Arkansas National Guard Foundation

May 25, 2022

Agenda

Welcome

Briefs

Priddy, Holifield, & Ables

Lighthouse Financial, Dax Weindorf,

Treasurers Report, Damon

Catherine Johnson and Associates.

Old business

Approve Meeting Minutes 10 March 2022

Hiring of an Executive Director

New business

New Proposed Bylaws

New Board Members

2023-2025 Budget

NGAA Support Agreement

Creation of an endowment to receive funds from the Arkansas National Guard Youth Foundation

Authorization of Treasurer to open additional bank accounts.

Authorization of Treasurer to open a credit card account.

ARNGF Quarterly Meeting Date

Establish next meeting date

Adjourn

MEMORANDUM FOR RECORD

SUBJECT: Minutes of Foundation Board of Directors meeting: 05 May 2022

Officers Present:

President, Paul Jara

Vice President, Russell Betts Secretary, Adam Warford (Zoom) ANGF Executive Director Damon Cluck NGAA Executive Director, Elizabeth Jara EAANG President, Derrick Young (Zoom)

Gary Wynn (Zoom)

Visitors:

Dax Weindorf, Lighthouse Financial (Zoom)
Eric Lothian, Priddy, Holifield & Ables (Zoom)

Catherine Johnson, Catherine Johnson & Associates

Robin Brady, NGAA Staff

1. President Jara called the meeting to order and reviewed the agenda for the meeting.

Briefs

2. Dax Weindorf, Lighthouse Financial, reported that the Advisors Capital Management account closed yesterday at \$1,397,189. The portfolio contains high quality fixed income. The overall performance is an 8.8% rate of return. The overall market is at -20% currently but the account is still up since starting. Projected income is \$73,774 (5% of account value). The income is being reinvested. Weindorf asked for any questions. He stated from January 1 to today that the performance is 4.7% in value and the total income has not changed. His team feels it will weather the storm well.

Cluck stated that he previously sent Dax and email re upcoming obligations. That amount through July totals \$65,000. A spendplan needs to be worked out that matches the budget. The \$100,000 recently received (on Treasurer's report) is not going to be invested. The \$5,000,000, assuming it comes through, will go to an investment account. The 2023-24 budget will not include any of the \$5,000,000 appropriations. We need time to get revenue before budgeting it.

Weindorf stated to look at a little more conservative management with the \$5,000,000 to generate more yield and rate of return. He discussed income and growth. Since funds cannot be commingled, the \$5,000,000 will be in a separate account. The portfolio is managed with the market conditions in mind. The bonus will come when things settle down.

Betts discussed the fee structure changing when the \$5,000,000 comes in.

- 3. Eric Lothian discussed the Balance Sheet and Profit and Loss statement for this quarter. The contribution payable was the 5th Battalion Reunion. The 605 was donations received to pay Catherine Johnson. The foreign taxes are from the Investment Account. Contributions were delivered except one for \$600 to the Freedom Fund. He asked for questions. There were none.
- 4. Cluck discussed the Treasurer's Report. Very little has been received from CFC. He discussed how Covid has affected these revenues. He is interviewing banks to consolidate accounts. He pointed out that the 5th Battalion will eventually set up their own account. Cluck recommends that a separate endowment be created for the Youth Foundation. The donation from Rainwater, Holt and Sexton of \$1,000 is to be sued for Child and Youth Services.

There was discussion concerning the format of the budget and its use to see if the Foundation is on track. President Jara asked for any other financial or budget questions.

Catherine Johnson reported that she will be talking to Ricky Hill about the \$5,000,000 appropriation after July 1. The \$250,000 from the Attorney General's office will help fund expenses outlined in the brochure probably in the next 30 days. She has been researching different foundations and found two or three that this foundation would qualify for. She will take the brochure and send it to various foundations with a cover letter. She will follow up and talk about a meaningful gift to the Foundation. This is how they will learn about this Foundation. She discussed different options, including a possible \$50,000 from the Sturgis Foundation. She would like to schedule a meeting to make a plan on which foundations to approach. Cluck stated that input is needed on what to spend the money on, to get expert input, and have conversations on where to focus. Betts stated that we need to find someone that needs the money. Derrick Young stated that we need to consider liability when directing funds. President Jara brought up the Minuteman Youth Camp, Delta Dental, and health care for guard members. Catherine stated we would want to request money to spend in the next 12 months. She said it is about relationship building to sit down with the foundations. She would like to develop a list to mail brochures to make an introduction to the Foundation so they can become familiar with us. This could lead to an opportunity for a major gift. It could be an endowment opportunity. Damon discussed different program for a named endowment. Catherine would like the brochure at some point to be shared with all members of the General Assembly. She also recommends meeting with the governor-elect and brief him/her about the Foundation. Catherine discussed several programs. Betts recommended a date be set to meet with Catherine on these foundations. President Jara suggested the 15th or 16th of June for a meeting.

