

25th Regular Meeting of the Board of Trustees  
Code of Support Foundation

Minutes

1. Attendance and Call to Order

The Board of Trustees (each a “Trustee”, collectively the “Board”) of the Code of Support Foundation (“COSF”) met both virtually via Zoom and in-person, at Valo Park office building, 7950 Jones Branch Dr., Suite 600, McLean, VA, on September 8, 2021 (the “Meeting”). The Meeting was called to order at 8:38 AM EST by the Meeting Chairman Robert Speer. Chairman Speer provided the proof of meeting notice and established a quorum was present for the meeting.

- a. The following Trustees were present and participated virtually:
  - HON Robert Speer – Chairman
  - MG Alan Salisbury, USA (R) – Chairman Emeritus
  - Sheri Thompson – Vice Chair
  - Brian Detter – Secretary
  - Glenn Archer – Treasurer
  - Carrie Brady (left the meeting while in progress, at break)
  - Melissa Glynn (joined after she was confirmed as a new Trustee)
  - Omeed Jafari
  - Jack Johnson
  - Robert Mangone
  - Shawn Olds (left the meeting while in progress, rejoined the meeting while in progress)
  - Gorkem Sevinc (left the meeting while in progress, rejoined the meeting while in progress)
  - Kevin Sheehan
  - Rebecca Stewart
  - Diedre Windsor (left the meeting while in progress, rejoined the meeting while in progress)
- b. The following Trustee was absent:
  - Elizabeth El-Nattar
- c. Staff Attendance

The following COSF staff were present in person: Kristina Kaufmann, Chief Executive Officer; Court Ogilvie, Chief Operations Officer; David Hale, Chief Advancement Officer. Katherine Lawson, Data Specialist, attended virtually and recorded the minutes.

- d. Additional Attendees

The following outside individuals were present: MG (Ret) Gil Meyer attended in person; Diane Berry Love attended via Zoom.

2. Approval of Minutes

At 8:42 AM EST, upon a motion duly made and seconded, the Trustees present unanimously:

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**VOTED** to approve the minutes of the 24th Regular Meeting of the Board.

### 3. Opening Remarks

Chairman Speer opened with reflections on being able to meet, partially, in person since the COVID pandemic began. Chairman Speer thanked everyone for their work with current events. He said that current fundraising efforts were going well, but that we need to keep the pace to continue to funding goals. He introduced Ms. Berry Love and described her role as a contractor. He said he would discuss her role further later in the meeting. He restated that COSF is at an inflection point, and other organizations are looking to COSF for direction or endorsement. He mentioned the need to be cautious on endorsements, and activities concerning them will be paused temporarily. Chairman Speer handed out a physical copy of a draft endorsement policy, which also had been emailed prior to the meeting. He reflected on the upcoming 9/11 anniversary, and reinforced that we need to focus on our mission and emphasized its importance. Chairman Speer shared the reason Ms. El-Nattar could not be in attendance, and said as a result of recent demands on her time he had taken over as interim lead for the Toast to Our Troops (TOT) steering committee.

Ms. Kaufmann introduced staff member Katherine Lawson. She said that Ms. Berry Love was an observer for this meeting and would be working with the management team in support of fundraising efforts. Ms. Kaufman said COSF was seeing a surge in client intakes due to the COVID pandemic and Afghanistan withdrawal. She said COSF was halfway to its fundraising goal for the year, and was confident on completion, with several new contributors coming in along with projected renewals. She cautioned COSF needs to overperform in the areas of foundations and major gifts, while meeting the target for corporate giving. She highlighted the latest nonprofit financial disclosure had been released, which showed COSF in better standing for past funders looking to renew. She gave an update on the MOU with the U.S. Department of Veterans Affairs, noting it was more specific regarding PATRIOTlink promotion, data sharing, and future integrations.

### 4. Committee Updates

Mr. Jafari provided the Governance Committee update, discussing the drafting of a formal endorsement policy, which will assist in solidifying COSF's role in advocacy and education of our mission.

