huge asset. Steve asked if we could approve the minutes, Sally moved Charles seconded.

Issue #2: Mission Moment

Summary of Discussion: Pat also commented on Ricks interests. He has basically written the book on child abuse prevention. He will be someone who challenges us programmatically. Pat also commented on culture building, Pat prides herself on the culture we have created at The Family Tree. Staff is doing well, but we do miss being together and that feeling of culture. We served 24,000 last year even during the pandemic. We are proud of staff and thankful for this. We are contemplating bringing in some families to the building that don't have access to tech but really need our services. Hunter asked if anything will be permanently online. Pat said she has learned that staff can be productive at home, but does not see it as a permanent solution. We do think we will still have some programs online to reach people further outside of Baltimore. As Steve mentioned, the community really isn't there on the zoom calls. Hunter said that just because staff can work from home does not mean that they should. We are looking a hybrid when schools are hybrid. Sally spoke about how pleased he was that we had so many people on the call to welcome Rick onto the board. We can't imagine being welcomed onto the board over the phone. He knows us well, but has a lot to learn about the board.

Issue #3: Approval of Job Description

Summary of Discussion: Kyle read out the few bullet points on the job description. Bring in time, talent and succession planning. Kyle reminded us on the governance side of things, we always focus on nominating on these calls but we need to remember we are also in charge of governance. Motion to approve, Sally moved and Charles Seconded.

Issue #4: Review Composition of Current Board of Directors

Summary of Discussion: We present this every year, but it really hasn't changed much. We are always looking to diversify by race, geography and more. This year, we brought in a cause expert. Reminder, Scott lives in Howard County so this needs to be updated. Lois reminded the group about Western MD; we should not forget them because we are statewide. We have 4 open spots that can be filled next year. We need to think about our goals going forward. Last year we were looking at a pediatrician. Additionally, our goal of racial diversity.

Issue #5: Review and Expand Upon Board Prospect List

Summary of Discussion: Mary updated our Board Prospect list.

Lifebridge, Scott Krugman – Charles said to keep Scott Krugman on our list and we can check back later in the year. He has been on the board before and he is on the program committee. Charles said he has talked to him a few times about rejoining.

Kyle knows the incoming board chair at Lifebridge, if we are talking specifically about access there. Pat said we have clinical access there, but they took over BCAC and we will never compete with that. That will be there most important program in our field. Kyle said he know this person from RPSV and he said he might be looking for another volunteer opportunity as well.

John Davidov. Doug knows him as well. Pat and Mary agreed he would be great, board chair is different than clinical access.

Lois said we need to have access to elected officials (local, state and federal), when crisis happens Nonprofits respond well but elected officials don't. We need to know where the money is going and what they are doing with it. We are electing people to represent our needs and but what are they doing for us? The funds they control need to be directed. The Elected officials don't seem to respond very quickly. Steve asked if maybe we just are not aware of all that the staff does with elected officials and advocating for them.

Kyle suggested we talk to Tom Hauser and get Eben Hansel involved. His spouse is Brooke Lierman, a State Delegate. Pat added that we are always trying to build relationships with elected officials. Lisa Harris Jones (FT lobbyist) helps us with this. It is sometimes risky to have an elected official on the board, so Pat likes Kyle's approach. Tom is a great board member; he does a lot of back end work for us. Steve asked who will lead that charge? Steve just wants us to make action items to talk about ideas we would do. Kyle will follow- up with Tom.

Merrill Lynch, Jeff Lubin. Kyle said he spoke to him and he is interested but he does not have time, he runs the Mid-Atlantic he has his hands full. We should reach out to him and ask if he would recommend someone and donate, mentioned we wanted him on the board but we understand you are overwhelmed but if you can still show your support.

Johns Hopkins Children's Hospital, Annie Beatson. Hunter and Steve will take the lead. When the pandemic hit we were just starting to talk with Phil Beatson. Annie works at Johns Hopkins Children's Hospital. Her dad is Brian Woods who has some financial connections, related to Ron Schiparo (daughter in law). Steve and Hunter will reach out to Phil and get together with Annie.

Steve wants to be in the process of asking someone who says no to being a board member so ask them to financially support us. Some people would rather support financially than with their time. Pat and Mary can do that part unless someone knows them better.

Keith Scroggins, the former Baltimore City School System COO. Great for diversity and city school connections. Kyle will reach back out to him. Pat thinks he sounds good, Kyle left him alone while he was involved with something else, but that's over now.

