



**new settlement**  
building equitable futures

# FY23

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# BOARD NOTEBOOK



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# Dear New Settlement Board Members:

New Settlement has just completed an exciting year that will be remembered for the strengthening and growth of our programs. As we look to build on this success, the future presents an exciting opportunity for you, our Board of Directors, to bring your collective wisdom, vision, and deep commitment together to shape the direction of New Settlement and our surrounding Bronx communities.



Our FY2023 Board retreat is a new beginning for New Settlement, a starting point from which we hope to fully engage the tremendous talent of our Board of Directors. Together, we will assess the needs of our community for the coming years and map out a proactive organizational and program plan to meet these needs.

Our strategic planning will need to consider every facet of our organization: board development, fundraising, marketing and communications, program planning, financial management, and facility needs. This is a great responsibility, but we believe that we have brought together the best team (our board and New Settlement leadership) to take on this task.

As always, we value your time and your considerable talents and we encourage you to take an active role. We need and welcome your voice.

Thank you for your steadfast commitment to New Settlement!

Rigaud, Chuck, & Alexa

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# MISSION

Rooted in the Bronx, New Settlement stands with community members to break systemic barriers, advance justice, promote leadership, and strengthen neighborhoods. By ensuring agency around education, employment, housing, wellness, and creative expression, we help cultivate an equitable society where individuals and families have the power to use their voice to create the change they wish to see.



## CORE VALUES

Every element of New Settlement's work reflects our commitment to diversity, equity and inclusion; specifically, to building equitable futures for the people of The Bronx. Our work is guided by four core values:





# CORE VALUES

## **Building a Just and Equitable Future:**

We seek to break systemic barriers and generational poverty to build an inclusive community for individuals of all backgrounds. Our work advances education, wealth, and equity so members can realize their utmost potential and succeed.

## **Strengthening Communities:**

Rooted in the Bronx, we bring tailored resources to the community, providing access to vital programs - such as health and wellness, education, community organizing, and workforce development - that address community needs while building more equitable neighborhoods.

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## **Cultivating Leadership & Opportunities:**

We ensure individuals and families have agency around education, employment, housing, wellness, and creative expression, ultimately leading community members to recognize and achieve their full potential.

## **Supporting Community-Driven Change:**

We organize with community members and continuously shape our initiatives to address specific needs, enabling us to create a collective, meaningful impact and ignite change.



# HISTORY



## A Brief Story About New Settlement

If you had walked through the Mount Eden neighborhood of the Southwest Bronx in the late 1980s, you would have seen burned-out, boarded-up shells of buildings with little sign of life. Today, you will see thriving apartment buildings and public spaces with children and families strolling to and from school, and elders sitting out in front of their homes. The difference is no accident. It is the result of over 30 years of diligent commitment by New Settlement and its parent organization, Settlement Housing Fund (SHF), to rebuild a devastated neighborhood.

Settlement Housing Fund's original acquisition of the rehabilitated property from the City included 14 buildings with 893 units. Since then, through additional acquisitions and new developments, the total number of buildings SHF owns is now 19 with 1,140 units. The 'cluster site' properties that they are managing and will acquire will add another four buildings and additional units to the SHF portfolio.

Historically, although there was on-site property management in place, SHF maintained oversight of that function. Settlement Housing Fund also oversaw the leasing of the original buildings, and New Settlement as a separate entity grew out of the need to launch the programming and to provide on-site housing management support.



# HISTORY

Continued

These programs include our Program for Girls and Young Women; Bronx Helpers; College Access Center (a 2020 awardee of the College Completion Innovation Fund); two youth workforce development programs, the Young Adult Opportunity Initiative and YouthBuild; after-school programs for 800 local children; and health and nutrition programs. We have two community organizing initiatives—CASA (safe housing) and the Parent Action Committee (safe schools).

New Settlement collaborated with the NYC School Construction Authority, the NYC Department of Education, and Settlement Housing Fund to develop a 172,000 sq. ft. facility that includes new pre-K through 12th-grade public schools and a community center with an indoor swimming pool, dance studios, multipurpose rooms, art gallery space, an outdoor amphitheater and rooftop garden terrace. The New Settlement Community Campus is an innovative, state-of-the-art facility on Jerome Avenue that addresses both the need to alleviate overcrowded schools and the need for space to accommodate the expansion and enhancement of New Settlement's community programs for youth and families. The Community Campus opened in September 2012 and serves more than 15,000 members and participants, including students from numerous public schools in the Bronx.

# BEFORE



# AFTER



# Board Member Job Description





# 1. EXPECTATIONS OF THE BOARD AS A WHOLE

**Position:** The Board of Directors of New Settlement supports the work of the organization and partners closely with the Executive Director to provide strategic direction; ensure strong governance and oversight; play a significant role in fundraising to help the organization acquire and sustain the necessary resources to support organizational growth and sustainability, and expand the reach and depth of the organization and its impact as strong ambassadors. The result is a strong, sustainable, and growing organization that will continue to expand its reach and impact.



## 2. INDIVIDUAL BOARD MEMBER EXPECTATIONS

Individual board members will demonstrate a passion for and commitment to the mission of New Settlement.

They will act in good faith on behalf of the organization, stay informed of issues affecting the Bronx and the organization, actively participate in board meetings and other organization-sponsored functions, and be willing to share their expertise for the benefit of New Settlement.

The organization should be among the board member's primary nonprofit commitments both in terms of time and philanthropic giving.

# BOARD MEMBERS COMMIT TO:

- Prepare for, attend, and participate in 4 in-person board meetings per year; at least three of which will be held at the New Settlement program spaces in the Bronx;
- Consider the organization a top philanthropic priority and make annual gifts that reflect that priority and fundraising on its behalf. So that the organization can credibly solicit contributions from foundations, organizations, and individuals, we expect to have 100 percent of Board Members make an annual contribution that is personally significant in addition to helping with the organization's fundraising efforts as needed;
- Act as an ambassador for the organization, speaking to personal networks and at other events about the organization and generally advocate for work to raise the organization's profile; and
- Contribute expertise relevant to their professional/personal background (i.e., financial, legal, policy, medical, etc.);
- Make an annual site visit
- Serve on a board committee (e.g., audit, finance, development, governance, or program)
- Be able to commit to serving a three-year term, renewable, assuming eligibility, for a second three-year term.







## ADDITIONAL QUALIFICATIONS:

- Possess a commitment to and understanding of New Settlement's core constituents, preferably based on experience in the Bronx or a similar community;
- Bring knowledge of nonprofit operations as demonstrated by direct service or board experience;
- Possess professional experience with significant leadership accomplishments in business, government, philanthropy, or the nonprofit sector;
- Natural affinity for cultivating relationships and persuading, convening, facilitating, and building consensus among diverse individuals;
- Believe in racial, economic, and social equity and justice and be willing to support the organization in its social justice mission; and
- Personal qualities of integrity and credibility.

**Board members are also expected to: follow the organization's bylaws, policies, and board resolutions; sign an annual conflict-of-interest disclosure and update it during the year if necessary, as well as disclose potential conflicts before meetings and actual conflicts during meetings; and maintain confidentiality about all internal matters of New Settlement.**

# TOP TIPS:

## Being a Board Member Who Supports Fundraising

**Give regular gifts** – Give as much and as frequently and consistently as possible (as a board member the staff should know they can count on your support). 100% board giving is critical.

**Talk to people about the nonprofit – (*all the time!*)** – Don't underestimate your experience or feel that you have to know every detail about a program. You invested your time and money and you're connected for a reason – share why you care! Tell your story – you know why you joined the board (see below, "Develop your own nonprofit story").

**Introduce the ED or DOD to people** – Each of you knows 6-10 people who could make an impact (impact being an elastic term – it could be money, but it could be media exposure, advice, access, etc.) there are many different ways to help.

**Ask questions** – Asking questions is scary, but you are not an expert in this work. Ask the questions so that you understand. Your questions help the staff learn to tell their story without “insider” language or technical terms. Your donor prospects might have similar questions.

