



BALTIMORE CHILDREN & YOUTH FUND, INC.
TRANSITION BOARD OF DIRECTORS MEETING
November 17, 2021

MINUTES

The meeting of the Transition Board of Directors of the Baltimore Children & Youth Fund, Inc. was held on November 17th, 2021, via video conference.

Board Members in Attendance: Dion Cartwright, Chair; Kirsten Allen, Vice Chair; John Morris, Treasurer; Julia Baez, Secretary; Catherine Benton-Jones, Jacqueline Caldwell

Board Members Absent: Erika Seth Davies, Vice Chair; Earl El-Amin

The Meeting was called to order by the Chair, Dion Cartwright, at 6:39 p.m.

I. Welcome & Review of the Agenda – Dion Cartwright, Board Chair

Cartwright welcomed the Transition Board of Directors and public to this meeting of the Baltimore Children and Youth Fund, Inc. (BCYF, Inc.).

Cartwright reminded the attendees of BCYF, Inc.’s purpose: to create new opportunities for the city’s young people to learn, thrive and succeed. Cartwright also stated BCYF, Inc.’s status and responsibility as a nonprofit organization stewarding public funds.

Cartwright shared the meeting’s focus on a review of BCYF, Inc.’s Transition Period, and updates on several policies and processes that will make up BCYF, Inc.’s permanent infrastructure. She outlined the following items of the meeting agenda: a review of the previous two meetings’ minutes, a status report of the organization’s work and development through the Transition Period, an overview of BCYF, Inc.’s financial stewardship including a financial report, discussion of the permanent Board slate and permanent governance structure, and updates on the hiring process of BCYF, Inc.’s first employees.

II. Meeting Minutes from September 15th Board Meeting and November 10th Special Board Meeting – Dion Cartwright, Board Chair

Cartwright announced that the Board had received the draft of the meeting minutes from the September 15th Board meeting. She asked if there were any amendments or comments, and there were none.



Morris moved for approval of the minutes. Caldwell seconded the motion. The September 15, 2021 BCYF, Inc. Board meeting minutes were unanimously approved with no abstentions.

Cartwright then moved on to the November 10th Special Board meeting. She announced that the Board had received the draft of the meeting minutes from the November 10, 2021 Special Board meeting. She asked if there were any amendments or comments, and there were none.

Baez moved for approval of the minutes. Morris seconded the motion. The November 10th BCYF, Inc. Special Board meeting minutes were unanimously approved with no abstentions.

III. Overview of the Transition Period– Kera Ritter, Transition Manager and Dion Cartwright, Board Chair

Cartwright opened with a brief history of the Transition Period.

The ordinance that named BCYF, Inc. the permanent fiscal agent for the City’s Children and Youth Fund set a timeline for the term of the Transition Board of Directors of a maximum of 18 months, through December 2021. Over the past almost 17 months, the Transition Board and BCYF, Inc. consultant team have worked to build the organizational foundation and deliver grants and technical assistance to grassroots organizations across the City.

Cartwright thanked the Transition Board for their work in supporting BCYF, Inc., as a race equity-focused organization, which has deployed and committed over \$10 million in less than 17 months.

In that time, Cartwright stated, BCYF, Inc. has:

- supported over 70 grantees,
- established the Avis Ransom Institute for youth leadership development,
- launched a free community technical assistance series,
- redeveloped its website,
- started a regular community e-newsletter,
- adopted a race-equity framework to guide the organization,
- initiated the organization’s first audit,
- built the infrastructure for a quasi-public entity to comply with public requests and BCYF’s commitment to community accountability,
- identified and selected the initial permanent Board members through a public process



Within the next few weeks, BCYF, Inc. will also select a President of the organization to play an integral role in implementing the permanent infrastructure developed over the transition period. Cartwright then introduced Kera Ritter, Transition Manager, to provide a more in-depth view of the work of the transition period based on the four organizational goals that have guided BCYF, Inc.'s work. This review covered:

1. GOAL: Develop an infrastructure to carry out and support BCYF, Inc.'s mission, vision, and values as a black liberatory organization that advances opportunity for City youth and young adults, and supports the programs that serve them.
 - a. Systems and frameworks
 - i. Racial equity framework
 - ii. Evaluation and learning framework; logic model
 - iii. Youth development philosophy
 - iv. Strategic Investments Strategy
 - v. Grants management system
 - vi. Hiring and benefits management systems
 - vii. Financial management system
 - viii. Communications infrastructure
 - b. Processes
 - i. Grantmaking
 - ii. Operations
 - iii. Communications
 - iv. Community Engagement
 - c. Policies
 - i. HR
 - ii. Financial
 - iii. Communications
 - iv. Conflict of Interest
 - d. People
 - i. Executive team job descriptions and talent search
 - ii. Consultant team
 - iii. Board



2. GOAL: Develop a board and board infrastructure prepared and able to govern such an institution, with inter-generational leadership, and accountable to the public.
 - a. Transition Board's Work
 - i. The Transition Board worked in 3 standing committees and ad hoc committees to ensure the policies and frameworks for the organization are aligned to BCYF, Inc.'s values.
 - ii. Supported and advanced the development of community engagement, financial stewardship, race equity and youth-centered approaches, and the development of a strategic investment strategy.
 - b. Permanent Board selection process
 - i. The Transition Board participated and interviewed applicants from an open call for applications and tonight will announce the permanent Board slate that will be a part of the City Council hearing for the public to hear from the permanent members of the Board.
 - c. Youth pipeline for Board service
 - i. The Transition Board contributed to the framing of the youth development approach and the launch of the Avis Ransom Institute as the pipeline for youth Board leadership and leadership across the City.
3. GOAL: Set clear direction for BCYF, Inc. Programming and a road map for the foreseeable future that incorporates our investment strategies and capacity-building approaches.
 - a. Grassroots Fund
 - b. Innovation Fund
 - c. Aligned Grantmaking
 - d. President's Fund
 - e. Technical Assistance
4. GOAL: Offer a shared learning environment for grantees, funders, nongrantees, staff and the community-at-large that supports equitable philosophies and practices.
 - a. Community Technical Assistance
 - b. Culture of Learning
 - c. Casemaking

IV. BCYF, Inc. as an Accountable Race-Equity Focused Organization –

Mindelyn Anderson, Research and Evaluation Consultant

Cartwright stated that being a race-equity focused organization is key value of BCYF, Inc. and integral aspect of the organization's charge set by the ordinance. She recalled that in the Baltimore Children & Youth Fund, Inc.



September 15th, 2021 Board meeting the Board approved a race equity framework and called for the BCYF consultant team to further develop the framework, accountability mechanisms, and evaluation strategy and approach.

Cartwright introduced Mindelyn Anderson, BCYF, Inc.'s lead consultant for Evaluation and Learning, to provide an update on the development of the implementation plans and the adoption of a learning and evaluation framework that will guide BCYF, Inc.'s work.

Anderson reviewed the proposed framework for evaluation, which the Transition Board also received a copy of prior to the meeting.

Morris moved for approval of the evaluation framework. Allen seconded the motion. The BCYF, Inc. Evaluation Framework was unanimously approved with no abstentions.

V. Financial Stewardship – John Morris, Board Treasurer and
Dana Cole Moulden, Lead for Operations and Finance

A. Finance Report

Morris stated that BCYF, Inc. is continuing to be a good steward of public resources through its internal controls. He introduced Dana Cole Moulden, Lead for Operations and Finance to provide an overview of BCYF, Inc.'s finances.

Cole Moulden presented BCYF, Inc.'s Statement of Financial Position, and budget documentation for FY21 close and FY22.

B. Audit Update

Morris stated that BCYF, Inc. has moved forward with the selection of its auditor, SB & Company, beginning the first audit engagement. As a part of the audit engagement, SB & Company has also filed BCYF, Inc.'s first 990 with the IRS.



**VI. Permanent Governance Structure – Dion Cartwright, Board Chair and
Dorcas R. Gilmore, General Counsel**

Cartwright stated that the Board has reviewed the application and approval process for the permanent Board, and that she is providing more information about the permanent Board slate during this meeting. She announced the following people are part of the permanent BCYF, Inc. Board of Directors:

- a. 5 Current Transition Board members
 - Kirsten Allen
 - Catherine Benton-Jones
 - Jacqueline Caldwell
 - Dion Cartwright
 - John Morris
- b. 4 new Board members
 - Keiona Gorham
 - Lisa Molock
 - Marcus Pollock
 - Larry Simmons
- c. Youth Board members from the Avis Ransom Institute
 - 4-5 youth from the Avis Ransom Institute will be a part of the Board onboarding process and start their terms in January of 2022

Cartwright announced that the Board had received information on these candidates and agreed-upon Board consensus selection criteria. She asked if there were any questions or comments regarding the slate, and there were none.

Baez moved for approval of the slate. Caldwell seconded the motion. The BCYF, Inc. Permanent Board of Directors slate was unanimously approved with no abstentions.

Cartwright stated that the next step in this process will be for the public to have an opportunity to hear from the permanent Board slate in a City Council hearing. This hearing is scheduled for November 18, 2021, at 10 a.m.



VII. Hiring Update & Infrastructure to Support Hiring – Dana Cole Moulden, Lead for Operations and Finance

Cartwright thanked all the candidates, BCYF, Inc. consultant team, and the Board members who interviewed candidates. She stated that BCYF, Inc. received a lot of interest and engagement in the positions.

Cartwright introduced Dana Cole Moulden, Lead for Operations and Finance, to give an update on HR systems and hiring. Cole Moulden reviewed the draft Employee Handbook and discussed the major areas of leave options, contributions to employee medical expenses and retirement accounts, life and disability insurance coverages, and remote work.

Cole Moulden also updated the Board members on the hiring process for the President and the timeline for the hiring process.

VIII. Adjournment – Dion Cartwright, Board Chair

Cartwright adjourned the Board meeting at 8:29 p.m.

The next Board meeting will be on Wednesday, December 15th, 2021, at 6:00 p.m. via Zoom.

Julia Baez

Julia Baez (Dec 20, 2021 14:32 EST)

Julia Baez

Secretary