Sinclair Broadcasting, Duncan Smith: Duncan is pulling back on a lot of things; Kyle doesn't know anyone else who works there. Lois has a cousin who works there and she will reach out. Kyle will reach out and ask him to designate someone to the board and/or donate. Doug reminded them about committees. If they can't be on the board this is a great option too especially with Great Chefs coming up. There are many other ways to get involved than just the board.

Transamerica, Mark Mullin or Jay Orlandi: Mary will follow up with Jeanne but, they give a huge amount of money, to Great Chefs and support of BCCCRC. Mark won't identify someone they have to come to him with an interest in The Family Tree. They have always said we need a board member for them to support but they support us anyway, we asked Jay Orlandi and his wife to chair GC last year but they were chairing something else. His wife would also be interesting, she has young children and maybe a bit more free time. Mary will follow up with Jeanne.

Verdence, Rich Rosa: They are really interested in the organization, COVID kind of got in the way with our momentum but Steve will follow up with Rich Rosa and do the same thing.

Webb Mason: Sally reminded the committee they do a lot of work for us pro bono Sally spoke with Warner Byron Hoffberger works for the company. Sally will follow up. Byron runs most of the organizations shipping and warehousing.

Franklin Templeton: It is probably too early? Doug says they should not be an A priority right now.

Steve said we should leave the Smiths alone right now due to what is going on in the restaurant business. We will stay in touch and keep getting them involved with Great Chefs.

Biscotti: Hunter says leave him on there but holding on the approach for right now. We can invite him to GC or invite them to the committee. Hunter said just invite them. He is involved in Maryland Mentorship and Living Classrooms. We will keep cultivating him.

Blue Ocean: Hunter says take them off.

Brown Capital, Maurice Haywood: Mary says we have wanted them to get involved for a really long time. Kyle will try again to reach out to him. He will do the same pitch we have previously discussed.

Campbell and Company, Greg Donovan: Doug has talked to their CFO and he is interested. They have put some things on hold and Doug will follow up. They already support GC.

Capital Funding Group, Dan Beard: Jack isn't here much. Dan Beard was great but came through for Great Chefs. Let's keep them on the line for GC and see where we can get them in the future.

Gilbaine: Supporting the arts right now, not interested in social services. Take them off the list.

Greenspring, Ashton Newhall: Ashton trying to get him to co-chair at different times.. Sally will follow up on this, she knows a lot of young people were just hired. Courtney Mullin and David Fisher work there.

H&S Bakery: Not taking them off but we have not had much luck, but they are a group we need to connect with.

David Bramble: Kyle will reach out to him again, but he is really busy.

Maury Donnelly & Parr, Leigh Brent: They have a lot of young people hired there, Sally has a neighbor who works there, Kevin Pitts. She will talk to Kevin to ID someone. We should never forget about Graham, Kyle said let him know if she needs help, they do all of Kyle's insurance stuff. Steve also grew up with Keven Pitts, so mention Steve's name as well. If we really want a younger guy, Hayward Howard (Chip Mason's Step Son) and Harris Peace in the Obrecht family represent Kyle. A ton of connections at this organization. Sally will set up a call with Kevin and Steve.

Players Philanthropy fund: Seth is someone who Kyle Keeps missing and will try and reengage. Pandora, Mike Lund: Steve is playing golf with Mike on Sunday and will try to bring it up. We want to connect in anyway. Steve does not want to get any hopes up with this one, we will need to really cultivate them.

PNC: Not a fit for board. They support us financially.

People to Add to our list:

- Hogan & Lovell, David Gibbons Sally will reach out to him and Mary Clarke. Sally invited them to come to GC last year. He is not traveling as much as he was but Mary Clarke has a lot of connections. David is on the board of CFUF with Chip.
- 2. Medifast: We have never had a connection. Jeanne Uphouse was head of HR. Doug knew someone there but he also left.
- 3. Does anyone know David Warnock? Tom McDonald was on his campaign committee. He is still involved in Camden Partners. Would he be a good candidate for the board? He is so committed to CFUF, it might be a conflict.
- 4. Fulton Bank they bought Columbia bank. Kyle will email Mary with names; he knows a number of people there. He knows a few people but doesn't know who he will start with. They are doing really well recently and really want to get connected.
- 5. Squandra, Guy Fillippelli, Bill Corey works for them. We mentioned that Bill was not able to accept a position on the board right now.

