



**Jewish Foundation of Memphis
Board of Directors Meeting
August 30, 2021
5:00 p.m.**

**The Mission
of the
Jewish Foundation of Memphis**

Encourage Charitable Giving

∞

**Support Partner Agency Endowment
Development**

∞

**Build and Sustain a Vibrant Jewish
Community**

AGENDA

- | | | |
|------|--|-------------------------|
| I. | Welcome | Anthony Morrison |
| | a. Approval of Minutes* | |
| | b. Foundation Grant Approval* | |
| | c. Confidentiality and Conflict of Interest Agreement* | |
| | d. Conflict of Interest Disclosure Form* | |
| II. | Icebreaker | Brian from Lizard Brain |
| III. | Role of the Board* | Laura Linder |
| IV. | SWOT Analysis | Laura Linder |
| V. | Adjournment | Anthony Morrison |

Open business items to be reviewed at a special meeting (date TBD) of the JFOM Board:

- By-Law Amendment
- JCP Management Agreement
- Updated Budget including 2020-21 Surplus and Agency Credit toward Partner fees
- Use of the Board Portal

*Attachments

JCP Board of Directors Meeting

**May 12, 2021, 5:30 pm
MINUTES**

On May 12, 2021, Jewish Community Partners, Memphis Jewish Federation, and Jewish Foundation of Memphis held a Board Meeting to conduct its business via Zoom.us.

At 5:30 pm, Mr. Ken Steinberg, chair of the Jewish Community Partners Board of Directors, called the meeting to order.

JCP Board of Trustees in attendance

Pace Cooper, Hal Fogelman, Jonathan Frisch, Jason Goldstein, Michael Greenberg, Mimi Grossman, Jan Groveman, Lee Harkavy, Charles Jalenak, Gary Kaplan, Michelle Katz, Marty Kelman, Debbie Lazarov, Emily Lennon, Richard Lewis, Sarah Lewis, Steve Libby, Jaclyn Marshall, Anthony Morrison, Scott Notowich, Jimmy Ringel, Wendy Rotter, Jason Salomon, Jill Shanker, Irvin Skopp, Ken Steinberg, Kimberlee Strome, Elissa Taub, Keri Unowsky, and Scott Vogel.

Memphis Jewish Federation Board of Trustees in attendance

Cindy Finestone, Charles Jalenak, Marty Kelman, Scott Notowich, Alla Lubin, Irvin Skopp, Ken Steinberg, and Andie Uiberall.

Jewish Foundation of Memphis Board of Trustees in attendance

Dot Bilsky, Stanley Bilsky, Nina Blockman, Aileen Cooper, Hal Fogelman, Paula Jacobson, Charles Jalenak, Marty Kelman, Ron Lazarov, Alla Lubin, Anthony Morrison, Laura Paller, Elkan Scheidt, Elaine Skopp and Irvin Skopp.

Jewish Community Partners Staff in Attendance

Michael Barnett, Sophie Bloch, Sheri Gadberry, Laura Linder, Elyssa Pfeffer, Carrie Richardson, Larry Schaffer, Matt Timberlake, Sarah VanderWalde, Tim Wheat and Bluma Zuckerbrot-Finkelstein.

Mr. Steinberg called for approval of the March 31, 2021 Board Minutes. Marty Kelman moved that the minutes be approved, and Charles Jalenak seconded the motion. The March 31, 2021 Board Minutes were approved.

JFNA Emerge Program Highlights

Ken Steinberg, JCP Chair, called on Jaclyn Marshall to report on the program highlights of JFNA's national women's philanthropy cohort spanning eight chosen cities. Jaclyn Marshall, Jana Weiskopf, and Elana Kahane were selected to represent Memphis. Mrs. Marshall reported that the program is yearlong, and they attend monthly speakers. She is enjoying networking with women from different Federations.

Special Grant Approvals

Cindy Finestone, Federation Chair, called for the approval of a special Fogelman Jewish Family Service Shortfall grant. This year, United Way decreased their gift from \$84,000 to \$19,000. Federation received a matching grant from JFNA for \$100,000. Mrs. Finestone proposed granting \$60,000 of the matching grant to Fogelman Jewish Family Service to cover the shortfall. Steve Libby moved to approve the grant, and Gary Kaplan seconded the motion. Approved.

