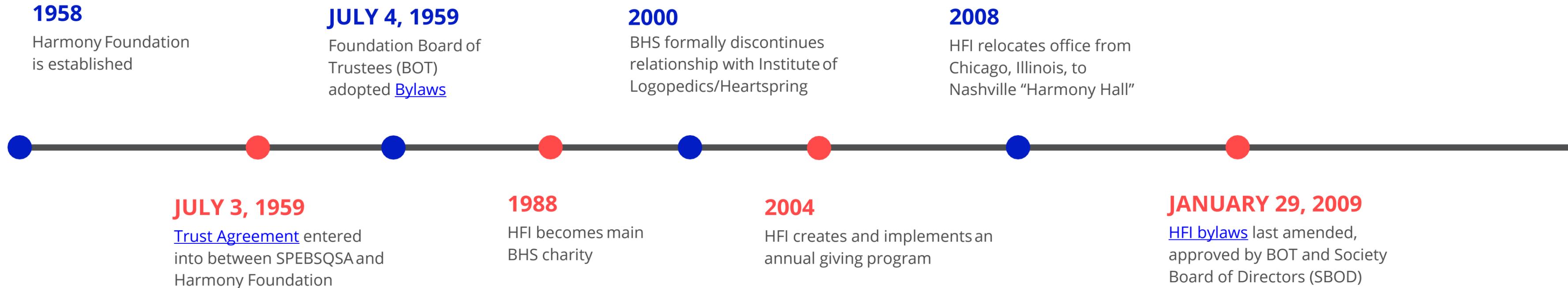


BHS AND HFI TIMELINE

Harmony Foundation origins



BHS AND HFI TIMELINE (2017-2018)

Misalignment in governance and operations, and attempts to address it

MAY 19-21 2017

SBOD [approves](#) Everyone in Harmony Strategic Vision and communications plan. All SBOD members (voting and ex officio) were in attendance

SEPTEMBER 8-10, 2017

During HFI annual meeting, BHS CEO provides detailed Strategic Plan to Trustees and asks HFI for fundraising strategy to align with Everyone in Harmony strategic plan

MAY 14, 2018

BHS CEO meets with HFI executive team to review the possible impact of Strategic Plan on fundraising, after which HFI provided no subsequent recommendation to reduce or increase the most recent \$600K funding commitment

JUNE 22, 2018

Teams from BHS and HFI boards meet for first face-to-face. Meeting objectives include:

- Reach consensus on chronology of BHS/HFI relationship
- Agree to legal interpretation of the Trust Agreement and determine if we've been operating as described or operating differently
- Agree on how the unrestricted portion of the current endowment be used in relation to Strategic Plan implementation

JUNE 2017

BHS announces its new [Strategic Vision](#)

MARCH 11, 2018

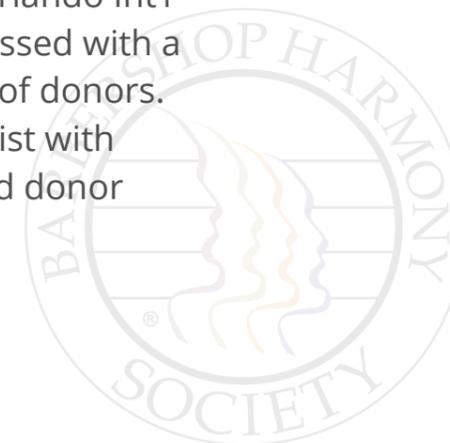
SBOD retreat in Nashville includes exercise to answer "What are the areas in the BHS & HFI relationship that deserve additional focus and conversation between the two Boards?" Resulting [list of suggested discussion focus areas](#) given to HFI CEO to relay to HFI BOT

MAY 2018

HFI submits [article](#) for July/Aug Harmonizer issue about growing the endowment without any reference to BHS. Disagreement between BHS CEO and HFI CEO of appropriate messaging escalates the need for the two boards to get together

JULY 2018

BHS develops [EiH funding request](#) (\$2.4M) to be presented by BHS CEO during Orlando Int'l convention and discussed with a hand-selected group of donors. HFI CEO and staff assist with scheduling and attend donor meeting



BHS AND HFI TIMELINE (2019)

SEPTEMBER 16, 2018

Teams from BHS and HFI boards meet for second face-to-face to discuss elements of a successful partnership between HFI and BHS. HFI strategic plan promised by year's end

MAY 21, 2019

BHS Board provides HFI Trustees with "[BHS Fundraising Needs](#)" document

JUNE 7-9, 2019

HFI Trustee meeting to discuss HFI strategic planning efforts with facilitator, attended by BHS CEO and SBOD EVP. Meeting outcomes:

- Pre-meeting survey found that Trustees were not aligned to their mission and purposes
- HFI Trustees developed [Articles of Collaboration](#) provided to BHS SBOD
- HFI created a grant application document to be used by the HFI Grants Committee to review all future applications for funding

SEPTEMBER 6-9, 2019

In an attempt to align on BHS fundraising needs, SBOD reschedules meeting to coincide with HFI BOT meeting. The entire BHS and HFI boards meet face-to-face to discuss questions provided by each organization ([BHS](#) and [HFI](#)) in advance

JANUARY 27, 2019

Teams from BHS and HFI boards meet for third face-to-face during Midwinter Nashville to discuss the need for a shared services agreement or MOU including fundraising goals and strategy. HFI strategic plan has not been provided

MAY 24, 2019

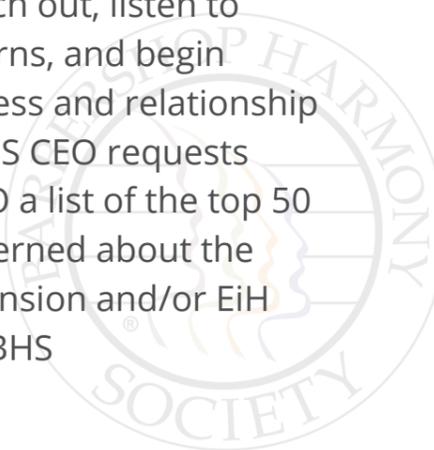
Email from HFI BOT President states that BHS Fundraising Needs document was given to HFI Grants Committee for response

AUGUST 12, 2019

Following up request of SBOD in June 2019, HFI provides a [memo](#) from HFI general counsel regarding HFI process for Trustee nominations and elections

NOVEMBER 11, 2019

In response to statements from HFI staff that EiH and other BHS SBOD decisions were hindering HFI's ability to fundraise, SBOD offers to reach out, listen to donor concerns, and begin healing process and relationship mending. BHS CEO requests from HFI CEO a list of the top 50 donors concerned about the contest expansion and/or EiH direction of BHS



BHS AND HFI TIMELINE (2020)

NOVEMBER 12, 2019

Email from HFI CEO denies the request of donor list for SBOD calls, citing staff, executive staff and donor recommendations to trust the feedback from HFI

JANUARY 12, 2020

SBOD goes into executive session and asks BHS counsel to meet with HFI legal counsel to discuss BHS interpretation of BHS's ability to amend Trust Agreement (Article VII)

FEBRUARY 25, 2020

Legal counsel from both organizations meet in Nashville to discuss Trust Agreement interpretation

FEBRUARY 28, 2020

Executive session meeting request denied via HFI lawyer in an [email](#)

JANUARY 11, 2020

Teams from BHS and HFI boards meet for informal fifth face-to-face during Midwinter Jacksonville to inform HFI Trustees of continued SBOD concerns and the executive session scheduled for Jan. 12

FEBRUARY 24, 2020

SBOD Acting President sends [letter](#) to HFI Legal Counsel which includes "Opportunity Statement"

FEBRUARY 26, 2020

SBOD Task Force Chair sends [email](#) to all HFI Trustees requesting a slot on their March 6-7 meeting agenda, to meet in executive session

MARCH 6-7, 2020

HFI Board of Trustees meeting in Nashville, with no presentation from SBOD and no discussion about conflict



BHS AND HFI TIMELINE (2020)

MARCH 11, 2020

BHS counsel provides HFI counsel with additional background of relationship between organizations via [email](#) and BHS provides context for 3/22 meeting request between board representatives without counsel

MARCH 22, 2020

BHS SBOD vote in executive session to Amend HFI Trust Agreement, expand the number of HFI Trustees, and elect 16 additional Trustees to the HFI Board pursuant to its authority under Article VII of the Trust Agreement

MARCH 26, 2020

HFI legal counsel and BHS legal counsel have a phone conversation. HFI counsel reiterates the desire for mediation, and agrees to sending a letter to BHS legal counsel laying out HFI's legal position and the basis therefore regarding the Trust Agreement interpretation.

APRIL 2, 2020

In an effort to resolve the issue amicably and retain jobs for HFI staff, BHS legal counsel sends [letter](#) on behalf of BHS to offer a settlement, including BHS hiring all HFI fundraisers and support staff except for HFI CEO and CFO, who are offered severance packages. Included as attachments are letters from BHS Acting President to [HFI BOT](#), [legal counsel](#) and [HFI CFO](#) notifying of additional [Trustees](#) elected by SBOD

MARCH 22, 2020

Four board representatives from each organization [meet](#) over Zoom to discuss Opportunity Statement, changes to governance and organizational structure, and messages to respective boards.

MARCH 25, 2020

HFI legal counsel informs BHS legal counsel via [email](#) that it is HFI's position that BHS does not have the authority to change the Trust Agreement unilaterally. HFI legal counsel suggests mediation instead of litigation and requests that further communications be between lawyers and not BHS and HFI directly

MARCH 30, 2020

HFI legal counsel sends [letter](#) rejecting BHS interpretation of SBOD's ability to amend Trust Agreement

APRIL 6, 2020

HFI legal counsel sends [letter](#) to BHS legal counsel rejecting settlement offer



BHS AND HFI TIMELINE (2020)

APRIL 11, 2020

Unbeknownst to BHS, HFI BOT meet to amend HFI Bylaws and remove BHS CEO from BOT without SBOD knowledge or approval. HFI does not notify BHS of bylaws or BOT ex officio changes until July 15

APRIL 19, 2020

BHS SBOD vote in executive session to add responsibility of BHS philanthropic strategy and results to BHS CEO executive limitations

MAY 14, 2020

BHS counsel informs HFI counsel that BHS task force will not be able to meet with the HFI task force on suggested date of May 17

JUNE 5, 2020

HFI sends [email](#) (distribution list unknown)

APRIL 16, 2020

BHS and HFI lawyers talk again via telephone with no progress or resolution although HFI lawyer states that HFI still wants to work things out

APRIL 21, 2020

BHS and HFI lawyers talk again via telephone. HFI position is that HFI is an independent organization despite Trust Agreement and bylaws. BHS agrees to face-to-face dialog between the groups. HFI proposes the presence of a facilitator, target date for this meeting is mid-May

JUNE 4, 2020

BHS and HFI board representatives meet, and BHS notifies HFI of the pending announcement on June 9 to start BHS internal development/fundraising department

JUNE 5, 2020

BHS sends brief [email](#) to all members



BHS AND HFI TIMELINE (2020)

JUNE 6, 2020

BHS sends [email](#) to all members with link to [BHS FAQs](#)

JUNE 14, 2020

BHS SBOD publishes "[Message from the Society Board](#)"

JUNE 15, 2020

First meeting between representatives from BHS and HFI boards, facilitated by DPC members

JUNE 24, 2020

Second meeting between representatives from BHS and HFI boards, facilitated by DPC members

JUNE 9, 2020

HFI sends email (distribution list unknown) with link to [HFI FAQs](#)

JUNE 15, 2020

In response to request from SBOD President for HFI BOT nominees, HFI counsel sends email to BHS counsel that "the HFI Bylaws have been amended such that the Trustees are no longer elected by the BHS Board." This is the first time BHS has heard mention of HFI amending its bylaws (See April 11, 2020)

JUNE 16, 2020

HFI counsel sends [email](#) to BHS counsel stating that "the Trust Agreement is no longer in effect and HFI obviously has the authority to amend its own Bylaws."

JULY 1, 2020

BHS launches [fundraising effort](#)



BHS AND HFI TIMELINE (2020)

JULY 8, 2020

SBOD publishes [message](#) from the Society Board

JULY 10, 2020

BHS and HFI legal counsels exchange [emails](#) regarding the election of the HFI Trustees

JULY 15, 2020

HFI legal counsel sends [message](#) to BHS legal counsel, informing BHS counsel that [HFI bylaws were amended unilaterally by HFI on April 11, 2020](#), and BHS CEO is no longer part of the HFI board

JULY 16, 2020

Fourth meeting between representatives from BHS and HFI boards, facilitated by DPC members

JULY 9, 2020

Third meeting between representatives from BHS and HFI boards, facilitated by DPC members

JULY 11-12, 2020

SBOD [annual meeting](#), including “State of the Society” address from BHS CEO and SBOD elections. BOT elections are postponed

JULY 15, 2020

BHS legal counsel sends [message to HFI legal counsel](#) stating that BHS does not agree with HFI’s termination of the Trust Agreement and unilateral amendments to the bylaws