One of the N&G missions for this year should be to get the rest of the board, to send us two names or organizations that they can connect us to. It needs to be really clear that this is a requirement, and we need to remind the board members often. We should do a little video to send to the board members. Hunter said we should to a google doc to track this, needs to be submitted prior to the meeting. This way people will think about it more effectively. We can also collect contact info: on the call we ask about specific names.

Mary will send a to do list to everyone and update the chart. Please continue to update Mary so she can update this document as you have the meetings.

Sally added Board Leadership (Vice President recruitment) to the agenda. We do not want to rush through this conversation so Sally asked if we can set up a separate meeting. Allie will send out some dates to get this conversation started. Look for an email from Allie, Charles said the sooner the better and prior to Executive committee

Issue #6: Announcements

Summary of Discussion: Mary reminded the committee to sign up for Lace Up to End Child Abuse. We are really excited about this event and can't wait to get everyone involved. Kyle has his girls involved at their colleges with sororities. This is a great example of how to get new people involved, especially outside of Baltimore. Mary said we are also working with the Kappa Delta's in Towson and UMD. We can use this to expand the awareness of TFT. Keep thinking creatively.

Sally also mentioned that we have not talked about people who are not engaged, at some point we should talk about people who are not as engaged as we hoped they would be or ask them to roll off. We will talk about that at the next committee meetings when we discuss whose terms are up. The list will be in the packet next time.

Mary also announced that an Evening to Give Thanks will be virtual on November 19th. We think it will be a zoom and we will try and make it different and fun, have the presentation of the award live. We will send baskets to attendee's with name time, pie and wine. We don't want to lose momentum from this event, we will invite all of the past chairs for GC. Look for more to come on this. We mentioned Zeke Cohen will get the Meyerhoff award. Sherman award will go to M&T bank for their support, the Kirk Volunteer award will go to Kristy Harrison who has done our HR for about 20 years pro bono.

Mary assured the Committee that we will have two planning tracks; The Grand Lodge and an alternative outdoor site. We are not planning a virtual event.

We thanked everyone for joining.

Meeting Adjourned: 9:35

Issue #8: Leadership Meeting on 10/7/2020- attendees: Steve, Kyle, Doug, Charles, Hunter, Sally, Mart and Pat

Summary of Discussion: Sally thanked everyone for taking the time to join the zoom call. Charlene let the team know that she does not feel like she is the right person to assume VP. We need to discuss the process we will take to identify the Board member to assume the role of President after Sally finishes her term in June. The Committee agreed to inform the entire Board (regardless of past leadership within TFT) of this opening and to communicate that it is a privilege and honor to serve as the board president. If need be, Sally will stay on for another year to assist VP, if the person agrees to take on a subsequent two-year term. The Committee agreed to assist Sally in crafting an email.

Meeting Adjourned: 10:35

FY20 Board Participati	Attended	Assigned	% Attendance	BoB	Walk	GC	Sent AF appeals	Support from Company
				Tix, Spon	Spon, Vol	Spon,Vol		
Jeanne Aarsand	7	12	58%		Spon	Spon, Vol	Yes	
Stephanie Adler	15	16	94%	Tix,	Vol	Tix, Vol	Yes	
Sally Bauer	19	12	158%	Tix	Spon, Vol	Spon, Vol	Yes	
Douglas W. Brinkley	11	12	92%		Spon	Spon	Yes	
Paul R. Cooper	4	8	50%			Tix, Vol	Yes	
Brad Downs	6	8	75%				No	Yes
Peter Fillat	0	8	0%				No	
Kyle Gore	9	12	75%	Spon	Spon	Spon	Yes	
Dennis Graul	1	8	13%		In-Kind	Spon	Yes	Yes
Thomas A. Hauser	0	12	0%			Spon	No	Yes
Charlene Hayes	10	12	83%	Tix		Tix	Yes	
Adrian Johnson	2	8	25%				No	Yes
Chris Johnson	10	12	83%		Spon	Spon	Yes	Yes
Sarah B. Kahl	7	8	88%	Spon	Spon, Vol		Yes	Yes
Pat Kirk	3	8	38%	Tix	Spon	Spon, Vol	No	
Ellen Macks	0	8	0%			Spon	No	
Gary Marino	9	12	75%	Tix		Tix	No	Yes
Stephanie McCormick	6	8	75%	Tix	Spon		No	Yes
Thomas P. McDonald	9	12	75%	Tix		Spon	No	
Hunter McIntyre	5	8	63%	Tix		Tix	Yes	
Mike Medinger	3	8	38%				No	Yes
John Meyerhoff, M.D.	17	20	85%	Tix		Spon	Yes	
Andrew Michael	7	8	88%	Tix			Yes	Yes
Sean Murphy	1	8	13%			Spon	No	
Erik Nachbahr	0	8	0%	Spon	Spon	Spon	No	Yes
Tom Peltier	10	12	83%	Tix		Spon	Yes	
Linda Robeson	6	8	75%		Vol	Tix	Yes	
Scott Robinson	6	8	75%				No	
Charles M. Roebuck	12	12	100%	Spon		Spon	Yes	Yes
Ann Rosenberg	3	8	38%	Tix	Vol	Spon	No	Yes
Steve Shaw	10	12	83%			Spon	Yes	Yes
Sarah Sheckells	5	8	63%	Tix	Vol		Yes	
Betsy Sherman	0	4	0%	Spon	Spon	Spon	No	
Lois M. Shofer, Ph. D.	6	8	75%				No	
Josh Slater	8	8	100%	Tix	Donation	Spon	Yes	Yes
Xandy Waesche	8	8	100%		Spon, Vol	Spon, Vol	Yes	
Brian Weatherford	3	8	38%				No	Yes
Stefanie Woodhouse	12	12	100%	Tix	Don, Vol	Vol	Yes	Yes
Sarah Woods	12	12	100%		Vol	Spon, Vol	Yes	
Liz Wurster	5	8	63%			•	No	Yes



