

AGENDA
NJHSA Board of Directors
Monday, May 4, 2020; 12 Noon – 2pm EDT
Zoom Video Conference

- | | | | |
|-------------|---------------------------------------------------------|----------------------------|---------------------|
| I. | Welcome/Announcements/Approval of Officers | | 12 Noon EDT |
| a. | Introductions | Perry Ohren | |
| b. | Approval of Officers for FY 2020/21 | Paula Goldstein | |
| c. | D'var Torah | Perry Ohren | |
| II. | Approval of Consent Agenda | Judy Halper | 12:20 pm EDT |
| a. | Approval of Minutes of February 9, 2020 | | |
| b. | Resolution: Signatories | | |
| III. | CEO's Report | Reuben Rotman | 12:25 pm EDT |
| IV. | Board Operation and Administration | Judy Halper | 12:35 pm EDT |
| a. | Committees for 2020/21 | Judy Halper | |
| b. | Orientation for all Board Members | Susan Friedman | |
| c. | Board Campaign | Judy Halper | |
| d. | Board Responsibilities/Conflict of Interest Disclosures | Erik Lindauer | |
| V. | Committee Reports/Action Items | | 12:55 PM EDT |
| a. | 2020 Annual Conference | Judy Halper, Roselle Ungar | |
| b. | 2020 Executives Networking Forum | Lisa Loraine Smith | |
| c. | Advocacy Committee | Aviva Sufian | |
| d. | Budget and Finance Committee | David Marcu | |
| e. | International Taskforce | John Colborn | |
| f. | Membership Committee | Judy Halper | |
| VI. | Meeting Schedule & Adjournment | Judy Halper | 1:50 PM EDT |



**Report of the Nominating Sub-Committee
February 9, 2020
Proposed Slate for 2020/2021**

The following members of the Board of Directors of the Network of Jewish Human Service Agencies, are being recommended to assume positions as Officers for two-year terms ending May 2022:

| | |
|-----------------------|----------------------------------------------------------------------|
| Chair: | Judy Halper, CEO, JFCS Minneapolis, MN |
| Vice Chair: | John Colborn, COO, JEVS Human Services, Philadelphia, PA |
| Vice Chair: | Erik Lindauer, Of Counsel, Sullivan and Cromwell, New York City, NY |
| Treasurer: | David Marcu, CEO, Israel Elwyn, Jerusalem, Israel |
| Secretary: | Paula Goldstein, CEO, JFCS of Greater Philadelphia, Philadelphia, PA |
| Immediate Past Chair: | Perry Ohren, CEO, JFS Detroit, MI |

The following members of the Board of Directors of the Network of Jewish Human Service Agencies, whose terms are slated to end in May 2020, are being recommended for a new three-year term, ending May 2023:

John Colborn, COO, JEVS Human Services, Philadelphia, PA
Susan Friedman, Board Dynamics Consulting, West Orange, NJ
Robert Hyfler, Retired Jewish Communal Professional and Foundation Executive, Boynton Beach, FL
Erik Lindauer, Of Counsel, Sullivan & Cromwell, New York, NY
Jay Miller, President, J Square Developers, St. Petersburg, FL

The following individuals are being nominated for new membership on the Board of Directors with a three-year term, ending May 2023:

| <u>NAME:</u> | <u>AFFILIATION:</u> |
|--------------------|-------------------------------------------------|
| Joan Grayson Cohen | Executive Director, JCS Baltimore, MD |
| Kim Coulter | CEO, JVS Toronto, Ontario |
| Mark Hetfield | CEO, HIAS, Silver Spring, MD |
| Leonard Petlakh | Executive Director, Kings Bay Y, Brooklyn, NY |
| Kevin Rhein | Retired Executive, Wells Fargo, Minneapolis, MN |
| Roselle Ungar | Executive Director, JFS New Orleans, LA |

The Board of Directors expresses its grateful appreciation to the following members who are resigning from the Board: Claudia Finkel, Brian Prousky, Leah Rosenbaum, Fred Stock.

All other members of the Board of Directors not noted above are continuing to serve their respective terms.

Nominating Committee membership: Paula Goldstein, Chair, James Kahn, Leah Rosenbaum, Aviva Sufian
Ex-Officio: Perry Ohren.



| COMMITTEE: BOARD OF DIRECTORS | | MEETING MINUTES |
|-------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------|
| DATE/TIME: | Sunday, February 9, 2020; 9am-3pm EST; | |
| LOCATION: | Hyatt Place Hotel, St. Petersburg, Florida | |
| ATTENDEES: | Perry Ohren, Chair; Julie Chapnick, John Colborn, Sandy Danto, Susan Friedman, Paula Goldstein, Jordan Golin, Judy Halper, Michael Hopkins, Robert Hyfler, Stephan Kline, Erik Lindauer, Jay Miller, Lori Moss, Brian Prousky, Larry Reader, Andrea Steinberg. <u>Participating by phone:</u> Claudia Finkel, Jim Kahn, David Marcu, Leah Rosenbaum, Aviva Sufian. <u>Staff:</u> Reuben Rotman, Lisa Loraine Smith. <u>Guests:</u> Terri Balliet, Beth Ann Gemunder, Sheila Solomon Rudd. | |
| NOT PRESENT: | June Gutterman, Leslie Reis, Ray Silverstein, Fred Stock. | |
| QUORUM/CALL TO ORDER: | The meeting was called to order at 9am EST. A quorum was present. | |
| AGENDA: | <ol style="list-style-type: none"> 1) Approval of Minutes of November 4, 2019 2) Update: 2019 Board Campaign 3) Disclosures and Approval of Agenda 4) Meeting Dates: FY 2020/21 5) CEO's Report 6) CPO's Report 7) Review: 2019 Financial Statements 8) Advocacy Committee Report 9) Best Practices Committee Report 10) Canadian Agency Directors' Report 11) Governance Committee Report 12) Innovation Committee Report 13) Membership Committee Report 14) Nominating Sub-Committee Report 15) Lunch Presentations from Gulf Coast JFCS, Tampa JFS and Tampa Bay Job Links 16) 2019 Executives' Networking Forum/Plans for 2020 17) 2020 Annual Conference 18) Report on Board Self-Assessments 19) International Presence of NJHSA 20) Strategic Plan 21) Good and Welfare/Executive Session and Adjournment | |
| VOTES TAKEN / ELECTIONS/ACTIONS TAKEN/DECISIONS MADE | <ul style="list-style-type: none"> ○ A motion was made by Erik Lindauer, seconded by Paula Goldstein and unanimously approved to accept the minutes from the meeting of November 4, 2019. ○ A motion was made by Lori Moss, seconded by Larry Reader and unanimously approved to accept the agenda for the meeting. No conflicts were disclosed. ○ A motion was made by John Colborn, seconded by Susan Friedman and unanimously approved to accept the proposed US Public Policy Agenda for 2020, with the understanding that staff will add the concept of "anti-harassment" to the bullet related to "respectful workplaces". ○ A motion was made by Bob Hyfler, seconded by Jordan Golin and unanimously approved to accept the proposed Canadian Public Policy Agenda for 2020. ○ A motion (see attached sheet) was made by Stephan Kline, seconded by Susan Friedman and unanimously approved to delete the paragraph from the Network's Charter related to advocacy. | |

DATE/TIME:

Sunday, February 9, 2020; 9am-3pm EST;

- A motion (see attached sheet) was made by John Colborn, seconded by Sandy Danto and unanimously approved to accept the proposed revisions to the By-Laws related to the addition of other officer positions, as determined by the Board.
- A motion (see attached sheet) was made by Stephan Klein, seconded by Jay Miller and unanimously approved to accept the proposed revisions to the By-Laws related to the removal of member agencies as determined by the membership committee.
- A motion (see attached sheet) was made by Paula Goldstein, seconded by Brian Prousky and approved with one opposed (Leah Rosenbaum) related to the proposed revisions to the Governance and Nominating Committee, specifically related to the composition of the Board and noting the priority should be to nominate to the Board Executive level staff or lay leaders with strong knowledge of agencies.
- A motion (see attached sheet) was made by Erik Lindauer, seconded by Susan Friedman and approved with one opposed (Robert Hyfler) related to the proposed revisions to the Responsibilities of Board members.
- A (see attached sheet) motion was made by John Colborn and seconded by Larry Reader and unanimously approved to accept the proposed revisions to the Conflict of Interest Acknowledgement which is signed annually by each Board member. It is now agreed that the Responsibilities of Board Members will be attached to the Conflict of Interest Acknowledgement and Board Members will be asked to sign the combined document.
- A motion was made by Paula Goldstein, seconded by Lori Moss and unanimously approved to accept the slate of officers and Board Members for FY 2020/21, as proposed by the Nominating Sub-Committee.