**Suggest new board members** – You spend time at board meetings, who else should be at the table? What voices, skill sets, expertise, and connections are missing?

**Learn your asking style** – Understand the ways you feel comfortable supporting the fundraising effort. Take on tasks that are helpful and that are suited to your personality – introduce, play an active role in cultivating, thank, ask, and/or identify.

**Develop your own nonprofit story** – Why did you join the board, and what draws you to the mission?

# TOP TIPS:

## Continued

**Share your nonprofit's** blog posts and social media posts to your networks.

**Update your LinkedIn profile** to show that you serve on the New Settlement board.

**Set up a Google alert** with New Settlement's name to keep on top of what the press is saying about the organization (see above, "Ask questions").

**Volunteer with the organization** – Go on-site visits, and help out.

**Understand and know your nonprofit's mission statement** – This will help ensure the mission stays front and center and your decisions are mission-based when you're making decisions.

**Check in with the ED and DOD on a regular basis** – See what they need, how they are doing, and ask how you can support them.

**Host a house party or cultivation event** – Open your home and invite your friends and colleagues to come to hear from the ED. These can be done with or without an ask.

**Ask for money** – The #1 reason people give is because they are asked!



# Overview of the New Settlement Crenulated Bylaws

## Board policies included:

- Whistleblower policy
- Conflict of interest policy to be signed annually
- Number of board members allowed **up to 15**
- Number of members from Settlement Housing Fund at least 5
- SHF or the “member” can remove board members with or without consent
- The board will have at least 4 meetings per year, 3 of which will be held in the Bronx\*
- The Annual meeting of the board is the December meeting
  - During the Annual meeting:
    - The audit is presented to the board
    - Board member terms are renewed and voted on
- Board terms – three-year terms
- Board term limit, 3 three-year terms then must step down for one year
  - These limits do not apply to the Board Chair or President of Settlement Housing Fund

**PRIOR TO THE 2022 DECEMBER MEETING THE CURRENT BOARD WILL BE DIVIDED INTO THREE CLASSES TO BALANCE THE BOARD MAKEUP.**

- Class 1 – renewed in 2023
- Class 2 – renewed in 2024
- Class 3 – renewed in 2025

\*The bylaws do provide a provision for virtual meetings and voting as needed.



**RESOLUTION OF THE BOARD OF DIRECTORS OF  
SETTLEMENT HOUSING FUND, INC.  
(Crenulated)**

The following is a true and correct copy of the Resolutions adopted at a duly called meeting of the Board of Directors (the “**Board**”) of Settlement Housing Fund, Inc., a New York not-for-profit corporation (the “**Corporation**”), held on April 7, 2022, at which meeting a quorum of the Board was present and voting throughout, pursuant to the Not-Profit Corporation Law of the State of New York:

**WHEREAS**, the Corporation is the sole member of The Crenulated Company Ltd. (the “**Crenulated**”);

**WHEREAS**, the Board wishes to amend and restate the Amended and Restated By-Laws of the Crenulated; and

**WHEREAS**, the Board wishes to elect the Directors of the Crenulated.


**NOW THEREFORE**, it is hereby:

**RESOLVED**, that the Second Amended and Restated By-laws of the Crenulated in substantially the form attached hereto as Exhibit A are hereby in all respects approved;

**RESOLVED**, that the individuals listed on Exhibit B attached hereto have been and are hereby duly elected to serve as Directors of the Crenulated.

The foregoing Resolutions were enacted in accordance with the Corporation’s Certificate of Incorporation and By-laws and the laws of the State of New York, and the Board has full power and authority to bind the Corporation pursuant to the foregoing resolutions.

**IN WITNESS WHEREOF**, I have affixed my name as Secretary of the Corporation on the date first written above.



Name: Charles A. Brass

Title: Secretary

**EXHIBIT A**

**Second Amended and Restated By-Laws of the Crenulated**

(Begins on the following page)

## SECOND AMENDED AND RESTATED BY-LAWS

### OF

### THE CRENULATED COMPANY LTD.

(A New York not-for-profit Corporation)

#### ARTICLE I

#### MEMBERS

1. MEMBER.

Settlement Housing Fund, Inc. (the “**Member**”), acting through its Board of Directors, shall be the sole member of The Crenulated Company Ltd. (the “**Corporation**”). Any action taken by the Member shall be taken in accordance with the Member’s By-laws.

#### ARTICLE II

#### GOVERNING BOARD

1. FUNCTIONS AND DEFINITIONS.

The Corporation shall be managed by a governing board, which is herein referred to as the “**Board of Directors**” or the “**Board**.” The word “**director**” or “**directors**” likewise herein refers to a member or to members of the governing board notwithstanding the designation of a different official title or titles. The use of the phrase “**entire Board**” herein refers to the total number of directors which the Corporation would have if there were no vacancies. If this number has not been fixed in accordance with Section 2 of Article II, then the “**entire Board**” shall consist of the number of directors that were elected or appointed as of the most recently held election of directors, as well as any directors whose terms have not yet expired.

2. QUALIFICATIONS AND NUMBER.

Each director shall be at least eighteen years of age. A director need not be a citizen of the United States or a resident of the State of New York. The initial Board of Directors shall consist of those persons named in the Certificate of Incorporation. Thereafter, the number of directors constituting the entire Board may be fixed from time to time by the Member; provided, however, that such number shall not be less than three (3) and not more than fifteen (15). No decrease shall shorten the term of any incumbent director.

The Member’s Chair, the Member’s President, and three (3) members of the Member’s Board of Directors shall be directors of the Corporation. At all times, at least three (3) Directors shall be Independent Directors, as hereinafter defined.

3. ELECTION AND TERM.

Directors shall be elected by the Member and shall hold office for three-year terms; provided, however, that any director elected to fill an unexpired term (whether resulting from the death, resignation or removal or created by an increase in the number of directors) shall hold office until the next annual meeting of the Member at which the election of directors is in the regular course of business and until his or her successor has been elected and shall have qualified. Directors may serve three (3) consecutive terms after spending a minimum of one-year not serving as a director. Notwithstanding anything to the contrary contained herein, the Member's Chair and the Member's President may serve any number of consecutive terms.

4. CLASSIFICATION OF DIRECTORS.

At the first Annual Meeting (as hereinafter defined) of the Member after the adoption of these By-laws at which the election of directors is in the regular course of business (the "**First Meeting**"), the directors shall be divided into three (3) classes that are as equal in number as possible. The term of office of the first class shall expire on the date of the first Annual Meeting of the Member following the First Meeting. The term of office of the second class shall expire on the date of the second Annual Meeting of the Member after the First Meeting. The term of office of the third class shall expire at the third Annual Meeting of the Member following the First Meeting. At each Annual Meeting of the Member after the First Meeting, directors shall be elected for a term of three (3) years to replace those whose terms shall expire.

5. MEETINGS.

A. ANNUAL MEETING OF THE MEMBER.

The annual meeting of the Member (the "**Annual Meeting**") for the election of directors and officers and for the transaction of such other business as may come before the Member, including the delivery of a financial report (the "**Annual Audit**") shall be held each year in the month of December, or as soon thereafter as may be set by the Board, at the place (which may be either within or outside the state of New York) and time, as may be fixed by the Board.

At the Annual Meeting, the Board shall direct the Chairperson of the Board, the President, and/or the Treasurer to present the Annual Audit. The Annual Audit shall be (1) certified by an independent public accountant, a certified public accountant, or a firm of such accountants selected by the Board, or (2) verified by the Chairperson of the Board and the Treasurer or by a majority of the directors, showing in appropriate detail:

- (i) the assets and liabilities, including the trust funds, of the Corporation;
- (ii) the principal changes in assets and liabilities, including trusts funds;



- (iii) the revenue or receipts of the Corporation, both unrestricted and restricted to particular purposes; and
- (iv) the expenses or disbursements of the Corporation for both general and restricted purposes; and
- (v) the number of members of the Corporation as of the date of the Annual Audit, together with a statement of increase or decrease in such number, and a statement of the place where the names and places of residence of the current members may be found.

