

MINUTES
MCKNIGHT BRAIN RESEARCH FOUNDATION
BOARD OF TRUSTEES MEETING
Hilton Chicago O'Hare Airport
Meeting Room #2032, Second Floor

August 29, 2022

The Trustees' meeting of the McKnight Brain Research Foundation (MBRF) was called to order at 8:00 am CDT on August 29, 2022.

The following members were present:

Dr. Michael Dockery, Chair
Dr. Madhav Thambisetty, Vice Chair (via WebEx)
Dr. Patricia A. Boyle, Trustee
Dr. Allison Brashear, Trustee (via WebEx)
Dr. John Brady, Trustee
Dr. Richard Isaacson, Trustee (via WebEx)
Dr. Susan Pekarske, Trustee
Dr. J. Lee Dockery, Chair Emeritus (via WebEx)
Ms. Melanie Cianciotto, Corporate Trustee,
Truist Foundations and Endowments Specialty Practice

Others attending:

Mr. Mike Hill, Truist Foundations and Endowments Specialty Practice (via WebEx)
Ms. Amy Porter, Outgoing Executive Director
Ms. Valerie Patmintra, Senior Communications Advisor
Mr. Henry H. Raattama, Legal Counsel (via WebEx)
Dr. Angelika Schlanger, Executive Director
Ms. Shelly Simpson, CFA, CAIA, Senior Analyst - Investment Strategy, Portfolio & Market Strategy, Truist Advisory Services, Inc. (via WebEx)

1. Approval of Minutes

The minutes of the March 23, 2022, Board of Trustees' Meeting of the McKnight Brain Research Foundation were reviewed and approved as amended (Attachment 1). The changes are:

Page 3 – remove Index from the end of the sentence under Portfolio Performance

Page 3 - delete the duplicate Asset Allocation and Portfolio Performance Sections

Under the Education Committee in the fourth sentence add "educational" before environmental scan. Add "MBRF" before Education Advisor in the sixth sentence.

Action Item 11: should read "The trustees approved \$10,000 to be used to complete an educational environmental scan."

Under the Communications Committee the last sentence should read "Ms. Porter will work with Mr. Raattama to develop a policy on MBRF relationships and commercial entities."

Action Item 14: should read "Ms. Porter will work with Mr. Raattama to develop a policy on MBRF relationships and commercial entities."

Action Item 1: The minutes of the March 23, 2022, Board of Trustees' Meeting were approved as amended (Attachment 1).

2. Investment Review

Mr. Hill presented the investment review and commented on key economic and investment factors through July 31, 2022 (Attachment 2).

A. Market Environment

- We expect an extended period of below trend economic growth for the remainder of 2022 into 2023.
- The Fed Fund Rates are expected to continue to move up. The yield curve has flattened, and the intermediate yield curve has inverted. These are typically strong indicators of recession. These along with a number of other indicators are now signaling higher probability of a recession in 2023. Historically, we have not seen a recession without a weak labor market and that is not the case currently.
- We are de-risking the portfolio and have increased the cash position.

B. Portfolio Review

Asset Allocation: The asset classes of the investments within the portfolio of the MBRF remain within the guidelines established by the trustees in the Investment Policy Statement of the Foundation.

Portfolio Performance: For the one-year period ending July 31, 2022, the total return for the portfolio was minus 7.91% versus minus 6.42% for the Investment Policy Statement.

C. Education Training

The trustees agreed an Investment Education session would be beneficial for all. The session has been scheduled for September 20, 2022, at 5:00 EDT and will be held via WebEx.

3. Efficient Frontier Analysis, Asset Allocation and Investment Policy

Ms. Simpson presented the Efficient Frontier Analysis. Ms. Simpson explained to the trustees the capital market assumptions for various bond and stock indexes, as well as non-traditional asset classes and discussed how the estimated investment return is factored into the proposed allocation.

