

Minutes

Board of Directors Meeting
Wednesday, February 23, 2022

Attendees

Board – in-person: Evelyn Angelle, Hami Arrington, Jody Black, Omar Boulos, Juliet Breeze, Greg Garland, Emanuel Jimenez, Roberta Jones, Mark Lashier, John Lionberger, Bruce Macklin, Janette Marx, Praveen Naik, Daron Peschel, Nigel Searle, Frank Steininger, Larry Stephens, Dave Stover, Carol Warley

Board – via Zoom: Tracy Beam, Tom Behanick, Danny Brown, Sue Burnett, Darin Carroll, Albert Chao, Mark Cizek, Helen Conte, Tom DeBesse, Adam Drutz, Robert Franklin, Richard Heo, Preeti Jain, Joe Kelly, Elizabeth Killinger, Joel Lambert, Michele McNichol, Jeff Miers, Colin Obeirne, Gregg Piontek, Alan Sikarskie, Ryan Spangler, Laura Tibodeau, Jim Tillis, Clint Woods, Melinda Yee

Staff – in-person: Camila Aguiar, Joe Burke, Ne’Cole Caldwell, Carla Crowe, De Jones, Jim McCaskill, Marlene Meyers, Ryan Purser, Quinton Smith

Staff – via Zoom: Courtney Azuiké, Cecily Messer, Jordan Parker, Liisa Williams, Kay Wright

Guests: Jorge Cardenas, Jarin Hansen, Terrance Mackey

Chairwoman Juliet Breeze called the meeting to order at 11:40 a.m. She welcomed everyone as well as our guests: Emanuel Jimenez, Rice MBA Board Fellow, and Jarin Hansen, Partner, Houston Audit Leader at RSM US who is attending with Carol Warley. We will have several guests that will be joining us later in the meeting: Jorge Cardenas with 3DE and Terrance Mackey with Austin High School as well as students from Austin HS and Waltrip HS.

Juliet opened the floor for questions or comments on the Minutes from the September 9th meeting that were sent in the pre-read email. The January financials were also sent in the pre-read. There being no questions, Juliet asked for a motion to approve the minutes and the financials. The motion was made by Bruce Macklin and seconded by Dave Stover; motion carried.

Jorge Cardenas introduced the concept of 3DE case challenges with the board and asked the top teams from Austin HS and Waltrip HS to present their responses to the board. The students presented followed by a discussion with the students.

Juliet requested that Dave Stover present the Nominations Report. Dave reported there are several resignations: Earl Connell, Regions Bank; Bo Huggins, Houston Distribution; Jose Obregon, Dow; Nigel Searle, ExxonMobil; Melissa Sowell, Halliburton; Eric Tanzberger, SCI and George Wall, Chevron.

Dave shared two other changes: Mike Lacey has retired from Solvay and Lees Rodionov has retired from Schlumberger. Dave also reported that sadly, René Degrève passed away on January 1st. René had served on the board since 2006.

Dave presented five nominations: John Kuehn – President, Supply & Trading, Chevron; Nestor de Mattos, North America Commercial Vice President, Dow Packaging & Specialty Plastics; Bruce Miller – VP, Director of Government & Industry Affairs, Schlumberger; Jamie Pierce, Chief Marketing Officer, SCI and Matt Sasso – Vice President, Houston & Austin Branch Manager, CNA Insurance. Bruce Macklin made a motion to approve the nominations which was seconded by Carol Warley; motion carried.

Frank Steininger gave an update for the Risk Committee. Frank reported that the Gift Acceptance Policy had not been updated for 7+ years so the committee drafted an updated version which was patterned after the JA USA policy once again. There were two primary changes: At this time, the policy addresses cryptocurrency (which we have opted not to accept) and empowers the executive committee to approve gift acceptance to expedite the process. Frank asked for a motion to accept the changes to the Gift Acceptance Policy. The motion was made by Bruce Macklin and seconded by Mark Lashier; motion carried.

The risk committee also proposed a change to the Bylaws to allow for the approval of the audited financial statements by the executive committee. Because we no longer host a fall board meeting, it slows the process of approval. A motion was made to make a change to the Bylaws specifying the audit to be approved by the executive committee. The motion was made by Greg Garland and seconded by Bruce Macklin; motion carried.