Old Business

- 6. President Jara thanked Damon Cluck and Catherine Johnson for working on the brochure. The printing fees were donated by Farm Bureau Insurance and a thank-you letter needs to be sent to them.
- 7. Betts made a motion to accept the minutes from the meeting on 10 March 2022 as presented. Elizabeth Jara offered a second. No further discussion was had and the minutes were approved unanimously.
- 8. Betts made a motion to hire Damon Cluck was Executive Director of the Foundation. Gary Wynn offered a second. No further discussion was had and the motion passed unanimously.

New Business

9. President Jara thanked Adam Warford for updating the Bylaws. They solidify the roles of executive members. Adam discussed some of the changes and discussed the number of members.

- 10. Betts made a motion to accept the proposed Bylaws by the committee. Elizabeth Jara offered a second. No further discussion was had and the motion passed unanimously.
- President Jara discussed building the Board. He asked for recommendations as the Foundation needs people that will be engaged. Damon went over the names of everyone already serving.
- 12. Betts made a motion nominating Damon Cluck as Secretary-Treasurer. Gary Wynn offered a second. No further discussion was had and the motion passed unanimously.
- 13. Betts made a motion nominating Ryan Workman as a member at large. A second was offered. There was no further discussion and the motion passed unanimously.
- 14. Betts made a motion nominating Ben Moore of Edward Jones as a member at large. A second was offered. There was no further discussion and the motion passed unanimously.
- 15. President Jara asked if there were any board members who could no longer serve. There were none.
- 16. There was a discussion regarding the 2023-24 budget and how the Attorney General's grant will be budgeted. President Jara asked if there were any questions on the budget. Betts stated that most budgets he has seen have been balanced, adjusted to zero. He suggests that Eric Lothian put in Quickbooks and adjust the budget. He recommends changing the form of the budget.
- 17. Betts made a motion to accept the 2022-23 budget with the tentative numbers with the caveat for entering line by line numbers and putting it in Quickbooks. A second was offered. There was no further discussion and the motion to approve the budget was approved unanimously.
- 18. President Jara stated that the Executive Director position has a six-month probationary period and that Cluck should let the Foundation know if the budget figures are accurate.
- 19. The NGAA Support Agreement was discussed. It defines the relationship between the Association and the Foundation and the separateness of the Boards.
- 20. Elizabeth Jara made a motion to create an endowment to receive funds from the Arkansas National Guard Youth Foundation. Betts seconded the motion. There was no further discussion and the motion passed unanimously.
- 21. Cluck requested that the Foundation open two additional bank accounts. Elizabeth Jara made a motion to open two additional bank accounts and Betts seconded the motion. There was no further discussion and the motion was approved unanimously.
- 22. Cluck requested that all the Foundation bank accounts be consolidated into one bank and that he have authority to open a credit card account. Betts made a motion to consolidate all Foundation bank accounts into one bank and that Cluck be permitted to open a credit card account. Elizabeth Jara seconded the motion. There was no further discussion and the motion was approved unanimously.
- 23. President Jara announced that the next ANGF Board meeting would be August 17, 2022, at 3:00.
 - 24. President Jara asked if there were any other alibis or new discussions.

25. Betts made a motion to adjourn and Elizabeth Jara offered a second. There was no further discussion and the meeting was adjourned.

Arkansas National Guard Foundation

May 25, 2022 Treasurer Report

Balances as of 24 May 2025

Simmons Bank Checking Account	\$151,130.98
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December Circus 1 March 2023		
Deposits Since 1 March 2022	<u>/</u>	
17 March 2022	\$65,000.00	Transfer from Investment Account
21 Mach 2022	\$23.71	CFC Pledge
31 March 2022	\$3.53	Interest Income
15 April 2022	\$24,900.00	\$18,500 from Museum to their Endowment, \$5,400 from NGAA for SOS Fund \$1000 from Rainwater Holt Sexton for MFLTF
1 May 2022	\$4.78	Interest Income
6 May 2022	970.70	NGAA Corporate Member
9 May 2022	\$100,000.00	Transfer from State of Arkansas
19 May 2022	\$2,325.00	Income from 5 th Battalion Reunion
19 May 2022	\$3,259.61	Gift from NGAA Auxiliary to SOS Fund
Checks Since 1 March 2022		
31 Mach 2002	\$202.55.00	INTUIT Web Checks
Check 1103	\$10,000.00	Catherine Johnson April Invoice
Check 1106	\$10,000.00	NGAA, 2022 Spend Plan
Check 1105	\$23,740.00	EAANG 2022 Spend Plan
Check 1107	\$2,545.00	NGAA, Invoice for GSF events at State Conf
Check 1250	\$10,000.00	Catherine Johnson May Invoice
Check 1104	\$1000.00	NGAA, Return of Corporate Membership.
Check 1108	\$1584.00	Vickey Lowery, 5 th Battalion Reunion

