

**National Environmental Education Foundation
Governing Board Meeting Minutes**

October 24, 2018

8:45 am – 10:00 am ET

Present: **Directors:** Megan Reilly Cayten, Vice Chair; Decker Anstrom; Jeniffer Harper-Taylor; Wonya Lucas
 Non-Voting Committee Members: Ken Strassner, NEEF Finance Committee (via teleconference)
 Staff: Meri-Margaret Deoudes, President; Patrick Deavy; Evelina Erickson; Sara Espinoza (via teleconference); Alexandra Funk Olmstead; Dalia Johnson; Amy Skalmusky; Janay' Turner; TaKeisha Walker
 Guests: James Auslander, Principal, Beveridge & Diamond

Absent with Regrets: **Directors:** Carlos Alcazar, Chairman; George Basile; Kevin Butt; Robert García; Art Gibson, Chairman Emeritus; Shannon Schuyler

Order of Business:

Following executive session, Megan Reilly Cayten opened the governing board meeting at 8:45 am.

Development & Marketing Committee Report:

Ms. Reilly Cayten reported on **Development Goals and Process:**

Referencing the Development YTD Snapshot, she noted that NEEF came in \$282,000 lower than the **FY 2018** revenue goal. Federal support was lower than projected due to the Department of Defense and Bureau of Reclamation, but these funds are expected to be restored in FY 2019. We were unable to renew several foundations that supported the NBA effort with one-time donations. NEEF originally had an individual major donor goal but it was subsequently decided, under Ms. Wood's direction, that the time was not right to pursue it. There were, however, several things that helped reduce the gap. The tribute fund in honor of Ms. Wood's retirement raised nearly \$41,000 against a goal of \$10,000. The board was just shy of 100% giving but most directors gave generously to the tribute fund and made annual gifts. In terms of corporations, Art Gibson made an additional gift via Baxter, International Paper closed on a significant contribution after a cultivation of several years, and NPLD cold calling resulted in \$75,000 from VF.

Referencing the Organizational Revenue document, Ms. Reilly Cayten shared that the FY 2019 development goals call for a 13% revenue increase overall. Corporate support has doubled over the past three years, and NEEF wants to continue growing it. In terms of foundations, we need to replace The Kendeda Fund's transformational support. Of the \$4.1 million budget, about half is carryover. NEEF also needs to raise Toyota funds, bringing the total "new" revenue to \$2.8 million. The fundraising goal is set about \$126,000 higher. This leaves \$375,000 to be raised from new corporate and foundation funders.

In terms of development process, the pipeline is more intentional. Amy Skalmusky is helping refine and develop pitches. Meri-Margaret Deoudes has instituted weekly "sales" meetings. NEEF is seeking larger grants, and aligning interests ahead to convey how we can help the prospect achieve their bottom line.

The proposed FY 2019 development goals were approved by the DMC on a call the prior week.

Ms. Skalmusky addressed her **Marketing Assessment and Priorities:**

NEEF is an established, respected organization with strong partnerships and interesting programs. In FY 2019, we aim to increase revenue and strengthen the NEEF brand. To achieve these

goals, we are critically assessing and refining our value proposition, brand positioning and impact, to make them clear, consistent and compelling.

Background research – including NEEF’s Benchmark Survey, Google Analytics, and the American Communities Project – is providing an understanding of our audience. A messaging audit will examine our current communications vehicles, including the NEEF Weekly, website, and Annual Report. And, tools like Pardot email and Cision PR can measure our activities.

Decker Anstrom asked what the research is showing in terms of urban vs. rural audience. As per Google Analytics, Ms. Skalmusky reported that our average online visitor is a 34-year old female, interested in theater and cooking, educated, living in an urban area. Most people accessing NEEF’s website live in large metro centers such as Washington, Denver, and San Francisco. We are reaching the ACP groups called Graying America, College Towns, and Exurbs.

Wonya Lucas inquired about tracking key data points for the moveable middle (e.g. interest in health), and suggested monitoring target profiles.

Ms. Skalmusky closed with her timeline: impact meetings in Q1; develop a marketing plan in Q2; finalize that plan, share it with select board members, and build an outreach plan in Q3.

Finance Committee Report:

Ken Strassner reported on **Year-end projections:**

The FY 2018 budget vs. actuals document covered 11 months of the fiscal year. In the right hand column, Nancy Smith has estimated where we’ll close the year. Overall projections show revenue will exceed the budget (\$621,000 surplus) and expenses will be lower than budgeted (92%). He commended the staff for controlling expenses.