The Annual Audit needs to provide the above information as of the end of the twelve-month fiscal period terminating not more than six (6) months prior to the meeting at which the Annual Audit is presented. The Annual Audit shall be filed with the records of the Corporation and a copy included in the minutes of the Annual Meeting.

**B. MEETINGS OF THE BOARD.**

Meetings shall be held at such place (within or without the State of New York), time and date, as the Board shall fix, except that the first meeting of a newly elected Board shall be held as soon after its election as the directors may conveniently assemble.

As soon as practical after each Annual Meeting of the Member, the Board shall meet for the purpose of organization and the transaction of other business. Meetings shall take place at least four (4) times per year, of which, at least three (3) meetings will be held in the Bronx.

No call shall be required for regular meetings for which the time and place have been fixed. Special meetings may be called by the Chairperson of the Board or the President or by a group of directors constituting at least fifty percent (50%) of the total number of directors then in office, in each case at such time and place as shall be fixed by the person or persons calling the meeting.

**C. NOTICE OR ACTUAL OR CONSTRUCTIVE WAIVER.**

No notice shall be required for regular or annual meetings for which the time and place have been fixed. Written (including e-mail), oral or any other mode of notice of the time and place shall be given for special meetings and regular and annual meetings not fixed by the Board in sufficient time for the convenient assembly of the directors thereat unless the lack of such time has been waived. The notice of any meeting need not specify the purpose of the meeting. Notice of any adjournment of a meeting of the Board of Directors to another time or place because a quorum is not present shall be given to the directors who were not present at the time of adjournment and, unless such time and place are announced at the meeting, to the other directors. Any requirement of furnishing a notice shall be waived by any director who signs a waiver of notice before or after the

meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to him or her. A waiver of notice sent by e-mail will be valid if the director is clearly identified in such waiver.

D. QUORUM AND ACTION.

A quorum shall consist of at least one third of the entire Board if the entire Board consists of not more than fifteen (15) directors and shall, if the entire Board exceeds fifteen (15) directors in number, consist of five (5) directors plus one additional director for every ten (10) directors (or fraction thereof) in excess of fifteen (15). A majority of the directors present whether or not a quorum is present may adjourn a meeting to another time and place. Except as otherwise provided by the Not-for-Profit Corporation Law and these By-laws, the vote of a majority of the directors present at the time of the vote, if a quorum is present at such time, shall be the act of the Board.

Any one or more members of the Board of Directors or any committee thereof may participate in a meeting of the Board of Directors or any committee thereof by means of a video conference, telephone or similar communications equipment, provided that all persons participating in the meeting can hear each other and can participate in all matters before the Board; and participation by such means shall constitute presence in person at a meeting.

E. CHAIRPERSON OF THE MEETING.

The Chairperson, if present, shall preside at all meetings of the Board. If the Chairperson is absent, or if there be no Chairperson, any other director chosen by the Board shall preside.

6. WRITTEN CONSENT.

Notwithstanding any other provision contained herein, any action required or permitted to be taken by the Board of Directors or any committee thereof may be taken without a meeting if the entire Board or all members of the committee, as the case may be, consent in writing to the adoption of a resolution authorizing such action. Such consent may be written or electronic. If written, it must be signed by the director. If electronic, such consent will be valid if the director is clearly identified in such consent. In the event of such action without a meeting, the resolution and the written consents thereto by all of the members of the Board of Directors or a committee thereof shall be filed with the minutes of the proceedings of the Board of Directors or the committee thereof, as the case may be.

7. REMOVAL OF DIRECTORS.

Any or all of the directors may be removed with or without cause by the Member.

8. RESIGNATION OF DIRECTORS.

Any director may resign from the Board at any time. Such resignation shall be made in writing or electronically, directed to the Chairperson of the Board or the President, and shall take effect at the time specified in the written resignation, and if no time is specified, at the time of its receipt by the Corporation or the Chairperson of the Board or the President. The acceptance of a resignation by the Board shall not be necessary to make it effective, but no resignation shall discharge any accrued obligation or duty of a director.

9.

#### COMMITTEES

##### A. COMMITTEES OF THE BOARD.

Whenever the Board of Directors shall consist of more than three (3) members, the Board of Directors, by resolution adopted by a majority of the entire Board, may designate from their number three (3) or more directors to constitute an executive committee and other standing committees, each of which, to the extent provided in the resolution designating it, shall have the authority of the Board of Directors, except that no committee shall have authority as to the following matters:

- (i) the filling of vacancies on the Board or on any committee;
- (ii) the amendment or repeal of the By-laws or the adoption of new By-laws;
- (iii) the amendment or repeal of any resolution of the Board which by its terms shall not be so amendable or repealable;
- (iv) the fixing of compensation of the directors for serving on the Board or any committee;
- (v) the election or removal of officers and directors;
- (vi) the approval of a merger or plan of dissolution;
- (vii) the authorization of a transaction involving the sale, lease, exchange or other disposition of all or substantially all the assets of the Corporation; and
- (viii) the approval of amendments to the Certificate of Incorporation.

Additionally, the Board of Directors may provide for special committees of the Board, which shall have such powers as the Board may lawfully delegate. Members of such special committees may be appointed by the Board, or by the Chairperson of the Board or the President if so authorized by the Board.

##### B. COMMITTEES OF THE CORPORATION.

The Board by resolution may appoint from time to time any number of persons as advisors of the Corporation to act as a committee of the Corporation. No such committee shall have the authority to bind the Board. Each advisor shall hold office at the pleasure of the Board and shall only have the responsibilities as the Board may from time to time determine.

C. **AUDIT COMMITTEE**

- i. An Audit Committee comprised of at least three (3) directors each of whom is an Independent Director (as defined herein) shall be appointed by the Board. The Audit Committee will annually review or retain an independent auditor and upon completion of the Annual Audit review the results of the Annual Audit and any related management letter with the independent auditor.
- ii. In addition, the Audit Committee shall:
  - a. review with the independent auditor the scope and planning of the Annual Audit prior to the audit's commencement;
  - b. upon completion of the Annual Audit, review and discuss with the independent auditor:
    1. any material risks and weaknesses in internal controls identified by the auditor;
    2. any restrictions placed on the scope of the auditor's activities or access to requested information;
    3. any significant disagreements between the auditor and management; and
    4. the adequacy of the corporation's accounting and financial reporting processes;
  - c. annually consider the performance and independence of the auditor;
  - d. report on the Audit Committee's activities to the Board; and
  - e. maintain correct and complete minutes of the proceedings of the Committee.
- iii. For purposes of these By-laws, the following terms shall have the following meanings:

- a. **“Affiliate”** shall mean a person or entity that is directly or indirectly through one or more intermediaries, controlled by, or in control of the Corporation.
- b. **“Financial Interest”** shall mean a person who would receive an economic benefit, directly or indirectly, from any transaction, agreement, compensation agreement, including direct or indirect remuneration as well as gifts or favors that are not insubstantial or other arrangement involving the Corporation.
- c. **“Independent Director”** shall mean a member of the Board who:
  - 1. has not been an employee or Key Person of the Corporation or an Affiliate of the Corporation within the last three (3) years;
  - 2. does not have a Relative who has been a Key Person of the Corporation or an Affiliate of the Corporation within the last three (3) years;
  - 3. has not received and does not have a Relative who has received more than \$10,000 in compensation directly from the Corporation or an Affiliate of the Corporation in any of the last three (3) years (not including reasonable compensation or reimbursement for services as a director, as set by the Corporation);
  - 4. does not have a substantial Financial Interest in and is an employee of, and does not have a Relative who has a substantial Financial Interest in or is an Officer of, any entity that has provided payments, property or services to, or received payments, property or services from, the Corporation or an Affiliate of the Corporation if the amount paid by the Corporation to the entity or received by the Corporation from the entity for such property or services, in any of the last three fiscal years, exceeded:
    - i. the lesser of \$10,000 or 2% of such entity’s consolidated gross revenues if the entity’s consolidated gross revenue was less than \$500,000;
    - ii. \$25,000 if the entity’s consolidated gross revenue was \$500,000 or more but less than \$10,000,000; or
    - iii. \$100,000 if the entity’s consolidated gross revenue was \$10 million or more;