After review and discussion, the trustees deferred approving the 2022 McKnight Recommended Portfolio to the October 27, 2022, Trustees' Meeting when Mike Hill will be available to answer clarifying questions.

Action Item 2: The trustees received the investment review for information (Attachment 2).

Action Item 3: The trustees deferred approving the 2022 McKnight Recommended Portfolio to the October 27, 2022, Trustees' Meeting.

4. Chair's Report

Dr. Mike Dockery began by thanking Ms. Amy Porter for all she has done in her time as the first Executive Director of the MBRF.

Dr. Dockery welcomed Dr. Angelika Schlanger to her first meeting as the new Executive Director of the MBRF.

The October Trustees' Meeting will be held in Washington, DC. Ms. Porter will reach out to Julie Wolf-Rodda and Dr. Molly Wagster to find out if Molly and Dr. Julie Gerberding are able to join the trustees at the October Board Meeting and if a tour of the NIH is possible.

Dr. Dockery announced that Dr. John Brady has agreed to assume the role of Chair of the Education Committee replacing Dr. Allison Brashear.

Dr. Todd Golde is no longer with the University of Florida. In the interim, Dr. Stephen T. DeKosky and Dr. Jada Lewis will serve as Co-MBI Deputy Directors.

Dr. James Galvin has been appointed the Chief of the Cognitive Aging Division and the Alexandria and Bernard Schoninger Endowed Chair in Memory Disorders at the University of Miami. Dr. Mike Dockery and Dr. Schlanger will schedule a zoom call with Dr. Galvin and the leadership at the UM MBI to hear Dr. Galvin's vision and future plans.

5. Executive Director's Report

Dr. Schlanger expressed her gratitude to the Trustees, Ms. Porter, Ms. Cianciotto, and Ms. Patmintra for their warm welcome and support during the orientation and transition process. She then shared the Executive Director's report, highlighting her goals for the next sixty days across the MBRF's three current strategic initiatives. In research, Dr. Schlanger will support the Research Committee's goals and will be meeting virtually with key contacts at the MBIs, the American Brain Foundation (ABF) and the American Federation for Aging Research (AFAR) to begin engaging in these partnerships. In communications, Dr. Schlanger will work with Ms. Patmintra, the Communications Committee, and the Communications Working Group to build on the existing strategies and brainstorm new approaches to increase engagement with the MBRF's website and social media platforms. In education, Dr. Schlanger will support the Education Committee's goal of identifying and hiring a consultant and will work with the chosen consultant to produce a scoping document to guide the initiative forward. Dr. Schlanger also suggested that broadening MBRF's network of relationships with other leaders in the cognitive aging space may advance the MBRF's goals across the three pillars of research, education and communications.

Dr. Schlanger shared that she will be reaching out to schedule one on one meetings with the trustees and will dedicate time to learning more about the grants, MBIs, and funded research. Dr. Schlanger also mentioned that she is working with Ms. Patmintra to set up a dedicated "mcknightbrain.org" email address for herself and Ms. Patmintra, and asked if any of the trustees were interested in one as well.

Ms. Porter shared she will move into a supportive role assisting Dr. Schlanger and introducing her to the MBIs and other key partners. Ms. Porter will reach out to Julie Wolf-Rodda and Dr. Molly Wagster to find out if Molly and Dr. Julie Gerberding are able to join the Trustees at the October Board Meeting.

6. Corporate Trustee's Report

- A.** The trustees reviewed the projected minimum distribution calculation for information (Attachment 3).
- B.** The trustees reviewed the Gift & Grants Report for information (Attachment 4).
- C.** The trustees reviewed the Travel Award Report for information (Attachment 5).
- D.** Ms. Cianciotto shared the 2022 year-to-date Operating Expenses Report with the trustees (Attachment 6). The budget was amended to reflect the new Executive Director salary.

Action Item 4: The trustees reviewed, for information, the projected minimum distribution calculation (Attachment 3).

