

**Minutes of the Meeting of the
Board of Directors of the
F. M. Kirby Foundation, Inc.
September 11, 2020**

A meeting of the Board of Directors of the F. M. Kirby Foundation, Inc. was held on September 11, 2020 at 2:00 p.m. via Zoom conference. The following Directors were present:

Wilson M. Compton
Ashley H. Freedman
Alice K. Horton
Jefferson W. Kirby
S. Dillard Kirby
Leigh Kirby Klein
Sandra B. Sherman

Mr. S. Dillard Kirby, President, presided and Mrs. Diana L. Kostas, Treasurer & Secretary, recorded the minutes of the meeting. Mr. Justin J. Kiczek, Executive Vice President, Mrs. JoAnn F. Tiefau, Program Officer, and Ms. Erin C. Clifford, Communications and Program Associate, were invited to attend the meeting. The President welcomed guests Mr. Ward K. Horton, Mr. F. Morgan Kirby IV, Mr. J. Walker Kirby, Jr., Mr. Stark D. Kirby, Jr. and Mrs. Laura H. Virkler to the meeting.

The minutes of the meeting of the Board of Directors held April 29, 2020 that were previously distributed to the Directors were approved.

Mr. Kiczek gave a brief biography and introduction for Mr. Daniel Stein, President, Federation for American Immigration Reform (FAIR). Mr. Stein noted the longstanding history of and thanked the Foundation for its support since 1986. Mr. Stein

began his presentation by highlighting FAIR's history, the staff and the three primary questions that drive their analyses: Who (Purposes), How Many, and How to Enforce the Rules (Who decides?). Upon completion of the presentation, the Board had questions as to how FAIR exerted political pressure, its stance on DACA, how the recommended 300,000 annual cap on immigrants would be selected and whether FAIR accepted all contributions, regardless of source. Mr. Stein completed the presentation at 3:05 p.m., and the Board thanked him for his time. The Board then discussed their feelings on the presentation, organization and the overall issue of immigration. The Board expressed a desire to address immigration in a non-partisan way and decided minimally to pause on the two remaining immigration reform-focused grantees, FAIR and Center for Immigration Studies, while the Foundation researches other possibilities. The President acknowledged the contributions of Mrs. Freedman and Mr. Kiczek over the summer in developing the comprehensive immigration study. The Board then took a brief break.

At 3:30 pm, the President called the meeting back to order and proceeded with his Report of the President. He noted that the December meeting will include a presentation by the leadership of Cornerstone Family Programs (Neighborhood House), an organization serving direct immigrant support programs in the Morristown area. Through August 31, the Foundation has made grants totaling \$11.0 million YTD, with several grantees applying for funding earlier in the year due to the pandemic. The staff has circled back with many of the grantees most severely impacted by the pandemic.

Mrs. Tiefau gave an update on several of the Human Services grantees, including Zufall, Homeless Solutions, Covenant House, Mt. Vernon and both United Ways (New Jersey and Greater Triangle). The President informed the Board of the Diversity and Justice Initiative that will be led by Mr. Kiczek, as well as the in-depth analysis of the public policy docket completed by Mr. Kiczek and Mrs. Kostas.

Mr. Jefferson W. Kirby, Chairman of the Investment Committee, reported on the activities of the Investment Committee over the past four months. He highlighted the turbulent market performance since the Board last met in April and noted that while the large cash allocation buoyed performance in Q1, 2020, it hindered Q2, 2020 performance. Mr. Kirby stated that the year-to-date aggregate portfolio through August 31, 2020 was up 0.5% versus the benchmark of 5.5% and was valued at approximately \$322M. Large cap growth stocks continued to dominate performance year-to-date, with the Russell 1000 Growth Index outperforming the Russell 1000 Value Index by 4000 bps year-to-date; this has been a detraction for the substantial value-oriented portion of the portfolio. Mr. Kirby informed the Board that the Investment Committee was going to give private equity some consideration at the October Committee meeting, along with ESG (environmental, social, governance) sensitive investing. The President thanked Mr. Kirby for his report.

The President referred the Board to a cumulative list of grants from April 1, 2020 through April 30, 2020 of \$75,000 or less approved by Management, attached to the Agenda, and asked for ratification thereof. Mr. Kiczek highlighted the Students 2

Science organization and their virtual capability to bring lab experiments into the students' homes. A motion was made and seconded that the list be ratified. The motion was approved. The above-mentioned list is attached hereto as part of the minutes.