Frank shared that the risk committee is working on an emergency succession plan in case something was to happen to Joe.

Lastly, the risk committee established a policy regarding serving alcohol at JA events. Moving forward, alcohol will only be served by the venue or a TABC certified person who is not an employee or volunteer with JA.

De Jones reported on JA BizTown and JA Finance Park. She reported that to date, 4,000+ students have participated and 10,000 additional students are scheduled to participate this spring.

Ne’Cole Caldwell gave her Program Report. She noted a decreased level of demand for virtual programming which has resulted in more in-person activities. Ne’Cole reported on the expansion of the JA Company Program (54 cohorts this school year) and that JA Company Program students have been participating in and winning regional pitch competitions. Ne’Cole requested one of the board companies to consider hosting and sponsoring an in-person JA Company Program Awards Banquet. Ne’Cole also shared 3DE impact data which shows significant academic gains for the 3DE cohort at Austin High last year.

Evelyn Angelle provided an update on the JA Discovery Center. She reviewed the project and fundraising timeline and shared that the silent phase of the campaign is wrapping up. The campaign goal is \$23.7M and to date, we have raised just over \$9M including JA’s reserves and anticipated proceeds from the sale of the building. The next step will be to pursue private foundations, individuals, and corporations. She recognized and thanked Albert Chao and Westlake Corporation for pledging \$1M that morning.

Ryan Purser gave an update on Special Events. The JA Bowl-A-Thon (BAT) kickoff lunch was yesterday, and the theme was announced for this year: A Whole New World. Ryan shared the details of the BAT and how it can help companies bring employees together for a common experience that has a positive community impact.

Ryan shared the date for the 2022 JA Hall of Achievement (November 3rd) and shared a nomination form for prospective HOA Laureates. Ryan shared the calendar of upcoming special events: 2022 Marc Vandermeer Golf Classic presented by Insperity and S&H Manufacturing, Monday, April 11, 2022, South Shore Harbour CC; 33rd Chevron Plains All American Schlumberger Scramble, Monday, May 9, 2022, The Woodlands CC, Palmer Course; 6th Comerica Clay Shoot, Monday, May 23, 2022, Greater Houston Sports Club, and the 22nd Annual Katy ISD Golf Scramble, Monday, June 6, 2022, Meadowbrook Farms Golf Club.

Joe Burke started his President’s Report reviewing the Strategy Sessions and Implications. He went over the three key questions.

1. Should JASET update its school and district engagement model to create focused solutions in line with its strategic priorities? The board’s overall response was strongly in favor of doing so. Joe and Ne’Cole met with HISD to discuss narrowing the menu of learning experiences as a pilot. The district leaders with whom they met were in favor of the changes proposed and if it proves successful, the plan is to establish focused learning solutions for each district partner moving forward.
2. Does JASET need to re-think its program portfolio to incorporate new skills? While there was interest in digital skills, these were ranked lowest of the four categories of DELTAs. The consensus was that this was not JA’s expertise and should not be a focus. Instead, JA will infuse these DELTAs whenever it makes sense to do so.
3. To what extent should JASET adjust its geographical footprint to support schools with higher needs? As the organization strives to reach more economically disadvantaged students, a blend of growing resources and reallocating resources will be utilized to accomplish this goal.

The finance committee recently created a new Fund Reserve Policy that Joe reviewed with the board. The former policy had been adopted in 2010 and was last updated in 2016. The rationale for having a policy is to enable the organization to communicate to external stakeholders how the reserves are utilized. The new policy better aligns with JA’s future plans, specifically related to the building of the new JA Discovery Center.

Joe gave a quick update on JA of Central Texas reporting that the board has expanded from seven members to 15. The board engaged in strategic planning sessions in the Fall of 2021 and has scheduled a site visit for March 10th to visit a 3DE campus and JA Finance Park. These are two of the options under consideration by the JACTX board as they set a course for the future.

Joe reiterated the need for a host for the JA Company Program Banquet and asked the board to consider hosting the annual board meeting on June 23rd.

The meeting was adjourned at 1:00 p.m.

Recorded by: Joe Burke

Respectfully submitted: William Swanstrom Secretary