

Board of Directors Board Meeting

February 7, 2024 5:30 pm

MINUTES

On February 7, 2024, Jewish Foundation of Memphis held a Board Meeting to conduct its business in the MJCC Board Room.

At 5:30 pm, Mr. Jason Salomon, Chair of the Jewish Foundation of Memphis, called the meeting to order.

Jewish Foundation of Memphis Board of Trustees in Attendance

Lawson Arney, Judy Bookman, Jay Cohen, Aileen Cooper, Pace Cooper, Jonathan Epstein, Helen Gronauer, Elliot Kiersky, Ron Lazarov, Emily Lennon, Alla Lubin, Anthony Morrison, Sally Rosenberg, Judy Royal, Jason Salomon, Elkan Scheidt, and Jeff Wallace.

Jewish Community Partners Board of Trustees in Attendance

Marty Kelman

Jewish Community Partners Staff in Attendance

Sheri Gadberry, Laura Kaplan, Laura Linder, Larry Schaffer, and Jessica Weiss.

Jason Salomon, Foundation Chair, welcomed the new partner agency board representative, Sally Rosenberg for Plough Towers.

Mr. Salomon called for approval of the December 20, 2023, Board Minutes. Jeff Wallace moved to approve the minutes, and Jonathan Epstein seconded the motion. The December 20, 2023, Board Minutes were approved.

Foundation Grants

Mr. Salomon reviewed the grants list previously shared with the board. Grants from December 15, 2023 through January 31, 2024, 560 gifts with a total of \$3,614,463.15. Laura Linder, JCP CEO, called attention that several grants in the batch were over 6 figures to organizations/agencies such as Baron Hirsch, Kavod, Brooks Museum, Temple Israel and JFNA Israel Emergency Fund. Mr. Salomon explained that a grant to the Muslim Society of Memphis was funded after Sheri Gadberry, JFOM EVP and Jessica Weiss, JFOM AA, did the due diligence in researching the organization. Pace Cooper moved to approve the grants and Anthony Morrison seconded the motion. Grants from December 15, 2023 through January 31, 2024 were approved.

Jewish Foundation of Memphis Granting Policy

Mr. Salomon reviewed the following:

The Jewish Foundation of Memphis (JFOM) core values include an abiding commitment to a secure Jewish community here and abroad, and to mutual respect and diversity within Jewish life. Consistent with its core values, JFOM funds a full spectrum of organizations that sustain and grow our community through pluralistic expressions and wide-ranging perspectives that affirm a broad and inclusive intent, vital to a strong and dynamic Jewish community.

JFOM does not fund organizations that through their mission, activities, or partnerships:

1. endorse or promote anti-Semitism, other forms of bigotry, violence or other extremist views.
2. actively seek to proselytize Jews away from Judaism; or
3. advocate for, or endorse, undermining the legitimacy of Israel as a secure independent, democratic Jewish state, including through participation in the Boycott, Divestment and Sanctions (BDS) movement, in whole or in part.

Pace Cooper moved to approve the policy, and Elkan Scheidt seconded the motion. The Jewish Foundation of Memphis Granting Policy was approved.

Foundation Funds and Grants Update

Sheri Gadberry, JFOM EVP, reviewed the dashboard for funds and grants. The Foundation currently has 556 funds with a value of \$157,054,633.00. In 2023, Foundation brought in \$28 million and granted out \$19 million. The technology upgrades from FIMS to Foundant have been exceedingly beneficial.