The President next referred the Board to a cumulative list of grants proposed by the President from May 1, 2020 through April 30, 2020 of \$125,000 or less approved by Management, attached to the Agenda, and asked for ratification thereof. Ms. Clifford updated the Board on the Fred Morgan Kirby Prize for Scaling Social Impact. Duke University's Center for the Advancement of Social Entrepreneurship (CASE) began accepting applications in August with a deadline of September 30, 2020. By early December, CASE will send a list of two to four finalists to the Foundation for its input. On December 21, 2020 CASE will notify the winner and a public announcement will be made in February 2021. Mr. Kiczek highlighted Americares, Durham Children's Initiative, Homeless Solutions and Institute for American Values (Braver Angels). Mrs. Horton spoke favorably of the Braver Angels organization. A motion was made and seconded that the list be ratified. The motion was approved. The above-mentioned list is attached hereto as part of the minutes.

The President then referred the Board to a cumulative list of grants proposed by the President from April 23, 2020 through August 31, 2020 in excess of \$125,000, attached to the Agenda, and asked for approval thereof. Mrs. Virkler gave a brief update on JDRF and its fundraising challenges during the pandemic. She noted that JDRF will be presenting at the upcoming Kirby Alliance meeting on October 29, 2020. A motion

was then made and seconded that the list, as provided, be approved. The motion was approved. The above-mentioned grants list is attached hereto as part of the minutes.

The President then brought up the topic of funding the Morristown Partnership Commercial Rent Relief Grant Program. The program would provide commercial rent relief to small area businesses with a minimum \$250,000, in aggregate, to be awarded to businesses who apply and meet eligibility requirements and are selected via lottery. An early lead gift has been made with current support of the community approaching \$500,000, inclusive of the Foundation's potential support. The President requested approval from the Board of up to \$100,000 at Management's discretion. The request was approved.

Mr. Kiczek gave a brief update on the upcoming Philanthropy Roundtable meeting (October 14 – 16) and welcomed Board members to review the agenda and notify him if there were any workshops they would like to attend virtually.

Mrs. Kostas distributed the list of grantees from whom we have not yet received a grant request in 2020. It was a smaller list relative to prior years, with 40 budgeted grant requests outstanding. Mrs. Kostas stated that she would email the list to the Directors so they could reach out to grantees if so desired.

Mr. Kiczek presented the initial draft of a new project the Foundation staff is working on, the Diversity and Justice Initiative. He welcomed the Board's participation and collaboration in the project and Mr. Jefferson W. Kirby and Mrs. Horton echoed the support. Mr. Compton expressed enthusiasm about the internship/fellowship idea.

The next regular meeting of the Directors was confirmed for Friday, December 11, 2020 at 2:00 p.m. via Zoom.

At 4:50 p.m. the staff left the meeting. The President held a brief Executive Session with Board members and guests whereby the President discussed succession planning, both at the Management and Board levels. The meeting was adjourned at 5:15 p.m.

F.M. KIRBY FOUNDATION, INC.

Cumulative List of Approvals of Management

April 1, 2020 through April 30, 2020

Organization	Prior Year	Current Year
Project Description	Payment	Payment
The Adirondack Council, Inc.		
Elizabethtown, NY		
2019		
Toward actions to advance the goals identified at the 2018 Acid Rain Symposium-\$15,000	\$65,000	
2020		
Toward continued support to defend clean air rules that protect the Adirondacks from acid rain pollution-\$15,000		\$65,000
American Council on Science and Health		
New York, NY		
2019	\$30,000	
2020		\$10,000
ArtPride New Jersey Foundation, Inc.		
Burlington, NJ		
2019	\$15,000	
2020		\$15,000
Cancer Hope Network, Inc.		
Chester, NJ		
2019	\$10,000	
2020		\$10,000
Cancer Research Institute, Inc.		
New York, NY		
2019	\$75,000	
For: The Irvington Postdoctoral Fellowship Program		
2020		\$75,000
For: The Irvington Postdoctoral Fellowship Program		
Caring House, Inc.		
Durham, NC		
2019	\$17,500	
2020		\$17,500
Center for Child & Family Health		
Durham, NC		
2019	\$30,000	
2020		\$30,000
Covenant House New Jersey, Inc.		
Newark, NJ		
2019	\$40,000	
Toward the Crisis/Community Service Center in Newark		
2020		\$40,000
Toward the Crisis/Community Service Center in Newark		
DMAX Foundation		
Bryn Mawr, PA		
2019	\$15,000	
2020		\$10,000
The Federalist Society for Law & Public Policy Studies		
Washington, DC		
2019	\$25,000	
2020		\$25,000