Arkansas National Guard Foundation

May 25, 2022 Treasurer Report

Pendin	g Dep	osits

Pending Deposits		
Rainwater Holt and Sexton	\$1,000.00	Child and Youth Services
Pending Invoices		
Catherine Johnson, June Invoice	\$10,000.00	Fundraising
NGAA, Invoice #3	\$3,857.00	Quarterly Payment, 5 th BN Postage, Printing for Fundraising Brochure.

Expenses

expenses			
ACCOUNT DECORPORA	2023	2024	2025
ACCOUNT DESCRIPTION			
1			
Income Accounts			
Diamond Endowment Income	\$67,328.73	\$67,328.73	\$67,328.73
NGAA Endowment Income	\$2,100.00	\$2,100.00	\$2,100.00
EAANG Endowment Income	\$0.00	\$0.00	\$0.00
Museum Endowment Income	\$3,791.00	\$3,791.00	\$3,791.00
Scholarship Fund	\$37,500.00	\$0.00	\$0.00
Arkansas Attorney General Grant (half)	\$125,000.00	\$125,000.00	\$0.00
Military Family Relief Trust Fund (\$100,000)	\$0.00	\$5,250.00	\$5,250.00
2022 Appropriation \$5,000,000	\$0.00	\$131,000.00	\$262,500.00
Arkansas MWR Profts	\$0.00	\$8,400.00	\$8,400.00
GOLF Tournament Inome	\$20,000.00	\$20,000.00	\$20,000.00
Additional Donations	\$10,000.00	\$10,000.00	\$10,000.00
TOTAL INCOME	\$265,719.73	\$372,869.73	\$379,369.73
Expense Accounts			
Salaries	\$20,750.00	\$31,000.00	\$31,000.00
FICA	\$320.00	\$480.00	\$480.00
SUTA	\$720.00	\$1,100.00	\$1,100.00
Casual Labor	\$1,000.00	\$1,000.00	\$1,000.00
Admin Travel	\$1,500.00	\$1,500.00	\$1,500.00
E&O Insurance	\$400.00	\$400.00	\$400.00
Board Travel	\$1,500.00	\$1,500.00	\$1,500.00
Accounting	\$4,000.00	\$6,000.00	\$6,000.00
Audit Fees and Tax Return	\$7,500.00	\$9,000.00	\$9,000.00
Office Supplies	\$250.00	\$250.00	\$250.00
Postage and Mailing	\$250.00	\$250.00	\$250.00
Printing and Photocopy	\$250.00	\$250.00	\$250.00
Golf Tournament Expenses	\$10,000.00	\$10,000.00	\$10,000.00
IT Services (Website)	\$2,000.00	\$2,000.00	\$2,000.00
Marketing and Promotion	\$3,000.00	\$3,000.00	\$3,000.00
NGAA Support Agreement	\$6,000.00	\$6,000.00	\$6,000.00
Investment Advisor Expenses	\$32,500.00	\$32,500.00	\$32,500.00
Cathrine Johnson	\$60,000.00	\$0.00	\$0.00
TOTAL ADMINSTRATIVE EXPENSES	\$151,940.00	\$106,230.00	\$106,230.00
Program Expenses			
Survivor Outreach Services	\$20,000.00	\$30,000.00	\$30,000.00
Scholarship	\$37,500.00	\$75,000.00	\$80,000.00
Literacy	\$12,500.00	\$50,000.00	\$50,000.00
Emergency Relief	\$10,000.00	\$37,500.00	\$37,500.00
Youth Engagement Recrutiment	\$20,000.00	\$35,000.00	\$35,000.00
Healthcare	\$5,000.00	\$10,000.00	\$10,000.00
Legacy Preservation	\$8,041.00	\$25,000.00	\$30,000.00
TOTAL PROGRAM EXPENSES	\$113,041.00	\$262,500.00	\$272,500.00
TOTAL EXPENSES	\$264,981.00	\$368,730.00	\$378,730.00
Revenue	\$265,719.73	\$372,869.73	\$379,369.73
TOTALS AVAILABLE FOR PROGRAM Revenue- Admin Exp)	\$113,779.73	\$266,639.73	\$273,139.73