KEY DEVELOPMENTS/DECISIONS
REPORTED:

Perry Ohren reported that the Board campaign for 2019 was quite successful, having raised \$43,757, an increase of over \$14,000 from the 2018 campaign.

Perry noted the schedule of Board meeting dates for FY 2020/21 and asked those present to note them in their calendars.

Reuben Rotman delivered a D'var Torah which acknowledged February as Jewish Disability Awareness Acceptance and Inclusion Month and he shared NJHSA's participation with this effort.

Reuben presented his CEO Report and in addition noted that a series of focus groups will be held to garner input from those who participated in the 2019 Executives' Networking Forum which addressed the topic of financial sustainability. He explained that NJHSA is exploring the possibility of sponsoring a cohort-based learning experience for those agencies interested in pursuing this topic further.

Reuben also noted that, at the request of the Jewish Federation of Greater Portland, he spent a week in Portland providing a consultation for the JFCS Portland. The consultation resulted in a written report and a series of meetings with various stakeholders. If requested again, Reuben did express the need to charge a fee for such an extended service.

Lisa Loraine Smith presented her CPO report and shared statistics demonstrating the level of engagement with the NJHSA sponsored Affinity Groups and webinars. She also noted fee for service offerings which NJHSA has sponsored (for tele-mental health certification and video development). Lisa's report noted a dramatic increase of over 300% when compared to engagement in 2018, and the participation of over 1200 unduplicated individuals, over the course of 81 separate Affinity Group meetings.

DATE/TIME:

Sunday, February 9, 2020; 9am-3pm EST;

David Marcu shared the preliminary financial results for the fiscal year of 2019 and explained that the Agency ended the year with a surplus, estimated to be in the range of \$90,000. Reuben explained that revenue results were higher than budgeted for several areas including conference registration and sponsorships, contributions and Federation allocations. He explained that despite the loss of the Legacy Heritage grant did not impact the bottom line as the agency able to make up the loss grant revenue with a new grant from the Weinberg Foundation. Reuben explained that the audit process will begin shortly, and the audit will be presented to the Board at its summer meeting in July 2020.

Aviva Sufian presented the proposed US 2020 Public Policy Agenda. In the discussion that followed it was agreed that NJHSA should provide some support for agencies to guide them in efforts to make best use of the Agenda. It was also suggested that NJHSA could convene those agencies that have established Advocacy Committees to share strategies, etc. Lastly, it was agreed that staff will edit the bullet related to "respectful workplaces" to also include the concept of "anti-harassment."

Andrea Steinberg reported that the Best Practices Committee is continuing to discuss its definition of "Best Practice" toward its goal of establishing an NJHSA Best Practices Registry. She explained that as an initial effort, NJHSA has been asked to submit a proposal to the Weinberg Foundation for funding to respond to their interest in having NJHSA compile Best Practice initiatives related to employment for Jewish community members with disabilities.

Brian Prousky presented the 2020 Canadian Public Policy Agenda, which was developed with support from CIJA. He also noted that the NJHSA Canadian entity is now dissolved and the separate bank account which NJHSA held in Canada has been closed. He reminded the Board that these actions were approved by the Board at its November 2019 meeting.

Erik Lindauer presented the following revisions to several governance documents, as proposed by the Governance Committee:

- It was agreed that the paragraph related to advocacy restrictions would be deleted from the Network's Charter and an updated Charter will be filed accordingly with the State of New York.
- By-Laws were revised to allow for additional officer positions as needed and to address formatting and other edits in keeping with updated practices and to provide additional context for removing an agency from NJHSA membership.
- The Governance and Nominating Sub-Committee Charter was revised to reflect the composition of Board members to note that when seeking member representation, the priority should be to nominate agency representatives who are Executive level staff or lay leadership with strong knowledge.
- The Responsibilities of the Board was updated to note its connection to the Conflict of Interest Acknowledgement.
- The Conflict of Interest Acknowledgement was also updated to incorporate the addition of the Responsibilities of the Board.

Reuben reported on behalf of Jerry Rubin, Chair of the Innovation Committee, that the participating agencies of the Intensive Incubation Program of the Jewish Poverty Challenge will be presenting their experiences at the Dallas conference. He also reported that the Recruitment and Retention Workgroup of the Innovation Committee will be meeting with a representative from Leading Edge to understand the findings from the past 3 years of NJHSA member agency participation in Leading Edge's Employee Engagement Survey. It is felt that these findings may help to

DATE/TIME:

Sunday, February 9, 2020; 9am-3pm EST;

identify some opportunities to respond to the Recruitment and Retention challenges experienced by Network member agencies.

Judy Halper reported that 3 agencies joined NJHSA in January (Cummings Centre in Montreal, JARC in Detroit and JFS of Northeastern NY in Albany). She also explained that discussions are underway with 6 other agencies. She reminded the Board of the new member recruitment incentive and noted that since the incentive was established in May, 7 new member agencies have joined NJHSA. Judy reported that the membership committee has decided to approve the membership application of Neshama: The National Association of Jewish Chaplains with the understanding that while it may appear unusual to accept another membership association as a member agency, more than half of the members of this association are actually employed as Chaplains by many NJHSA member agencies. Moving forward, NJHSA will be looking for ways to integrate this group into offerings at our conference and with its own Affinity Group. Lastly, Judy noted that the committee also approved a revision to the membership application for prospective member agencies which asks them to sign an Advocacy Endorsement noting their understanding of the advocacy efforts of NJHSA.

Paula Goldstein presented the slate of incoming officers and board members for FY 2020/21. The slate was unanimously approved.

DISCUSSION ITEMS OF INTEREST

- During lunch, the Board met with representatives of Gulf Coast JFCS, Tampa JFS and Tampa Bay Job Links. It was agreed that moving forward, effort should be made to invite representatives of local member agencies to meet with the Board in the cities where the Board is scheduled to meet.
- Lisa Loraine Smith shared an update on plans for the 2020 Executives' Networking Forum explaining that the Forum will be held at a new venue; Embassy Suites by Hilton Resort in Scottsdale from November 14-16, 2020.
- Judy Halper presented an update on the 2020 Annual Conference. She noted that \$47,000 in sponsorship commitments have been raised to date toward the budgeted goal of \$70,000. She explained that 3 Plenaries have been planned to highlight an issue of concern and to showcase the Network's response. She explained that 35 workshops will be held, and an evening reception will be held at the recently opened Dallas Holocaust Museum. She also reminded the Board that early bird registration will close on February 28th. She encouraged all to register and to be in touch with Karen Rosen with any registration questions.
- Susan Friedman and Paula Goldstein shared the findings of the 2019 board self-assessment survey and noted that increased efforts will be put forth to provide board education in the coming year.
- John Colborn announced the formation of a time-limited Taskforce to address the International presence of NJHSA. He thanked Julie Chapnick, Kim Coulter, Sandy Danto, Mark Hetfield, David Marcu and Jay Miller for joining him with this effort. He explained that this Taskforce will explore affiliations with European based associations which might have comparable programming efforts.
- Reuben Rotman presented an updated version of the Strategic Plan noting responsible parties and measurable impact for each recommendation. He explained that this document will be used to provide updates to the Board moving forward. Concerns were raised around the Mission Statement and the need for additional editing to tighten the Statement. It was agreed that staff will address this concern with the Strategic Planning Committee.
- Perry thanked those Board members who are leaving the Board for their service (Claudia Finkel, Brian Prousky, Leah Rosenbaum and Fred Stock). He also thanked June Gutterman and Jim Kahn who with the new slate will be ending

| COMMITTEE: BOARD OF DIRECTORS | | MEETING MINUTES |
|----------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------|
| DATE/TIME: | Sunday, February 9, 2020; 9am-3pm EST; | |
| | their terms as "Immediate Past Co-Chairs" and will assume lifetime positions on the Board as Past Chairs. The Board then adjourned into Executive Session. | |
| TASKS / ASSIGNMENTS / FOLLOW UP: | <ul style="list-style-type: none"> The Board was encouraged to register for the 2020 Annual Conference, scheduled for May 3-5 in Dallas. | |
| NEXT MEETING DATE / AGENDA | Next meeting date: Monday, May 4, 2020 Time 12:15 – 2:15 pm CST Location: The Fairmont Hotel, Dallas, Texas | |
| MINUTES TAKEN BY: | Judy Halper | |