Organization Project Description	Prior Year Payment	Current Year Payment
Great Swamp Watershed Association New Vernon, NJ 2020 For: Program Services		\$25,000
Greensboro Day School Greensboro, NC 2019 2020	\$20,000	\$25,000
Habitat for Humanity Orange County, N.C., Inc. Chapel Hill, NC 2019 2020	\$50,000	\$50,000
The Land Conservancy of New Jersey Boonton, NJ 2019 2020	\$35,000	\$35,000
Manhattan Institute for Policy Research, Inc. New York, NY 2019 2020	\$75,000	\$75,000
Morris Arts Morristown, NJ 2019 2020	\$45,000	\$45,000
Mount Vernon Ladies' Association of the Union Mt. Vernon, VA 2019 2020	\$40,000	\$50,000
National Council For Adoption Alexandria, VA 2019 2020	\$35,000	\$30,000
The Newark Museum of Art Newark, NJ 2019 2020	\$50,000	\$55,000
North Carolina Public Radio - WUNC Chapel Hill, NC 2019 2020	\$25,000	\$25,000
Preschool Advantage, Inc. Morristown, NJ 2019 Toward preschool scholarship assistance for Morris County residents 2020 For: One-time 25th Anniversary support-\$10,000	\$20,000	\$35,000

Organization Project Description	Prior Year Payment	Current Year Payment
The Seeing Eye, Inc. Morristown, NJ		
2019	\$75,000	
2020		\$75,000
Students 2 Science, Inc. East Hanover, NJ		
2019 For: The East Hanover-based operations	\$25,000	
2020 For: The East Hanover-based operations		\$25,000
Talent Market Mount Pleasant, SC		
2020		\$10,000
Triangle Land Conservancy, Inc. Durham, NC		
2019	\$50,000	
2020		\$50,000
United Network for Organ Sharing Richmond, VA		
2019 Toward general operating support for UNOS Labs	\$75,000	
2020 Toward general operating support for UNOS Labs		\$75,000
United Way of the Greater Lehigh Valley Allentown, PA		
2019 Toward The Leader in Me Program in Forks Elementary and Palmer Elementary Schools in Easton, PA	\$15,000	
2020 Toward The Leader in Me Program in Forks Elementary and Palmer Elementary Schools in Easton, PA		\$15,000
Wakeman Boys and Girls Club Fairfield, CT		
2019 For: Support of the After-School Program at the Smilow-Burroughs Clubhouse in Bridgeport, CT	\$25,000	
2020 For: Support of the Smilow-Burroughs Clubhouse in Bridgeport, CT		\$30,000
Washington Association of New Jersey Morristown, NJ		
2019	\$20,000	
2020		\$20,000
Zufall Health Center, Inc. Dover, NJ		
2019 For: The Morristown Health Clinic-\$25,000; toward the purchase of the Morristown Health Center building-\$25,000	\$50,000	
2020 For: The Morristown Health Clinic		\$30,000
Grand Totals (31 items)	\$1,052,500	\$1,077,500

F.M. KIRBY FOUNDATION, INC.