The second special grant proposed was to send the Goldbergers, past Hebrew Watchman owners, to Israel for the first time. This will be a way to honor the Goldbergers for all their years of service to the Jewish Community. The land costs are estimated up to \$10,000 and would come out of the Reserve

Fund and not from the Annual Campaign. Alla Lubin moved to approve the grant, and Debbie H Lazarov seconded the motion. Approved.

Federation and Foundation Operating Budget and Grants Budget FY21-22

Cindy Finestone, Federation Chair, reviewed a summary of the Federation and Foundation Operating Budgets, as four intense virtual Budget Review meetings occurred before the final board meeting. For the FY 2021-2022 year, there are currently 2.3 million dollars to allocate, and it was stated that this number would change as more unrestricted gifts come in. The Plough gift annual withdrawal of \$450,000 will be allocated to Local Only, which explains why the Unrestricted total is lower than last year. Program costs for the local Israel Education program will be deducted from Overseas instead of off the top.

There will be approximately 1.4 million to allocate for grants. Administrative costs have increased with new positions to be filled this year.

Lee Harkavy asked if the total amount pulled out of the campaign to fund budget items is approximately \$235,000 and Laura Linder, JCP CEO & President, confirmed this.

Mrs. Finestone reported we have had 127 donors make three-year commitments to the annual campaign, which has allowed 1.4 million to be raised for 2022 so far. Local community grants were awarded the same amount as last year. The Jewish Education total is a difference of \$26,000 from last year. If there is any surplus money raised in the campaign, it will be allocated to Jewish Education. Mrs. Finestone reviewed the three categories of Lemsky grants for a total of \$635,950 allocated.

Wendy Rotter moved the Federation and Foundation Operations Budgets, Community Grant, and Lemsky Grant Budgets to be approved. Marty Kelman seconded the motion. Approved.

Cindy Finestone, Federation Chair, concluded her segment with remarks of gratitude for outgoing JCP Chair Ken Steinberg.

Grant Approvals: Foundation

Anthony Morrison, JFOM Chair, called to approve Jewish Foundation of Memphis grants from April 2021; Total \$467,303.92. Charles Jalenak moved to approve grant requests, and Hal Fogelman seconded the motion. Approved

Governance Committee

Michael Greenberg reported on the proposed governance structure change for JCP, Federation, and Foundation. JCP would be reduced in board member numbers and manage the Federation/Foundation. The Federation board and Foundation board would increase in number and convene to conduct business and then report back to JCP Board. Currently, the By-laws and Management Agreements are being revised and reviewed before presenting to the boards for approval.

President's Report

Laura Linder, CEO & President, reported that our new Regional Security Advisor, Amanda Braswell, has started at JCP and doing well.

Reminder for the Investment Committee that there is a meeting tomorrow, May 13, to review a new policy statement draft.

Mrs. Linder concluded her segment with remarks of gratitude for outgoing JCP Chair Ken Steinberg.

Chair's Remarks

Ken Steinberg, JCP Chair, thanked everyone for their kind remarks. Mr. Steinberg spoke about his connection to Federation, his trip to Israel many years ago and serving the Memphis Jewish Community. He encouraged others to get involved in whatever way they can.

The meeting was adjourned at 6:18 pm.