(for the purposes of this subparagraph (4), “**payment**” does not include charitable contributions, dues or fees paid to the Corporation for services which the Corporation performs as part of its nonprofit purposes, or payments made by the corporation at fixed or non-negotiable rates or amounts for services received; provided, however, that such services by and to the corporation are available to individual members of the public on the same terms and such services received by the corporation are not available from another source);

5. is not in an employment relationship under control or direction of any Related Party and does not receive payments subject to approval of a Related Party;
6. is not and does not have a Relative who is a current owner, whether wholly or partially, director, officer or employee of the Corporation’s outside auditor or who has worked on the Corporation’s audit at any time during the past three (3) years; or
7. does not approve a transaction providing economic benefits to any Related Party who in turn has approved or will approve a transaction providing economic benefits to the director.

d. “**Key Person**” shall mean a person who (1) has responsibilities, or exercises powers or influence over the Corporation as a whole similar to the responsibilities, powers, or influence of directors and officers; (2) 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 (3) alone or with others controls or determines a substantial portion of the Corporation’s capital expenditures or operating budget.

e. “**Related Party**” or “**Affiliate**” shall include:

1. directors, officers, or Key Persons of the Corporation or an Affiliate of the Corporation;
2. Relatives of directors, officers, or Key Persons;
3. any entity in which a person in (1) or (2) 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%;
4. founders of the Corporation;



5. substantial contributors to the Corporation (within the current fiscal year or the past five fiscal years);
  6. persons owning a controlling interest (through votes or value) in the Corporation;
  7. any non-stock entity controlled by one or more Key Persons.
- f. **“Relative”** shall mean a spouse or domestic partner (as defined in section 2994-A of the New York Public Health Law), ancestor, child (whether natural or adopted), grandchild, great grandchild, sibling (whether whole or half blood), or spouse or domestic partner of a child (whether natural or adopted), grandchild, great grandchild or sibling (whether whole or half blood).

### ARTICLE III

#### OFFICERS

##### 1. NUMBER AND QUALIFICATIONS

The directors may elect or appoint a President, one or more Vice Presidents, a Secretary, one or more Assistant Secretaries, a Treasurer, one or more Assistant Treasurers and such other officers as they may determine. The Chairperson shall be the Member’s Chair, who pursuant to Section 2 of Article II shall also be a director of the Corporation. All officers other than the Chairperson may but need not be directors. The Chairperson shall not be an employee of the Corporation. Any two (2) or more offices may be held by the same person, except that the offices of President and Secretary shall not be held by the same person.

##### 2. ELECTION AND TERM

Unless otherwise provided in the resolution of election or appointment, each officer other than the Chairperson shall hold office until the next annual meeting of the Board of Directors and until his or her successor shall have been elected and shall have qualified, or until his or her death, resignation, or removal. The Chairperson shall hold office until the next annual meeting of the Member at which the election of directors and officers is in the regular course of business and until his or her successor has been elected and shall have qualified, or until his or her death, resignation, or removal.

##### 3. REMOVAL

Any officer of the Corporation other than the Chairperson may be removed from office by the Board of Directors for cause. Termination of any employee also serving as an officer shall result in removal effective as of the date of termination.

4. RESIGNATION.

Any officer may resign at any time by giving notice in writing or electronically to the Chairperson of the Board, provided that any officer who is an employee of the Corporation must abide by the terms of his or her employment, including service as an officer. The resignation shall take effect at the time specified in the written resignation, and if no time is specified, at the time of its receipt by the Chairperson of the Board. The acceptance of a resignation shall not be necessary to make it effective.

5. FUNCTIONS, POWERS AND DUTIES OF OFFICERS.

A. CHAIRPERSON OF THE BOARD.

The Member's Chair shall be the Chairperson and shall preside at all meetings of the membership and the Board of Directors. The Chairperson shall perform such other duties as shall from time to time be assigned to him or her by the Board of Directors and shall perform such other duties as are necessarily incident to the office of the Chairperson of the Board.

B. PRESIDENT.

The President shall have such powers and perform such duties as shall from time to time be assigned to him or her by the Board of Directors and shall perform such other duties as are necessarily incident to the office of the President. The President shall exercise the powers and perform the duties of the Chairperson of the Board in the absence or inability to act of the Chairperson of the Board.

C. VICE PRESIDENTS.

The Vice Presidents, if any, shall have such powers and duties as may be assigned to them by the Board of Directors. In the absence of the President, the Vice Presidents, in the order designated by the Board of Directors, shall in general perform the duties of the President.

D. SECRETARY.

The Secretary shall act as secretary of all meetings of the Board of Directors and shall keep the minutes of all such meetings in the books proper for that purpose. The Secretary shall attend to the giving and serving of all notices of the Corporation. The Secretary shall perform all the duties customarily incident to the office of the Secretary, subject to the control of the Board of Directors, and shall perform such other duties as shall from time to time be assigned to him or her by the Board of Directors. The Secretary shall be the keeper of the Corporation's seal.

E. ASSISTANT SECRETARIES.

The Assistant Secretaries shall perform the duties of the Secretary in the Secretary's absence or at his or her request and shall perform such other duties as shall from time to time be assigned to them by the Board of Directors.

F. TREASURER.

The Treasurer shall have the custody of all funds and securities of the Corporation which may come into his or her hands. The Treasurer shall keep or cause to be kept full and accurate accounts of receipts and disbursements of the Corporation and shall deposit all monies and other valuable effects of the Corporation in the name and to the credit of the Corporation in such banks or depositories as the Board of Directors may designate. Whenever required by the Board of Directors, the Treasurer shall render a statement of his or her account. The Treasurer shall at all reasonable times exhibit his or her books and accounts to any officer or director of the Corporation and shall perform all duties incident to the position of the Treasurer subject to the control of the Board of Directors and shall, when required, give such security for the faithful performance of his or her duties as the Board of Directors may determine.

G. ASSISTANT TREASURERS.

The Assistant Treasurers shall perform the duties of the Treasurer in his or her absence or at his or her request and shall perform such other duties as shall from time to time be assigned to them by the Board of Directors.

6. OTHER AGENTS.

The Board of Directors may appoint from time to time such other agents as shall be deemed necessary, each of whom shall hold office at the pleasure of the Board of Directors and shall have such authority and perform such duties, for such reasonable compensation, if any, as the Board of Directors may from time to time determine. To the fullest extent allowed by law, the Board may delegate to any employee or agent any powers possessed by the Board and may prescribe their respective title, terms of office, authorities, and duties.

## ARTICLE IV

### CONTRACTS, CHECKS, DRAFTS AND BANK ACCOUNTS

1. EXECUTION OF CONTRACTS.

The Board of Directors, except as in these By-laws otherwise provided, may authorize any officer or officers, agent or agents, in the name of and on behalf of the Corporation to enter into any contract or execute and deliver any instrument, and such authority may be general or confined to specific instances; but, unless so authorized by the Board of Directors, or expressly authorized by these By-laws, no officers, agent or employee shall

have any power or authority to bind the Corporation by any contract or engagement or to pledge its credit or to render it liable pecuniarily in any amount for any purpose.

2. LOANS.

No loans shall be contracted on behalf of the Corporation unless specifically authorized by the Board of Directors.

3. CHECKS, DRAFTS, ETC.

All checks, drafts and other orders for the payment of money out of the funds of the Corporation, and all notes or other evidences of indebtedness of the Corporation, shall be signed on behalf of the Corporation in such manner as shall from time to time be determined by resolution of the Board of Directors.

4. DEPOSITS

All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Board of Directors may select.

## ARTICLE V

### POLICIES

The Board of Directors or designated committee of the Board, by resolution, shall adopt such rules, regulations, policies and procedures as it may deem necessary and appropriate to the operation of the Corporation, including, but not limited to, a Conflicts of Interest Policy and a Whistleblower Policy; provided, however, that no rule, regulations, policy or procedure may be adopted by the Corporation that is contrary to these By-laws and applicable law as may be amended from time to time.