At 9:06 AM EST, upon a motion duly made and seconded, the Trustees present unanimously:

**VOTED** to approve the addition of Ms. Glynn as a member of the Board of Trustees, effective immediately.

Mr. Johnson provided the Fundraising Committee update. It was noted COSF should focus on individual donors going forward to reach its goals. Chairman Speer remarked on prior actions taken to boost Individual donors and emphasized the need to plan next steps for 2022.

Ms. Glynn, newly appointed Trustee, joined the meeting at 9:26 AM EST.

Mr. Sevinc provided the Technology Committee update, and noted that the committee had not been meeting regularly due to PATRIOTlink not being actively developed. He discussed plans to

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professionalize the development roadmap and remarked on the Google partnership. He emphasized focus on the product roadmap and improving data validation.

Mr. Mangone provided the Marketing Committee update, reiterating concerns from the Fundraising Committee update. He remarked on past decisions and affirmed going forward should be focused on better leveraging beneficial relationships. He discussed potential options for strengthening 2022.

Mr. Archer provided the Finance Committee update, and noted that the committee has been meeting every month, and a further update would be provided later in the meeting. Ms. Kaufmann noted we will be working with Ms. Berry Love to strategize the fundraising plan for 2022.

Mr. Olds provided the Audit Committee update, and said staff made the audit process easy this year. He noted that COSF has put measures in place to address items from previous audits and had greatly improved the process.

#### 6. Program Update

Mr. Ogilvie provided a mission moment for the Board. Mr. Ogilvie then provided the case coordination program update, congratulating the team for working with partners. He remarked on Afghanistan Veteran outreach, the team had coordinated outreach to any identified clients regarding the conflict, noting how COSF was able to extend support for mental health or financial services as the team continues planned follow-up.

#### 7. Finance Update

Mr. Ogilvie provided a brief finance update, stating cash-on-hand and the status of PPP loan forgiveness.

#### 8. Advancement Update

Mr. Hale provided an advancement update, sharing a brief demonstration of the use of Salesforce for daily and overall metric tracking. He reviewed the path to reaching COSF goals, and emphasized the use of conservative estimates in projections and ability to potentially exceed the 2021 goal.

Mr. Hale transitioned to the 7<sup>th</sup> annual TOT event, remarking on the current number of TOT partners compared to previous years. He thanked the Board for its contributions to both the live auction and receptions. Chairman Speer called members to action on network outreach for potential sponsors. Ms. Kaufmann offered to share the language currently being dispersed on sponsorship, partnership, or need of now (NoN) to facilitate. Mr. Olds brought to attention that potential sponsors' hesitancy of support is caused by the event being virtual again this year. Mr. Hale said program preparations were on schedule, and the theme had been changed to "Your Service Matters."

Mr. Hale provided an update on our GoogleAd spend, and remarked our Afghanistan centered messaging saw higher performance than usual.

No HR/IT/Admin updates were provided.

At 10:33 AM EST, upon a motion duly made and seconded, the Chair recessed the meeting

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At 10:45 AM EST, upon a motion duly made and seconded, Chairman Speer called the meeting back to order.

#### 9. Independent Assessment Report and Recommendations

Chairman Speer introduced MG (R) Gil Meyer, thanking him and summarizing his assistance to COSF. MG Meyer discussed the process he had undertaken, and summarized his assessment of the organization. He said he found a collective dedication to COSF's mission, and there is a high level of engagement among Trustees. He said that if his recommendations were adopted, COSF would be in good standing for the foreseeable future. His report was discussed and questions answered.

At 11:34 AM EST, Mr. Ogilvie, Mr. Hale and Ms. Lawson left the Meeting.

After additional discussion, the Board further considered the report.

At 11:45 AM EST, upon a motion duly made and seconded, the Trustees present unanimously:

**VOTED** to approve drafting an implementation plan to support the report provided by MG Meyer, with the draft to be provided to Ms. Kaufmann and Chairman Speer, and subsequently to the Governance Committee and Executive Committee for review and subsequent action.

At 12:00 PM EST, upon a motion duly made and seconded, Chairman Speer adjourned the Meeting.

A True Copy:

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Brian R. Detter  
Secretary