Grant Approval
July 2021 - August 2021

name	city	state	amount
American Committee for the Weizmann Institute of Science, Inc.	New York	NY	75.00
American Foundation for Suicide Prevention	New York	NY	5,000.00
American Friends of Livnot U'Lehibanot	Boca Raton	FL	1,000.00
American Friends of Magen David Adom	Palm Beach Gardens	FL	50.00
American Friends of Yad Eliezer, Inc.	Jackson	NJ	1,800.00
American Jewish World Service	New York	NY	100.00
Anshei Sphard - BethEl Emeth Synagogue	Memphis	TN	4,113.00
Anti-Defamation League Foundation	New York	NY	50.00
Arie Crown Hebrew Day School	Skokie	IL	2,454.00
ArtsMemphis	Memphis	TN	200.00
Ballet Memphis	Memphis	TN	100.00
Barnard College	New York	NY	2,500.00
Baron Hirsch Congregation	Memphis	TN	6,842.44
Benign Essential Blepharospasm Research Foundation, Inc.	Beaumont	TX	500.00
Berkeley Hall Charitable Foundation	Bluffton	SC	250.00
Beth Sholom Sisterhood	Memphis	TN	158.00
Beth Sholom Synagogue	Memphis	TN	47,325.00
Birmingham Jewish Foundation	Birmingham	AL	100.00
Birthright Israel Foundation	New York	NY	25.00
B'nai B'rith International	Washington	DC	110.00
B'nai B'rith International	Washington	DC	100.00
B'nai Zion Congregation	Cleveland	TN	2,316.00
Bnei Akiva of New York Inc	New York	NY	540.00
Bornblum Jewish Community School	Memphis	TN	4,530.00
Camp Dream Street	Utica	MS	80.00
Central Fund of Israel	Cedarhurst	NY	200.00
Chabad Center at University of Colorado, Inc.	Boulder	CO	720.00
Chabad Jewish Community Center of Aspen	Aspen	CO	5,000.00
Chabad Lubavitch of Tennessee	Memphis	TN	280.00
Chabad of Austin Inc.	Austin	TX	1,100.00
Chai Lifeline	New York	NY	2,725.00
Charlotte Jewish Day School	Charlotte	NC	2,000.00
Church Health Center	Memphis	TN	3,250.00
Community Foundation of Greater Memphis	Memphis	TN	400.00
Congregation Beth Israel	Houston	TX	25.00
Congregation Beth Jacob	Atlanta	GA	180.00

Grant Approval
July 2021 - August 2021

Congregation Etz Chaim	Marietta	GA	1,800.00
Congregation House of Israel	Hot Springs	AR	100.00
Congregation K.I.N.S. of West Rogers Park	Chicago	IL	1,550.00
Congregation Ohab Zedek	New York	NY	600.00
Cotton States BBYO	Germantown	TN	50.00
Daily Giving Inc.	White Plains	NY	365.00
Darsalud Community Center Inc dba LifeDOC Health	Memphis	TN	1,000.00
Didi Hirsch Psychiatric Service aka Didi Hirsch Mental Health Services	Culver City	CA	1,800.00
Doctors Without Borders	Hagerstown	MD	200.00
Ellie Ruby Foundation Inc	New York	NY	5,000.00
Facing History and Ourselves	Brookline	MA	100.00
Facing History and Ourselves	Memphis	TN	2,550.00
Fire Museum of Memphis	Memphis	TN	25.00
First Evangelical Church	Memphis	TN	75,000.00
Food for Thought Outreach Inc	SANTA ROSA BEACH	FL	100.00
Food Share, Inc.	Oxnard	CA	100.00
Friends of Germantown Animal Shelter	Germantown	TN	125.00
Friends of the Israel Defense Forces	New York	NY	540.00
Gift of Life Mid-South, Inc.	Cordova	TN	500.00
Greater Miami Jewish Federation	Miami	FL	1,818.00
Hadassah Foundation Inc.	New York	NY	1,000.00
Hand in Hand	Portland	OR	250.00
Hands of Mothers	Memphis	TN	100.00
Hattiloo Theatre	Memphis	TN	200.00
Hebrew Union College	Cincinnati	OH	200.00
Herb Kosten Pancreatic Cancer Charitable Fund	Memphis	TN	7,600.00
HIKE FUND, Inc. aka The Hearing Improvement Kids Endowment Fund, Inc.	Council Bluffs	IA	3,500.00
Hillel of Memphis	Memphis	TN	600.00
Hutchison School	Memphis	TN	500.00
Israel Connect Inc	Pittsburgh	PA	180.00
Jay Uiberall Foundation	Memphis	TN	1,000.00
Jewish Community Relations Council of New York, Inc.	New York	NY	1,000.00
Jewish Family Service of Nashville and Middle Tennessee, Inc.	Nashville	TN	500.00
Jewish Federation Council of Greater Los Angeles	Los Angeles	CA	200.00
Jewish Historical Society of Memphis	Germantown	TN	500.00
Jewish Preschool On Sardis	Charlotte	NC	1,000.00
JFS at the Memphis Jewish Community Center	Memphis	TN	2,244.49

Grant Approval
July 2021 - August 2021

Joint Distribution Committee	New York	NY	2,650.00
Keren Hashviis	Lakewood	NJ	1,800.00
Kindred Place	Memphis	TN	100.00
Knock Knock Give A Sock	West Orange	NJ	1,800.00
LeMoyne Owen College	Memphis	TN	5,000.00
Lincoln Square Synagogue	New York	NY	180.00
Lindenwood Christian Church	Memphis	TN	1,000.00
Los Angeles Jewish Home	Reseda	CA	125.00
Lynn University	Boca Raton	FL	12,500.00
Machanayim, Inc.	Memphis	TN	10,000.00
Make-A-Wish Foundation of the Mid-South	Memphis	TN	1,000.00
Make-A-Wish Mid-South	Memphis	TN	1,000.00
Marcus Jewish Community Center of Atlanta	Atlanta	GA	1,800.00
Margolin Hebrew Academy/FYOS	Memphis	TN	70,790.00
Mayors Feed The Hungry	Sarasota	FL	200.00
McKamey Animal Center	Chattanooga	TN	50.00
Memphis Child Advocacy Center	Memphis	TN	250.00
Memphis Jewish Community Center	Germantown	TN	33,852.42
Memphis Jewish Federation	Germantown	TN	38,155.00
Memphis Jewish Home & Rehab	Cordova	TN	24,900.00
Memphis Kollel	Memphis	TN	12,260.00
Memphis Symphony Orchestra	Memphis	TN	450.00
Memphis University School	Memphis	TN	385.00
Memphis Zoological Society	Memphis	TN	1,450.00
Metropolitan Inter-Faith Association	Memphis	TN	650.00
Mid-South Food Bank	Memphis	TN	685.00
Mothers Against Drunk Drivers	Irving	TX	200.00
Multiple Myeloma Research Foundation, Inc.	Boston	MA	1,800.00
National Council of Jewish Women	Memphis	TN	50.00
National Kidney Foundation of West Tennessee, Inc	Memphis	TN	2,000.00
Neighborhood Preservation, Inc.	Memphis	TN	100.00
Ner Tamid Greenspring Valley Congregation	Baltimore	MD	80.00
New Memphis Institute	Memphis	TN	3,000.00
OHR TORAH, Inc.	Brooklyn	NY	2,500.00
Ohr Yaacov of America, Inc	New Hempstead	NY	270.00
Peer Power Foundation	Memphis	TN	1,100.00
PKD Foundation	Germantown	TN	1,700.00

Grant Approval
July 2021 - August 2021

Religious Action Center of Reform Judaism	Washington	DC	200.00
Rotary International/Memphis	Germantown	TN	10,000.00
Sam Schloss Lodge of B'nai B'rith	Memphis	TN	108.00
Sarasota Contemporary Dance	Sarasota	FL	1,000.00
Schoolseed Foundation	memphis	TN	250.00
Semper Fi Fund	Oceanside	CA	1,000.00
Shelby Farms Park Conservancy	Memphis	TN	15,000.00
Shelby Youth Sports, Inc. aka SYS	Bartlett	TN	300.00
Shir Bamidbar, Inc.	Clawson	MI	2,400.00
Southeastern Guide Dogs	Palmetto	FL	1,200.00
Special Olympics Tennessee	Memphis	TN	200.00
St. Jude Children's Research Hospital	Memphis	TN	1,500.00
Syracuse University	Syracuse	NY	200.00
Temple Adas Israel	Arlington	VA	500.00
Temple Israel	Memphis	TN	58,765.00
Temple Israel Sisterhood	Memphis	TN	1,000.00
Tennis Memphis	Memphis	TN	1,500.00
THE HEBRON FUND	Brooklyn	NY	1,800.00
The Schechter Institutes, Inc.	Philadelphia	PA	20,000.00
The Village at Germantown Foundation	Germantown	TN	300.00
Ujenzi Charitable Trust	Medford	MA	5,000.00
United Way of the Mid-South	Memphis	TN	2,000.00
Unity for Animals	Memphis	TN	450.00
University of Memphis Foundation	Memphis	TN	50,100.00
University of Tennessee Foundation, Inc.	Martin	TN	200.00
WKNO-FM	Cordova	TN	460.00
WKNO - TV	Cordova	TN	60.00
Women's Foundation of Greater Memphis	Memphis	TN	1,450.00
World Jewish Congress - American Section	New York	NY	25.00
Yad Ezra V"Shulamit	Los Angeles	CA	1,800.00
Young Israel of Memphis	Memphis	TN	13,250.00
Zaka Tel Aviv, Inc.	Jackson Township	NJ	100.00
TOTAL			638,046.35



Jewish Foundation of Memphis Board of Directors Code of Ethics and Confidentiality Agreement

In order to encourage and foster open and candid discussion at its meetings, the Board of Directors of the Jewish Foundation of Memphis believes confidentiality must be maintained. Therefore, it is the policy of the Board of Directors of the Jewish Foundation of Memphis that each director and staff member shall keep confidential any and all information relating to discussions at its meetings unless compelled by legal process to disclose such information, or as otherwise agreed by the Board.

Board members acknowledge that any violation of this policy could hinder candid discussion and Board deliberations. Therefore, any Board member who violates this policy shall be subject to termination of his/her Board position by majority vote of the current serving members of the Board of Directors.

In order to ensure compliance with applicable laws and to protect the Jewish Foundation of Memphis, its members, officers, directors, staff, and committee members from potential legal problems regarding conflicts of interest and violation of fiduciary obligations, the Jewish Foundation of Memphis endorses and adopts the following statement of policy:

I. Duty of Loyalty

Among the fiduciary obligations of an officer, director, staff member, or committee member of a non-profit corporation is a duty of loyalty to the non-profit corporation. This includes supporting, and not opposing directly or indirectly or taking any other stance against, the policies and positions duly adopted by the Jewish Foundation of Memphis' Board of Directors. As representatives of the Jewish Foundation of Memphis, officers, directors, staff, and committee members are obligated to maintain this duty of loyalty in all manner of activities during their terms of office. This duty of loyalty is not intended to, nor should it discourage debate within Board or committee meetings. Such debate is encouraged and is part of the individual's responsibility in the deliberation process.

II. Confidentiality of Board Discussions and Board Documents

In order to encourage and foster open and candid discussion at its meetings, the Board of Directors of the Jewish Foundation of Memphis believes confidentiality must be maintained. Therefore, it is the policy of the Board of Directors of the Jewish Foundation of Memphis that each director and staff member shall keep confidential any and all information relating to discussions at its meetings, including any and all materials, *e.g.*, correspondence, reports, etc., unless compelled by legal process to disclose such information, or as otherwise agreed by the

Board. Disclosing or distributing any information concerning the discussion of such items during the Board meeting is prohibited.

For the purpose of this Agreement, confidential information shall not include information that is:

- (a) Readily available to the public in the same or an equally useable form as that maintained by the Jewish Foundation of Memphis;
- (b) Has been lawfully received from an independent third party without any restriction and without any obligation of confidentiality; or
- (c) Has been independently developed without access to or knowledge or use of the Confidential Information.

If a board member inadvertently receives a confidential document(s), the board member shall immediately return the confidential document(s) to the Jewish Foundation of Memphis. Anything that cannot be returned shall be completely destroyed, including but not limited to, deleting any copies from computers, deleting emails that refer to confidential document(s), and any reproduction thereof.