## ARTICLE VI

### COMPENSATION

1. REASONABLE COMPENSATION.

It is the policy of the Corporation to pay no more than reasonable compensation for personal services rendered to the Corporation by officers and employees. Neither the directors of the Corporation nor the members of any committees of the Corporation shall receive compensation for fulfilling their duties as directors or members of such committees, although directors and members of such committees may be reimbursed for actual out-of-pocket expenses which they incur in order to fulfill their duties as directors or members of such committees. Expenses of spouses will not be reimbursed by the Corporation unless the expenses are necessary to achieve a Corporation purpose.

2. APPROVAL OF COMPENSATION

The Board of Directors must approve in advance the amount of all compensation for officers of the Corporation.

Before approving the compensation of an officer, the Board shall determine that the total compensation to be provided by the Corporation to the officer is reasonable in amount in light of the position, responsibility and qualification of the officer for the position held, including the result of an evaluation of the officer's prior performance for the Corporation, if applicable. In making the determination, the Board shall consider total compensation to include the salary and the value of all benefits provided by the Corporation to the individual in payment for services. At the time of the discussion and decision concerning an officer's compensation, the officer should not be present in the meeting. The Board shall obtain and consider appropriate data concerning comparable compensation paid to similar officers in like circumstances.

The Board shall set forth the basis for its decisions with respect to compensation in the minutes of the meeting at which the decisions are made, including the conclusions of the evaluation and the basis for determining that the individual's compensation was reasonable in light of the evaluation and the comparability data.

ARTICLE VII

BOOKS AND RECORDS

The Corporation shall keep at its office within the State of New York correct and complete: (1) books and records of account, (2) minutes of the proceedings of the Board of Directors and any committee which the directors may appoint, (3) a list or record containing the names and addresses of all directors and officers of the Corporation, (4) a copy of the Certificate of Incorporation (as amended) and these By-laws, (5) a copy of the Corporation's application for recognition of exemption with the Internal Revenue Service, and (6) copies of the past three (3) years' Form 990 information returns and Form 990-T's (if any) filed with the Internal Revenue Service. Any of the foregoing books, minutes, or lists or records may be in written form or in any other form capable of being converted into written form within a reasonable time.

ARTICLE VIII

CORPORATE SEAL

The corporate seal shall be in such form as the Board of Directors shall prescribe.

## ARTICLE IX

### FISCAL YEAR

The fiscal year of the Corporation shall be fixed, and shall be subject to change, by the Board of Directors.

## ARTICLE X

### INDEMNIFICATION AND INSURANCE

#### 1. AUTHORIZED INDEMNIFICATION.

Unless clearly prohibited by law or Section 2 of this Article X, the Corporation shall indemnify any person (“**Indemnified Person**”) made, or threatened to be made, a party in any action or proceeding, whether civil, criminal, administrative, investigative or otherwise, including any action by or in the right of the Corporation, by reason of the fact that he or she (or his or her testator or intestate), whether before or after adoption of this Section, (a) is or was a Director or officer of the Corporation, or (b) in addition is serving or served, in any capacity, at the request of the Corporation, as a Director or officer of any other Corporation, or any partnership, joint venture, trust, employee benefit plan or other enterprise. The indemnification shall be against all judgments, fines, penalties, amounts paid in settlement (provided the Corporation shall have consented to such settlement) and reasonable expenses, including attorneys’ fees and costs of investigation, incurred by an Indemnified Person with respect to any such threatened or actual action or proceeding, and any appeal thereof.

#### 2. PROHIBITED INDEMNIFICATION.

The Corporation shall not indemnify any person if a judgment or other final adjudication adverse to the Indemnified Person (or to the person whose actions are the basis for the action or proceeding) establishes, or the Board of Directors in good faith determines, that such person’s acts were committed in bad faith or were the result of active and deliberate dishonesty and were material to the cause of action so adjudicated or that he or she personally gained in fact a financial profit or other advantage to which he or she was not legally entitled.

#### 3. ADVANCEMENT OF EXPENSES.

The Corporation shall, on request of any Indemnified Person who is or may be entitled to be indemnified by the Corporation, pay or promptly reimburse the Indemnified Person’s reasonably incurred expenses in connection with a threatened or actual action or proceeding prior to its final disposition. However, no such advancement of expenses shall be made unless the Indemnified Person makes a binding, written commitment to repay the Corporation, with interest, for any amount advanced for which it is ultimately determined that he or she is not entitled to be indemnified under the law or Section 2 of



this Article VIII. An Indemnified Person shall cooperate in good faith with any request by the Corporation that common legal counsel be used by the parties to such action or proceeding who are similarly situated unless it would be inappropriate to do so because of actual or potential conflicts between the interests of the parties.

4. INDEMNIFICATION OF OTHERS.

Unless clearly prohibited by law or Section 2 of this Article X, the Board of Directors may approve Corporation indemnification as set forth in Section 1 of this Article X or advancement of expenses as set forth in Section 3 of this Article X, to a person (or the testator or intestate of a person) who is or was employed by the Corporation or who is or was a volunteer for the Corporation, and who is made, or threatened to be made, a party in any action or proceeding, by reason of the fact of such employment or volunteer activity, including actions undertaken in connection with service at the request of the Corporation in any capacity for any other Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise.

5. DETERMINATION OF INDEMNIFICATION.

Indemnification mandated by a final order of a court of competent jurisdiction will be paid. After termination or disposition of any actual or threatened action or proceeding against an Indemnified Person, if indemnification has not been ordered by a court the Board of Directors shall, upon written request by the Indemnified Person, determine whether and to what extent indemnification is permitted pursuant to these By-laws. Before indemnification can occur the Board of Directors must explicitly find that such indemnification will not violate the provisions of Section 2 of this Article X. No Director with a personal interest in the outcome, or who is a party to such actual or threatened action or proceeding concerning which indemnification is sought, shall participate in this determination. If a quorum of disinterested Directors is not obtainable, the Board of Directors shall act only after receiving the opinion in writing of independent legal counsel that indemnification is proper in the circumstances under then applicable law and these By-laws.

6. BINDING EFFECT.

Any person entitled to indemnification under these By-laws has a legally enforceable right to indemnification which cannot be abridged by amendment of these By-laws with respect to any event, action or omission occurring prior to the date of such amendment.

7. INSURANCE.

The Corporation is not required to purchase Directors' and officers' liability insurance, but the Corporation may purchase such insurance if authorized and approved by the Board of Directors. To the extent permitted by law, such insurance may insure the Corporation for any obligation it incurs as a result of this Article X or operation of law and it may insure directly the Directors, officers, employees or volunteers of the Corporation for liabilities against which they are not entitled to indemnification under

this Article X as well as for liabilities against which they are entitled or permitted to be indemnified by the Corporation.

8. NON EXCLUSIVE RIGHTS.

The provisions of this Article X shall not limit or exclude any other rights to which any person may be entitled under law or contract. The Board of Directors is authorized to enter into agreements on behalf of the Corporation with any Director, officer, employee or volunteer providing them rights to indemnification or advancement of expenses in connection with potential indemnification in addition to the provisions therefore in this Article X, subject in all cases to the limitations of Section 2 of this Article X.

## ARTICLE XI

### AMENDMENTS AND REFERENCES

1. AMENDMENTS.

The By-laws may be amended or repealed, and new By-laws adopted, upon compliance with any statutory requisite, by the Member in accordance with the Member's By-laws.

2. REFERENCE TO CERTIFICATE OF INCORPORATION.

References in these By-laws to the Certificate of Incorporation shall include all amendments thereto or changes thereof unless specifically excepted by these By-laws. In the event of a conflict between the Certificate of Incorporation and these By-laws, the Certificate of Incorporation shall govern.

## ARTICLE XII

### NON-DISCRIMINATION

In all of its dealings, neither the Corporation nor its duly authorized agents shall discriminate against any individual or group for reasons of race, color, creed, sex, age, ethnicity, national origin, marital status, sexual preference, mental or physical disability or any category protected by state or federal law.