GOVERNANCE RELATED BOARD RESOLUTIONS
ADOPTED AT FEBRUARY 9, 2020 BOARD MEETING

WHEREAS, the Governance Committee of the Network of Jewish Human Service Agencies, Inc., has met to review and discuss proposed technical corrections and other substantive amendments to the Network's Amended and Restated Certificate of Incorporation, By-laws, and Governance Committee and Nominating Subcommittee Charter, and

WHEREAS, at the request of the Network's Board, the Governance Committee has further reviewed and revised a proposed form of Board Responsibilities and Expectations reflecting principles to be reviewed, acknowledged and agreed to annually by members of the Network's Board, and

WHEREAS, the Nominating Subcommittee has issued its report identifying its recommended slate of nominees for officer and director positions for the Network's 2020/2021 fiscal year, and such report was approved by the full Governance Committee for presentation to the Board, and such report has been submitted for approval by the Network's Board,

NOW, THEREFORE, the Board has considered and adopted by the votes indicated below the following resolutions:

RESOLVED, that an amendment to delete Section 2(e) of the Network's Certificate of Incorporation in its entirety, and to appropriately renumber each subsequent sub paragraph thereof is approved by this Board and should be promptly filed as appropriate with the Office of the Secretary of State of the State of New York. (Adopted unanimously)

RESOLVED, that amendments to Article 5 the Network's By-laws relating to Officers of the Network in the form presented to the Board at this meeting are approved by the Board. (Adopted unanimously)

RESOLVED, that amendments to Article 3 the Network's By-laws relating to membership in the Network, as well as certain other ministerial or clerical corrections to such By-laws, all in the form presented to the Board at this meeting are approved by the Board. (Adopted unanimously)

RESOLVED, that an amendment to the Network's Governance Committee and Nominating Subcommittee Charter in the form presented to the Board at this meeting is approved by the Board. (Adopted, Leah Rosenbaum dissenting.)

RESOLVED, that the proposed form of Board Responsibilities and Expectations in the form presented to the Board at this meeting is approved and adopted by the Board. (Adopted, Robert Hyfler dissenting.)

RESOLVED, that the form of annual Conflict Acknowledgment and Disclosure Form in the form presented to the committee at this meeting is approved by the Board. (Adopted unanimously)

**Network of Jewish Human Service Agencies, Inc.
Authorized Bank Signature Resolution**

WHEREAS, following its election of current officers, the Network of Jewish Human Service Agencies, Inc., a corporation organized under the laws of the State of New York (the "Corporation") at a duly constituted meeting of its Board of Directors held on May 4, 2020 determined to grant signing and related banking authority to certain person(s) described hereunder.

RESOLVED, that the Board of Directors hereby authorizes and empowers any of the following two individuals, signing together, to make, execute, endorse and deliver in the name of and on behalf of the Corporation, any and all written instruments, agreements, documents, powers of attorney, transfers, assignments, contracts, obligations, certificates and other instruments of whatever nature entered into by this Corporation with PNC, National Association (the "Bank"), such authority to remain effective until actual notice of its amendment or revocation has been received by the Bank.

| <u>Name</u> | <u>Position</u> |
|---------------|-------------------------|
| Reuben Rotman | Chief Executive Officer |
| Judy Halper | Chair |
| John Colborn | Vice Chair |

Secretary's Certification

The undersigned certifies that she is the properly elected and qualified Secretary of the books and records of the Network of Jewish Human Service Agencies, Inc., a corporation organized pursuant to the laws of the state of New York (the "Corporation"), and that the meeting referenced above was held in accordance with state law and with the Bylaws of the above-named Corporation.

This resolution has been approved by the Board of Directors of The Network of Jewish Human Service Agencies, Inc. at such meeting on May 4, 2020.

I, as authorized by the Company, hereby certify and attest that all the information above is true and correct.

Paula Goldstein, Secretary

Date: May 4, 2020

NJHSA COVID-19 Response (as of 4/28/20)

Sponsored COVID-19 Series/Calls – see attached detailed summary report.

Established dedicated page on NJHSA website for resource sharing and transitioned e-newsletter to weekly circulation for the immediate period.

Secured participation of JFNA Research Department to Develop Survey to Capture Financial Impact

Presented to Jewish Funders Network membership– *Impact of COVID-19 on the Jewish Human Service Sector*

Provided extensive consultation to JFNA DC staff to facilitate advocacy efforts to support our agencies

- Flexibility for telephones to be included in telehealth coverage via Medicare/Medicaid
- Flexibility for congregate nutrition dollars to support home delivered meals through Older Americans Act funding
- Impact of Medicaid funded agencies being excluded from SBA Loans

Collaborated with JFNA DC office on sponsoring 3/26th presentation from ACL Deputy Commissioner on Aging, Edwin Walker

Following requests from agencies, collaborated with Association of Jewish Aging Services and JFNA to secure arrangements for bulk order purchasing of PPE for NJHSA and AJAS member agencies.

Ultimately, in the aggregate this consortium effort purchased over \$4m in PPE. Over 100 NJHSA member agencies purchased PPE through this effort. Also coordinated NJHSA participation in subsequent crowd funding campaign to help offset mark-up agencies paid in purchasing the products.

Collaborated with JPRO to launch 4-week support group series for Jewish communal professionals and additional series for those laid off or furloughed. Also working with workforce agencies to provide webinars to address job search process.

Collaborated with Kahal to support connection with NJHSA member agencies for mental health/vocational counseling services and virtual volunteer opportunities for study abroad students who course of study was abruptly ended.

Collaborated with Hillel International for comparable sets of services/connections.

Collaborated with Repair the World for connections for virtual volunteering with member agencies.

Collaborated with National Association of Jewish Chaplains to extend chaplaincy services to communities which do not currently have chaplains and to sponsor groups for Jewish communal professionals.

Represented NJHSA in a series of individual and group planning meetings with JFNA leadership which led to the establishment of *Jewish Continental Emergency Forum*. This will create (and already has) multiple opportunities for greater visibility for NJHSA and for partnership with other national Jewish organizations.

CEO's Report for NJHSA Board Meeting of May 4, 2020

This report covers the period of February 9, 2020 – May 4, 2020

Funding:

- NJHSA received a new grant of \$50,000 from the Harry & Jeanette Weinberg Foundation in support of its COVID-19 responses to support our Network.
- NJHSA also received payment of its Year Two grant of \$50,000 from the Weinberg Foundation in support of Year Two of the Network's Jewish Poverty Challenge.
- NJHSA has received a grant award of \$309,085 to serve as lead agency, in partnership with 7 NJHSA member agencies, from the JFNA Center for Advancing Holocaust Survivor Services, with funding from the US Administration on Community Living. The grant provides funding to utilize technology to address senior isolation. The proposed program will support homebound Holocaust survivors and will utilize livestream technology developed by Uniper Cares, a sponsor from the 2019 annual conference in Atlanta. Participating agencies: JFS Cincinnati, Blue Card, Kings Bay Y, JSSA, CJE SeniorLife, JFCS Philadelphia, JFCS of the Suncoast.
- NJHSA has been invited to submit a new proposal to the Weinberg Foundation to support the development of a compilation of Best Practice Employment Services for Persons with Disabilities, with a focus on the Jewish community.
- Allocation requests have been submitted to Federations and an addendum noting impact of COVID-19 was also sent.

Membership:

- Information meeting for NYC JCC's/Y's was held in September at the JCC Manhattan. Follow up continues to be underway with the 10 JCC's/Y's which participated.
- Recruitment incentive is well underway and has engaged 10 new member agencies since May 2019. Incentive provides providing one free NJHSA conference registration for successful referrals from current member agencies.
- Welcomed the following new member agencies since February 2020:
 - **Morse Life** (West Palm Beach) via Jenni Frumer, **Next Generations**
- Developed advocacy endorsement for inclusion on Membership Application.
- Developed proposal detailing terms of membership for Affiliate Members and for Supporting Members and also for Student Members

Board Committees:

Advocacy:

- Extensive advocacy efforts related to the various CARES act provisions and support for outreach on the SBA PPP loans.

