



PENCIL

Board Meeting Agenda February 21st, 2024 – 4pm to 5:30pm Hybrid Meeting In-Person at Stratford HS or via Zoom

Welcome and Introduction 5 minutes Hasina Mohyuddin & Michael Pratt

- Welcome and Acknowledgement of Christiane’s first meeting as CEO

Review of Minutes 5 minutes Perry Moulds

- **Approve minutes from the November board meeting.**
- FYI on Executive Committee actions since our November meeting

Treasurer’s Report 5 minutes Jose Ferreira

- YTD financial statements through January 31, 2024
- 2023 results on investment portfolio

Board Engagement 5 minutes Kaitlyn Jones & Blake McDaniel
Building a diverse and engaged community of public education advocates

- Goals for FY25 board demographics
- Recognizing Vanderbilt Owen interns completing their board internship
 - Connor McCormick and Tanishka Parker
- Welcoming new board interns for calendar year 2024
 - YLC Interns - Patrick Dooley, Erica Griffith, and Kaitlin Pendleton
 - Vanderbilt Owen – Jaimie Swann, Obinna Udeh

Diversity, Equity, and Inclusion Journey 15 minutes Olivia Hill & Emily Gruening
Continuing to develop and implement best practices for an inclusive, supportive environment

- Staff Demographics
- DEI Staff Survey results and next steps

Strategic Growth - Data 5 minutes Robyn Williams & Shani Dowell
Creating data dashboards accessible to staff and Board to monitor key performance metrics.

- KPI Dashboard update
- Next Steps: Finalize KPIs and set benchmarks for FY25

Strategic Planning 20 minutes Hasina Mohyuddin

- 2025 Strategic plan update – breakout session
 - Which buckets of work have we seen major progress in and which do we need to focus on this last year of the plan?

Linking community resources to Nashville Public Schools to help young people achieve academic success and prepare for life.



- Considering the CEO transition process has been completed by the board, what work should we elevate or repurpose committee time to?
- What one or two goals per priority can we focus and/or see change on?

Development, Marketing, and PR 5 minutes Meredith Jones Long, Kendrick Robinson & Nicole Keefe

Growing deeper and more philanthropic relationships while using first person story telling

- Share results of Cabaret Night on Angie Adams Fund of Endowment
- 20th Anniversary *A Little Night of Music* (April 24, 2024) at the Grand Ole Opry House
 - Patron Party (April 17, 2024) at the home of Cindee and Michael Gold
 - Reminder to purchase Patron tickets before they go on sale to public March 1
 - Please help us recruit auction items – self-care, professional services, food/drink experiences, pet care; contact Kelly or Kiley with ideas
- 2024 Back to School Breakfast will be co-chaired by Johari Matthews, Herbert Brown, and Hasina Moyhuddin! Save the date for Thursday, August 22nd at Belmont Curb Center

MNPS Engagement and Support 3 minutes Devin Lintzenich & Jacky Gomez

Using technology to link school needs with community volunteers

- PENCIL Connect Moment

CEO Updates 10 minutes Christiane Buggs

Investing in staff leadership and assuring a solid organization infrastructure as we transition our CEO

- Partnerships with the State
- PENCIL retreat – June 2024

Consent Agenda Item

Strategic Growth – Facilities 5 minutes Kfir Alexandroni & Kirsten Dodson

- Overview of current steps in our facilities process

ENGAGEMENT OPPORTUNITIES

March 2nd – Board Volunteer Morning from 9am-1pm at the PENCIL Box

March 20th – PENCIL's 42nd Anniversary Celebration – 4:30-6:30pm at PENCIL

April 24th – PENCIL's 20th Anniversary *A Little Night of Music* Event – 6-10pm at The Grand Ole Opry House

May 8th – Board Meeting – 4-5:30pm at PENCIL and via Zoom

Linking community resources to Nashville Public Schools to help young people achieve academic success and prepare for life.