NEEF’s balance sheet shows a small decrease, due to the auditor requirement to match revenue as well as the carryover included in the budget.

Ms. Smith added that the audit will take place the first week of December.

Mr. Anstrom noted that most of the carryover is restricted so NEEF must raise the budgeted increase to secure essential unrestricted funds.

Ms. Smith requested signed **Conflict of Interest forms** for FY 2019.

Governance & Nominating Committee Report:

Ms. Deodes reported that NEEF is in need of a new **Treasurer/Finance Chair** as David Kiser chose not to serve a second term on the governing board, and welcomed nominations for his replacement. She also thanked Mr. Strassner for his continued involvement.

Ms. Deodes also provided an **Update on Board prospects:**

The board will vote via email on advancing Curt Schwab, CEO of Blue Water.

Kim Coble, COO of SIS, is interested but concerned about her commitments with a new job.

The Committee is also working on other prospects from FedEx, Lockheed Martin, Major League Baseball, and Thomson Reuters.

The board also had good conversation in executive session which will be shared with committee chair Shannon Schuyler upon her return from travel.

DE&I Discussion:

Ms. Smith thanked Janay’ Turner for joining the meeting, and leading NEEF’s organizational goal for DE&I.

Ms. Reilly Cayten recognized Robert García for encouraging DE&I conversations. It is part of Diane Wood’s legacy and essential to achieving NEEF’s vision. As a step toward bringing structure and plans to this work, the board wanted to “level set” on where we are and where we’re going.

Ms. Deoudes remarked that she is fortunate to inherit a strong DE&I culture, and sees this work as an evolving journey. She thanked Mr. García for facilitating these conversations at the board level, Ms. Turner and Ms. Smith for doing so at the staff level, and Jamie Auslander for helping us understand more about internal and external guidelines in Titles VI and VII. NEEF was established to provide environmental education to all Americans, and in order to achieve our vision of reaching 300 million Americans we must embrace diversity in the broadest sense. Ms. Deoudes stated that DE&I is embedded across NEEF’s Values – Impact, Integrity, Respect, Learning, and Collaboration.

Ms. Turner shared the below definitions, developed from several staff sessions and synthesized by the staff DE&I working group:

- **Diversity** – NEEF works proactively to ensure *diversity in our staff, board, and external partners*. We design our *programming and materials* to reach and engage audiences of *varied perspectives, backgrounds, makeups, geographies, and identities*.
- **Equity** – NEEF *meets people where they are*. We are creating a *workspace that values our differences* and *offers fair access to opportunities, information, and guidance*. We carry this spirit into *the work that we produce for our partners and the public*, aspiring to make it *accessible and engaging to diverse audiences*.
- **Inclusion** – NEEF fosters a space where those from all groups are not only *represented, but heard, considered, and supported*. We encourage and facilitate *respectful discussions* about differing ideas and experiences to create a chance for *learning and growth*.

Ms. Deoudes presented board results of the DE&I Survey. NEEF indexed higher than averages in the Green 2.0 Transparency Report Card in all categories (e.g. 40% of color vs. 22% average; 40% women vs. 25% average) and meets two of the three benchmarks defined for the top 40 environmental organizations (NEEF has a diversity committee and a diversity manager, and does not yet have a diversity plan but this will be addressed during the strategic planning process).

TaKeisha Walker reported that partnerships with Corazón Latino and the US Forest Service helped NEEF reach out to Spanish speakers about NPLD in an authentic way.

Ms. Deoudes defined her priorities for DE&I: set goals and invite staff and board to review and refine them; share NEEF’s commitment publicly on the website; and explore conducting a staffing analysis around equity.

She invited the board to share their approaches, lessons learned, and suggestions around DE&I:

Ms. Lucas suggested committing to benchmarks and regular surveys (know how often you will measure and how); creating affinity groups that anyone can join (based on interest, race, etc.); and, when something happens in the world that impacts people, create a safe space for open dialogue.

Jeniffer Harper-Taylor agreed affinity groups get employees involved and engaged, and can provide strategy recommendations. She also recognized the perception that DE&I is “extra” rather than a part of everyday work.

Ms. Lucas noted that training can be helpful, but that equity tends to be the most difficult concept to understand.

Mr. Anstrom suggested more explicitly linking NEEF’s DE&I efforts to the vision (i.e. make the business case) and drawing on University of Virginia Business School Professor Martin Davidson’s *The End of Diversity As We Know It* as a resource.

Ms. Reilly Cayten encouraged including people who don’t consider themselves environmentalists in “diversity.”

Ms. Harper-Taylor suggested a safe space for feedback and recommendations. Mr. Anstrom agreed NEEF should encourage staff to respectfully challenge the status quo.

Adjournment:

Ms. Reilly Cayten closed the governing board meeting at 10:00 am.

National Environmental Education Foundation

Board Meeting Minutes

October 24, 2018

10:15 am – 1:00 pm ET

Present: ***Directors:*** Megan Reilly Cayten, Vice Chair; Decker Anstrom; Jeniffer Harper-Taylor; Wonya Lucas
Ex-Officio Directors and Liaisons: Louisa Koch, Director of Education, National Oceanic and Atmospheric Administration; Sara B. Newman DrPH, MCP, Captain, US Public Health Service, Director, Office of Public Health, National Park Service; Ericka L. Reid, PhD, Director, Office of Science Education & Diversity, National Institute of Environmental Health Sciences, National Institutes of Health; Lee Tanner, Chief of Staff, Office of Public Engagement and Environmental Education, US Environmental Protection Agency
Staff: Meri-Margaret Deoudes, President; Sarah Blount; Patrick Deavy; Evelina Erickson; Sara Espinoza (via teleconference); Alexandra Funk Olmstead; Dalia Johnson; Amy Skalmusky; TaKeisha Walker
Guests: Kayla Hall, Greening Youth Intern, National Park Service; Rich Innes, Senior Fellow, Meridian Institute, and NEEF lobbyist; Matthew Lyttle, Acting Deputy Director, Individual and Community Preparedness Division, Federal Emergency Management Agency; Gwen Rupert, Public Health Intern, National Park Service; Subria Spencer, Public Health Intern, National Park Service; Rhea Warren, Greening Youth Intern, National Park Service

Absent with Regrets: ***Directors:*** Carlos Alcazar, Chairman; George Basile; Kevin Butt; Robert García; Art Gibson, Chairman Emeritus; Shannon Schuyler
Non-Voting Committee Members: Ken Strassner, NEEF Finance Committee
Ex-Officio Directors and Liaisons: Elizabeth “Tate” Bennett, Associate Administrator, Office of Public Engagement and Environmental Education, US Environmental Protection Agency; William Cibulas, Jr, PhD, MS, Senior Advisor for Public Health, Acting Associate Director for Science, CDC National Center for Environmental Health/Agency for Toxic Substances and Disease Registry; Nora Savage, PhD, Nano Program Director, Chemical, Bioengineering, Environmental, and Transport Systems, Engineering Directorate, National Science Foundation; Christopher S. Strager, Director, National Weather Service Central Region; Michiko Martin, Director, Conservation Education, US Forest Service; Maureen Sullivan, Deputy Assistant Secretary of Defense (Environment, Safety, & Occupational Health), Office of the Assistant Secretary of Defense, Energy, Installations, and Environment, US Department of Defense

Order of Business:

Vice Chair’s Report:

Megan Reilly Cayten called the full board meeting to order at 10:15 am. She noted that she was standing in for Chairman Carlos Alcazar.

Ms. Reilly Cayten welcomed:

- New ex-officio director Matthew Lyttle from FEMA;
- Several National Park Service interns focused on public health and greening youth, attending as guests of Sara Newman; and,
- New staff member Amy Skalmusky, Vice President, Marketing and Communications.

Ms. Reilly Cayten noted NEEF's 2019 board meeting dates: May 7-8 and October 8-9.

MSC: The board meeting minutes from NEEF's May 16, 2018 board meeting were approved.

President & CEO Report:

Meri-Margaret Deoudes reported on progress against her initial calendar of priorities:

- 90 days - August:
 - Accomplished: Revenue framework and development; Staffing; FY19 budget prep; Work plans and goals; Meet with board (governing & Ex-Officio); Diversity & Inclusion; Initial Strategy review (TOC and assets).
 - In progress: Board vacancies - not yet filled but candidates in pipeline.
- 120 days - October:
 - Accomplished: Holistic development plan; Review and modernize operations.
 - In progress: Review target audiences - Ms. Skalmusky will have more to report in May; Define measurements for impact and outcomes - Began this work but proving more complicated than anticipated.
- 180 days - December:
 - On track: Revenue development; Prep for strategic planning; New board members.