Cumulative List of Approvals of Management

May 1, 2020 through August 31, 2020

Organization	Prior Year	Current Year
Project Description	Payment	Payment
Action on Smoking & Health		
Washington, DC		
2019	\$65,000	
2020		\$50,000
Adirondack Land Trust, Inc.		
Keene Valley, NY		
2019	\$30,000	
2020		\$30,000
American Council of Trustees and Alumni		
Washington, DC		
2019	\$25,000	
2020		\$25,000
American Lung Association/National		
New York, NY		
2020 For: Support of the COVID-19 Action Initiative		\$35,000
Americares Free Clinic, Inc.		
Stamford, CT		
2019 Toward support for the creation of a Wellness & Learning Center in Stamford, CT	\$50,000	
2020 For: Support of Americares Wellness Center in Stamford, CT-\$25,000; support of Americares Free Clinic of Stamford, CT-\$20,000		\$45,000
The Bald Head Island Conservancy, Inc.		
Bald Head Island, NC		
2019 For: One-time capital support-\$20,000	\$70,000	
2020		\$50,000
Boy Scouts of America/Patriots' Path Council, Inc.		
Cedar Knolls, NJ		
2019 For: Morris County programs	\$45,000	
2020 For: Morris County programs		\$45,000
Candid (merger of The Foundation Center and GuideStar)		
New York, NY		
2019	\$26,000	
2020		\$26,000
Center For Individual Rights		
Washington, DC		
2019	\$120,000	
2020		\$120,000

Organization		Prior Year	Current Year
Project Description		Payment	Payment
Coastal Land Trust (formerly known as North Carolina Coastal Land Trust)			
Wilmington, NC			
2019	Toward the stewardship endowment component of the Campaign for the Coast-\$25,000	\$75,000	
2020			\$50,000
Cold Spring Harbor Laboratory			
Cold Spring Harbor, NY			
2019	Toward construction and outfitting of an organoid testing facility	\$100,000	
2020	Toward the purchase of a Nuclear Magnetic Response (NMR) machine		\$115,000
Council of New Jersey Grantmakers, Inc.			
Trenton, NJ			
2019	Toward specific programs for family philanthropies-\$2,750	\$25,000	
2020	Toward specific programs for family philanthropies-\$2,100		\$25,000
Crohn's & Colitis Foundation, Inc.			
New York, NY			
2019	Toward two CCF Research Fellowship Awards	\$80,000	
2020	Toward two CCF Research Fellowship Awards		\$75,000
Dolgeville Forward, Inc.			
Dolgeville, NY			
2020	Toward Phase 1 of the project to renovate and rebuild the Center Park (an informal "challenge grant" for potential community support)		\$50,000
Drew University			
Madison, NJ			
2019	Toward the comprehensive campus signage plan	\$75,000	
2020	For: Support of the Launch Program		\$125,000
Durham Children's Initiative (DCI) (formerly known as East Durham Children's Initiative [EDCI])			
Durham, NC			
2019		\$27,500	
2020			\$32,500
Durham Symphony Incorporated			
Durham, NC			
2019	For: Free classical concert with Kidznotes at Emily Krzyzewski Center-\$2,500; Hillsborough Pops in the Park Concert-\$6,500	\$9,000	
2020	For: Side-by-Side Kidznotes Concert at the Emily Krzyzewski Center-\$4,500; Hillsborough Pops in the Park Concert-\$4,500		\$9,000
Employment Horizons, Inc.			
Cedar Knolls, NJ			
2019		\$50,000	
2020			\$50,000
EngenderHealth, Inc.			
Washington, DC			
2020			\$65,000

Organization Project Description	Prior Year Payment	Current Year Payment
Eno River Association Durham, NC 2019		\$20,000
Environmental Defense Fund, Inc. New York, NY 2019 Toward science-based policy solutions to protect the Adirondacks from acid deposition	\$90,000	
2020 Toward science-based policy solutions to protect the Adirondacks from acid deposition		\$90,000
Foundation for Morristown Medical Center, Inc. Morristown, NJ 2019 Toward renovations to the Carol G. Simon Cancer Center (Going Forward Campaign)	\$125,000	
2020 Toward Valerie Fund Children's Center for pediatric cancer and blood disorders expansion (Growing Forward Campaign)		\$125,000
The Fuqua School of Business Durham, NC 2019 For: The Annual Fund	\$40,000	
2020 For: The Annual Fund		\$50,000
Gill St. Bernard's School Gladstone, NJ 2019 For: The Annual Fund	\$25,000	
2020 For: The Annual Fund		\$25,000
Girl Scouts of Northern New Jersey, Inc. Riverdale, NJ 2019 For: Morris County programs	\$40,000	
2020 For: Morris County programs		\$45,000
Gladney Center for Adoption Fort Worth, TX 2019	\$20,000	
2020		\$20,000
Good Grief, Inc. Morristown, NJ 2019 For: Support of the Morristown location only	\$25,000	
2020 For: Support of the Morristown location only		\$30,000
Grace Episcopal Church/Kingston Kingston, PA 2019 Toward repair of the primary leathers to the church organ	\$3,500	
2020 Toward the purchase of video live-streaming equipment		\$2,800
Greater Easton Development Partnership Easton, PA 2019	\$7,500	
2020		\$7,500