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Board Meeting Minutes
November 15, 2023
Hybrid Meeting In-Person at PENCIL or via Zoom

In attendance: Chuck Abbott, Brittany Adams-Davis, Kfir Alexandroni, Libby Berman, Ali Buchanan, Christiane Buggs, Elizabeth Bumpas, Leslie Cowell, Kenny Crapse, Kason Davis, Kirsten Dodson, Shani Dowell, Ryan Flanagan, Jacky Gomez, Michael Harris, Rachel Hawksworth, Jacqueline Hayes, Brandon Hill, Olivia Hill, Kaitlyn Jones, Meredith Jones Long, Nicole Keefe, Jessie Garcia Knowles, Johari Matthews, Connor McCormick, Blake McDaniel, Norman Merrifield, Hasina Mohyuddin, Perry Moulds, P Danielle Nellis, Will Parrott, Brandyn Payne, Wes Payne, Kendrick Robinson, Yanet Rodriguez, Jessica Turcasso, Jennifer Wade, Juan Williams Sr

Guests: Pizzuti via Zoom, Patrick Katzenmeyer and Mia Keller

Staff: Angie Adams, Hamid Abdullah, Skylar Coakley, Quinn Garrett, Cait Guskowski, Holly Hoffman, Kiley Johnson, Robert Moxley, Hal Qazi, Kelly Rolf, Mike Rossi, Meena Swaminathan, Juan Williams Jr, Joel Wright

Welcome and Introduction

Kaitlyn Jones

- Reflection and sharing on gratitude

Strategic Growth – Facilities

Kfir Alexandroni & Kirsten Dodson

Creating a workplan to assure facilities meet PENCIL Box expansion needs

1. Reminders of our facility challenges – Presented by Kfir
2. Pizzuti team to share key elements learned through their constituent interviews
 - Patrick shared a summary of how they gathered their information. General feedback includes significantly expanding the warehouse, delivery zones, improving the retail space, separating and increasing the volunteer space, dedicated kitchen spaces, separate staff lounge space, multipurpose room (additional 25% of space), and additional acreage of site.
 - Mia shared that she will assist with the next steps of reviewing spaces in Nashville.
3. Small group discussions on our future facility
 - What do you dream of seeing when you walk into the new PENCIL facility?
 - What kind of unique features might we include in the new PENCIL facility?
 - How might we ensure that everyone who enters the facility feels excited about PENCIL's mission?
 - Welcoming and open spaces, instagramable murals for volunteers, space for teachers to feel restored, mission driven graphics or shareable information, objects that make space feel playful and interactive.

Linking community resources to Nashville Public Schools to help young people achieve academic success and prepare for life.



Review of Minutes

Perry Moulds

- 1. Approve minutes from the August board meeting – Perry presented the minutes and asked for edits. No edits were suggested. Wes Payne motioned to approve, Blake McDaniel seconded. Approved unanimously.**
2. FYI on Executive Committee actions since our August meeting
 - a. Approved making an employment offer to our new CEO

Treasurer's Report

Kenny Crapse

1. FY23 Audit and Tax Return – available on hidden board page of PENCIL website
2. YTD financial statements through October 31, 2023
 - a. Cash position is much more favorable than it has been in the past months with thanks to Juan Williams Sr who has helped us move our payments through at the state. Slightly behind our current budget but we are on track to hit it by the end of the year.
- 3. Seek a vote to Board Designate \$5,000 of a \$20,000 investment from The Enchiridion Foundation for a Cabaret Host sponsorship to support the Angie Adams Endowment Fund**
 - a. Motioned by Wes Payne and Seconded by Blake McDaniel. Approved.**

CEO Transition

Hasina Mohyuddin

Investing in staff leadership and assuring a solid organization infrastructure as we transition our CEO

1. Recognizing Angie's assistance, Rachael Hawksworth and HCA, and the six board members who were the Selection Team
 - o Olivia Hill, Nicole Keefe, Kendrick Robinson, Robyn Williams, John Doerge, and Hasina Mohyuddin
2. Overview of onboarding plan and timing – Christiane will begin January 2nd, but is acclimating already with the staff, key stakeholders, etc. Angie will overlap with Christiane for at least a month to mentor her through the transition.
3. Reminders of our staff retention work
 - o One team member took Paid Sabbatical; another team member is on the calendar for Sabbatical
 - Opportunities for different team members to take on new tasks in their absence
 - o One team member used Paid Family Leave
 - o No financial repercussions to both the Sabbatical and Paid Family Leave plan to date, but building in dollars to support future efforts in FY25 budget.
 - o Three Managers promoted to Directors
 - o Incentive Pay Plan created and in place when resources allow funding

Board Engagement

Kaitlyn Jones & Blake McDaniel

Building a diverse and engaged community of public education advocates

1. Complete board satisfaction survey

Linking community resources to Nashville Public Schools to help young people achieve academic success and prepare for life.