Action Item 5: The trustees reviewed, for information, the Gifts and Grants Report (Attachment 4).

Action Item 6: The trustees reviewed, for information, the Travel Award Report (Attachment 5)

Action Item 7: The trustees reviewed, for information, the Operating Expenses Report and approved amending the report to reflect the new Executive Director Salary (Attachment 6).

7. Compensation Review

Ms. Cianciotto presented updated compensation information compiled from information obtained from Exponent Philanthropy (Attachment 7). The trustees discussed their current level of compensation. The nature of the work continues to emphasize the scientific research grant support relative to the programs funded to date in fulfilling the mission of the MBRF. The scientific research being funded by the MBRF at each of the four MBRF Institutes is producing more research outcomes, which the trustees must review and monitor without any reduction in the time devoted to management of the investments. The review of currently funded research projects, requests for new grant support, on-site visits by the trustees and review of scientific reports for each of the MBRF funded programs are critical trustee functions and require continual monitoring. In order to fulfill the purpose and the mission of the MBRF, the trustees must continuously educate themselves as to the current status and future direction of the scientific research initiatives in learning and memory loss in the aging. The trustees continue to expand and develop research partnerships to encourage increased interest and support of research in learning and memory in the aging. In addition to the four Institutes, the trustees monitor and interrelate with these projects and programs sponsored by the MBRF including the McKnight Scholars, the Foundation for the National Institutes of Health/National Institute on Aging (FNIH/NIA), American Academy of Neurology/American Brain Foundation (AAN/ABF) and others.

The trustees discussed the number of hours each spends on Foundation business and confirmed that each spend, on average, a minimum of 4 to 8 hours per week on Foundation matters. The trustees agreed that the \$200 per hour benchmark for trustee compensation initially agreed to in the year 2000 is low by today's standards. However, the current hourly rate of \$200 is definitely within the range of the hourly charge that the MBRF would incur if it retained persons, either as staff or independent contractors, with the necessary scientific knowledge, experience and education to provide the services to the MBRF provided by the trustees. Each trustee must have either a Medical Degree or a Ph.D. Degree in one of the Basic Sciences or an equivalent degree in fields thought to be of benefit in advancing the Mission and Purpose of the MBRF. Based on the amount of time devoted to the MBRF business and comparable charges for that type of scientific work and other duties and responsibilities, the trustees approved the annual compensation of \$40,000 per trustee as reasonable and appropriate.

The trustees also approved the continued reimbursement of any out-of-pocket documented expenses, and travel costs, associated with MBRF business.

Action Item 8: The trustees received the updated compensation information compiled from information obtained from Exponent Philanthropy (Attachment 7) and unanimously approved the current level of compensation at \$40,000 annually and the continued reimbursement of any out-of-pocket documented expenses incurred while performing MBRF business.

8. Committee Reports

A. Membership and Governance Committee

Dr. Pekarske provided the trustees with the updated Membership and Governance Activity Timeline (Attachment 8). Dr. Pekarske reminded the trustees that the committee's previous recommendation of using the model of hiring a Senior Education Advisor, in conjunction with an Education Working Group, has been tabled until the Scoping Project has been completed. Dr. Pekarske informed the trustees that recruitment for new trustees will be necessary as Dr. Thambisetty's third term as a trustee will end in August 2024 and Dr. Isaacson's third term as a trustee will end in April 2025.

B. Finance Committee

Dr. Brashear provided the trustees with the updated Finance Committee Activity Timeline (Attachment 9). The trustees received the budget for the 2023 Inter-Institutional Meeting (Attachment 10) to be held at the University of Alabama at Birmingham. After discussion, the trustees approved a budget not to exceed \$130,000. Ms. Cianciotto will inform Dr. Ron Lazar at UAB of the trustees' decision. The trustees received the budget from Look Think to convert the secure website from Foundation Center to Look Think (Attachment 11). The Finance Committee recommends approval of the \$7,000 budget to convert the secure website. The trustees' accepted the Finance Committees' recommendation.