Best Practice:

- Finalized NJHSA definition of Best Practice toward establishment of NJHSA Best Practices Registry.
- Consulted with Weinberg Foundation for potential funding of effort to compile best practice workforce initiatives to support persons with disabilities. Also engaged in companion effort with Corporation for a Skilled Workforce and with Source America.

Budget and Finance:

- Reviewed financial statements for period ending March 2020.

Innovation:

- The three selected communities of the *NJHSA Jewish Poverty Challenge* (JFS Columbus, JFS Detroit, JVS Human Services Detroit and Yad Ezra and JFCS Philadelphia) will be presenting their efforts in a virtual Plenary, now scheduled for June 16 at 1pm ET
- Secured support from Leading Edge to crunch data for NJHSA member agencies which participated in Leading Edge Employee Engagement Surveys. Data will inform planning process of Recruitment/Retention Work Group.

Nominating:

- Developed slate of officers and incoming board members for approval.

Strategic Planning:

- Updated Strategic Plan for Board review/approval to now include responsible parties for each recommendation, timelines and measurable impact.

COVID-19 Response:

- See attached detailed summary.



**Committee Staffing Assignments/Roles
FY 2020/21**

STANDING COMMITTEES:

Executive Committee (Judy Halper, Chair; Reuben Rotman, Staff): The Executive Committee shall consist of all the Officers and the immediate past chair (who serves as an Ex-Officio member). The Chair of the Board of Directors shall chair this committee. The Executive Committee shall perform such duties and take such action as may be necessary between meetings of the Board. It may perform any function of the Board not specifically reserved to the Board. In addition to the powers and duties given it herein, it shall have powers and duties as may from time to time be delegated it by the Board. In addition, the Executive Committee shall be responsible for evaluating, annually, the performance of the President/CEO and for the compensation policies of the **NETWORK**, the latter in consultation with the Finance Committee, and ultimate approval of the Board.

Audit Committee (Larry Reader, Chair; Reuben Rotman, Staff): The Audit Committee shall be composed of at least three individuals to be appointed by the Chair and ratified by the Board of Directors. The committee shall choose one of its members to chair the committee. Members of the committee may not serve as officers of the **NETWORK** during their service on the Audit Committee, nor may they serve on the Budget and Finance Committee. The Audit Committee shall oversee financial procedures, management practices and other relevant matters to ensure the proper and transparent functioning of the **NETWORK**. Should the **NETWORK** appoint an internal auditor, the Audit Committee shall supervise the auditor's work and approve, in advance, the work plan. The Audit Committee shall provide a report at least once per year to the Board of Directors, and should the Audit Committee deem appropriate, the membership.

Budget and Finance Committee (David Marcu, Chair; Reuben Rotman, Staff): The Budget and Finance Committee shall consist of not fewer than five members of the Board of Directors and/or other individuals that the Board Chair wishes to have serve. The Chair of the Finance Committee shall be the Treasurer. Should the Treasurer not be able to participate in any given meeting of the committee, he/she may appoint another member to chair the committee. The Finance Committee shall approve the **NETWORK** budget, audited financial reports and any other significant financial documents prior to them being reviewed by the Board for approval.

Governance Committee (Erik Lindauer, Chair; Reuben Rotman, Staff): The Governance Committee shall consist of not fewer than five members of the Board of Directors, and at least two members of such Committee shall be either an officer or Past Board Chair of the **NETWORK**. The Committee makes recommendations regarding the governing structure and/or bylaws of the **NETWORK**. The **Nominating Sub-Committee (Paula Goldstein, Chair; Reuben Rotman, Staff)** is established as a subcommittee of the Governance Committee. The Nominating Sub-Committee is responsible for presenting a slate to include all Directors to be elected at the next annual meeting of the members. The Nominating Sub-Committee shall also present a slate of officers to be recommended to the Board at the next meeting during which

any officer's term is to expire. **Board Education Sub-Committee (Susan Friedman, Chair; Reuben Rotman, Staff)** provides for the onboarding and ongoing education needs of the Board.

Human Resources Committee (Judy Halper, Chair; Reuben Rotman, Staff): In consultation with the President/CEO and the Board, the Board Co-Chairs shall appoint committee members and the chair thereof. The Committee shall be responsible for the review of all matters pertaining to the **NETWORK** personnel, including the development and updating of the **NETWORK** Employee Handbook and any policies and procedures which may impact and benefit personnel, including employee benefits, staff training and related matters. The Committee shall advise the President/CEO, who has responsibility for the hiring/firing and probationary status of NJHSA employees. The Committee also annually reviews the salary and related benefit recommendations for administrative and program personnel. For the 2020/211 program year, the functions of the Human Resources Committee have been absorbed by the Executive Committee.

Membership Committee (Paula Goldstein, Chair; Karen Rosen, Staff): In consultation with the President/CEO and the Board, the Board Co-Chairs shall appoint committee members and the chair thereof. The Membership Committee will develop and implement policies and procedures related to member agencies of the **NETWORK**, including the establishment of a dues policy, criteria for membership, the evaluation of membership applications, requests for dues relief as well as outreach plans and incentives to support existing member agencies and to engage new agencies.

PROGRAM COMMITTEES:

November 2020 Executives' Networking Forum Committee (Carl Josehart and Karen Mozenter, Co-Chairs; Lisa Loraine Smith, Staff): This committee is responsible for the planning, marketing and evaluation of the November 2019 Executives' Networking Forum, scheduled for November 14-16, 2020 in Scottsdale, Arizona.

2021 Annual Conference Committee (Sandra Braham and John Colborn, Co-Chairs; Lisa Smith, Staff): This committee is responsible for the planning, marketing and evaluation of the 2021 Annual Conference (scheduled for April 18-20 in Minneapolis, MN).

Advocacy (Aviva Sufian, Chair; Darcy Hirsh, Staff): This committee is concerned with the Advocacy Pillar of the NETWORK. The committee plans, implements, monitors and evaluates advocacy initiatives of the NETWORK and supports the advocacy efforts of its member agencies. This committee coordinates its efforts with the Jewish Federations of North America Washington Office and incorporates the concerns of NETWORK Canadian, Israeli and other international member agencies, as needed. This committee considers coalition efforts which could strengthen the advocacy initiatives of the NETWORK.

Best Practices (Andrea Steinberg, Chair; Reuben Rotman, Staff): This committee is concerned with the Best Practices Pillar of the NETWORK. This committee plans, implements and monitors the delivery of best practice initiatives which could support the services provided by NETWORK member agencies.

Development (Judy Halper, Chair; Reuben Rotman, Staff): This committee is responsible for developing and administering the annual fundraising efforts to support NETWORK operations, including its annual campaign and appeals for sponsorship of NETWORK sponsored conferences.

Grants and Opportunities Committee (Susan Friedman and Robert Hyfler, Co-chairs; Reuben Rotman, Staff): This committee serves in an advisory capacity to the CEO and helps to facilitate administration of Network sponsored grants and other opportunities (i.e. access to consultant resources) for Network member agencies. Committee members are engaged in the development of Grant/Opportunities RFP's, the review of agency submissions, progress reports and any related materials. Additionally, the Committee identifies training or technical assistance needs in the Grants/Opportunities arena, with the goal of strengthening Member agency submissions and maximizing the impact of Network sponsored opportunities.

Lay Leadership (Jay Miller, Chair; Reuben Rotman, Staff): This committee develops and evaluates targeted program efforts to address the needs of lay leadership of Member Agencies.

Innovation (Jerry Rubin, Chair; Reuben Rotman, Staff): This committee is concerned with the Innovation Pillar of the NETWORK. This committee seeks opportunities to bring innovative resources to the member agencies of the NETWORK and monitors and evaluates the efforts the NETWORK's Center for Innovation and Research.

Services (Lori Moss, Chair; Karen Rosen, Staff): This committee is concerned with the Partnership/Services Pillar of the NETWORK. This committee monitors, evaluates and considers new opportunities for services offered by the NETWORK and considers opportunities for services that are revenue generating.

NETWORK OF JEWISH HUMAN SERVICE AGENCIES, INC.