**Adopted April 6, 2022**

**Exhibit B**

**Board of Directors**

1. Charles S. Warren
2. Alexa Sewell
3. Frances Levenson
4. Jason Acosta
5. Jean Cleary
6. Susan Cole
7. Jerome Deutsch
8. Bryan Fryer
9. Rachel Grossman
10. Carol Lamberg
11. Ruth E. Perez

**RESOLUTION OF THE BOARD OF DIRECTORS OF  
THE CRENUATED COMPANY LTD.**

The following is a true and correct copy of the Resolutions adopted at a duly called meeting of the Board of Directors (the "Board") of The Crenulated Company LTD., a New York not-for-profit corporation (the "Corporation"), held on November 2, 2022, at which meeting a quorum of the Board was present and voting throughout, pursuant to the Not-Profit Corporation Law of the State of New York:

**WHEREAS**, the Board wishes to adopt a Conflicts of Interest Policy and Whistleblower Policy.

**NOW THEREFORE**, it is hereby:

**RESOLVED**, that the Conflict of Interest, Related Party Transactions and Gifts Policy attached hereto as Exhibit A is hereby in all respects approved;

**FURTHER RESOLVED**, that the Whistleblower Policy attached hereto as Exhibit B is hereby in all respects approved.

The foregoing Resolutions were enacted in accordance with the Corporation's Certificate of Incorporation and By-laws and the laws of the State of New York, and the Board has full power and authority to bind the Corporation pursuant to the foregoing resolutions and the foregoing resolutions are in full force and effect and have not been altered, modified or rescinded.

**IN WITNESS WHEREOF**, I have affixed my name as Vice President of the Corporation on the date first written above.

  
\_\_\_\_\_  
Name: Alexa Sewell  
Title: Vice President

**EXHIBIT A**

**Conflict of Interest, Related Party Transactions and Gifts Policy**

(Begins on the following page)

# **THE CRENULATED COMPANY LTD.**

## **Conflict of Interest, Related Party Transactions and Gifts Policy**

### **ARTICLE 1 PURPOSE**

**Section 1.01.** This Conflict of Interest and Related Party Transactions Policy is intended to protect the interests of The Crenulated Company Ltd. (the “Corporation”) when it contemplates entering into a transaction, agreement or other arrangement that might benefit the private interest, whether direct or indirect, of a director, officer or Key Person (as defined below) of the Corporation, or of an affiliated entity, as well as to address other conflict of interest situations. It also sets forth the Corporation’s definition of Independent Director, because that definition incorporates several definitions set forth in this Policy.

The Corporation considers it imperative that its directors, officers and Key Persons at all times strive to avoid even the appearance of impropriety, while balancing that goal against the reality that the Corporation depends on the same directors, officers and Key Persons to give their time in furtherance of the Corporation’s charitable purposes. Accordingly, because of the varied interests and community involvement of the Corporation’s directors, officers and Key Persons, such individuals’ services to the Corporation may from time to time result in circumstances involving real or apparent conflicts of interest. This Policy is intended to help the Corporation’s directors, officers and Key Persons to identify and avoid or resolve conflicts of interest. For that reason, each director, officer and Key Person is responsible for reading and being familiar with this Policy and understanding how a “conflict of interest” is defined by the Policy. A copy of this Policy will be provided to each director, officer and Key Person at the outset of his or her tenure with the Corporation.

This Policy is intended, in part, to address the Related Party Transactions requirements of the Not-for-Profit Corporation Law (the “NPCL”), but as a matter of good governance encompasses broader categories of conflict of interest.

This Policy is not intended to replace any applicable state and federal laws governing conflicts of interest applicable to nonprofit and charitable organizations.

### **ARTICLE 2 DEFINITIONS**

“Affiliate.” Any entity Controlled by or in Control of the Corporation, as well as any organization that is (or claims to be) at any time during the Corporation’s current or most recently completed tax year (i) a supporting organization of the Corporation within the meaning of §509(a)(3) of the Internal Revenue Code, if the Corporation is a supported organization within the meaning of such section, or (ii) a supported organization, if the Corporation is a supporting organization).



“Audit Committee.” The Audit Committee of the Board.

“Board.” The board of directors of the Corporation; as provided in Section 3.04, only Independent Directors may participate in any Board deliberations or votes concerning any matter under this Policy.

“Compensation.” Any direct or indirect remuneration for services.

“Conflict of Interest.” A conflict of interest involves any interest that might affect, or might reasonably appear to affect, the judgment of any Interested Person in a manner that is adverse to the interests of the Corporation or any Affiliate, such as when the interests or potential interests of any Interested Person or Family Member, or of any individual, group or organization to which an Interested Person or Family Member owes a duty of loyalty or otherwise has allegiance, may be seen as competing with the interests of the Corporation or any Affiliate.

As an illustrative, non-exhaustive set of examples, an Interested Person may have a conflict of interest if such individual or a Family Member

- (a) has a business or financial interest (including but not limited to a Financial Interest) in any Transaction Party;
- (b) holds office with, serves on a board of, participates in the management of or is employed by any Transaction Party or any other Entity whose interests could be perceived to compete with those of the Corporation;
- (c) derives or is contemplated to derive remuneration or other financial benefit in connection with a Transaction (including but not limited to a Financial Interest);
- (d) only in the case of such Interested Person, a Family Member is an employee or, or is being considered for employment by, the Foundation or an Affiliate; or
- (e) only in the case of such Interested Person, engages in any outside employment or other activity that will materially encroach on such individual’s obligations and duties to the Corporation or any Affiliate, compete with the activities of the Corporation or any Affiliate or imply sponsorship or support by the Corporation or any Affiliate of any outside employment or other activity by such individual.

Receipt of an Improper Gift (as described in Section 3.05) by an Interested Person or a Family Member is also a Conflict of Interest of the Interested Person for all purposes of this Policy.

This Policy cannot, however, describe all potential conflicts of interest. Interested Persons should exercise the highest standards of ethical judgment and err on the side of caution, being mindful of the importance of paying attention to appearances as well as to actual conflicts, and bearing in mind that apparent or actual conflicts of interest may exist where no personal financial interest of the Interested Person or a Family Member is involved. In addition, apparent or actual conflicts of interest may exist even in the case of transactions that do not trigger the Related Party Transaction process.

A conflict of interest is not, however, inherently illegal or improper, nor is it necessarily a reflection upon the integrity of the Interested Person involved. The Corporation benefits from the knowledge, contacts and interests directors, officers and Key Persons have in a wide range of areas, in both their business and personal affairs. As provided in Section 3.02, it is for the Board to determine, in the first instance, whether in light of disclosed circumstances, a conflict of interest exists, and if so, what measures are appropriate. A proposed Related Party Transaction, however, shall always be subject to the procedures set forth in Section 3.03.

“Control.” With respect to another Entity, the possession, directly or indirectly, of the power, whether legal or de facto, to direct or cause the direction of the management and policies of that Entity (including through the power, whether legal or de facto, to elect directors), whether through the ownership of voting securities, by contract or otherwise, and in any case means holding, directly or indirectly (including beneficially) more than 50% of the voting power or more than 50% of the value of ownership interests of such Entity. “Controlled” has a correlative meaning, and in the case of a single individual or Entity, elements of control possessed by other individuals or entities with whom such individual or Entity is acting in concert shall be attributed to such individual or Entity for purposes of determining whether Control exists.

“Entity.” A corporation (including not-for-profit corporation), limited liability company, partnership, trust (of any kind), estate, foundation, joint venture, unincorporated association or company, or the government of any nation or state or any political subdivision thereof and any agency, authority or other instrumentality of any such government or political subdivision, or any other entity or organization.

“Family Member.” With relation to any Interested Person, any of such individual’s spouse (or domestic partner), ancestors, siblings (including half-siblings), children (including adopted children), grandchildren and great-grandchildren, and spouses and domestic partners of such ancestors, siblings, children, grandchildren, and great-grandchildren.