Action Item 9: The trustees approved a budget not to exceed \$130,000 for the 2023 Inter-Institutional Meeting.

Action Item 10: The trustees approved a budget of \$7,000 to convert the secure website to Look Think.

C. Communications Committee

Dr. Isaacson provided the trustees with the updated Communications Activity Timeline (Attachment 12). Ms. Patmintra provided an update on the newsletter (Attachment 13) and

the trustees approved the name "Mind Your Memory." The trustees reviewed and approved the updated "Cognitive Aging Explained" Brochure (Attachment 14) pending Dr. Isaacson's review and approval of the graph included that depicts results from his 2019 paper. The trustees reviewed and approved the second educational brochure developed "Keeping Your Brain Healthy" (Attachment 15) and gave Ms. Patmintra approval to move forward with posting the brochure to the MBRF website. Ms. Patmintra shared images the Communications Committee approved to update the mcknightbrain.org website homepage (Attachment 16) and let the trustees know the plan to update the homepage to feature one of the five approved photos in a rotation each time a visitor comes to the website. Ms. Patmintra shared the media tracking report (Attachment 17) with the trustees for information. The trustees also discussed Dr. Isaacson's excellent Brain Health videos (currently on YouTube), and he stated that he thought these could be rebranded for MBRF usage.

Action Item 11: The trustees approved the name "Mind Your Memory" for the MBRF newsletter.

Action Item 12: The trustees reviewed and approved the updated "Cognitive Aging Explained" Brochure (Attachment 14) pending Dr. Isaacson's review and approval of the graph included that depicts results from his 2019 paper.

Action Item 13: The trustees reviewed and approved the "Keeping Your Brain Healthy" brochure (Attachment 15).

Action Item 14: Ms. Patmintra will post the "Keeping Your Brain Healthy" brochure to the MBRF website.

Action Item 15: Ms. Patmintra shared images the Communications Committee approved to update the mcknightbrain.org website homepage (Attachment 16).

Action Item 16: The trustees received the media tracking report for information (Attachment 17).

D. Education Committee

Dr. Schlanger provided an update on the Education Initiative. To date, five of the six consultants recommended for the project have been interviewed. Three rose to the top: Strategic Communications & Planning (SCP), K3 Strategies, LLC, and Ad Lucem Consulting. This will be a fairly complex project with a timeline of up to twelve weeks to complete. A larger budget for the project is recommended (Attachment 18). The trustees approved increasing the previously approved budget from \$10,000 to not to exceed \$30,000. Dr. Schlanger will send an updated formal RFP (Attachment 19) to the top three consultants, after the final version is reviewed by the Education Committee by email. The proposals will be

shared with the trustees and then discussed at the September 20, 2022, MBRF Training Webex.

Action Item 17: The trustees approved increasing the previously approved budget from \$10,000 to not to exceed \$30,000.

Action Item 18: Dr. Schlanger will send an updated formal RFP (Attachment 19) to Strategic Communications & Planning (SCP), K3 Strategies, LLC, and Ad Lucem Consulting, after the final version is reviewed by the Education Committee by email.