Annual Acknowledgment and Disclosure Statement

The Conflict of Interest and Related Party Transaction Policy (the "Policy") of the Network of Jewish Human Service Agencies, Inc. (the "Network") is designed to assist directors, officers and key employees of the Network in meeting their ongoing responsibility to disclose any direct or indirect personal interest that may create a conflict of interest. In addition, the Network has adopted a Statement of Board Responsibilities and Expectations relating to membership on the Network's board.

Please complete this Acknowledgement and Disclosure Statement and return the signed statements to the secretary.

Acknowledgment

I hereby acknowledge that I have received a copy of the Policy and that I have read it and understand it. I hereby agree to abide by and comply with the procedures contained in the Policy. I understand that the Network is charitable and to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes. The information set forth in the Disclosure Statement below is correct and complete to the best of my knowledge. During the time I am a director, officer or key person or other Covered Person of the Network, I agree to promptly report any future personal interest or circumstance that is required to be disclosed under the Policy.

If a Network director: I also hereby acknowledge that I have received, reviewed, understand and agree to the principles reflected in the Network's Statement of Board Responsibilities and Expectations.

Disclosure Statement

- (1) All entities in which I or, to the best of my knowledge, a relative or any Other Related Party (as defined in the Policy) related to me holds a position as director, trustee, officer, owner (either as a sole proprietor or partner), member, or employee and with which the Network has a relationship¹:

_____ None.

_____ See information listed below

(list name of Relative or other Related Party (if relevant), name of entity and position held)

¹ The relationship of any director to a Member Agency which they represent does not need to be disclosed in response to this question.

- (2) All entities that have entered or, to the best of my knowledge, may enter into a transaction, agreement or other arrangement with the Network and in which I or, to the best of my knowledge, a relative or any Other Related Party has a direct or indirect personal interest and the nature thereof:

_____ None.

_____ See information listed below

(list name of relative or Other Related Party (if relevant), name of entity and nature of interest)

- (3) Any transaction in which the Network is a participant and in which I may have, or appear to have, a conflicting interest:

Dated:

Name:

Signature:

NETWORK OF JEWISH HUMAN SERVICE AGENCIES, INC.

Conflict of Interest and Related Party Transaction Policy

I. PURPOSE

The Network of Jewish Human Service Agencies (the "Network") is committed to the maintenance of the highest ethical standards. Directors, officers and staff of the Network owe it a duty of loyalty and must act in with reasonable care and in good faith toward the Network and in the Network's best interests, rather than in their own interests or the interests of another entity or person, and must comply with applicable legal requirements. It should be noted that the Network's concerns extend beyond whether a particular action is technically lawful. Of equal importance to the organization is whether a particular action could be viewed by the Network's members or the public as improper, unethical or inappropriate.

The purpose of this Conflict of Interest and Related Party Transaction Policy (this "Policy") is to outline procedures for monitoring, reporting, review and oversight of, and review, approval or ratification of any action taken in connection with, conflicts of interest and related party transactions.

II. APPLICABILITY

This Policy applies to any person who is:

1. A director of the Network;
2. An officer of the Network;
3. A "key person" (as defined below) of the Network or any other person who exercises the powers of a trustee/director, officer or key person of the Network;
4. and any other employee, volunteer (including all Network committee members), independent contractor of, or substantial contributor to, the Network,

(each, a "Covered Person").

This Policy also applies to transactions or arrangements with an "Other Related Party" (as defined below).

A "key person" is a person, other than a director or officer, whether or not an employee of a corporation who (i) has responsibilities, or exercises powers or influence over the corporation as a whole similar to the responsibilities, powers, or influence of directors and officers; (ii) manages the corporation, or a segment of the corporation that represents a substantial portion of the activities, assets, income or expenses of the corporation; or (iii) alone or with others controls or determines a substantial portion of the corporation's capital expenditures or operating budget, in accordance with applicable IRS rule.

An "Other Related Party" is a "relative" (as defined below) of a Covered Person or an entity in which a Covered Person or relative of a Covered Person has a 35% or greater ownership or beneficial interest or, in the case of a partnership or professional corporation, a direct or indirect ownership interest in excess of 5%.

A "relative" is a (i) spouse or domestic partner (as defined in Section 2994(a) of the New York Public Health Law); (ii) ancestor, child (whether natural or adopted), grandchild, great-grandchild, sibling (whether whole- or half-blood); or (iii) spouse or domestic partner of a child (whether natural or adopted), grandchild, great- grandchild or sibling (whether whole- or half-blood).

III. SPECIFIC RULES OF CONDUCT

- (a) No Director or committee members shall receive a salary or fee for their services on the Board, as an officer, or as a committee member.
- (b) No Covered Person may directly or indirectly accept any gift, payment, service or special privilege, or other favors from any person or business organization that does or seeks to do business with the Network except in compliance with the Network's Gift Acceptance Policy.
- (c) No Covered Person shall use confidential or proprietary information obtained as a Covered Person for personal gain.
- (d) No relative of any Director or Key Person may be employed or retained by the Network except with approval of the Board granted in compliance with the requirements of this policy.

IV. CONFLICTS OF INTEREST

A conflict of interest arises whenever the interests of the Network come into conflict with a financial or personal interest of a Covered Person, or otherwise whenever a Covered Person's personal or financial interest could be reasonably viewed as affecting his or her objectivity or independence in fulfilling their duties to the Network.

While it is not possible to describe or anticipate all the circumstances that might involve a conflict of interest, a conflict of interest typically arises whenever a Covered Person or Other Related Party has (directly or indirectly):

- 1. a direct or indirect interest (financial or otherwise) in a transaction, agreement or any other arrangement and in which the Network participates;
- 2. a compensation arrangement or other interest in a transaction with the Network;
- 3. a compensation arrangement or other interest in or affiliation with any entity or individual that: (i) sells goods or services to, or purchases goods or services from, the Network; (ii) competes with the Network; or (iii) the Network has, or is negotiating, or contemplating negotiating, any other transaction or arrangement with;

4. the ability to use his or her position, or confidential information or the assets of the Network, to his or her (or an affiliated party's or relative's) personal advantage or for an improper or illegal purpose;
5. solicited or accepted any gift, entertainment, or other favor where such gift might create the appearance of influence on the Covered Person (other than gifts of nominal value, which are clearly tokens of respect and friendship unrelated to any particular transaction and otherwise acceptable in accordance with the Network's Gift Acceptance Policy);
6. acquired any property or other rights in which the Network has, or the Covered Person or Other Related Party knows or has reason to believe at the time of acquisition that the Network is likely to have, an interest;
7. an opportunity related to the activities of the Network, unless the Board or the Executive Committee thereof has made an informed decision that the Network will not pursue that opportunity;
8. been indebted to the Network, other than for amounts due for ordinary travel and expense advances; or
9. any other circumstance that may, in fact or in appearance, make it difficult for the Covered Person to exercise independent, objective judgment or otherwise perform effectively.

V. OTHER CIRCUMSTANCES THAT MAY CONFLICT WITH DISINTERESTED ACTIONS

In addition to conflicts of interest of the type described above, Directors and other Covered Persons may also have other relationships or engage in transactions, while not constituting a clear conflict of interest, may suggest they cannot act in a disinterested manner that is fully consistent with their fiduciary obligations to the Network. It is incumbent on every Director and other Covered Persons to remain sensitive to this potential risk, and to make appropriate disclosures, and take such other steps (including, for example, recusal from Board or committee discussion of the relevant issue) as are reasonably appropriate to maintain appropriate disinterestedness of the debate and decision process.

For example, Directors and other Covered Persons may also serve as directors, officers or employees of other not-for-profit organizations whose activities in some circumstances may be seen to compete with, or otherwise impact, the Network's fund raising, education, public advocacy or other programs and services. Where such circumstances exist, even where no actual conflict of interest (as outlined above) may exist, it is incumbent upon the affected individual to make reasonable disclosure of the circumstances, and to conduct him or herself with respect to the matter involved in such a manner as would be consistent with best interests of the Network.

The Network's By-laws require that at all times more than fifty percent of its directors shall be directors or employees of Agency Members. Many issues considered by the Board in the normal course of its work and obligations will necessarily have both indirect and direct impacts on its Members generally. The mere status of a Board member as a director or employee of an Agency Member shall not itself be deemed to conflict with the director's disinterestedness on any matter.