III. Conflicts of Interest

Another fiduciary obligation of a non-profit corporation officer, director, staff, and committee member is to avoid "conflicts of interest". A "conflict of interest" is generally defined as a transaction in which, because the individual is, either directly or indirectly, a party to the transaction or possible beneficiary of the transaction, there is or may be a conflict between the individual's fiduciary obligations to the non-profit corporation and the individual's personal or business interests. To avoid potential conflict of interest problems, the Jewish Foundation of Memphis implements the following procedures:

1. In any transaction involving the Jewish Foundation of Memphis and a Jewish Foundation of Memphis officer, director, staff, or committee member, and any corporation, partnership or other entity in which an individual is an officer, director, staff, or committee member has or expects or intends to have a financial or other beneficial interest, such individual, prior to any discussion or decision concerning the transaction, shall fully disclose to the Jewish Foundation of Memphis Board or to the appropriate committee considering the transaction, the material facts of the transaction and the individual's interest or relationship.
2. Upon such disclosure, the individual shall take no further part in the meeting during which time the proposal is considered and voted upon.
3. After receiving such disclosure, prior to approving the transaction, the board or committee must conclude that the transaction is "fair to the Jewish Foundation of Memphis" and must approve the transaction without the participation or the vote of the interested individual.

4. The interested individual's presence at the meeting may be counted in determining whether a quorum of the Board or committee is present, but that individual shall not vote on the transaction.

IV. Fiduciary Obligations as to the Jewish Foundation of Memphis Opportunities

Another fiduciary obligation prohibits an officer or director of a non-profit corporation from seizing a "corporate opportunity" for his or her company's benefit or his or her personal benefit. This means that such an individual may not take advantage of a business opportunity in which the officer or director knows the Jewish Foundation of Memphis has a genuine interest and where such an Association opportunity would be consistent with the Jewish Foundation of Memphis' purposes, mission and goals as a non-profit corporation. Further, if the officer or director becomes aware of such an opportunity, he or she is obliged to so inform the Jewish Foundation of Memphis and allow the Jewish Foundation of Memphis to act first.

V. Participation in Deliberations and Actions

In any case in which there is a question of loyalty, conflict of interest, or corporate opportunity raised, the officer or director shall not participate in the meeting for the entire time the matter is discussed and voted upon.

I have read and understand the above expectations for board members of the Jewish Foundation of Memphis and agree to abide by this Code of Ethics and Confidentiality Policy.

Board member signature

Date

Printed name



CONFLICT OF INTEREST DISCLOSURE FORM

FOR MEMBERS OF THE BOARDS OF DIRECTORS; MEMBERS OF STANDING COMMITTEES; and/or EMPLOYEES OF THE JEWISH FOUNDATION OF MEMPHIS

NAME: _____

AFFILIATION WITH JFOM: Board Member_____

COMMUNITY INVOLVEMENT

I or my spouse have/has served on a governance or leadership body of, or have/has been employed by, the following agencies or organizations within the Memphis Jewish Community during the last three years:

FINANCIAL INVOLVEMENT

I or my spouse have/has a financial or ownership interest in or am/is employed by the following companies or firms that do, have done, or may be highly likely in the next two years to do business with the JFOM.

Signature

Date

Please return scanned copy to sgadberry@jcpmemphis.org or bring to the office.



BOARD EXPECTATIONS

Members of the Board of Directors play a vital and active role in helping the Jewish Foundation of Memphis (JFOM) realize its mission.

Board members are expected to serve as JFOM ambassadors throughout the community providing support in the following ways:

- The Board is responsible for the fiscal health of JFOM therefore, each Board member will undertake to understand and review the budget and financial statements.
- Board members are expected to actively promote the importance of endowment and securing the financial future of Memphis' Jewish organizations. This shall include individual and group conversations/announcements. Members are expected to make a good faith effort to do their best to promote endowment giving.
- Board members are expected to make endowment a priority in their tzedakah/charitable giving and to contribute what is for them a capacity gift, either current or deferred, to the Memphis Jewish organizations most important to them and to their families.
- Board members are expected to make their best effort to attend events including: board meetings, annual meeting, educational events, etc.
- Board members are expected to operate in accordance with the JFOM by-laws and shall publicly support all decisions agreed to by the Board.
- Board members are asked to sign the conflict of interest form as well as the disclosure form at the meeting of the board immediately following the annual meeting.
- Board members should respect the confidentiality of Board discussions and not disclose confidential Board matters to others.

I have read and I understand the Expectations of Board Members listed above as well as the attached Conflict of Interest Policy & Conflict of Interest Disclosure Form.

Signed:

Board Member Name

Date

Please return a scanned copy to sgadberry@jcpmemphis.org or bring to the office.