2. Goals for FY25 board demographics – we are moving in the right direction with many demographics. New area we are focused on is a member with a disability. Request to refer potential members to the Board Engagement team for connection
3. Recognizing Vanderbilt Owen interns completing their board internship
 - a. Connor McCormick and Tanishka Parker
4. Welcoming new board interns for calendar year 2024
 - a. YLC Interns - Patrick Dooley, Erica Griffith, and Kaitlin Pendleton
 - b. Likely to have an intern from Vanderbilt Owen

Development, Marketing, and PR

Meredith Jones Long, Kendrick Robinson
& Nicole Keefe

Growing deeper and more philanthropic relationships while using first person story telling

1. Cabaret Night Event (Saturday, 1/20): Kendrick shared this opportunity and hopes board members will support & attend (hoping for 100% participation) RSVP by Dec 15th, and recommends making a gift towards your endowment commitment if you cannot attend; fundraising update: goal to net \$200k, we are close to hitting our sponsorship goals, but we ask that you share this in your network. Reach out to Sky or Kelly if you have ticket questions.
2. Giving Tuesday (Tuesday, 11/28) call to action shared by Nicole. We aim to raise \$10k on Giving Tuesday this year. There are multiple ways to help. Sky will email that morning with social media links to donate to PENCIL and language to share. Twenty percent of all local Kendra Scott sales that day will go to PENCIL, including an evening reception that day at the Green Hills store.
3. Donor thanking and holiday notes 11/30 and 12/1 - calendar invitation, drop in anytime during business hours to write holiday and thank you notes. If you can't attend, the development team can send you a small stack of cards to fill out and send back.

MNPS Engagement and Support

Jacky Gomez & Devin Lintzenich

Using technology to link school needs with community volunteers

- Devin shared that they were able to join the Career Fair a few weeks ago – Best Practices for engagement are to remember to take pictures at your events and share across social media with links back to PENCIL.
- PENCIL Connect Moment – Johari Matthews shared highlights currently available on PENCIL Connect for the holidays. This is a great opportunity for civic and corporate groups to volunteer, as well. Direct all questions to Mike Rossi.

Diversity, Equity, and Inclusion Journey

Olivia Hill

Continuing to develop and implement best practices for an inclusive, supportive environment

1. Staff Demographics: Jane gathered 100% staff participation. We want to make sure that we are closing the gap with our staff demographics to align with MNPS demographics.

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2. DEI Survey for Staff – We want to hear from everybody surrounding our DEI efforts and to help onboard Christiane with all available information about the staff.
3. Effective Onboarding & Ongoing Support for PENCIL’s first leader of color. The DEI committee will be dedicated to supporting her in her transition. Angie shared that Christiane is already excited and responsive to our efforts to consciously invest awareness in her role as a leader of color.

CEO Thoughts

Angie Adams

- Angie shared that this is her last board meeting, her first meeting being in 2016. She shared a comparative history of where PENCIL stood at her first meeting versus her last meeting. There was no strategic plan when she joined, the board was only 32 half engaged members, and the finances were in the red. She shared how she grew the board and revenue exponentially and most recently the staff has developed into a tight team who is a pleasure to work with.
- Hasina and Norman transitioned the meeting into the social hour and launch of Angie’s Cabaret Night fundraiser. Meeting adjourned at 5:30pm.

Submitted by Perry Moulds, Board Secretary

Board Meeting Minutes November 15, 2023

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PENCIL
Balance Sheet - Board
As of 1/31/2024
(In Whole Numbers)

	Unrestricted	Board Designated	Temporarily Restricted	Permanently Restricted	Total
Assets					
Current Assets					
Cash & Cash Equivalents	131,913	(23,480)	90,179	482	199,094
Accounts & Pledges Receivable	46,572	0	4,308	2,404	53,284
Inventories	808,736	0	0	0	808,736
Investments	0	882,929	19,774	439,227	1,341,931
Prepaid Expenses	28,000	0	0	0	28,000
Other Current Assets	9,722	0	0	0	9,722
Total Current Assets	1,024,942	859,449	114,261	442,114	2,440,767
Long-term Assets					
Property & Equipment	197,401	0	0	0	197,401
Endowment at CFMT	0	59,605	0	0	59,605
Total Long-term Assets	197,401	59,605	0	0	257,006
Total Assets	1,222,343	919,054	114,261	442,114	2,697,773
Liabilities					
Short-term Liabilities					
Accounts Payable	22,999	0	1,863	0	24,862
Deferred Revenue	0	0	0	0	0
Payroll Liabilities	(3,425)	0	25,284	0	21,859
Other Short-term Liabilities	0	0	9,722	0	9,722
Total Short-term Liabilities	19,573	0	36,869	0	56,442
Long-term Liabilities					
Notes Payable	0	0	0	0	0
Total Long-term Liabilities	0	0	0	0	0
Total Liabilities	19,573	0	36,869	0	56,442
Net Assets					
Beginning Net Assets	1,059,024	934,043	518,862	420,405	2,932,334
Current YTD Net Income	143,747	(14,989)	(441,470)	21,709	(291,003)
Total Net Assets	1,202,770	919,054	77,392	442,114	2,641,330
Total Liabilities and Net Assets	1,222,343	919,054	114,261	442,114	2,697,773