Organization Project Description	Prior Year Payment	Current Year Payment
The Greater Morristown YMCA, Inc.		
Cedar Knolls, NJ		
2019 For: Direct financial aid for Morris County residents only, through the Annual Support Campaign-\$40,000; toward capital improvements-\$10,000	\$50,000	
2020		\$40,000
Greater Newark Conservancy, Inc.		
Newark, NJ		
2019 For: Community Greening Program-\$50,000; toward the purchase of a new dump truck for the City Bloom Landscaping Initiative-\$25,000	\$75,000	
2020 For: Community Greening Program		\$50,000
Guttmacher Institute, Inc.		
New York, NY		
2019	\$30,000	
2020		\$30,000
Hamilton Partnership for Paterson, Inc.		
Paterson, NJ		
2020 For: Support of the core exhibit in the Alexander Hamilton Visitor Education Center at Paterson Great Falls National Park		\$50,000
Homeless Solutions, Inc.		
Cedar Knolls, NJ		
2019	\$55,000	
2020		\$60,000
Hospital For Special Surgery		
New York, NY		
2019 For: Support of research directed toward better treatment and prevention of osteoarthritis	\$80,000	
2020 For: Support of research directed toward better treatment and prevention of osteoarthritis		\$80,000
Housing for New Hope, Inc.		
Durham, NC		
2019	\$27,500	
2020		\$30,000
Institute for American Values		
New York, NY		
2019 Toward the Better Angels Initiative	\$27,500	
2020 Toward the Braver Angels Initiative		\$35,000
The Institute for Family Studies		
Charlottesville, VA		
2019	\$10,000	
2020		\$10,000
Institute for Humane Studies		
Arlington, VA		
2019	\$20,000	
2020		\$20,000

Organization Project Description	Prior Year Payment	Current Year Payment
JBWS (formerly known as Jersey Battered Women's Service) Morristown, NJ		
2019	\$85,000	
2020		\$85,000
JerseyCAN Cranford, NJ		
2019	\$35,000	
2020		\$35,000
Just Facts, Inc. Chatham, NJ		
2019	\$10,000	
2020		\$10,000
Liberty Science Center, Inc. Jersey City, NJ		
2019	\$25,000	
2020		\$25,000
Literacy Volunteers of Morris County, Inc. Morristown, NJ		
2019	\$17,500	
2020		\$17,500
Little Hill Foundation for the Rehabilitation of Alcoholics, Inc. Blairstown, NJ		
2020 For: One-time capital support		\$15,000
Mane Stream, Inc. (formerly known as Somerset Hills Handicapped Riding Center) Oldwick, NJ		
2019	\$15,000	
2020		\$15,000
Prevention is Key (formerly known as Morris County Prevention Is Key, Inc.) Rockaway, NJ		
2019 For: Morris County programs	\$22,500	
2020 For: Morris County programs		\$22,500
Morris Habitat for Humanity, Inc. Randolph, NJ		
2019 For: Projects in Morris County only	\$40,000	
2020 For: Projects in Morris County only		\$45,000
Moving Picture Institute New York, NY		
2019	\$25,000	
2020		\$25,000
National Association of Scholars, Inc. New York, NY		
2019	\$45,000	
2020		\$35,000