“Financial Interest.” An Interested Person, Family Member or a Related Entity has a Financial Interest in an Entity or a Transaction if such Interested Person, Family Member or Related Entity, either directly or indirectly, has:

- (a) a current or potential arrangement to receive any Compensation from such Entity or, in reference to a Transaction, from a related Transaction Party or otherwise in connection with such Transaction; or
- (b) (i) an ownership or investment interest (including loans and other extensions of credit) in such Entity or, in reference to a Transaction, a related Transaction Party, or (ii) another arrangement or understanding with such Transaction Party in relation, directly or indirectly, to such Transaction through which such Interested Person, Family Member or Related Entity expects to derive tangible value, *provided* that, in each case, if the Entity or related Transaction Party, as the case may be, is a public company, a Financial Interest exists only if the Interested Person, Family Member or Related Entity beneficially owns (i) 1% or more of a class or series of any voting security issued by such Entity or Transaction Party (including any securities that may be acquired by such Interested Person, Family

Member or Related Entity upon the exercise of options, conversion features or other derivative securities) or (ii) a material portion of such Entity's or Transaction Party's outstanding liabilities; or

(c) Control of such Entity or related Transaction Party;

*provided* that a Transaction with an Affiliate shall not be a Related Party Transaction solely on account of remuneration paid in the ordinary course to an Interested Person who is a director, officer or employee of such Affiliate.

"Independent Director." Any director of the Corporation who (i) is not, and has not been within the last three years, an employee of the Corporation or an Affiliate and does not have a Family Member who is, or has been within the last three years, a Key Person of the Corporation or an Affiliate; (ii) has not received, and does not have a Family Member who has received, in any of the last three fiscal years, more than \$10,000 in direct Compensation from the Corporation or an Affiliate (other than reimbursement for expenses reasonably incurred as a director or reasonable Compensation for service as a director as permitted by §202(a) of the NPCL); (iii) is not a current employee of and does not have a substantial Financial Interest in, and does not have a Family Member who is a current officer of or has a substantial Financial Interest in, any Entity that has made payments to, or received payments from, the Corporation or an Affiliate for property or services in an amount which, in any of the last three fiscal years, exceeded the lesser of \$10,000 or 2% of the Corporation's consolidated gross revenues if the Corporation's consolidated gross revenue was less than \$500,000; \$25,000 if the Corporation's consolidated gross revenue was \$500,000 or more but less than \$10,000,000; or \$100,000 if the Corporation's consolidated gross revenue was \$10,000,000 or more; and (iv) is not, and does not have a Family Member who is, a current owner (whether partially or wholly), a director, trustee, officer or employee of the Corporation's independent certified public accountants and has not, and does not have a Family Member who has, worked on the audit of the Corporation's financial statements at any time during the last three years.

For purposes of this definition, "payments" do not include charitable contributions or dues or fees paid to the Corporation for services that the Corporation performs as part of its nonprofit purposes, provided that such services are available to individual members of the public on the same terms.

"Interested Person." Any director, officer or Key Person of the Corporation or any Affiliate, or any other person who exercises the powers of directors, officers or Key Persons over the affairs of the Corporation or any Affiliate.

"Key Person." any person, other than a director or officer, whether or not an employee of the 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.

“Other Covered Transaction.” Any Transaction (other than a Related Party Transaction) with respect to which an Interested Person has a Conflict of Interest and the Board has determined that the procedures in Section 3.03 shall be followed.

“Related Entity.” In reference to (i) any Interested Person of the Corporation or any Affiliate or (ii) any Family Member of such an Interested Person, any Entity in which such Interested Person or Family Member has a 35% or greater ownership or beneficial interest or, in the case of a partnership or professional corporation, a direct ownership interest in excess of 5%.

“Related Party Transaction.” Any Transaction in which any of the following has a Financial Interest: (i) any Interested Person of the Corporation or any Affiliate, (ii) any Family Member of an Interested Person of the Corporation or any Affiliate, or (iii) any Related Entity of any such Interested Person or Family Member.

“Transaction.” Any transaction, agreement or other arrangement, or other ongoing business relations, programs or activities, in which the Corporation or any Affiliate is or is proposed to be a participant (including making or receiving grants and other support and engaging or discharging staff, vendors or service providers).

“Transaction Party.” With reference to any Transaction, a natural person (including a sole proprietorship) or Entity (other than the Corporation or any Affiliate) that is a party to or otherwise involved in such Transaction.

Notwithstanding any contrary suggestion from the preceding definitions, the payment of reasonable compensation and benefits to employees, officers and directors, and reimbursement of reasonable expenses incurred by them on behalf of the Corporation, and policies and procedures applicable to determining and reviewing such matters, are not Related Party Transactions (or Conflict of Interest) subject to this Policy, unless some element other than such individual’s service to the Corporation is present. Rather, the Board has delegated responsibility for such matters, in compliance with all applicable legal requirements, to the Executive Committee.

### **ARTICLE 3 RELATED PARTY TRANSACTIONS AND CONFLICTS OF INTEREST**

**Section 3.01. Duty to Disclose.** If any Interested Person is aware of:

- (a) any Transaction or proposed Transaction that is, or in the case of a proposed Transaction would be, a Related Party Transaction on account of his or her, or a Family Member or Related Entity, having any Financial Interest in it (including any contemplated future Financial Interest or any Financial Interest arising after the Corporation or an Affiliate entered into a Transaction) or
- (b) any other facts and circumstances that constitute, or might reasonably appear to constitute, such Interested Person possibly having a Conflict of Interest (including but not

limited to in relation to a Transaction or proposed Transaction), such Interested Person must in good faith disclose

(x) in the case of clause (a), such Financial Interest and all other relevant material facts and

(y) in the case of clause (b), all material facts relevant to such possible Conflict of Interest,

as soon as practicably possible, but in all events, in the case of a proposed Transaction, prior to the Corporation or relevant Affiliate entering into such Transaction or, if known to such Interested Person, any Board or committee meeting to determine whether to approve such Transaction such disclosure to be made to the Corporation's General Counsel (who shall promptly advise the Chairperson of the Board and Chairperson of the Audit Committee) and the Chairperson of the Board shall in turn promptly convey any such disclosures, including all information provided by such Interested Person, to the Board.

### **Section 3.02. Conflict Of Interest Determination.**

- (a) When an Interested Person has disclosed, or the Board otherwise becomes aware of, a possible Conflict of Interest (other than a Related Party Transaction), the Board shall in the first instance determine whether a Conflict of Interest exists. The Board may request such Interested Person to present information and answer questions concerning such situation, but such Interested Person shall leave the Board meeting prior to the commencement of any deliberations concerning such determination and shall not participate in any vote concerning it. Such Interested Person is prohibited from attempting, directly or indirectly, to improperly influence the deliberation or voting on such determination.
- (b) If the Board determines that a Conflict of Interest exists, then the Board shall consider what measures are appropriate under the circumstances. Such measures may include recusal or withholding of relevant information. Where a Transaction is involved, they may also include determining to treat such Transaction as an Other Covered Transaction for which procedures in Section 3.03 shall be followed.

### **Section 3.03. Approval of Proposed Transactions.**

- (a) Any Transaction identified as a Related Party Transaction or Other Covered Transaction should not be entered into without approval by the Board, even if such Transaction would not otherwise require Board approval.
- (b) At or in preparation for any meeting of the Board to deliberate or vote in relation to a Related Party Transaction or Other Covered Transaction, the Board may request the related Interested Person to present information and answer questions concerning such Transaction, but such Interested Person shall leave the Board meeting prior to the commencement of any deliberations concerning such Transaction and shall not participate in any vote concerning it. Such Interested Person is prohibited from

attempting, directly or indirectly, to improperly influence the deliberation or voting on such Transaction.