PENCIL

Statement of Revenues and Expenses - Unposted Transactions Included In Report

10 - Unrestricted

From 1/1/2024 Through 1/31/2024

(In Whole Numbers)

	Current Period Actual	Current Period Budget - Original	Current Period Budget Variance - Original	Current Year Actual	YTD Budget - Original	YTD Budget Variance - Original	Total Budget - Original	Total Budget Forecast
Revenues								
Government Grants	36,289	0	36,289	174,339	150,000	24,339	300,000	314,410
United Way	5,083	5,083	0	35,583	35,583	0	61,000	61,000
Individual Giving	17,764	30,100	(12,336)	262,806	285,200	(22,394)	320,500	370,500
Board Giving	3,769	7,023	(3,254)	62,191	40,182	22,009	68,274	68,274
Foundation & Corporate Gifts	24,000	33,000	(9,000)	688,351	764,500	(76,149)	945,500	885,500
Special Events	26,500	50,000	(23,500)	188,253	208,000	(19,747)	445,200	450,200
Interest & Investment Income	351	0	351	2,421	0	2,421	38,772	38,772
Board Designated Revenue	0	0	0	0	0	0	20,000	20,000
Earned Revenue	19,850	15,000	4,850	27,565	46,500	(18,935)	60,500	60,500
Miscellaneous Revenues	0	0	0	1,273	0	1,273	0	0
Total Revenues	133,606	140,206	(6,601)	1,442,782	1,529,965	(87,184)	2,259,746	2,269,156
Expenses								
Personnel	127,360	131,180	3,820	891,810	945,806	53,996	1,693,204	1,638,538
Equipment	2,452	11,541	9,089	53,917	56,189	2,272	73,782	75,869
Travel	101	1,815	1,714	11,376	13,115	1,739	22,600	22,600
Professional Services	16,457	7,541	(8,916)	122,604	83,624	(38,980)	125,380	188,380
Program Expenses	303	2,923	2,620	91,629	105,163	13,534	120,125	120,125
Supplies	400	300	(100)	2,018	2,100	82	3,600	3,600
Facility Expenses	4,138	4,330	192	30,541	31,545	1,004	51,825	51,825
Communications	1,387	1,675	288	15,924	13,790	(2,134)	23,315	23,315
Commercial Insurance	916	916	0	13,839	15,020	1,181	18,226	16,568
Staff Dev. & Community Events	2,500	1,497	(1,003)	13,740	14,308	568	19,194	19,759
Donor Cultivation	76	250	174	1,018	3,475	2,457	5,475	5,475
Event Expenses	6,343	100	(6,243)	41,170	37,710	(3,460)	87,260	87,260
Fees & Bank Charges	1,532	710	(822)	9,722	6,260	(3,462)	15,760	20,005
Miscellaneous Expenses	15	0	(15)	127	0	(127)	0	0
Total Expenses	163,980	164,778	798	1,299,436	1,328,105	28,669	2,259,746	2,273,320
Revenues Over/(Under) Expenses	(30,374)	(24,572)	(5,803)	143,346	201,860	(58,515)	0	(4,163)



JASON E. MUMPOWER
Comptroller

February 6, 2024

Board of Directors
PENCIL Foundation
7199 Cockrill Bend Blvd.
Nashville, TN 37209

Board of Directors:

We have reviewed the annual financial report on the PENCIL Foundation for the fiscal year ended June 30, 2023, as audited by KraftCPAs PLLC, Certified Public Accountants. As a result, this report has been filed as part of the public records of the State of Tennessee.

If you need to contact our office, please call 615.401.7889 or email Matt.Piland@cot.tn.gov. You may also send a response to this letter to the Tennessee Comptroller of the Treasury Division of Local Government Audit, Cordell Hull Building, 4th Floor, 425 Rep. John Lewis Way N., Nashville, TN 37243.