Project Areas	Specific Program	Stratgic Plan Endowment Goal		Stratgic Plan Spend Plan Goal	2023	2024	2025	
					\$113,000	\$266,000	\$273,000	
urvivor Outreach Services		\$2,000,000.00	\$80,000.00					-
urvivor outrough corvious	Survivor Family Assistance (Program)			\$20,000.00	\$5,000.00	\$10,000.00	\$10,000.00	
	Survivor Educational Assistance			\$20,000.00	\$5,000.00	\$10,000.00	\$10,000.00	
	Emergency Assitance			\$40,000.00	\$10,000.00	\$10,000.00	\$10,000.00	
ducation Scholarships	Emily (tomation	\$2,000,000.00	\$80,000.00					
ducation Scholarships	College/Post High School			\$40,000.00	\$37,500.00	\$50,000.00	\$50,000.00	
	Trade School			\$20,000.00	\$0.00	\$15,000.00	\$20,000.00	
	Private School (Primary Education-Pre-College)			\$20,000.00	\$0.00	\$10,000.00	\$10,000.00	
ational Guard Literacy		\$2,000,000.00	\$80,000.00					
	Professional Development (National/State Conferences, Leadership Tng/Courses, etc)			\$30,000.00	\$10,000.00	\$30,000.00	\$30,000.00	
	Life Skills/ Financial Literacy			\$10,000.00	\$0.00	\$7,500.00	\$7,500.00	
	Health Care Education-Mental Health (Suicide Prevention), etc			\$20,000.00	\$2,500.00	\$7,500.00	\$7,500.00	
	Career Counseling-Post Military Career			\$20,000.00	\$0.00	\$5,000.00	\$5,000.00	
mergency Relief	MILET CONTINUES OF THE PARTY OF	\$1,500,000.00	\$60,000.00					
mergency items	Health Care Assistance			\$30,000.00	\$2,500.00	\$7,500.00	\$7,500.00	
	Family Assistance-Spouse/Dependents			\$20,000.00	\$7,500.00	\$25,000.00	\$25,000.00	
	Career Counseling-Post Military Career			\$10,000.00	\$0.00	\$5,000.00	\$5,000.00	
outh Engagement-Recruitment		\$1,000,000.00	\$40,000.00					
	Military Youth Camps-Recruiting (Formerly Minutemen Youth Camp)			\$10,000.00	\$5,000.00	\$10,000.00	\$10,000.00	
	(Grads for Youth Challenge Pgm-Allotment for Career Counseling)			\$10,000.00	\$10,000.00	\$10,000.00	\$10,000.00	
	Day camps (Childcare for Drill weekends)			\$10,000.00	\$5,000.00	\$10,000.00	\$10,000.00	
	High School/ROTC-Recruiting Visits/Base and Post Orientation Visits			\$10,000.00	\$0.00	\$5,000.00	\$5,000.00	
ealth Care Assistance		\$2,000,000.00	\$80,000.00					
	Dental-Offset Costs/Education-Vouchers to offset costs etc.	,		\$40,000.00	\$2,500.00	\$5,000.00	\$5,000.00	
				\$40,000.00	\$2,500.00	\$5,000.00	\$5,000.00	
egacy Preservation	General Health Care Costs (non-Dental)	\$1,000,000.00	\$40,000.00					
egacy Fleservation	Retiree Outreach-Maintaining Connections-Unit Heritage			\$20,000.00	\$4,250.00	\$10,000.00	\$10,000.00	
	Museum Facility Upgrades & NGAA Building			*******	63 701 00	\$15,000.00	\$20,000.00	
	Upgrades/Additions	\$11,500,000.00	\$460,000.00	\$20,000.00	\$3,791.00 \$113,041.00	\$262,500.00	\$272,500.00	
DMIN EXPENSES	Totals	\$11,000,000.00	J-100,000.00		\$151,940.00	\$106,230.00	\$378,730.00	
Dimit Dir Effoco	COLOR KEY							
	We currently have an execution method							
	We can develop quickly							
	Needs more work before Execution.							

Damon Cluck

From:

Paul Jara <paul.jara@outlook.com> on behalf of Paul Jara

Sent:

Tuesday, August 2, 2022 8:12 PM

To:

Damon Cluck

Subject:

Fwd: Vote//Selection Decision//Hiring an Executive Director for ANGF

These are the comments I wanted to include in the minutes.

