

**Tulsa Regional STEM Alliance
Meeting of the Interim Board of Directors
November 19, 2019**

A meeting of the Interim Board of Directors (“Board”) of the Tulsa Regional STEM Alliance (“TRSA”) was held commencing at 4:00 PM on the 19th day of November 2019, at the offices of TRSA, 907 South Detroit Ave., Tulsa, Oklahoma.

Present

Ms. Cherie Humphries, Chair
Ms. Susan Crenshaw, Vice Chair
Ms. Xan Black
Ms. Jacque Canady (Zoom)
Mr. Mark Dalton
Mr. Ken Davis
Mr. Michael DuPont
Ms. Sherry Durkee
Ms. Lyn Kent
Ms. Mandy Leemhuis
Ms. Tracie Poe
Ms. Carla Schaeperkoetter
Mr. John Thompson
Mr. Ray Vandiver

Absent

Mr. Jesse Boudiette
Mr. Jason Brown
Ms. Onikah Caesar
Ms. Stephanie Cameron
Mr. Nick Doctor
Dr. Kathy Dodd
Mr. Garrison Hanning
Ms. Tiffany Neill
Ms. Danielle Neves
Ms. Lucia Oberle
Mr. Raman Singh
Mr. Jonathan Townsend

The meeting began with a recognition for Cherie Humphries for her work as Chair of the Board.

Humphries started with a welcome and asked for any changes to the minutes as presented. No changes were presented. A motion was made by Crenshaw to approve, it was seconded by Poe and the motioned passed.

Dalton gave a brief recap the work between staff and consultants on the 501C3 submission and tracking IRS 990 tax return. IRS 1023 resubmission needed attorney work, which is estimated at \$2,500 in legal fees.

Black provided the budget and finance report. Black reviewed the financial dashboard, which showed that the organization is \$148,000 ahead on income and under \$100,000 on expenses leaving a surplus. There is currently 7.6 months of operating reserve.

Black reminded the Board members to make their 2019 donation and indicated that the participation rate is at 88%. The Board reviewed the scatterplot of income and expenses. There is \$374,000 in operating expense on hand. The 2020 budget for staffing, programs, expenses is put together by an accountant and vetted by Black and Davis and internal affairs committee. Black reported that income budget quite a bit higher because they received more Flight Night funds, which amounts to \$160,000 more than last year. They will need \$342,000 additional funds to balance, which shouldn't be a problem to fundraise.

Black informed the Board that she had spoken with the auditor and it was determined the organization is too conservative with expenses, which caused them to reallocate some of the money from administrative to programming. This was adjusted based on actual hours spent on programs. Due to the increase in funding from Flight Night, there will be 16 new programs implemented and a total budget of \$1.3 million for 2020.

Crenshaw asked how this budget compares to past years. Black explained that the 2019 budget was \$1.07 million. DuPont asked if they are expecting any unexpected end of year expenses and Black reported that they should stay on budget. Vandiver asked about an operating reserve and how is it held. Davis explained that it is held in both a checking and money market account. Humphries asked for a motion to approve the 2020 budget. Dalton motioned, Vandiver seconded, and the motion passed.

Black presented the Harvard PEAR dashboard chart. 2020 includes additional training on each dimension to improve results. The staff is going to focus more on each one to help future results, as they previously learned all 12 in two days.

DuPont asked if the data provided was TRSA specific and Xan said it was all organizations participating. Black reported there has been a 20% increase in students and saw 50,000 students this year. The youth experience equip goal is also ahead at 25,000. Black reported that gains on CI survey are currently down, but they are working on incorporating the training modules to increase those scores. There have been gains in Math Mentors and educators receiving professional development. The externships program was below the goal, but they are working to increase those for 2020. Having no further discussion on the Harvard PEAR Dashboard, Black moved on the next item on the agenda.

Black gave the development committee report. Since the last Board meeting, they have received donations from Aeronautics, Halliburton, The Opportunity Project, GKFF and Gaylord. They are still needing chamber funding support, and they had to withdraw the Flint Family application, because of tax exempt status. The OneGas grant has been approved but is delayed. Black added that they have applied for a Google grant to help with computer science work.