Sincerely,

A handwritten signature in black ink that reads "Matt Piland".

Matt Piland
Contract Audit Review Specialist

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cc: KraftCPAs PLLC
Certified Public Accountants
555 Great Circle Road
Nashville, TN 37228



PENCIL
Public Education Needs Community Involvement and Leadership

PENCIL Staff DEI Survey Responses Overview

Date of Survey: December 2023

Participation Rate: 11 out of 17 eligible staff members (excluding Chief level)

PENCIL employees view our DEI efforts in a mostly positive manner. We have made some strong strides in the last 18 months towards inclusive hiring, providing training / resources and displaying a commitment to an inclusive workplace where employees can thrive.

Strengths:

- Commitment to promoting DEI
- DEI training or resources
- Diversity of our Governing and Emerging Leaders Boards
- Diverse candidates for open positions
- Employees would recommend PENCIL as diverse and inclusive

Opportunities:

- Hiring more diverse staff
- Clarifying and communicating DEI goals
- Clarifying and communicating steps to report and address discrimination and / or harassment issues
- Implicit bias training
- Diversity in leadership
- Creating a workplace environment where everyone can feel safe, is welcomed, differences are celebrated, and considered cherished or an essential part of the community

Suggested Next Steps (non-inclusive – just to get the conversation started):

- Personal and Professional Development opportunities for staff – including intentional budgeting and planning for that growth
 - Task force participation
 - Personal growth opportunities
 - Time to volunteer with affinity groups / organizations
 - Emotional intelligence training
 - Implicit bias training
- Utilizing AI tools to remove bias from job postings, job descriptions, evaluations
- Team building or socializing opportunities to create community
- Surveying staff to gather their preferred next steps
- Continued growth in our recruiting efforts – HBCUs, etc.
- Double down on staff retention efforts ensuring diverse staff feel comfortable sharing their voice within the organization

Linking community resources to Nashville Public Schools to help young people achieve academic success and prepare for life.

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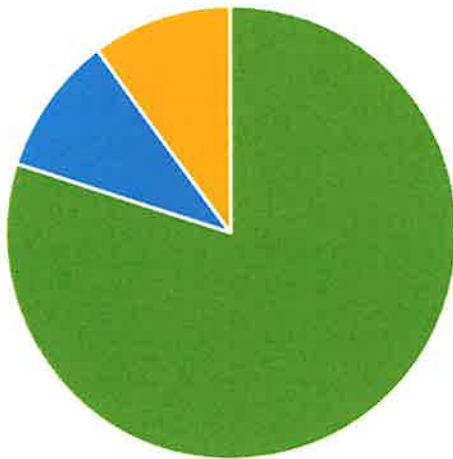
Info@PENCIL615.org | www.PENCILforSchools.org



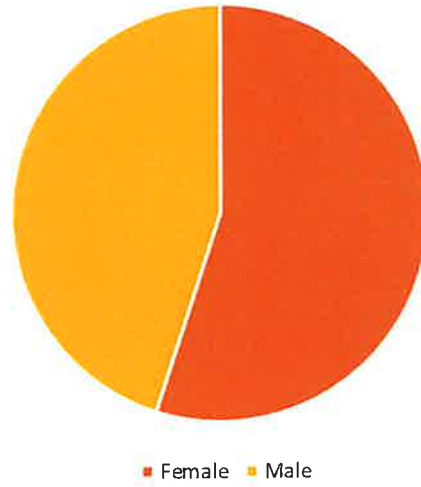
PENCIL

PENCIL STAFF DEMOGRAPHICS 2023 (last updated 11.10.23)

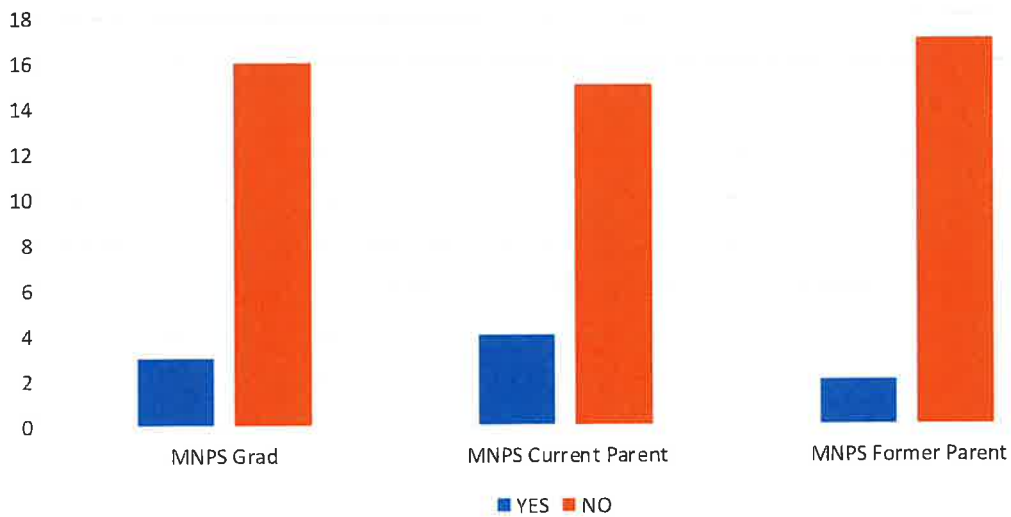
Staff Ethnicity



Staff Gender



Staff MNPS Relationships



Looking Ahead to 2025



PENCIL partners with businesses, community groups, and other organizations to bridge the resource gaps in Metro Nashville Public Schools (MNPS) that directly impact day-to-day learning.

We facilitate community mentorships, engage in-class and virtual volunteers, and collect and distribute essential school supplies so that students are ready to learn and teachers are prepared to teach.

Our impact is made possible through strategic partnerships, corporate sponsorships, hundreds of volunteer hours, and strong community investment.

2023/2024 Priorities
We've carefully chosen the following priorities based on urgent MNPS teacher and student needs.

Partnerships



MNPS Engagement and Support

PENCIL will increase awareness and utilization of its offerings, which connect teachers and schools to community members and resources.

Top 2023-24 Goals

1. Drive awareness of PENCIL resources within MNPS professional development events; engage in-person with all MNPS Principals at least 3x/annually and Community Achieves team 4x/annually
2. Increase utilization of PENCIL Connect; at least 70 schools list engagements; 50 industry professionals use it to volunteer; 50 classrooms impacted
3. STEAM Library serves at least 5,000 students



Strategic Growth

PENCIL will invest in growth areas that demonstrate a clear, positive impact on student success.

Top 2023-24 Goals

1. Create a workplan to assure facilities meet PENCIL Box expansion needs over next 5 years
2. Create data dashboards accessible to staff and Board to monitor key performance metrics
3. Successfully conclude the literacy tutoring grant with TDOE



Board Engagement

PENCIL will continue to recruit, engage, and celebrate a diverse and enthusiastic group of board members – both our Governing Board and our Emerging Leaders Board. We will actively seek their guidance and support in all aspects of our work.

Top 2023-24 Goals

1. Provide mentoring of new members to facilitate their connection to the group
2. Create regular opportunities to build community and trust; at least 50% of board members participate in a volunteer event posted on PENCIL Connect
3. Continue moving board demographics closer to MNPS student demographics
4. Annual survey indicates at least 85% of board members are Highly Satisfied with their experience and would refer a peer to this board

Financial & Operational Stability



CEO Transition

PENCIL will create a thoughtful framework that assures organizational success at managing a planned CEO transition between January and June 2024.

Top 2023-24 Goals

1. Ensure a comprehensive and transparent CEO hiring process inclusive of key stakeholders
2. Create and support a thorough onboarding plan for the new CEO
3. Continue a focus on staff development and retention
4. Assure all core business practices are documented and easily accessible by 12/31/23



Development, Marketing, and Public Relations

PENCIL will continue to grow deeper and more philanthropic relationships with the community while using first person voices to share the impact of our work.

Top 2023-24 Goals

1. Meet or exceed all operating revenue targets
2. Add \$200,000 in cash gifts to our endowment as a part of our CEO transition
3. Assure at least 70% of PENCIL Connect events are fulfilled through multi-channel promotion campaign

Diversity, Equity, and Inclusion



DEI Journey

PENCIL will continue developing and implementing best practices that foster an inclusive and supportive working environment, identify and address inequities, and boost team competency in the areas of diversity, equity, and inclusion.

Top 2023-24 Goals

1. Continue updating core business practices using our Equity Lens Tool
2. Continue providing educational opportunities for all constituents, with a focus on community partners
3. Expand how we capture and monitor the diversity of our boards and staff to assure all underrepresented communities have a voice at our table