Board of Directors

Board Terms Expiring in FY21

<u>Member</u>

- 1. Rick Barth
- 2. Peter Fillat
- 3. Dennis Graul
- 4. John Meyerhoff
- 5. Andrew Michael
- 6. Sean Murphy
- 7. Betsy Sherman
- 8. Lois Shofer
- 9. Brian Weatherford

Resignations/Leaving the Board

- 1. Stephanie McCormick
- 2. Adrian Johnson



Priority	Company	Contact	Assigned	Status
	Verdence Capital Advisors	Leo Kelly, Rich Rosa, Matthew Moore	Shaw	10/2020: Steve talked to Rich Rosa. He is interested in joining our board. They already support GC.
	Alban, Jamie		Shaw, Bauer	10/2020: Invited to Evening to Give Thanks. Board prospect?
	Ballard Spahr	Tom Hauser, Eben Hansel	Gore	10/2020: Kyle will talk with Tom about connecting us with Eben Hansel. His wife is Brooke Leirman, Baltimore City Delegate. Frim supports through Tom Hauser.
	Brown Advisory	Mike Hankin	Aarsand, Bauer	10/2020: Replacement for Stephanie McCormick.
	Campbell & Company	Will Andrews (CEO), Greg Donovan (CFO)	Brinkley	10/20: Supporters of GC. Doug will talk with Will again. He mentioned that Greg Donovan was interested in our board. They already support TFT.
	Greenspring Associates	David Fisher, Courtney Mullin,	Aarsand, Bauer	10/2020: Sally/Jeanne will see if any of the young associates are interested. Ashton supports personally not through the company.
	Johns Hopkins Children's Hospital	Annie Beatson	McIntyre, Shaw	10/2020: Hunter and Steve will meet with her She works in the Child Life center of the hospital

Lifebridge	John Davidov, Scott Krugman	Roebuck, Gore	10/2020: Keep Scott on our list. We can check back at the end of the FY. Kyle brought up John Davidov. He is chair of the board at Sinai, former Roland Park board member. Kyle to reach out. They already support GC and Lace Up.
Marconi, Teri		Bauer	11/2020: Former VP at Northrup Grumman.
Merrill Lynch/Bank of America	Jeff Lubin, Janet Curry	Gore	10/2020: Kyle will send an email to Jeff Lubin asking if there is someone in their office that might be a good fit for the board. He will also ask for financial support.
Scroggins, J. Keith		Gore	10/2020: Former Baltimore City School COO. Boy's Latin alum. Kyle will reengage him re: Board/financial support.
Sinclair Broadcasting	Fran Smith, Duncan Smith, Louis Lib	Gore, Shaw	10/2020: Duncan is stepping back. Kyle will reach out re: Board and financial support.
 Squadra	Guy Filippelli	Gore	10/2020: Kyle will reach out to Guy re: board member and financial support of TFT. Bill Corey just started working with them.
 Transamerica	Mark Mullin	Aarsand	11/2020: Jay Orlandi is no longer with the company. Need to find a new connection there.
Webb Mason	Warner Mason	Bauer	10/2020: Sally will follow up with Byron Hoffberger. Hope to secure a board member and financial support.