- (c) At the outset of considering any proposed Related Party Transaction, the Board shall initially consider whether the Financial Interest in question is a substantial Financial Interest. If so, and in the case of all Other Covered Transactions, the Board shall, before considering such Transaction, consider whether a Transaction, not constituting a Related Party Transaction or Other Covered Transaction, as the case may be, is with reasonable efforts available as a feasible alternative. If in the judgment of the Board appropriate, the Board may appoint a committee to investigate alternative Transactions, and the Board may engage professional advisors or other disinterested persons to assist in such investigation. If the Board determines that a more advantageous Transaction is with reasonable efforts available as a feasible alternative to the proposed Related Party Transaction or Other Covered Transaction, the Board shall not approve such Transaction unless the Corporation first attempts unsuccessfully to consummate the identified alternative Transaction.
- (d) In any event, the Corporation shall not enter into any proposed Transaction known to be or otherwise identified as a Related Party Transaction or Other Covered Transaction (regardless of whether, in the case of a Related Party Transaction, the related Financial Interest is substantial) unless the Board shall first determine that such Transaction is, at the time of such determination, fair, reasonable and in the Corporation's best interest.

**Section 3.04. Director Conflicts.** Only Independent Directors may participate in any Board deliberations or votes concerning any matter under this Policy. Except as otherwise provided by law or the By-laws, a majority of the Independent Directors present at any meeting at which a quorum is present may act on behalf of the Board. A director who is present at a meeting but not present at the time of a vote on a matter under this Policy relating to a Conflict of Interest or Related Party Transaction involving such director shall nonetheless be considered present at the time of such vote for purposes of determining whether a quorum is present.

**Section 3.05. Gifts, Etc.**

- (a) Interested Persons are obviously forbidden from accepting bribes or kickbacks. More broadly, Interested Persons and their Family Members should not accept any gifts, favors or loans or other accommodations or preferential treatment from current or potential Transaction Parties, including vendors, service providers, grant makers or grantees, or potential employees, or others in a position to influence the Corporation or benefit from an existing or potential Transaction. Providing goods and services, including meals and entertainment, for free or at a discount not generally available is within the meaning of gifts and favors. The only exceptions to this requirement are occasional gifts and favors (other than money) that have a nominal value, or meals and social invitations that are consistent with proper business ethics and not reasonably be expected to create an obligation on the recipient.



Circumstances constituting a violation of this Section 3.05 are referred to as an “Improper Gift” and an Improper Gift (even if received by a Family Member) shall be treated as the related Interested Person having a Conflict of Interest for all purposes of this Policy, including Article 4.

#### **ARTICLE 4 VIOLATIONS OF THIS POLICY**

##### **Section 4.01.**

- (a) If the Board has reasonable cause to believe that an Interested Person has failed to disclose a Financial Interest or a possible Conflict of Interest, or has attempted, directly or indirectly, to improperly influence any Board deliberation or voting in relation to such matter, it shall inform that individual of the basis for such belief and afford him or her an opportunity to explain the alleged failure to disclose or attempted exertion of improper influence.
- (b) If, after hearing the Interested Person’s response and after making further investigation as warranted by the circumstances, the Board determines that such individual has failed to disclose a Financial Interest or a possible Conflict of Interest or attempted to exert improper influence, it shall take appropriate disciplinary and corrective action.

#### **ARTICLE 5 RECORDS OF PROCEEDINGS**

**Section 5.01.** The Corporation shall record, including in the minutes of any meeting at which any Related Party Transaction or possible Other Covered Transaction was discussed or voted upon: (a) the names of the persons who disclosed or otherwise were found to have a Financial Interest or Conflict of Interest in connection with such Transaction, (b) the nature of such interest, (c) any action taken to determine whether a Related Party Transaction or Conflict of Interest was present, (d) the Board’s decision as to whether such Transaction was fair, reasonable and in the best interest of the Corporation or as to whether a Conflict of Interest in fact existed, (e) the names of the persons who were present for discussions and votes relating to the Related Party Transaction or possible Conflict of Interest, (f) the content of the discussion, including any alternatives to the proposed transaction or arrangement and (g) a record of any votes taken in connection with the proceedings.

#### **ARTICLE 6 STATEMENTS**

**Section 6.01. Annual Statement.** Each Interested Person shall annually complete, sign and return to the Secretary of the Corporation (addressed to the Secretary in care of the General Counsel of the Corporation) a statement that affirms such person:

- (i) has received a copy of this Policy,
- (ii) has read and understands this Policy,

- (iii) has agreed to comply with this Policy and
- (iv) understands the Corporation is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Such statement shall also include or be accompanied by a questionnaire (in such form as is from time to time approved by the General Counsel of the Corporation in consultation with the Chairperson of the Board), to be completed to the best of such Interested Person's knowledge, (a) covering (i) Financial Interests in and other affiliations with any Transaction Party and other potential Conflicts of Interest and (ii) in the case of directors, information germane to determining whether he or she is an Independent Director and (b) undertaking to supplement the responses therein if subsequently there is a material change in the responses in such questionnaire.

**Section 6.02. Initial Appointments.** Prior to the initial election of any director, he or she must complete and sign the statement and questionnaire described in Section 6.01.

**Section 6.03. Procedure.**

- (a) The Corporation shall establish and periodically update schedules of Key Persons and any entities that are Affiliates. Whenever any Interested Person is asked to complete the statement and questionnaire described in Section 6.01, such person shall be provided with a copy of the most recent schedule of Affiliates and, in the case of directors, Key Persons.
- (b) All statements and questionnaires completed pursuant to Section 6.01 and Section 6.02 above shall be submitted by the Secretary of the Corporation to the Chairperson of the Board and Chairperson of the Audit Committee and retained in the Corporation's records.

\*\*\*\*\*

Date this Policy was adopted: **November 2, 2022**

**Exhibit B**

**Whistleblower Policy**

(Begins on the following page)

# **THE CRENULATED COMPANY LTD.**

## **Whistleblower Policy**

### **ARTICLE I**

#### **PURPOSE**

The Crenulated Company Ltd. (the “Corporation”) requires its directors, officers, Key Persons (as hereinafter defined), employees and volunteers, as well as all persons who provide the Corporation with contracted services, (each, a “Covered Person”) to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. All Covered Persons are expected to practice honesty and integrity in fulfilling their responsibilities and comply with all applicable laws and regulations and any adopted policy of the Corporation. “Key Person” shall mean any person, other than a director or officer, whether or not an employee of the 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.

The Corporation is also committed to maintaining an environment where Covered Persons are free to raise—on a confidential and, if desired, anonymous basis—good faith concerns regarding suspected illegal or unethical conduct bearing on the Corporation’s operations and activities.

It is the Corporation’s policy that no Covered Person who in good faith reports a concern about actual or suspected wrongful conduct by or within the Corporation shall suffer intimidation, harassment, discrimination or other retaliation or, in the case of employees, adverse employment consequences. For purposes of this whistleblower policy (as it may be amended from time to time, this “Policy”), “wrongful conduct” is any action taken by or within the Corporation that is illegal, fraudulent or in violation of any adopted policy of the Corporation. Wrongful conduct includes, but is not limited to, fraud, falsification of documents, theft, embezzlement, accounting or auditing irregularities, bribery, kickbacks, misuse of the Corporation’s assets or regulatory or legal compliance violations, as well as breaches of the Corporation’s policy calling for all Covered Persons to observe high standards of business and personal ethics in the conduct of their duties and responsibilities at the Corporation.

### **ARTICLE II**

#### **POSTING OF POLICY**

This Policy shall be posted at the Corporation’s offices in a conspicuous location accessible to employees and volunteers, and a copy shall be provided upon request to any Covered Person.

### **ARTICLE III REPORTING RESPONSIBILITY**

It is the responsibility of all Covered Persons to report any concern about actual or suspected wrongful conduct (a “Concern”) in accordance with this Policy. Anyone reporting a Concern must act in good faith, without malice to the Corporation or any other Covered Person and have reasonable grounds for believing that wrongful conduct has occurred. Any Report (as defined below) made maliciously or with reckless disregard to the accuracy of the underlying facts will be viewed as a serious offense and may result in disciplinary action, including termination of employment.

### **ARTICLE IV REPORTING PROCESS**

**Employees and Volunteers.** