

Children's Hospital Foundation
Minutes- Special Board of Directors Meeting
Children's Hospital Foundation, Marshall Conference Room
901 N. Lincoln Blvd Oklahoma City, OK 73104
4:00 PM December 13, 2018

ATTENDEES: Anthony "Chip" Keating, Brooks Altshuler, Dan Boren, Justin Brown, Jeanetta Dobson, David Elder, , Hossein Farzaneh, Dr. Morris Gessouroun, Jon Hayes, Sue Homsey, Gene Hopper, Chay Kramer, Joe Lewallen, Kathy McCracken, Chris Meyers, Jason Nelson, Drew Neville, Ross Plourde, Leslie Rainbolt-Forbes, Marisa Records, Harrison Smith, Amy Spring, Jeff Starling.

Call to Order– Chip Keating

Board President Chip Keating, called the meeting to order. Mr. Keating acknowledged Drew Neville and thanked him for his efforts in preparing for this Special Meeting of the Board to discuss the Endowed Chair Program of Children's Hospital Foundation.

Report to the Board – Drew Neville

Drew Neville presented his report addressing the Endowed Chair Program at Children's Hospital Foundation. The discussion points were transmitted by email to the Board members prior to the meeting, and provided as printed materials. He mentioned he had met with 18-19 of our current chair holders and all of the board members prior to his report. He also reviewed OUMI and UHAT documents. He held a meeting with our strategic planning consultant, Gene Hopper and all of the Past Presidents.

Drew reported that there is a unanimous belief that a major issue for CHF is the state of the Endowed Chair Program. Also, a unanimous belief that CHF have a harmonious relationship with OUMI, OU, OUHSC, UHAT and to note that the use of the term "priority" is not a bright line of exclusion. That CHF will continue to be open to new fresh ideas and there is no intent to close the door on prior obligations.

Comments during and after the presentation included:

- Agree that recruiting a Vice Chair of Research Chair is key and the number one recommendation from the National Advisory Board
- The Vice Chair of Research could possibly also be someone who is recruited for one of the vacant chair positions
- Maintain focus and open communication among Board and Chair Holders
- Emphasis to be placed on a succession plan for the Section Chief of Hematology/Oncology and the recruiting of the vacant chairs in that section, along with emphasis on Genetics succession planning and Neonatology succession planning
- Emphasis on a CHF strategy be put in place
- Concerns regarding the lack of institutional support of research
- Recognize recruiting barriers, i.e., difficulty recruiting to Oklahoma, Oklahoma is a fly over state also in terms of what's happening in the overall research arena,
- Recognize OUMI's debt service challenge and that funding of research from OUMI will be slim for the foreseeable next five years
- Add support of research start up packages and salary support to our scope
- Continue to ask for state "owed" matching of \$6 million
- Spend more time with our endowed chair holders
- Spend more time with recruits and introduce them to more community people
- Keep integrity and keep what we have built

- Be in sync with OU/OUHSC not just OUMI. They are different.
- Gain more information about new chief of diabetes, Hamm Center, link, a great strength, form teams
- Organize around themes not sections
- Create more synergy with the researchers; groups
- Ad Hoc committee should make recommendations to board; board decides or donor if donor intent
- Our plan needs to coordinate with OUHSC Strategic Plan – do we have it?
- Add uses of CHF Resources to the CHF Strategic Plan
- Clarify that we will continue to support Education Chairs in addition to Research and Leadership Chairs – Define
- Clarify how Ad Hoc Committee will coordinate with OUMI and OU/OUHSC
- Determine need for written agreements
- LOTS OF WORK AHEAD!!!

Resolution – PREPARED BY Ross Plourde

Ross Plourde drafted a Resolution for the Board’s vote as follows.

Dan Boren made a motion to approve, Jason Nelson seconded and the motion passed.

RESOLUTION

WHEREAS few circumstances in the human experience more readily and more poignantly play upon the strings of one’s heart than the plight of an innocent, trusting child beset by disease, and we are dedicated to facilitating the alleviation of such suffering by raising money to fund research.

WHEREAS since its formation on September 6, 1984, Children’s Medical Research, Inc. (operating under the trade name Children’s Hospital Foundation, or “CHF,” since March 16, 1999) has sought to endow pediatric medical research and create a nationally recognized pediatric department within the Oklahoma University Medical System by supporting the recruitment and retention of the “best and the brightest” nationally recognized medical researchers.

WHEREAS in 1989 CHF, with funds raised from several donations and fundraising efforts, funded its first chair – the Hobbs-Recknagel Chair supporting research in the area of pediatric infectious diseases.

WHEREAS since 1989 CHF has raised over \$129,000,000 and endowed and funded 36 chairs, many with associated programs, supporting medical research in many diverse and important areas affecting the health of children in Oklahoma, the United States of America, and the world.

WHEREAS, although CHF has from time to time provided financial support for the care and treatment of children in Oklahoma in many and varied ways not strictly related to pediatric medical research and will continue to be open to any proposal that advances that cause, the principal and fundamental purpose of CHF is the promotion of pediatric medical research through the endowment of chairs and the financial support for the recruitment and retention of nationally recognized medical researchers.

WHEREAS it is the firm conviction of this board of directors that the fundamental and existential purpose of CHF is the support of pediatric medical research.

WHEREAS with the recent formation of OU Medicine, Inc. (“OUMI”), a non-profit 501(c)(3) entity and its role in operating the various University hospitals including Children’s Hospital, the fund raising landscape has changed dramatically and

positively for CHF, and it is the belief of this board of directors that discussions will be held with OUMI concerning a potential relationship with CHF.

WHEREAS in order to be in a position to engage in any meaningful discussions with OUMI or to otherwise further the mission of CHF with donors in the future, it is the belief and intent of this board of directors that CHF should determine its priorities and objectives on a go-forward basis in a manner that is most likely to result in the furtherance of CHF's goals and mission.

WHEREAS this board of directors desires to reaffirm the commitment of CHF to the support of pediatric medical research through the endowment of chairs and the financial support for the recruitment and retention of nationally recognized medical researchers.

NOW THEREFORE BE IT RESOLVED that the fundamental purpose and principal mission of CHF is the support for recruitment and retention of nationally recognized medical researchers through the use of endowment of chairs and related financial support therefor, not to the exclusion of other worthwhile projects that further the objective of the improvement of children's health and care in Oklahoma, but with the knowledge that the best use of CHF's limited resources is to commit those resources primarily to a single, well-defined purpose.

BE IT FURTHER RESOLVED that this board of directors hereby affirms as our main priority and objective our support of the endowed chair program and its current chair holders, and shall proceed with all due haste to study and analyze the current composition and configuration of the existing endowed chairs and determine how best to proceed to enhance and improve that program.

BE IT FURTHER RESOLVED that the board of directors supports and approves of the appointment of an ad hoc committee consisting of board members and others deemed necessary and beneficial to convene and analyze the issue and make recommendations to the board with respect to all aspects of the endowed chair program, including without limitation recruiting efforts and strategy, succession planning, and increasing, consolidating and realigning chairs, and legislative initiatives.

Approved and adopted by the Board of Directors of Children's Medical Research, Inc., d/b/a Children's Hospital Foundation this 13th day of December 2018.

No other business was brought before the Board and the meeting adjourned.

Respectfully submitted:

Kathy McCracken, Executive Director