Ms. Deoudes shared NEEF's internal **organizational goals** for FY 2019:

1. Create a Strategic Plan for presentation at the May 2019 Board Meeting
2. Increase total revenue by 13% with a focus on revenue from private sources.
3. Develop a strategic marketing plan to create a brand platform, define target audiences, improve internal communications and build the NEEF brand
4. Integrate NEEF's values, including DE&I, into our work, stakeholder groups and office culture. Develop an evaluation metric for gauging value integration
5. Articulate and integrate NEEF's vision tracking framework into departmental objectives
6. Leverage technology to modernize and optimize our operations and outreach

Ms. Deoudes noted that **strategic planning** will begin with a consultant search in November, and ramp up in the New Year. Staff and board will be involved in the process which will review NEEF's current mission, vision, programs, and revenue structure. Senior staff have taken an initial step with two, half-day discussions around impact.

Ms. Deoudes shared a timeline of NEEF's efforts toward **diversity, equity & inclusion (DEI)**. Since 2010, NEEF has been building the foundation for integrating DEI internally and externally. This aspect of NEEF's work is important to fulfilling its congressional charter of reaching all Americans.

Marketing:

Ms. Skalmusky reported that NEEF secured, for the 25th annual National Public Lands Day (NPLD) in September 2018, nearly 4,000 print, broadcast, and online news stories - almost double that of NPLD 2017. The total media coverage has an estimated value of \$4.3 million, according to Cision. Social media also increased about 70% over last year for both overall Facebook reach and total Twitter impressions. The interactive, online map of NPLD events includes types of activities (educational, volunteer) and intended audience (students, bilingual). NEEF partnered with Corazón Latino and the Forest Service to cultivate interest and provide tools for Spanish speakers, such as translated graphics. Despite the challenging weather, the Park Service helped make the signature site at Big Thicket a success with Toyota volunteers by pivoting to an educational event. And, they contributed their emergency/contingency event plans to NEEF for inclusion in our Site Manager's manual. For 2019, NEEF will continue and expand partnerships by simplifying the process of working together, from cross-promoting with federal partners to updating the database of press contacts.

Ms. Skalmusky is conducting background research on NEEF's:

- Audience: Using the Benchmark Survey and the American Communities Project to understand our current and desired audience.
- Messaging: Conducting an audit of communications vehicles including the website, NEEF Weekly e-newsletter, and social media
- Tools & Analytics: Leveraging Google Analytics, Pardot, and Cision.

This holistic process will help refine NEEF's brand positioning, value proposition, and impact.

NEEF also plans to more intentionally weave its DEI commitment through our external platforms, develop stories that highlight how our projects benefit diverse populations, and partner with groups that can extend our reach into diverse communities.

Jeniffer Harper-Taylor inquired about student engagement via social media which can be low cost and high impact. Ms. Reilly Cayten noted the recent Youth Benchmark Survey. Ms. Skalmusky shared that graphics and pets are popular with this audience, and targeted promotion on Facebook can reach them. TaKeisha Walker shared that NEEF partnered with Nickelodeon to involve youth as "Get Dirty Ambassadors" who engage their peers around environmental topics. Mr. Lyttle suggested NEEF partner with organizations who effectively reach kids already, such as Youth Service America or Scholastic.

Wonya Lucas asked about a timeline for NEEF's positioning statement. Ms. Skalmusky plans to share it with the board in Q2 (early 2019).

Program Initiatives:

Ms. Walker mentioned the components of program services' portfolio: education, health, public lands, and grantmaking.

She went into more detail on the recent 25th annual NPLD, thanking federal partners and board members for their representation from Governor's Island (New York) to Kenilworth (Washington, DC) and Big Thicket (Texas). NPLD 2018 included more than 900 events and 110,000 volunteers contributing an estimated \$11 million in service. Successes included new sponsor VF Foundation, new partners Corazón Latino and The Corps Network, a Spanish landing page, and the media coverage Ms. Skalmusky described. Going forward, NEEF plans to include more health and environmental education elements in its public lands work, as well as skill-base and service learning opportunities.

Ms. Reilly Cayten asked about gathering contact info of NPLD volunteers. Ms. Walker said this continues to be a challenge as NEEF works through partners for NPLD, however, we are incentivizing it by making volunteer surveys a requirement of grantee reporting.

The board discussed how to further strengthen NPLD, including planning and press advice for site managers, as well as targeting companies who already have a large base of engaged employees.

Health & wellness relaunched updated SunWise materials, hosted a convening around Rx for Outdoor Activity, and engaged new audiences including training school nurses on pediatric asthma for continuing education units. Going forward, NEEF will partner with the Park Service and Defense around Park Rx Day in April 2019, weave mental health into the Rx update, and modernize program elements (e.g. online course).

Education collaborated with the Park Service on the Greening STEM toolkit, attracted renewed Samsung support, and supported HOL partnerships with EPA funding. Going forward, NEEF will collaborate with NIEHS on a Greening STEM workshop for North Carolina educators, repeat the Park Service HOL STEM project, and increase participation in the existing HOL network.

Grantmaking launched restoration and resilience funding with Toyota support, and redesigned public lands grants to capture key impact data. Going forward, NEEF will make larger and longer term investments in grantees, repeat restoration/resilience grants, and develop a geographically targeted approach to maximize impact in target regions.

Achieving the Vision:

Patrick Deavy reminded the board about NEEF's vision tracking framework:

- Reach:
 - NEEF program/initiative reach to people in the moveable middle (118 million Americans per the 2018 Adult Benchmark Survey segmentation)
 - Geographic/institutional coverage
 - Targeted population exposure
- Effective Engagement (Behavior Change):
 - Change in behavior of individuals or institutions that can be attributed to a NEEF program/initiative or intervention (external)
 - Change in behavior of NEEF staff (internal)
- System Impacts:
 - Direct impact on an environmental or social system (external)
 - Direct impact on the NEEF system (internal)

Mr. Deavy introduced Sarah Blount who is using the Salesforce CRM to track NEEF audiences.

Ms. Blount discussed the pilot effort to better understand event attendees. NEEF awarded 25 grants of \$2,000 each to friends group to support engagement of communities in education, recreation, and volunteer events on their public land (outside of NPLD). As mentioned, grantees were required to administer a survey covering attendees' demographics, experience, and behavior information (not intended to account for conservation outcomes). Surveys were offered in both English and Spanish. While the grant program wrapped in the fall, data is still coming in. NEEF built Salesforce infrastructure to house information from each individual survey, allowing it to be affiliated with the correct grantee and public land site. This data ladders up into one central object called Dashboards.

The first Dashboard is administrative, showing six groups reporting 355 surveys. The average experience rating is 9/10 so participants are enjoying the events. For most people, it is their first time at the public land and their first time attending a structured event there. The majority strongly agrees it's a good place to enjoy nature and get exercise. Almost everyone would recommend visiting the site to a friend. The second Dashboard shows demographics including race, age, ethnicity, education, and employment status. As an example, these Dashboards allow NEEF to sort by women over 35, those who plan to return to the public land within the next three months, and/or external factors such as location. Benchmarks can also be built into the Dashboards, allowing NEEF to see how the data collected compares to third party information.

The American Communities Project (ACP) out of GW University, segments all counties in the US into 15 types, including Big Cities (most diverse, a bit higher income, 78 million) and Urban Suburbs (not in city limits but have similar characteristics, e.g. commuters will still visit parks in city). NEEF built ACP into Salesforce, automatically coding organizations based on their location. We can now compare our grantee participant data to benchmarks we set. NEEF grantee events compared to the US as a whole, for example, are slightly more white. In urban areas, however, representation of Asian populations is on par with the national average. These Dashboard observations can inform NEEF's grantmaking strategy, help answer questions about grantee impacts, and allow us to make comparisons between grant cycles. Research & Best Practices will continue discussions with Program Services to incorporate this data into vision tracking.

The board encouraged NEEF to incorporate a net promoter score into future surveys (e.g. Would you recommend this program/NEEF to a friend or family member?). It is a powerful indicator about loyalty for marketers, and would appeal to companies. There was also some discussion around how to make each NPLD event feel part of something larger and tie to the preparedness theme - initiating competitions across sites, sharing what's going on at other locations, and capitalizing on sports rivalries.

Spotlight on Partnerships:

Ms. Walker acknowledged several partners for participation in NPLD and year round support of NEEF:

- The National Park Service hosted recent ex-officio board and NPLD meetings, has several agreements with NEEF in place, and their NPLD sites contributed \$1 million of the \$11 million worth of labor.
- The Department of Defense has a long history of NPLD participation and support with a focus on cultural restoration, and is interested in collaborating on Park Rx Day so there's another opportunity for Americans to engage with public lands.
- Toyota Motor North America boasted more than 50 NPLD sites where employees volunteered, and celebrated their 20th year of NEEF partnership.