PAG

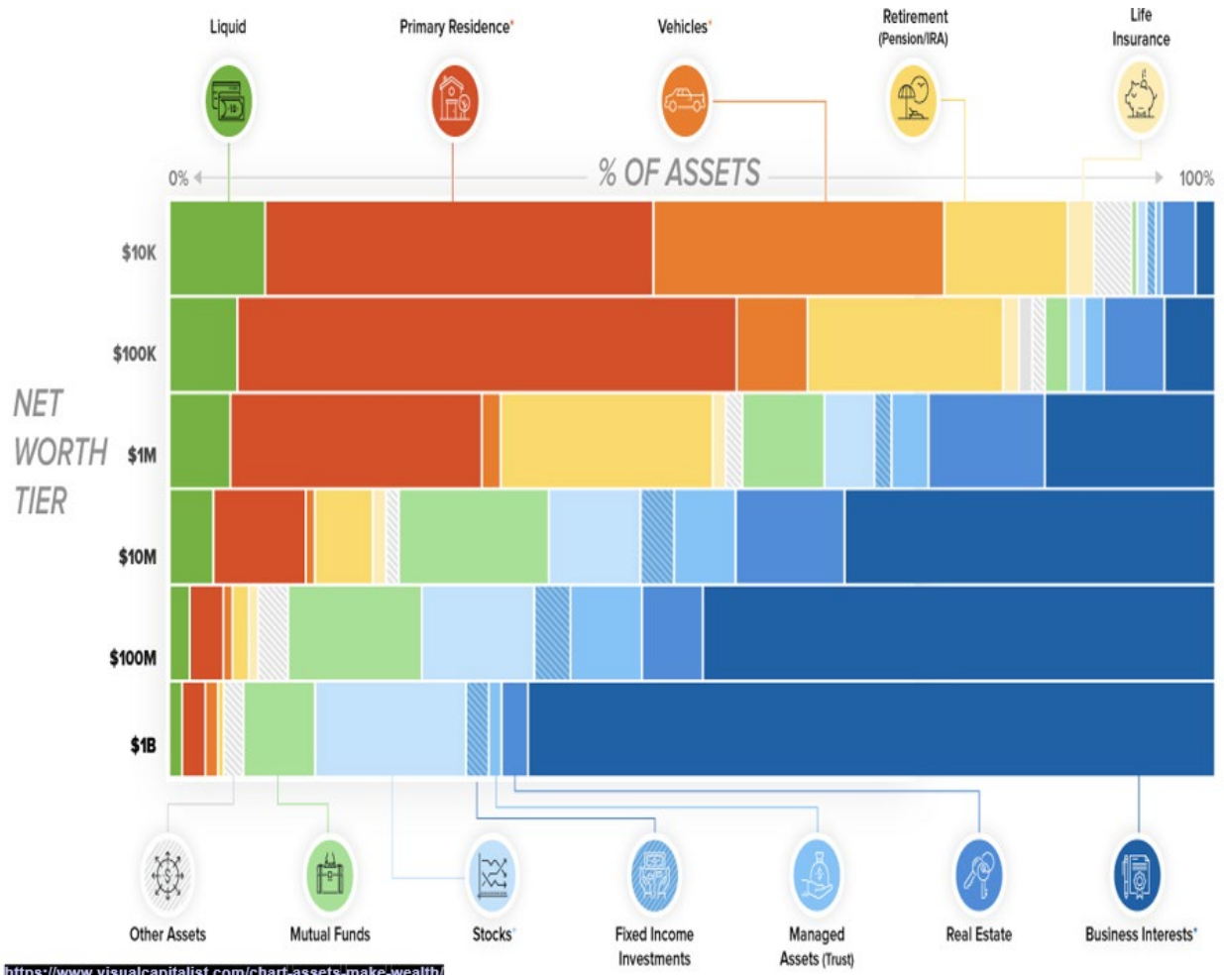
Larry Schaffer, Donor Relationship Manager, reported on the importance of cultivating professional advisors. Currently we have 125 PAG Members. Mr. Schaffer highlighted the disbursement of PAG candy jars to be used as a quarterly tool to touch base with our PAG members and continue to develop those professional relationships. Mr. Schaffer announced that has joined the Planned Giving Council board.

Board Education

Laura Linder, JCP President & CEO, reviewed the Foundation's Trusted Charitable Partner brochure which highlights the various funds offered to new and existing donors. Mrs. Linder explained the difference between a Donor Advised Fund which is like a charitable checking account and a Support Organization which a family uses as a DAF and a private foundation, but the difference is that a SO is treated like a public charity and can utilize charitable tax benefits. Support Organizations are important because it formalizes grants process and creates legacy for the family.

Guest Speaker: Bryan Clontz, Charitable Solutions, LLC

Larry Schaffer, Donor Relationship Manager, introduced Bryan Clontz (via Zoom). Mr. Clontz is the founder and president of Charitable Solutions, LLC, specializing in non-cash asset receipt and liquidation, gift annuity reinsurance brokerage, actuarial gift annuity risk management consulting, emergency assistance funds, as well as virtual currency and life insurance appraisals/audits. Mr. Clontz shared the following on Creative Charitable Planning with Noncash Assets (S-Corp Case Study):



Non-Cash Asset Types (Minority or Majority Interest)

- Privately-Held Interests
 - * C-Corp, S-Corp, Limited Partnerships or LLCs
- Real Estate
 - * Residential vs. Commercial, Encumbered vs. Unencumbered, International vs. Domestic
- Restricted Stock
- Tangible Personal Property – Art/Collectibles
- Weird Stuff
 - * Quarterhorse, New York Mercantile Exchange Seat, Gold Bullion, Euro-Denominated Bond, Beach House in Mexican Land Trust, Paris Condo, UPREIT Partnership Units, Patents, Timber Deeds, Clay Mineral Rights, Book Royalties, Oil & Gas Interests, Hedge Fund Carried Interest, Crypto, NFL Team, Pile of Dirt, Historic Papers, and finally, Dead Animals

Case Study: S-Corp UBIT Solution/ Dechomai Asset Trust Donation Flow

Step 1–
DONOR CONTRIBUTES S-Corp

Dechomai Asset Trust:
Nevada Public Charity

Deduction: \$2.5M of S-corp stock
with \$0 adjusted basis

Step 3 – GRANT TO
JEWISH COMMUNITY PARTNERS
OF \$2.25 MILLION

Step 2 - ASSET IS
SOLD

UBIT at trust rates (\$2.5 million
@ 20%) = \$500K in tax but
receives 60% AGI deduction to
\$200K

Investment Update

Elkan Scheidt, JFOM board member, reviewed the Summary of Investment Returns and Fund Balances:

Jewish Foundation of Memphis and Memphis Jewish Federation Summary of Investment Returns and Fund Balances December 31, 2023

	Month	Year-to-date	1 year	3 year	5 year	10 year	Fund Balances
Memphis Jewish Federation Endowment Funds							
Vanguard Institutional Advisory Services (VIAS)	4.73%	16.27%	16.27%	1.49%	7.38%	n/a	18,635,935.15
Total Memphis Jewish Federation Endowment Funds							18,635,935.15
Jewish Foundation of Memphis Endowment Funds							
Vanguard Institutional Advisory Services (VIAS)	4.74%	16.18%	16.18%	1.42%	7.24%	n/a	1,398,225.98
Israel Investment ETF - ISRA	8.06%	-0.22%	-0.22%	-6.55%	5.78%	2.94%	60,388.68
Money Market Funds	Average earnings approximately 4.99%						73,007.47
Total Jewish Foundation of Memphis Endowment Funds							1,531,622.13
Jewish Foundation of Memphis Agency, DAF, Designated & Family Foundations:							
Vanguard Institutional Advisory Services (VIAS)	4.74%	16.18%	16.18%	1.42%	7.24%	n/a	30,444,684.45
Short Term Bond Index 100% Fixed (VBIRX)	1.56%	4.70%	4.70%	-0.73%	1.44%	n/a	357,474.93
LifeStrategy Income 20% Equity/80% Fixed (VASIX)	3.95%	9.48%	9.48%	-1.39%	3.24%	3.34%	727,847.80
LifeStrategy Conservative Growth 40% Equity/60% Fixed (VSCGX)	4.20%	12.43%	12.43%	0.45%	5.51%	4.76%	4,487,009.27
LifeStrategy Moderate Growth 60% Equity/40% Fixed (VSMGX)	4.55%	15.49%	15.49%	2.21%	7.68%	6.09%	23,780,235.47
LifeStrategy Growth 80% Equity/20% Fixed (VASGX)	4.88%	18.55%	18.55%	3.97%	9.83%	7.36%	18,527,758.11
Stock Market Index Fund 100% Equity (VTSAX)	5.32%	26.02%	26.02%	8.43%	15.10%	11.45%	13,200,986.88
Israel Investment ETF - ISRA	8.06%	-0.22%	-0.22%	-6.55%	5.78%	2.94%	17,009.20
J-Lens (Wells Fargo)	4.70%	26.10%	n/a	n/a	n/a	n/a	704,055.49
Money Market Funds	Average earnings approximately 4.99 %						23,116,935.43
Total Jewish Foundation of Memphis Investment Options:							115,363,997.03

2023	December	YTD
GIFTS	7,637,216.78	28,618,458.83
GRANTS	6,131,667.74	19,485,567.89
NET	1,505,549.04	9,132,890.94

Support Organizations	4 funds
Donor Advised Funds	377 funds
Designated Funds	84 funds
B'nai Tzedek Funds	60 funds
Custodial Funds	31 funds

S&P 500 4.54% 26.29% 26.29% 10.00% 15.69% 12.03%

36% CRSP US Total Market Index, 28% Barclays U.S. Aggregate Float Adjusted Index, 24% FTSE Global All Cap ex US Index, and 12% Barclays Global Aggregate ex-USD Float Adjusted RIC Capped Index as of July 1, 2015 4.61% 15.79% 15.79% 2.62% 8.17% 6.42%

Barclays U.S. 1-5 Year Government/Credit Float-Adj Spliced Idx 1.63% 4.89% 4.89% -0.62% 1.54% n/a

Outside Managers:

Edward Jones - 1 DAF & 3 Designated Funds (1 Donor)	n/a	12.98%	12.98%	n/a	n/a	n/a	4,994,607.69
Highland Capital - Designated Fund for MJF	n/a	16.23%	16.23%	n/a	n/a	n/a	8,625,798.08
Highland Capital - SO Fund (start date 1/28/22)	n/a	4.90%	4.90%	n/a	n/a	n/a	1,607,264.77
Kelman Lazarov - 1 Designated Fund (start date 12/15/22)	n/a	14.25%	14.25%	n/a	n/a	n/a	553,769.08
BNY Mellon - 1 Supporting Organization (start date 11/01/23)	8.80%	n/a	n/a	n/a	n/a	n/a	17,257,899.51

TOTAL \$168,570,893.44

CEO Report

Laura Linder, JCP President & CEO, shared Memphis Business Journal's ranking of Charitable Organizations. Jewish Foundation of Memphis moved up to #8 from #9 in 2021 Total Public Support/ Total Revenue of 21.61 million. The Foundation moved up to #7 from #11 in 2021 Contributions, Gifts, Grants Paid of 15.94 million. The Foundation is in the Top 10 in Total Assets 2021. Mrs. Linder updated the board on the Weil Family Foundation, JFOM support organization and the U of M reception that was held in their honor for the Weil Scholars gift. This merit-based program is the first of its kind at U of M.

The meeting was adjourned at 7:15 pm.