E. Research Committee

Dr. Thambisetty provided the trustees with the updated Research Committee Activity Timeline (Attachment 20). Dr. Thambisetty informed the trustees' that the Society for Neuroscience (SfN) Meeting is being held in San Diego November 12 – 16, 2022. In the past, the MBRF has hosted a reception and poster session in conjunction with the SfN meeting. Ms. Vicki Hixon, formerly with UAB, has managed the event for the MBRF in the past. After discussion, the trustees' agreed that the Leadership Council dropped the ball and hope to resume the MBRF hosted reception and poster session in 2023. Dr. Mike Dockery will send the Leadership Council a memo sharing feedback from the MBRF regarding the SfN Poster Session, Pilot Grants and 2023 Inter-Institutional Agenda. The trustees' received the Request for No-cost Extension for the "Transcutaneous Vagal Nerve Simulation Cognitive Training to Enhance Cognitive Performance in Healthy Older Adults" pilot grant (Attachment 21). The trustees' approved the No-cost Extension. Ms. Cianciotto will inform John Williamson, PhD., that the trustees' have approved the No-cost Extension. The trustees received the Interim Financial Report for the "Reuniting the Brain and Body to Understand Cognitive Aging: The Nexus of Geroscience and Neuroscience" pilot grant (Attachment 22) for information.

Action Item 19: The trustees' agreed the MBRF will not host a reception and poster session during the 2022 SfN Meeting.

Action Item 20: Dr. Mike Dockery will send the Leadership Council a memo sharing feedback from the MBRF regarding the SfN Poster Session, Pilot Grants and 2023 Inter-Institutional Agenda.

Action Item 21: The trustees' approved the No-cost Extension for the "Transcutaneous Vagal Nerve Simulation Cognitive Training to Enhance Cognitive Performance in Healthy Older Adults" pilot grant (Attachment 21).

Action Item 22: The trustees received the Interim Financial Report for the "Reuniting the Brain and Body to Understand Cognitive Aging: The Nexus of Geroscience and Neuroscience" pilot grant (Attachment 22) for information.

8. Future Meetings and Events

October 27, 2022 Trustees' Meeting

The trustees agreed to hold their fall Board of Trustees' meeting on October 27, 2022. The meeting will be held in Washington, D.C.

February 16, 2023 Trustees' Meeting

The trustees agreed to hold their February Board of Trustees' meeting on February 16, 2023. The meeting will be held in Dallas, Texas.

9. Adjournment

There being no further business, the meeting was adjourned at 2:30 p.m. CDT.

Summary of Action Items:

Action Item 1: The minutes of the March 23, 2022, Board of Trustees' Meeting were approved as amended (Attachment 1).

Action Item 2: The trustees received the investment review for information (Attachment 2).

Action Item 3: The trustees deferred approving the 2022 McKnight Recommended Portfolio to the October 27, 2022, Trustees' Meeting.

Action Item 4: The trustees reviewed, for information, the projected minimum distribution calculation (Attachment 3).

Action Item 5: The trustees reviewed, for information, the Gifts and Grants Report (Attachment 4).

Action Item 6: The trustees reviewed, for information, the Travel Award Report (Attachment 5)

Action Item 7: The trustees reviewed, for information, the Operating Expenses Report and approved amending the report to reflect the new Executive Director Salary (Attachment 6).

Action Item 8: The trustees received the updated compensation information compiled from information obtained from Exponent Philanthropy (Attachment 7) and unanimously approved the current level of compensation at \$40,000 annually

and the continued reimbursement of any out-of-pocket documented expenses incurred while performing MBRF business.

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Action Item 11: The trustees approved the name "Mind Your Memory" for the MBRF newsletter.

Action Item 12: The trustees reviewed and approved the updated "Cognitive Aging Explained" Brochure (Attachment 14) pending Dr. Isaacson's review and approval of the graph included that depicts results from his 2019 paper.

Action Item 13: The trustees reviewed and approved the "Keeping Your Brain Healthy" brochure (Attachment 15).

Action Item 14: Ms. Patmintra will post the "Keeping Your Brain Healthy" brochure to the MBRF website.

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Action Item 22: The trustees received the Interim Financial Report for the "Reuniting the Brain and Body to Understand Cognitive Aging: The Nexus of Geroscience and Neuroscience" pilot grant (Attachment 22) for information.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Melanie A. Cianciotto". The signature is fluid and cursive, with a large, stylized initial "M".

Melanie A. Cianciotto

Truist Bank, Corporate Trustee

