

# Minutes

**Board of Directors Meeting**

**Via Zoom**

**Thursday, September 9, 2021**

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## **Attendees**

**Board:** Evelyn Angelle, Tracy Beam, Tom Behanick, Jody Black, Omar Boulos, Juliet Breeze, Sue Burnett, Darin Carroll, Albert Chao, Helen Conte, Juan Cuesta, Tom DeBesse, Bradley Dodson, Adam Drutz, Kola Fagbayi, Robert Franklin, Victoria Garcia, Preeti Jain, Roberta Jones, Joe Kelly, Elizabeth Killinger, John Lionberger, Janette Marx, Bruce McCullough, Michael McMurray, Jeff Miers, Niloufar Molavi, Jose Obregon, Sandra Oliver, Gregg Piontek, Rani Puranik, Lees Rodionov, Alan Sikarskie, David Skinner, Larry Stephens, Eric Tanzberger, Laura Tibodeau, Jim Tillis, Bret Vandervoort, Lyle Williams, Melinda Yee, Deanna Young

**Staff:** Lisa Anderson, Courtney Azuik, Joe Burke, Ne'Cole Caldwell, Carla Crowe, Monica Espinosa, Matthew Jamison, De Jones, Becky Neeley, Patty LaLonde, Jim McCaskill, Cecily Messer, Marlene Meyers, Kim Miller, Tina Oliver, Jordan Parker, Quinton Smith, Karen St. Fort, Liisa Williams

**Guests:** Tracy Cooper, Jarin Hansen, Taylor Vogelsang, Shelly Zackrie

Chairwoman Juliet Breeze called the meeting to order at 11:33 a.m. She welcomed everyone as well as our guests: Jarin Hansen, Partner, Houston Audit Leader at RSM US who is attending on behalf of Carol Warley. We will have several guests that will be joining us later in the meeting: Tracy Cooper, Assistant Principal, Austin High School; Shelly Zackrie, Director, Instructional Leadership for 3DE serving southeast Texas and several 3DE students from Austin High School.

Juliet opened the floor for questions or comments on the Minutes from the June 24<sup>th</sup> meeting that were sent in the pre-read email. She asked for a motion to approve the minutes; motion carried. Because of the merger with the Austin operation, we need to amend our bylaws to include the counties that were part of the JA of Central Texas (JACTX) service territory. The proposed amendment was sent in the pre-read materials. Juliet called for a motion to approve the addition of the JACTX counties to the JA of Southeast Texas service territory; motion carried.

Juliet requested that Niloufar Molavi present the Nominations Report. Niloufar reported there are no resignations and presented two nominations: Darin Carroll - Vice President of Operations, CenterPoint Energy and Rani Puranik - Co-Owner & Global CFO, Worldwide Oilfield Machine. The nominee's bios were in the pre-read. A motion was made to approve the new members; motion carried.

Three members of the JA staff received their milestone service awards. Becky Neeley - five-year award, Jordan Parker - five-year award and Patty Lalonde - 15-year award. Juliet thanked the staff for their contributions to the mission.

Juliet asked Liisa Williams to deliver the financial report. Liisa shared the fiscal year-end results in which JA of Southeast Texas finished the year with a modest surplus. Contributions were strong, events were well under budget and made up for in large part by the PPP loans, expenses related to program implementation (kit purchases) and special events were well under budget. Liisa also reported that investments are up roughly \$1.3M over last year even though a quarter of a million dollars was taken out to cover costs.

Liisa reported the audit field work is complete and the audit is on schedule. She shared that the SBA has confirmed that 100% of both the first and second PPP loans have been forgiven and the underlying bank loans have been paid in full by the SBA. These loans totaled \$1.1M. It was also stated that an initial analysis of the Employer Retention Credit for 2021 has been performed indicating a likelihood that JASET would be eligible for the credit in both Q1 and Q2 of 2021 resulting in \$100,000 - \$200,000 in employment tax refunds. A motion was made to approve the year-end financials; motion carried.

