

Bess Spiva Timmons Foundation, Inc.
51st Annual Executive Board Meeting
Hotel Andaluz
Albuquerque, New Mexico
Friday, September 29, 2017

The 51st Annual meeting of the board of directors for the Bess Spiva Timmons Foundation, Inc., was held at the Hotel Andaluz in Albuquerque, New Mexico. President Leia Matern called the meeting to order at 6:30pm.

The following directors of the foundation were present:

Leia Matern
Cathy Weeks
Bryna Majidi
Sarah Timmons
Beth Grossman

Allison Mardis was present as a supporting contributor from US Bank.

President Matern welcomed everyone to the meeting.

The following slate of officers was approved and will be voted upon in the Saturday Board meeting:

Leia Matern – President
Bryna Majidi – Vice-President
Dana Whitby – Secretary
Monita Kelsey – Treasurer

The offices of Secretary and Treasurer have become vacant this year as Cathy Weeks and Beth Grossman are resigning their positions.

The offices of President and Vice President will remain for another year or two. The offices of Secretary and Treasurer will continue for two to three years according to past policy.

Loren Timmons was voted as an active member earlier in this year. She has requested to be placed on inactive status. Executive Board voted to place Loren Timmons on inactive membership list at this time.

Site selection for the 2019 meeting was brought into discussion. Previously, there had been suggestions to select the location of future meetings according to the time zones, as this would accommodate our geographically diverse membership. The executive committee chose two locations for the 2019 meeting to be voted on in the Saturday board meeting. They are Boston, Massachusetts, and Charlotte, North Carolina. The Vice President will be in charge of arrangements for the meeting.

Allison Mardis with US Bank provided written investment reports and a brief update of the portfolio. Overall performance has been excellent, according to Sandy Eichhorn, with changes to a few items within the account.

The investment committee included Tim Spears, Darwin Larson, Steve Weeks and Chris Svacina. Steve and Chris are currently the only remaining members of this committee. There have been difficulties in the past few years with scheduling of meetings via conference calls and it is suggested that we discuss with members regarding their interest in continuing with this committee.

Target amount of grants to be awarded during the membership meeting will be between \$164,000 and \$180,000. \$175,000 was determined by the executive committee to be the target amount for grant proposal giving this year.

There was discussion regarding donating a portion or all of the excess funds from family giving to disaster relief. This has been done a few times in the history of our foundation. According to Allison, permission will need to be provided from the family prior to distribution. This would need to be put in the minutes for documentation. Allison would also need an email from the Treasurer and President regarding the distribution.

There is some discussion regarding limiting time for family giving from January to September 1st prior to the meeting, as this will be helpful for preparation of the meetings. It is also understood that often times, this is not possible. This was voted upon and accepted. All family giving will be accepted between time frame of January 1 to September 1. This will begin January 1, 2018. Communication to the President is emphasized if a board member needs additional time.

Sarah proposed that the unused amount of family giving be an option for discretionary funding to disaster relief and be determined by the executive committee. This will not be mandatory every year. The executive committee members are encouraged to prepare for discussion at the annual executive committee meeting with suggestions for possible funding. Proposal was voted and approved by executive committee.

There are 161 proposals for review this year. President Matern suggested that we limit the amount of proposals to 120 with the deadline of July 1st. Family members will be able to add additional proposals up to the September 1st deadline. Again, communication is encouraged with the President. The limiting of 120 proposals was voted on and approved by executive committee members with submission time between January 1st to July 1st.

President Matern also suggests an addition to the application form on the BST Foundation website. She suggests that a line in bold, be added to the top of the application regarding the need to include all requested items when organizations apply. This includes organizations that have already been under consideration for

funding in the past. Without the required supportive documents, organizations will not be considered for funding.

Jacob Donahue will discuss the BST website along with log in details during Saturday's meeting with the membership.

The US Bank is no longer the Private Client Group. It is now known as Wealth Management and this needs to be reflected on BST Foundation website.

There was discussion regarding guests for the Saturday night dinners following the board meeting. It was decided that our foundation would only pay for active members, spouses, children and those doing a service for foundation (i.e.; bank representative or someone that is babysitting for all children of active members).

It was determined that there will be a reassignment of our portfolio manager through US Bank. Allison will work towards determining the best fit for our foundation.

The executive committee encouraged all past presidents to be present for Friday night executive meetings and would welcome their guidance.

President Matern adjourned the meeting at 8:40pm.