However, it is expected that all directors of the Network (including those who serve as employees or directors of Member Agencies), when acting in that capacity, will do so in light of their fiduciary

obligation to the Network, and not as an agent or in the specific interests of their Member Agency or, if they cannot do so, will recuse themselves from participation in any discussion or debate of the matter being considered. It is the policy of the Network to avoid the appearance of any *unique or specific benefit* in favor of any Member Agency being created or permitted to exist by virtue of the presence of an employee or director of such Member Agency serving as a member of the Network Board or any committee thereof. To avoid any implication to the contrary, no Member Agency director may participate in any discussion of, or vote on, the award of any grant or other benefit to, discipline or sanction of, its own agency by either the Board or any committee thereof.

VI. CONFLICT OF INTEREST DISCLOSURE AND QUESTIONNAIRE

Each Covered Person required to disclose in good faith and in writing to the Board or the Executive Committee all material facts related to conflicts of interest (including those that implicate an Other Related Party but not a Covered Person) (including the nature of your or the Other Related Party's interest and information about any proposed transaction or other arrangement). Such disclosures shall be sent in writing (or by electronic mail) as follows:

Network of Jewish Human Service Agencies, Inc.
50 Eisenhower Drive, Suite 100
Paramus, NJ. 07652
Attention: Board Chair and Chief Executive Officer
Email: rotman@networkjhsa.org and pohren@jfsdetroit.org

Disclosures should be made in advance, before any action is taken on the matter. Conflict identification and analysis can be difficult and, therefore, all Covered Persons are at all times expected to err on the side of caution and disclose all instances where a conflict of interest or the appearance of a conflict exists, even if you do not believe that there is an actual conflict.

Each current director, officer and key person of the Network, as well as nominees for election as director (prior to his or her initial election), must submit to the Secretary of the Network or a designated compliance officer at least once per year (and updated as appropriate) a questionnaire substantially in the form of the Appendix to this Policy. The Network's Secretary shall provide copies of all completed statements to the Board Chair.

VII. REVIEW, APPROVAL AND RATIFICATION

The Executive Committee or the Board will review all conflicts of interest and related party transactions and determine whether to approve or ratify any such matters; however, a transaction with a related party may proceed without such review if the transaction: (i) is of limited monetary value; (ii) would not usually be reviewed by the Board in the ordinary course of business and is available to others on the same or similar terms; or (iii) provides a charitable benefit to a member of a charitable class where the benefit is available to others on similar terms. The underlying matter may be approved by the Board or Executive Committee, as the case may be, if it determines that such matter, under the terms and within the circumstances and conditions presented, is fair, reasonable, and in the best interests of the Network at the time of such determination. In making its determination, the following will be considered, without limitation:

1. Alternative or comparable transactions to the extent available;

2. The Network's mission and resources;
3. The possibility of creating an appearance of impropriety that might impair the confidence in, or the reputation of, the Network (even if there is no actual conflict or wrongdoing); and
4. Whether the conflict may result in any private inurement, excess benefit transaction or impermissible private benefit under laws applicable to tax-exempt organizations.

When considering the comparability of transactions, the following may be considered: (i) fees paid by similarly situated organizations, both exempt and non-exempt; (ii) the availability of similar products or services within the same geographic area; (iii) survey or other data compiled by independent firms; or (iv) written offers from similar institutions competing for the same person's products or services.

Unless provided otherwise in the Network's By-laws or the Executive Committee's charter, as the case may be, a majority of the members of the Board or Executive Committee, as the case may be, shall constitute a quorum for a meeting and the affirmative vote of a majority of member present at a meeting at which a quorum is present shall constitute the action of the Board or Executive Committee with respect to any matter that is the subject of this Policy.

Persons with an interest in any matter under review by the Board or Executive Committee are not permitted to be present at or participate in any deliberations or voting with respect to the matter giving rise to the potential conflict, and must not attempt to influence improperly the deliberation or voting on such matter. In appropriate circumstances, any such person may be called upon to provide information relevant to the determination prior to the commencement of deliberations or voting related thereto. Notwithstanding the foregoing, a director with an interest in a matter under review shall be deemed to be present at the meeting for purposes of determining whether a quorum is present.

In the event the Network and/or a Covered Person in error enters into or otherwise participates in a conflict of interest transaction that requires pre-approval pursuant to this Policy, such transaction shall promptly upon discovery of such error be presented for review and the Board or Executive Committee shall in accordance with the procedures prescribed by applicable law consider whether to (i) ratify such transaction; (ii) direct the rescission or modification of the transaction (if possible to do so); (iii) take any disciplinary action; and/or (iv) make changes to the Network's controls and procedures in connection with such error.

VIII. RECORDS

The minutes of the Board or Executive Committee, as the case may be, meeting during which a potential or actual conflict of interest is disclosed or discussed shall be documented contemporaneously with the meeting and reflect the name of the interested Covered Person, the nature of the conflict, and details of the deliberations of the disinterested directors (such as documents reviewed, any alternatives or comparable transactions considered, comparative costs or bids, market value information and other factors considered in deliberations) and the resolution of the conflict including any ongoing procedures to manage any conflict that was approved. The interested person shall only be informed of the final decision and not of particular directors' positions or how they voted. In addition, certain related party transactions are required to be disclosed in the notes to the Network's audited financial statements and its annual federal tax filing

on Form 990.

IX. COMPLIANCE

If the Board or Executive Committee has reasonable cause to believe that a Covered Person has failed to comply with this Policy, it may make such further investigation as may be warranted in the circumstances and if it determines that a Covered Person has failed to comply with this Policy, it shall take appropriate action which may include, in the case of directors and officers, removal of the Covered Person from the board or from office or, in the case of key persons or others, termination of employment with the Network or an affiliate.

X. POLICY ADOPTION AND OVERSIGHT

The Board is responsible for providing oversight of the adoption and implementation of, and compliance with this Policy.

This Conflict of Interest and Related Party Transaction Policy was adopted by the Board July 28, 2019 and amended on February 9, 2020.

Board Responsibilities and Expectations Network of Jewish Human Service Agencies, Inc.

GENERAL PRINCIPLES:

Board Members: Members of the board of the Network of Jewish Human Service Agencies, Inc. (NJHSA), understand and acknowledge that in that capacity they are responsible, collectively with their fellow board members, for effective governance of fiscally sound programs as well as the strategic directions of the organization. To that end, members of the Board understand these responsibilities require that they assist NJHSA to achieve its mission and reach its vision, as well as to understand the values of NJHSA and use them in their decision making.

NJHSA: NJHSA acknowledges confirms that it is responsible to members of its Board to provide information, support and feedback necessary to permit them to fulfill their responsibilities, individually and collectively with other Board members, and the Network is committed to conduct its affairs in a manner consistent with such responsibility.

RESPONSIBILITIES OF BOARD MEMBERS TO NJHSA:

1. Act in accordance with bylaws, policies and operating principles outlined in the Board Manual.
2. Meaningfully participate in establishing and overseeing NJHSA'S policies and programs.
3. Prepare for and attend (preferably in person, but when necessary by telephonic or other electronic means) a minimum of 75% of regular and special board meetings and actively participate in proceedings, using fair, independent judgment and due care in conducting the business of NJHSA.
4. Serve on at least one committee and participate in person or through teleconference in all regular committee meetings and actively contribute to the work of the committee.
5. Be accessible, at least by phone or e-mail, to consult with staff and other board members as needed.
6. Understand that an individual Board member's direct management responsibility is limited to the selection and supervision of the chief executive.
7. Encourage and support staff, but avoid any interactions with staff that might be construed as supervisory or conflicting with the CEO's key areas of responsibility.
8. Be familiar with and approve NJHSA's budget.
9. Avoid all direct or indirect political campaign intervention (such as supporting or opposing candidates for public office) in the name of, or in a manner that implies the involvement of, NJHSA.
10. Participate in Board member orientation and ongoing board training and education to learn about NJHSA, clearly comprehend NJHSA financial reports and other NJHSA documents, and keep up-to-date on NJHSA programs, finances, and management.