Juliet mentioned that the upcoming school year appears to be another challenging one. Patty Lalonde shared that the Education Team has been working diligently to recruit schools for the fall semester and will be implementing programs virtually and in-person. We will continue to follow the safety guidelines set by each our education partners.

Patty asked everyone to participate in a poll to gather their organization's stance on in-person vs. virtual volunteer opportunities. They were given three choices: A – Leave it up to personal choice (73% of respondents), B – actively promote in-person (17%), and C – only allow virtual (10%).

Patty presented new initiatives in 2021/2022. JA is working with Harmony Schools to provide consistent JA programs to all of their schools including Houston, El Paso, San Antonio, and Dallas markets.

JA is also preparing to host the first southeast Texas JA Stock Market Challenge – after a volunteer delivered JA Take Stock in Your Future program (five sessions introducing students to the stock market) high school students will then compete in the stock market challenge buying and trading stocks for a two-week period. Patty asked the board to watch for sponsorship opportunities.

Patty reported the new version of JA Titan (online business simulation) developed by JA USA is ready for implementation this school year which she later demonstrated for the board.

Patty shared the need to meet the growing demand for JA Company Program with volunteers and asked for help with five schools that are looking to get started immediately.

Karen St. Fort gave an update for the capstone programs, JA BizTown and JA Finance Park. This will also be a combination of virtual and in-person opportunities this year.

Karen shared there are several new sponsors of JA BizTown. Houston Baptist University will sponsor a “sports shop,” Truist Bank is serving as sponsor of the bank, and The Marcus Foundation is sponsoring City Hall with the goal of elevating the concept of civics in the simulation.

Karen gave an update on the anticipated programming for the upcoming school year. Over 12,000 students have been scheduled for participation.

Juliet introduced Special Events Manager, Quinton Smith to deliver the Special Events report. Quinton shared that JA is planning to host the JA Hall of Achievement presented by RBC Capital Markets and Enbridge on November 10<sup>th</sup> and asked for board members to respond to a poll regarding attendance. There were four choices: A – Plan to attend and will offer the opportunity to others (48% of respondents), B – will not attend in November (0% of respondents), C – will make decision closer to the event (38% of respondents), and D – not sponsoring the event (4% of respondents).

Quinton reported guest list requests will be sent in the upcoming weeks and JA is encouraging table sponsors to invite vaccinated guests.

Quinton reported the Comerica Clay Shoot is scheduled for Monday, December 6, 2021, at the Greater Houston Sports Club. Sponsors from prior fiscal years and teams will be honored from 2020. Please contact Quinton if you are interested in participating.

Opportunities are available to execute virtual and in-person events for the JA Bowl-A-Thon and Trivia Bowl presented by Emerson.

Juliet turned the floor over to Evelyn Angelle for an updated report on the Discovery Center. Evelyn stated that we are on the eve of kicking off the silent campaign. Two renderings that the architects created of Finance Park and BizTown were shared. They show a more modern feel with current technology. She said we will continue to recruit local companies to sponsor storefronts as well as the existing sponsors.

Evelyn provided an update on potential locations for the center and informed members that she and Joe Burke will reach out in the months ahead to solicit their participation in the campaign. Joe Burke indicated that to effect this type of transformational change would require stretch gifts, both personally and from our corporate sponsors. He asked each member to make JA one of one's top two to three charitable considerations for the next several years.

Joe gave a quick update on the JACTX merger. The agreement has been executed which will be binding once JA of Central Texas files a final 990. We have onboarded their two employees and are working to integrate their data and systems. Joe has been working on board development and thanked Mark Simmons, Omar Boulos, Sandra Oliver, Greg Engel, and Melinda Yee for their help in recruiting new board members for Austin. Joe plans to set up strategy session for the Austin board later this fall.

Jim McCaskill presented a 3DE student panel with three 10th graders from Stephen F. Austin High School. The students shared their experiences with the instructional model and answered questions from the board. We also heard positive comments from Tracy Cooper, Assistant Principal at Austin High.

Juliet reminded the board members to sign up for a strategy session, the link for which will be resent today.

The meeting was adjourned at 12:58 p.m.

Recorded by: Joe Burke

Respectfully submitted: William Swanstrom Secretary