Organization Project Description	Prior Year Payment	Current Year Payment
National Right To Work Legal Defense Foundation, Inc.		
Springfield, VA		
2019 Toward support for the enforcement of the Janus decision	\$75,000	
2020 Toward support for the enforcement of the Janus decision		\$70,000
New Jersey Audubon Society		
Bernardsville, NJ		
2019	\$40,000	
2020		\$50,000
New Jersey Conservation Foundation		
Far Hills, NJ		
2019	\$115,000	
2020		\$115,000
NewBridge Services, Inc.		
Pequannock, NJ		
2019	\$25,000	
2020		\$25,000
PAI (formerly known as Population Action International)		
Washington, DC		
2019	\$75,000	
2020		\$70,000
Paper Mill Playhouse		
Millburn, NJ		
2019 Toward capital repairs to the F.M. Kirby Carriage House-\$40,000	\$110,000	
2020 Toward facilities upgrades and PPE required to re-open the theater-\$10,000		\$80,000
Plaid House, Inc.		
Morristown, NJ		
2019	\$30,000	
2020		\$30,000
Planned Parenthood Keystone		
Warminster, PA		
2019 For: General operating support, particularly Luzerne and Northampton Counties	\$35,000	
2020 For: General operating support, particularly Luzerne and Northampton Counties		\$35,000
Protect the Adirondacks, Inc.		
North Creek, NY		
2019	\$25,000	
2020 For: Continued support of the Adirondack Lakes Assessment Program (ALAP)-\$15,000		\$25,000
Public Media NJ, Inc.		
Englewood, NJ		
2019	\$20,000	
2020		\$20,000

Organization Project Description	Prior Year Payment	Current Year Payment
The Raptor Trust		
Millington, NJ		
2019	\$5,000	
2020		\$7,500
Reach Out and Read New Jersey		
Basking Ridge, NJ		
2019 For: Efforts in Morris County	\$20,000	
2020 For: Efforts in Morris County		\$20,000
Re-Creation USA, Inc.		
Port Trevorton, PA		
2019	\$20,000	
2020		\$20,000
Regional Plan Association, Inc.		
Princeton, NJ		
2019 For: New Jersey programs	\$25,000	
2020 For: New Jersey programs		\$25,000
Rowan University Foundation		
Glassboro, NJ		
2019 Toward the NJ Municipal Asset Profiler (NJMAP) project	\$20,000	
2020 Toward the NJ Municipal Asset Profiler (NJMAP) project		\$20,000
Save The Redwoods League		
San Francisco, CA		
2019	\$20,000	
2020 Toward the Forever Forest: The Campaign for the Redwoods		\$20,000
Semper Fi & America's Fund		
Oceanside, CA		
2019 Toward the Veterans to Veterans program in New Jersey and North Carolina-\$25,000	\$35,000	
2020 Toward the Veterans to Veterans program in New Jersey and North Carolina-\$25,000		\$35,000
SIECUS: Sex Ed for Social Change (formerly Sexuality Information and Education Council of the United States, Inc.)		
Washington, DC		
2019 For: Sexual and reproductive health education programs	\$30,000	
2020		\$35,000
South Eastern Efforts Developing Sustainable Spaces, Inc.		
Durham, NC		
2019	\$20,000	
2020		\$25,000
Students to Scholars		
Chapel Hill, NC		
2020		\$10,000

Organization		Prior Year	Current Year
Project Description		Payment	Payment
Trudeau Institute, Inc.			
Saranac Lake, NY			
2020	Toward the purchase of a combined Liquid Chromatography Mass Spectrometry System		\$40,000
USA Swimming Foundation			
Colorado Springs, CO			
2019	For: Support of Make a Splash efforts in New Jersey and the Durham and Orange Counties of North Carolina	\$15,000	
2020	For: Support of the learn-to-swim initiative in New Jersey and the Durham and Orange Counties of North Carolina		\$15,000
Young America's Foundation			
Reston, VA			
2019		\$75,000	
2020			\$75,000
Grand Totals		\$2,778,500	\$3,040,300

F.M. KIRBY FOUNDATION, INC.

Cumulative List of Referrals to the Board

April 23, 2020 through August 31, 2020

Organization	Prior Year	Recommended
Project Description	Payment	Amount
American Cancer Society, Inc./Northeast Region		
Cherry Hill, NJ		
2019 For: Programs in the Northwest New Jersey Region-\$30,000; National Home Office-Extramural Research support in immunotherapy-\$220,000	\$250,000	
2020 For: Programs in the Northwest New Jersey Region-\$30,000; National Home Office-Extramural Research support in immunotherapy-\$220,00		\$250,000
JDRF International		
New York, NY		
2019 Toward Beta Cell Replacement research	\$200,000	
2020 Toward Beta Cell Replacement research and Regeneration work		\$200,000
Grand Totals:	\$450,000	\$450,000