Cathy Weeks
Secretary

Bess Spiva Timmons Foundation, Inc.
51st Annual Meeting
Hotel Andaluz
Albuquerque, New Mexico
Saturday Session
September 30, 2017

The 51st annual meeting of the Bess Spiva Timmons Foundation, Inc., a Missouri not for profit corporation was held at the Hotel Andaluz in Albuquerque, New Mexico, on Saturday, September 30, 2017.

The following directors and members of the corporation were present:

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|-----------------|-----------------|
| Leia Matern | Jonathon Whitby |
| Cathy Weeks | Jill Larson |
| Bryna Majidi | Darwin Larson |
| Armand Majidi | Monita Kelsey |
| Steve Weeks | Sarah Timmons |
| Darci Spillman | Holly Donahue |
| Beth Grossman | Tim Spears |
| Gregory Timmons | Louise Spears |
| Dana Whitby | Susan Timmons |

Allison Mardis was present as a supporting contributor from the US Bank.

President Matern welcomed everyone to the meeting. She passed around a copy of membership list and family tree for review and update. These will be included on the foundation website.

Jacob Donahue revised the foundation website. The login and password was provided to the members. Included on the website is the total amount of giving and number of organizations that have been helped as of 2010. The reimbursement form for meetings is also on the website. Jacob was thanked for his work on the website.

President Matern announced that we will be finding a new portfolio manager from the US Bank. Also, the bank will be distributing the checks for funding as well as the rejection letters, instead of the treasurer as was the procedure last year.

There are over 160 proposals this year.

When members are presenting proposals, it is suggested that they disclose if they are a member of the board for that particular organization.

The slate of officers for 2018 was voted and approved and is as follows:

President – Leia Matern
Vice President – Bryna Majidi
Treasurer – Monita Kelsey
Secretary – Dana Whitby

The offices of President and Vice President will remain for another year with the offices of Treasurer and Secretary to remain for 2-3 years.

Susan Timmons reminded members that there will be a written ballot if there is more than one person interested in an office.

Update from Executive Committee:

Past presidents are invited to the Friday night Executive Committee for support and guidance. President Matern also thanked the past presidents for their contributions.

Guideline to limit proposals from January 1 to September 1st for family giving as well as those proposals brought to meeting for review.

If there are excess funds/leftover funds from family giving, the executive committee will have discretion to utilize for disaster relief. This year, there was only \$59,000 used for family giving.

It was decided to cap the number of proposals to 120 as of the July 1st deadline. This does not include the proposals from members. The deadline for these will be September 1st.

Proposals will be required to include all requested documents at the time of application for consideration. This information as well as the July 1st deadline will be included on the application found on the foundation website.

Foundation will pay for the Saturday night dinner for members, spouses, children and those that are working for the foundation and approved by board (i.e. babysitter for all children of family members and supporting contributor of bank).

There were questions regarding family giving. It is suggested that this be visited again during executive committee in the future.

Susan requested that any old correspondence regarding foundation be included on the website so everyone is able to view them.

Site selection for 2019 meeting is between Boston, Massachusetts, and Charlotte, North Carolina. The vice president will be in charge of planning the future meetings. Charlotte was chosen for the 2019 annual meeting.

Bryna reported on the 2018 annual meeting will be held in San Antonio, Texas. We will be staying at the Embassy Suites on the River Walk.

Allison Mardis provided family giving reports and an investment review. Us Bank is now under the wealth management instead of private client group. Sheila Oneill is Allison's assistant and is replacing Laura Rasmussen. Allison has copies of reports for anyone interested.

Target amount for giving for this year's proposals is \$175,000.

Thank you to Leia and Darci for planning this year's meeting in Albuquerque.

After review and written ballot submission from all members, the following grant recipients were selected:

| Name | Project | Amount |
|---|-------------------------------------|---------------|
| Alice Lloyd College | scholarships | \$1,000 |
| Arizona Friends of Foster Children Foundation | Fostering Success | \$1,000 |
| ARCH | Drop-In Program | \$5,000 |
| Assistance League of Sierra Foothills | Operation School Bell | \$1,000 |
| Autism Society of S. Arizona | Program Support | \$2,000 |
| Avengers Youth Mentoring | Expansion of programs | \$2,500 |
| Big Horn Basin Foundation | 3D Printer | \$1,800 |
| Bohart Museum of Entomology | Renovating Outreach Materials | \$1,712 |
| Bridgeway House | Social Group Program | \$2,000 |
| Burns Recovered Support Group | Midwest Children's Burn Camp | \$1,000 |
| CAFA | Safe Families for Children | \$5,000 |
| Camp Barnabas | Camp Scholarships | \$2,000 |
| Camp Encourage | Scholarships | \$1,680 |
| C.A.R.E. 4 Paws | Spay/Neuter Outreach | \$1,000 |
| Caring Ministries | New Walk-In Cooler | \$5,000 |
| CASA of S. Central Missouri | Volunteer Training and mileage exp. | \$2,500 |
| Children's Relief Nursery | Home Visiting/Outreach | \$2,500 |
| City Insite, Inc. | B.U.I.L.D. | \$3,000 |
| Colonial Fox Theatre | Bathroom restoration | \$3,000 |
| Community Health Center of SE Kansas | Eye Care for Kids | \$3,800 |
| Community LINC | Interim and Immediate Housing | \$1,500 |
| Community Transitional School | Transportation Program | \$2,500 |
| Diaper Bank of the Ozarks | Diapers for Babies | \$3,000 |
| Donnelly College | Institutional Scholarship Program | \$1,000 |
| Dreamwrights Youth and Family Theatre | Building technical tools | \$1,500 |

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| Equi-Librium Therapy Center | Sensory Outdoor Educational Trail | \$2,000 |
| Free Arts for Abused Children of Arizona | Programs for Children | \$2,000 |
| Friends of Saguaro National Park | Interactive Environmental Education | \$5,000 |
| Gleaners of Clackamas County | Core Support | \$2,000 |
| Guadalupe Clinic, Inc. | Access to Health Care | \$1,000 |
| Gulfside Hospice & Pasco Palliative Care | Virtual Reality for Patient Care | \$4,000 |
| Habitat for Humanity-Tucson | A Brush with Kindness | \$2,000 |
| Habitat for Humanity of Westchester | Future Woodworkers of America | \$5,000 |
| Happy Bottoms | Distribution Programs | \$2,000 |
| Iza Azi Foundation | Fresh Food for Those Most in Need | \$2,800 |
| Jason's Friends Foundation, Inc. | Brent's Place Lodging Project | \$2,000 |
| John Brown University | Scholarship funds for nursing | \$2,000 |
| Joplin Habitat for Humanity | A Brush with Kindness | \$2,000 |
| KOMAK | Assist low and middle income cancer Patients | \$5,000 |
| Lakeside 4 th Grade | Yellowstone and Grand Tetons Come Alive | \$2,000 |
| Literacy Connects | One-to-One Reading Support | \$2,000 |
| Marine Mammal Care Center – LA | Direct Care at Marine Mammal Center | \$1,000 |
| Missouri College Fund | Outstanding Teacher Scholarship | \$1,000 |
| Mobile Meals of Tucson | Special Diet Meal Delivery | \$2,000 |
| Monarch School | Educational Supplies and Activities for K-12 Homeless | \$1,000 |
| Needs Beyond Medicine | Relief Program Support | \$2,500 |
| Neighborhood Houses | Building Resilient Families | \$2,000 |
| New Pathway for Youth | New Pathways for Youth | \$1,000 |
| Ophelia's Place | JC Partnership to Empower Youth | \$5,000 |
| Paradise Valley Emergency Food Bank | Food4Kids Backpack Program | \$1,000 |
| Pets Alive, Inc. | Project Transport | \$1,000 |
| Randall Children's Hospital | Life Program Support | \$10,000 |
| Rim County Literacy Program | RimKids Project 2018 | \$1,000 |
| Rose Haven | Advocacy Program | \$1,000 |
| Shoes That Fit | Back-to-School and Holiday Shoes | \$1,000 |
| Stillwell Heritage and Educational Foundation | BST Ballroom | \$4,000 |
| Store to Door | Nourishment & Social Connections | \$2,500 |
| Texas County Memorial Hospital | Emergency Department X-Ray Stretcher | \$6,000 |
| The Dwelling Place | Children's Programming | \$2,000 |
| Urban Promise Charlotte | StreetLeader Program | \$5,000 |
| Walker's Point Youth & | Transitional and Rapid Rehousing | \$8,000 |

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| Family Services | | |
| Warner Library | Furniture for Conference Room | \$3,426 |
| Wesley House | Project Jumpstart | \$3,615 |
| Wings of Hope | Medical Relief & Air Transport | \$1,000 |
| Youth on Their Own | Student Living Expense Program | \$2,000 |
| Public Schools of Tarrytown | Sets for Musicals | \$3,000 |
| Loft Cinema | Hearing and Visual Equipment | \$3,000 |

Addendum: the officers following the meeting via email approved the 2016 minutes.

President Matern adjourned the 51st annual Bess Spiva Timmons Foundation meeting at 2:40pm.

Cathy Weeks
Secretary