Next Year	Wyman, Jean		Adler	10/2020: Jean has pretty deep roots in the Baltimore Jewish community. She has served on several local Boards (Planned Parenthood, The Park School and WYPR) and possibly a national NPR Board. She Is a therapist and had a private practice. I think her profession would be an interesting asset to the Board and she also "gets" fundraising. She would like to start on a Committee. Board Prospect for next year. Stephanie will reach out after an Evening to Give Thanks to confirm which one.
Tier 2				
	Bisciotti, Jason & Tara		McIntyre	10/2020: Jason is overseeing a lot of his family's philanthropic efforts. Invite to the 30th GC.
	Brown Capital	Maurice Haywood	Gore	10/2020: Kyle can reach out to him. Re: board member and financial support.
	Fulton Bank	Brad, James	Gore, Roebuck	10/2020: Kyle and Charles will identify who would be the right person to talk to at the bank. RE: board member and financial support.
	Hogan & Lovell	David Gibbons, Henry Kahn	Bauer	10/2020: Sally will set up a call to introduce
	Maury, Donnelly & Parr	Leigh Brent, Kevin Pitts	Bauer, Gore, Shaw	9/20: They supported FY20 GC. Sally will set up a call.
	MCB Real Estate	David Bramble	Gore	10/2020: Kyle will reach out re: Board member and financial support.
	Medifast	TBD		10/2020: MF to research and see if we can id any contacts.

	Merkel, Inc.	David Williams		10/2020: Merkle is a global data-driven, 18 technology-enabled performance marketing agency. For over 30 years, Fortune 1,000 companies and leading nonprofit organizations have partnered with us to build and maximize the value of their customer portfolios. Based
	Pandora	Michael Lund	Shaw	out of Columbia, MD 10/2020: Steve is playing golf with Michael and will start a conversation about TFT.
Tier 3				
	H&S Bakery	Bill Paterakis, JR Paterakis		10/2020: Need to find a connection with him. His father supported TFT but we have not been able to get support since he passed away. Frank Rosenberg might be able to help.
	Players Philanthropy Fund	Seth McDonnell, Matt Stover	Gore	10/2020: Kyle will reengage.
	PNC	Laura Gamble, Will Backstrom, Laura Rutherford.	Meyerhoff	9/2020: They are a good fit for us. I am working on finding a stronger connection. Will controls which events they support. Need to get him to invite us to submit for GC. JM is setting up a meeting with Will.
	Truist (Sun Trust & BB&T)	Greg Farno		9/20: Any contacts?
	Wal-Mart Stores, Inc	Michael Collischan		9/2020: PC to talk with Lisa Harris Jones.
	Not Board Prospect but	Keep involved		
	СОРТ	Steve Budorick, Kathy Ward, Paul Adkins	Brinkley	12/18: They will support. Doug does not think they are prospects for the board.

Beatson, Will		McIntyre	12/18: Ron Shipiro's step son. Moved back 14 from NY where he worked for the Yankees and NFL, and Excel (sports agent). Invite to GC. He is involved with Peace Players International - brings children together through sports. Maybe we could work together on an event in Sandtown.
Highsmith, Courtney		McIntyre	1/19: Governor's Chief Policy Advisor. Attending an Evening to Give Thanks. Will help us. Came to our Advocacy Day.
Mile One	Steve Fader, Michael Fader	Shaw	11/19: Steve will get to GC
Atlas Restaurant Group	Erik Smith/Alex Smith (or Alex Smith's wife)	Gore, Shaw	9/20: On hold. Need to see were things are at in the fall. GC?
Capital Funding Group	Jack Dwyer, Dan Beard	Brinkley/Gore	1/20: Jack is still involved. In Baltimore from time to time. Dan Beard is next in charge. We will keep them involved in GC.



SHARE THE GIFT OF HOLIDAY JOY!

Every December, we offer a free Holiday Shop to parents, giving them the joy of choosing gifts for their child(ren) without the financial burden. Your support is needed more than ever.

Please donate new, unwrapped toys for children, ages 0-18.



Consider organizing a gift drive at your workplace, church, school, or with friends and family! Donations dropped off in-person will be scheduled by appointment or shop online by visiting: familytreemd.org/holidayshop

Donations need to be received by Friday December 4th, 2020.

For questions or more details, email Lindsay Jacks:

ljacks@familytreemd.org

Raising families up. 24-hour Parenting Helpline: 1.800.243.7337 2108 North Charles Street Baltimore, MD 21218 410.889.2300 familytreemd.org