Sent from iPaul

Begin forwarded message:

From: Paul Jara <paul.jara@outlook.com> Date: May 2, 2022 at 4:26:16 PM CDT

Subject: Vote//Selection Decision//Hiring an Executive Director for ANGF

We have a motion and a second.

I'll leave the motion open for 48-hours for comment whereupon I'd ask for your vote of concurrence, or non-concurrence.

Thank you.

Sent from iPaul

On May 2, 2022, at 12:43 PM, Gary Wynn blmil137@yahoo.com wrote:

I second the motion.

Gary Wynn Vice Chair Arkansas

Employer Support of the Guard and Reserve

Cell: (501) 837-0247

Email: blmil137@yahoo.com

On May 2, 2022, at 1:00 PM, WORKMAN SOLUTIONS <workmansolutionsllc@gmail.com> wrote:

So, motioned! Any second?

WORKMAN

On Mon, May 2, 2022 at 11:57 Paul Jara paul.jara@outlook.com
wrote:

Hiring Committee members.

I placed an advertisement in the DAILY GUARD as referenced below. So far I have only received one applicant, COL (ret) Damon Cluck (resume available).

Although I expressed willingness to accept applications through 1 June, I am prepared to accept Damon's application without further completion.

We are not bound by "HRO" hiring rules and I can see no better candidate to help us lead the ANGF through the coming years. Additionally, I have recently learned that he is no longer employed by the NGAA and don't want to lose him to another employer.

I would accept a motion to suspend further competition for this announcement and to make an immediate offer under the terms of the advertisement below.

I am available for questions as needed.

Paul Jara ANG Board President. 501.681.4791

On Apr 13, 2022, at 4:43 PM, Paul Jara <paul.jara@outlook.com> wrote:

ALCON;

It will be reflected in the next report to the Full-Board that a hiring board was assembled, the hiring committee agreed, by majority acclaim, to proceed with the hiring action for an ANGF Executive Director. The starting hourly rate and hourly commitment will be subject to review by the board after a NTE 6-month probationary period.

The attached Advertisement will be published at the close of this week (probably on the NGAA LinkedIn site and the Association Facebook pages).

Please provide input/corrections/edits, prior to public release.

Thank you!

-Paul Jara President, ANGF Thanks!

Ryan L. Workman, Veteran Owner/Operator Workman Solutions, LLC

Independent Insurance Agent

501-765-8876 AR Insurance License Number 16519014

2022

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2022

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Mr. Greg Aud General Manager Olds Foundation Post Office Box 142 Arkadelphia, AR 71923 m. 870-403-7823 greg.aud@hotmail.com

Mr. Mike Mayton Stella B. Smith Charitable Trust 1911 Country Club Lane Little Rock, AR 72207-2035 o. 501-376-0504 ext. 106 m. 501-680-7570 f. 501-375-3444 mikemayton@aol.com Mr. Robert Fox
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Mr. and Mrs. Warren A. Stephens (Harriet) Harriet and Warren Stephens Charitable Trust Post Office Box 3507 Little Rock, AR 72203-3507 o. 501-377-2148 h. 501-663-7778

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2022

Mr. Gus Blass III

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Mr. Lee Bodenhamer Bodenhamer Foundation Post Office Box 7588 Little Rock, AR 72217-7588 o. 501-604-3190 bodie2@swbell.net

Mr. Mike Goeke, Executive Director The J.E. and L.E. Mabee Foundation, Inc. Mid-Continent Tower, Suite 3001 401 South Boston Tulsa, OK 74103-4008 o. 918-584-4286 mike.goeke@mabeefoundation.com Ms. Anita Davis
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2022

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Mrs. Dorothy Morris
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Mr. George O'Connor Brown Foundation 400 West Capital Avenue, Suite 200 Little Rock, AR 72201 m. 501-773-3002 o. 501-375-9113 groc288@yahoo.com Mr. and Mrs. W.R. Stephens, Jr. (Carol)
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Mrs. Elizabeth Stephens Campbell Mr. Robert L. Shulte, Trustee Oliver Charitable Foundation Post Office Box 3417 Little Rock, AR 72203-3417 o. 501-377-2118 o. 501-374-4361

X

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o. 501-954-9195
MCL POOL 5 Years

Mr. John S. Selig



Ben J. Altheimer Charitable Foundation, Inc. c/o Mitchell Williams Law Firm 425 West Capitol, Suite 1800 Little Rock, AR 72201-3525 o. 501-688-8800



Mrs. Charles L. Cabe, Jr. (Anita)
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2022

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