

Board of Directors Meeting February 15, 2022, 10:00am – 11:30am EST
MINUTES

1. Welcome

Present: Melicia Whitt-Glover, Vanessa Briggs, Renee Canady, Shiriki Kumanyika, Jennifer Fassbender, Sheree Crute, Mary-Frances Winters, Ricky Bluthenthal, Deborah Young, Sheila Payton, Ailton Coleman, Martinus Evans, Maren Turner, one phone number, David Hinton (CPA), and Adrienne Cherry

2. Consent Agenda

a. November Minutes

- i. Motion to Approve: Deborah; Second: Mary-Frances
- ii. Dissenting Motions: None
- iii. Motion Passed

b. Financials

- i. Reviewed 2021 balance sheet. Key sources of revenue: the Pfizer Foundation and identified unrestricted funds

c. Executive Director Updates

- i. Plan to complete transition to 501c3 by Nov. 1, 2022.
- ii. Reviewed core concepts coming from the Black Health Bill of Rights, and the four strategic pillars
- iii. Currently working with communications consultant to clarify brand identity and communications plan. Also, working with fundraising consultant to create a pitch deck and develop story (history and future)
- iv. Revising website to include Board of Directors portal

3. Discussion Items

a. Budget and Finance

i. 2022 Budget

1. Reviewed 2022 budget. Restricted funds from the Pfizer Foundation, submitting grant to RWJF to cover operating costs and NBO Partnership. Budget variance is fundraising amount needed.
2. Approval of Budget
 - a. Motion to approve as presented: Ricky; Second: Mary-Frances
 - b. Call for vote: Renee
 - c. Yeas: All; Nays: None

b. Governance

i. Revisions to bylaws

1. Motion to Approve: Jenn; Second: Ricky
2. Yeas: All; Nays: None

ii. Board member vacancies

1. Board can have up to 21 members, currently at 13. Requesting Board Members with experience in – HR, Legal, and Fundraising

iii. Board engagement

1. Board Member memberships

2. Board Member donations

- a. Requested discussion on Board Member giving goal

3. Committee assignments & expectations

- a. Governance committee reestablished.
- b. Each board member to sit on two committees. This will help determine the number of Board members to recruit for the right balance

c. Membership

4. Final thoughts & Closing

- a. A succession plan has been drafted and will be presented at the next meeting

Next Board meeting: Thursday, May 19, 2022, 10 – 11:30am EST