Capt. Newman recapped the prior day's ex-officio meeting at Interior. The purpose was to identify how members of the ex-officio board can do more to support NEEF and one another's agencies. NPLD emerged as the lowest hanging fruit. The group discussed audiences they are reaching including academia, youth, and seniors. Community response teams (CRTs) were raised as an existing program that engages 600,000 citizens. In addition to crisis response, it was suggested that CRTs address preparedness at NPLD while team building. NEEF was encouraged to invite disaster response organizations to partner on NPLD and honor them. The board acknowledged that environmental protection falls behind people and property in recovery efforts.

NPS intern Rhea Warren volunteered to facilitate future ex-officio meetings.

Adjournment:

Ms. Reilly Cayten closed the meeting at 1:00 pm.

**National Environmental Education Foundation
Board of Directors Special Meeting Minutes
Via Conference Call
CONFIDENTIAL**

Friday, April 5, 2019
2:02 p.m. – 2:28 p.m. ET

Present: **Directors:** Carlos Alcazar, Chairman; Megan Reilly Cayten, Vice-Chair; Robert García; Wonya Lucas; Shannon Schuyler; Jeniffer Harper-Taylor; and Kevin Butt

Staff: Meri-Margaret Deoudes, President; Nancy Smith; Amy Skalmusky; and Dalia Johnson

Beveridge & Diamond Counsel: James Auslander

Absent with Regrets: **Director:** George Basile

Order of Business:

Call to Order and Overview:

Mr. Alcazar called the meeting to order at 2:02 p.m. Mr. Alcazar stated that the purpose of the meeting was to vote on the Governance Committee’s recommendation to remove Robert García from NEEF’s governing board. Mr. Alcazar read Article V, Section 6 of NEEF’s bylaws that states the procedure of removing a governing board member. He asked Ms. Schuyler to provide an update from the March 6, 2019, Governance Committee call.

Summary of Governance Committee Call:

Ms. Schuyler, NEEF’s Governance Committee chair, shared that the committee met and reviewed the following summary of Mr. García’s conduct as reason for his removal:

1. Disregard of NEEF’s Congressional Charter (specifically the non-partisan status); several emails to past and current board and ex-officio members which has the potential to jeopardize NEEF relationships with federal funders, including the EPA which is more than 55% of our overall budget.
2. Unwillingness to collaborate with NEEF staff and programs; disrespect of NEEF staff in general as well as organizational priorities.
3. Obtuse and confusing criticisms of NEEF work without clear direction, suggestions, or documentation.
4. Repeated failure to sign the board conflict of interest for FY19. She noted that Mr. García finally submitted his conflict of interest on the evening of April 4, 2019.
5. No financial donation to NEEF in FY18; prevented 100% board giving which is critical to seeking foundation funding. FY19 donation must be returned based on donor restrictions.
6. Lack of appreciation for NEEF’s fiscal responsibilities and timing for requests for NEEF board travel reimbursements. Mr. García’s October 2017 expenses sent to NEEF on January 3, 2019; including requesting reimbursement for expenses unrelated to NEEF board meeting.

As a result, the Governance Committee unanimously voted to recommend removal of Mr. García, from NEEF's Governing board.

Statement from Robert García:

Mr. Alcazar thanked Ms. Schuyler and invited Mr. García to briefly address the board members. Mr. Garcia made an oral statement addressing the points made by Ms. Schuyler and his work on civil rights issues. Mr. Garcia also expressed his continued support of NEEF's mission even if not as a Board member.

Discussion and Decision:

Mr. Alcazar asked for any clarifying questions or comments to Mr. García or himself about Mr. García's statement. There were none.

Mr. Alcazar called for a motion to vote on the Governance Committee's recommendation to remove Mr. García from the board. Ms. Harper-Taylor made the motion.

Ms. Deoudes executed a roll call vote:

- Mr. Alcazar – Yes
- Mr. Butt – Yes
- Ms. Reilly Cayten – Yes
- Ms. Lucas – Yes
- Ms. Schuyler – Yes
- Ms. Harper-Taylor – Yes

Mr. Alcazar recapped that six board members voted to remove Mr. García, following the bylaw rules that require two-thirds of a majority vote. Per the bylaws, a written notification of the vote and removal will be mailed to Mr. García.

Mr. Alcazar adjourned the call at 2:24 p.m. EST.