11. Directly contribute to the financial well-being of NJHSA by making a meaningful financial contribution to NJHSA each calendar year and by attending NJHSA's conferences and trainings, through outreach to potential membership, vendors and funders for financial and in-kind support of NJHSA.
12. Share resources and talents with the organization, including expertise and professional and financial contacts.
13. Actively promote NJHSA, interpreting the organization's work and values to the community and values and serving as a representative when called upon to do so.
14. Interpret and communicate constituencies needs and values to the NJHSA, speak out on their behalf, serving as an advocate for them within the organization.
15. Promote and support NJHSA within their circles of influence — personal, business, faith, civic, etc.
16. Fulfill commitments within agreed-upon deadlines.
17. Maintain and promote high ethical standards including good-faith board decision making and avoiding an actual or perceived conflict of interest with other activities, interests, and/or organizations with which they may be involved.
18. Observe the organization's conflict-of-interest policy in letter and spirit, taking care to consult promptly and, as appropriate, disclose and appropriately address any conflicts that may arise in the course of their business or association with NJHSA.
19. Act with requisite care and loyalty and serve the interests of NJHSA notwithstanding any personal interests or those of any member Agency with which they are associated, or in any circumstance in which they are unable to do so, recuse themselves in accordance with the conflict-of-interest policy.
20. Maintain the confidentiality of the private information of the organization, staff, member agencies, and other board members in accordance with NJHSA's confidentiality policy and applicable law.
21. Encourage and support an atmosphere of respectful, diverse and candid dialogue within the Board, encouraging articulation of good faith questions, concerns, and minority, dissenting or otherwise unpopular views within deliberations of the Board, helping to ensure that decisions have the benefit of the full diversity of views that may exist among its members.
22. Immediately notify the board chair in the event, for any reason, they are no longer able to effectively fulfill their duties and responsibilities, and work with staff and with the board chair to transfer them to others.

NJHSA'S RESPONSIBILITIES TO ITS BOARD MEMBERS:

1. Provide a comprehensive Board Orientation for all new Board members in which all current Board members will be encouraged to participate.
2. Offer ongoing Board training and education including appropriate staff and experts available at Board or committee meetings to discuss program and policy, goals, and objectives.

3. Develop and regularly update a Board Manual (available both in hard copy and electronic form) and, in connection therewith, maintain a dedicated Board portal on the NJHSA website.
4. Assure that the CEO, staff and others on the Board will respond in a straightforward and thorough fashion to any questions individual members feel are necessary to carry out their fiscal, legal, or moral responsibilities to NJHSA.
5. Schedule focused strategic planning (every 3-5 years) that will directly and effectively engage the Board in its organizational planning and policy development role.
6. Deliver timely financial reports and such other financial information that may be necessary to enable the Board to review and oversee NJHSA'S financial controls, operations and position.
7. Give ample and effective notice for all Board and committee meetings with the provision of teleconference options for those unable to attend meetings in person.
8. Conduct all Board meetings in a manner consistent with accepted rules of order.
9. Provide prompt drafts of all Board and committee meeting minutes and circulate proposed agendas and supporting materials for such meetings in advance (and, in the absence of special and unavoidable circumstances) at least one week prior to any Board or committee meeting.
10. To the extent permitted by law, provide and maintain indemnification from liability for a Board member's reasonable and necessary actions.
11. Maintain D&O and E&O insurance that is adequate as to both amount and coverage to protect members of the Board, employees and NJHSA itself from the risks customarily covered thereby.

The foregoing responsibilities and expectations shall be reviewed and acknowledged by each NJHSA officer and other member of the Board in connection with their annual Network Conflict Policy review, acknowledgement and disclosure.

These Board Responsibilities and Expectations have been adopted by the Board on February 9, 2020.

Network for Jewish Human Services Agency
Statement of Revenues and Expenditures
From 1/1/2020 Through 3/31/2020

| | <u>YTD Actual</u> |
|-------------------------------------|--------------------------|
| <u>Operating Revenue</u> | |
| Grant Revenue | |
| Grants Other Agencies | <u>300,001.00</u> |
| Total Grant Revenue | 300,001.00 |
| Dues Revenue | |
| Membership Dues | 570,284.93 |
| Canadian Agency Dues | <u>46,738.00</u> |
| Total Dues Revenue | 617,022.93 |
| Executive Conference | |
| Executive Conference | <u>0.00</u> |
| Total Executive Conference | 0.00 |
| Annual Conference | |
| Annual Conference | 0.00 |
| Sponsorship | <u>48,500.00</u> |
| Total Annual Conference | 48,500.00 |
| Regional Meetings | |
| Special Programs/Meetings | <u>0.00</u> |
| Total Regional Meetings | 0.00 |
| Board & Committee | |
| Board & Committee | <u>3,884.15</u> |
| Total Board & Committee | 3,884.15 |
| Allocation Revenue | |
| Other Federation Allocations | <u>6,342.95</u> |
| Total Allocation Revenue | 6,342.95 |
| Other Income | |
| Contributions | 22,976.40 |
| Income - Misc. | 327.50 |
| Unrealized Gain/Loss on Investments | (15,003.19) |
| Investment Income | <u>672.91</u> |
| Total Other Income | <u>8,973.62</u> |
| Total Operating Revenue | <u>984,724.65</u> |

Operating Expenditures

| | |
|-----------------------------|---------------|
| Personnel Expenses | |
| Salaries | 119,985.96 |
| FICA Taxes | 8,782.88 |
| NJ Unemployment Taxes | 2,427.95 |
| PA Unemployment | 866.85 |
| MD Unemployment | 24.74 |
| Employee Insurance Benefits | 8,987.46 |
| Retirement | 10,201.06 |
| Payroll Processing Fees | <u>992.01</u> |
| Total Personnel Expenses | 152,268.91 |
| Professional Fees | |
| Audit and Legal Expenses | 7,200.00 |
| Consultation Expenses | 18,582.23 |
| Contractual Accounting Fees | 11,250.00 |
| MIS Fees | 5,941.93 |

Network for Jewish Human Services Agency
Statement of Revenues and Expenditures
From 1/1/2020 Through 3/31/2020

| | YTD Actual |
|--------------------------------------|--------------------------|
| Washington Office | <u>10,000.00</u> |
| Total Professional Fees | 52,974.16 |
| Bank Fees and Interest | |
| Foreign Exchange Fees | 12,976.45 |
| Bank Fees | <u>6,532.92</u> |
| Total Bank Fees and Interest | 19,509.37 |
| Supplies | |
| Office Supplies | 388.01 |
| Office Expense | 83.46 |
| Equipment Rental - Copier | <u>935.51</u> |
| Total Supplies | 1,406.98 |
| Business Insurance | |
| Business Insurance | <u>1,944.27</u> |
| Total Business Insurance | 1,944.27 |
| Other | |
| Telephone | 578.48 |
| Postage | 67.19 |
| Miscellaneous Expenses | <u>526.34</u> |
| Total Other | 1,172.01 |
| Occupancy | |
| Rent Expense | <u>6,300.00</u> |
| Total Occupancy | 6,300.00 |
| Conferences & Meetings | |
| Staff Travel & Expenses | 5,587.18 |
| Conference Expenses | 5,457.64 |
| Executive Conference Expenses | 2,500.00 |
| Meeting Expenses | 3,934.83 |
| Speakers | <u>3,000.00</u> |
| Total Conferences & Meetings | 20,479.65 |
| Special Projects | |
| Special Projects | <u>250,000.00</u> |
| Total Special Projects | 250,000.00 |
| Printing & Publications | |
| Printing & Publicity | 185.40 |
| Website Development/Maintenance | <u>574.00</u> |
| Total Printing & Publications | 759.40 |
| Dues & Subscriptions | |
| Subscriptions and Dues | 576.50 |
| Memberships | <u>4,409.52</u> |
| Total Dues & Subscriptions | 4,986.02 |
| Depreciation | |
| Depreciation Expense | <u>2,277.60</u> |
| Total Depreciation | <u>2,277.60</u> |
| Total Operating Expenditures | <u>514,078.37</u> |
| Net Revenue Over Expenditures | <u>470,646.28</u> |