Poe gave the communications committee report. The placemat document has been simplified to reach more of a B2B style for funders/partners. They are also working on creating one for parents and kids. Poe asked for any changes or recommendations from the board on that document. DuPont suggested to add something that says, "all students stem ready." Leemhuis suggested adding that to the footer of the document.

Dalton provided a report on the internal affairs committee and the timeline for the tax-exempt status. Dalton reported that the main takeaway is everyone says with certainty that when they get reinstated the tax-exempt status will go back to the time it was revoked.

Dalton explained that the organization became an entity in September 23, 2016 in the state of Oklahoma. They filed a form with IRS in December 2016 and six months later received notification that of nonprofit status. TCF considered TRSA a fund and was filing forms on their behalf and in 2018 intended to file the 990. TCF filed an extension and it should have sufficed,

but there was a clerical error and the 501C3 status was automatically revoked. The team started to work with auditor and attorney and started to appeal. They were advised they could file a different form, 1023EZ, and regain status within a couple of weeks, but there was something that didn't match perfectly with the 1023 they filed three years earlier, so it didn't work correctly. They are planning to refile another 1023 this week, but they need to make sure that all elements in the forms match up to prevent any further issues. Ann Adams, CFO of the Chapman Foundation, did extensive work on 9-90s and she came in to help to make sure these were jiving. Crenshaw and Leemhuis commended the staff and board on a job well done as these are very complicated.

Kent gave the governance committee report. They received resignation of Jason Brown, the current board treasurer. They are also planning to conduct a new board member orientation in January. The Committee was asked to review the non-discrimination policy and committee recommended should add it to bylaws, website, camp applications and employee handbook.

Kent recommended that the following amendments be made to the current bylaws:

- Article IV, section 2 board members terms
- Article IV, section 4 strike the statement on attendance-absent for 2 consecutive meetings in row without notification
- Article IV, section 4 correct the numbering of the 5th item on list. This was an error.
- Article IX: inserting non-discrimination statement to bylaws
- Amendment 5- strike the director names and signatures following the final article and section. This is no longer relevant.

Kent made a motion to approve amendments to bylaws with one change of removing comma between religion and creed, Thompson seconded, and the motion passed.

Kent presented the directors slate and made a motion to approve the slate of 2020 board of directors. Vandiver made a motion to approve the slate as presented, Leemhuis seconded and the motion passed.

Kent also presented the officer slate for 2020 and provided a motion to approve, which was seconded by Dalton and Poe, and the motion passed.

Kent presented the bio of Angela Kouplen from WPX as a new board member who will serve on the internal affairs committee. Kent made a motion to approve for term starting Jan 1, 2020, Crenshaw seconded, and the motion passed.

DuPont gave the programming committee report. The committee is moving forward with four goals in strategic plan and using this to guide the committee's efforts. The STEM PD Academy, named "the HIVE," is being led by Emily. There is a current RFP out to fund professional development from partners. There are 7 applications under review.

DuPont spoke about evaluating the current programs as high-quality STEM experiences based on criteria including reach, design, results and resources of programs. Leemhuis asked about the

educator involvement in this process. DuPont explained that the framework was approved by program committee, which has a heavy educator presence.

The committee also developed a survey about community partnerships to send out to partners and advisory council members and received great feedback with nearly 50 responses and good information to work through. They are also working on developing a stem scorecard for future use.

Josh Walton, the Data Analyst for the organization provided further details on the Advisory Council survey. DuPont added that the committee used this to get an overall sense of the needs and how TRSA can fill that.

Walton showed the Board a navigational dashboard to learn more about the feedback. Walton explained that the majority of responses were from the K-12 sector, along with businesses and higher education. There were a lot of responses indicating that organizations can provide volunteers and want to help with programming, but they need more of a bridge from TRSA to the organization. From the K-12 participants, there was a lot of interest in attending professional development. DuPont pointed out that 3 out of 4 of the organizations said they have strategic goals related to STEM, which will lead to many follow-up conversations. The survey overall provided a lot of good feedback and helped get an initial pulse of the organization. Leemhuis added that it would be interesting for partners to bring their strategic plans to the organization to find areas of collaboration.

Humphries indicated that the next Board meeting will be held on February 18, 2020. Humphries acknowledged Thompson for his service, as his board term ends in 2019. Having no further business to discuss, Humphries adjourned the meeting.

Cherie Humphries, Board Chair

Carla Schaeperkoetter, Secretary