Network for Jewish Human Services Agency
Statement of Cash Flows
As of 3/31/2020

| | <u>Current Period</u> |
|-------------------------------------------------|------------------------------|
| <u>Cash Flows from Operating Activities</u> | |
| Net Income (Loss) | 470,646.28 |
| Accounts Receivable | 29,182.17 |
| Prepaid Expenses | (29,805.90) |
| Accounts Payable & Accrued Expenses | (277,255.67) |
| Deferred Revenue | <u>130,510.00</u> |
| Total Cash Flows from Operating Activities | <u>323,276.88</u> |
| <u>Cash Flows from Investing Activities</u> | |
| Property & Equipment | <u>2,277.60</u> |
| Total Cash Flows from Investing Activities | <u>2,277.60</u> |
| Net Increase (Decrease) in Cash | 325,554.48 |
| Cash Balance, Beginning | 591,773.74 |
| Cash Balance, Ending | <u>917,328.22</u> |

Network for Jewish Human Services Agency

Balance Sheet As of 3/31/2020

| | March, 2020 | March, 2019 |
|-----------------------------------------|--------------------------|--------------------------|
| <u>Assets</u> | | |
| Cash & Cash Equivalents | | |
| Cash In Bank - PNC Operating | 279,583.46 | 364,054.62 |
| Cash In Bank - PNC Money Manager | 211,503.57 | 21,155.37 |
| Cash in Bank - PNC Charge Card | 293,005.68 | 255,875.29 |
| Cash in Bank - RBC | 0.00 | 54,497.01 |
| Investments-WP | <u>133,235.51</u> | <u>122,722.16</u> |
| Total Cash & Cash Equivalents | 917,328.22 | 818,304.45 |
| Accounts Receivable | | |
| Accounts Receivable - Other | 13,639.01 | 583.00 |
| Allowance for Doubtful Account | (23,527.50) | (23,527.50) |
| Dues Receivable | 550.00 | 17,876.00 |
| Prepaid Expenses | <u>42,701.57</u> | <u>5,002.22</u> |
| Total Accounts Receivable | 33,363.08 | (66.28) |
| Other Assets | | |
| Security Deposits | <u>2,100.00</u> | <u>2,100.00</u> |
| Total Other Assets | 2,100.00 | 2,100.00 |
| Property & Equipment | | |
| Furniture fixtures and equipment | 41,710.31 | 37,034.25 |
| Software - Website Developmt | 72,458.00 | 71,258.00 |
| Accumulated depreciation | (102,358.49) | (90,974.80) |
| Total Property & Equipment | <u>11,809.82</u> | <u>17,317.45</u> |
| Total Assets | <u>964,601.12</u> | <u>837,655.62</u> |
| <u>Liabilities</u> | | |
| Accounts Payable | | |
| Accounts Payable Control- Fund 1 | 3,010.48 | 1,905.34 |
| Accrued Miscellaneous Payables | 29,250.00 | 43,000.00 |
| Flexible Spending Acct - Health | <u>4,049.90</u> | <u>666.98</u> |
| Total Accounts Payable | 36,310.38 | 45,572.32 |
| Deferred Revenue | | |
| Deferred Revenue | <u>158,350.00</u> | <u>0.00</u> |
| Total Deferred Revenue | 158,350.00 | 0.00 |
| Other Liabilities | | |
| Loans and Exchanges | (18,264.26) | (2,998.41) |
| Total Other Liabilities | (18,264.26) | (2,998.41) |
| Total Liabilities | <u>176,396.12</u> | <u>42,573.91</u> |
| <u>Net Assets</u> | | |
| Beginning Net Assets | 317,558.72 | 231,176.40 |
| Current YTD Net Income | <u>470,646.28</u> | <u>563,905.31</u> |
| Total Net Assets | <u>788,205.00</u> | <u>795,081.71</u> |
| Total Liabilities and Net Assets | <u>964,601.12</u> | <u>837,655.62</u> |

DRAFT
AFFILIATE MEMBERS, NJHSA

Affiliate Members is a category of membership with NJHSA which is intended to engage the following profile of organizations:

- Non-profit organizations which work closely within the Jewish human service sector but for which the categorization of “Jewish Human Service Provider” is not the core service focus of the organization.
- Advocacy organizations or national associations which collaborate with, support and extend the services of NJHSA and/or its member agencies.
- Other entities as proposed by NJHSA staff and/or the NJHSA Board of Directors or its Membership Committee.

Benefits of Affiliate Membership:

Affiliate Members are encouraged to participate in NJHSA conferences and other program offerings (webinars, affinity groups, training courses, one day convenings) and where program fees are involved are asked to pay at the Member Agency rate.

Affiliate Members receive all communications disseminated by NJHSA (e-newsletter, announcements, invitations to conferences, etc.).

Affiliate Members are not eligible for any NJHSA sponsored Grants or Opportunities and are not eligible for access to discounts available to member agencies from affiliated vendors.

To support Affiliate Members, NJHSA agrees to:

Promote programming, resources and services provided by Affiliate Members via publication in NJHSA newsletters, sponsorship of webinars/conference calls.

Seek opportunities to collaborate with Affiliate Members on relevant special projects or initiatives developed by NJHSA Affinity Groups.

To support NJHSA, Affiliate Members agree to:

In lieu of payment of annual investment contributions (membership dues), Affiliate Members agree to promote all NJHSA programming and to share NJHSA statements and/or newsletters within their organizations as appropriate and to list their affiliation status on websites and any relevant public documents.

Consider sponsorship opportunities at NJHSA conferences, an annual gift to NJHSA, and find meaningful ways to establish a presence at conferences (through facilitation of workshop sessions and/or attendance).

Seek opportunities to develop relevant initiatives which will engage NJHSA and/or its member agencies.

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SUPPORTING MEMBERS, NJHSA

Supporting Members is a category of membership with NJHSA which is intended to engage the following profile of organizations:

- Funders which collaborate with, support and extend the services of NJHSA and/or its member agencies.
- For profit corporations which provide funding to NJHSA and/or its member agencies.
- Other entities as proposed by NJHSA staff and/or the NJHSA Board of Directors or its Membership Committee.

Benefits of Supporting Membership:

Supporting Members are encouraged to participate in NJHSA conferences and other program offerings (webinars, affinity groups, training courses, one day convenings) and where program fees are involved are asked to pay at the Member Agency rate.

Supporting Members receive all communications disseminated by NJHSA (e-newsletter, announcements, invitations to conferences, etc.).

Supporting Members are not eligible for any NJHSA sponsored Grants or Opportunities and are not eligible for access to discounts available to member agencies from affiliated vendors.

To assist Supporting Members, NJHSA agrees to:

Promote funding opportunities and other offerings provided by Supporting Members via publication in NJHSA newsletters, sponsorship of webinars/conference calls.

List all Supporting Members in a dedicated section on the NJHSA website and promote on social media.

Seek opportunities to collaborate with Supporting Members on relevant special projects or initiatives developed by NJHSA Affinity Groups.

To assist NJHSA, Supporting Members agree to:

In lieu of payment of annual investment contributions (membership dues), Supporting Members agree to promote all NJHSA programming and to share NJHSA statements and/or newsletters within their organizations as appropriate and to list their affiliation status on websites and any relevant public documents.

Consider sponsorship opportunities at NJHSA conferences, an annual gift to NJHSA and find meaningful ways to establish a presence at conferences (through facilitation of workshop sessions and/or attendance).

Seek opportunities to develop relevant initiatives which will engage NJHSA and/or its member agencies.

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STUDENT MEMBERS, NJHSA

Student Members is a category of membership with NJHSA which is intended to engage the following profile:

- Full-time graduate students studying in the field of human services or a related field of study, and who are currently enrolled at an accredited university.
- Proposed annual membership investment of \$36/school year.

Benefits of Student Membership:

Student Members are encouraged to participate in NJHSA conferences and other program offerings (webinars, affinity groups, training courses, one day convenings) and where program fees are involved are asked to pay at the Student rate (to be determined).

Student Members receive all communications disseminated by NJHSA (e-newsletter, announcements, invitations to conferences, etc.).

Student Members are not eligible for any NJHSA sponsored Grants or Opportunities and are not eligible for access to discounts available to member agencies from affiliated vendors.

To support Student Members, NJHSA agrees to:

Introduce the student to NJHSA member agencies in their community to help with their education and introduction to the human service field.

To support NJHSA, Student Members agree to:

Pay an annual membership investment of \$36/school year, with an opportunity to rejoin or cancel membership annually until their education is complete.

Applications and renewals must include documentation of student status and expected graduation date (i.e. letter from admissions or registrar at institution).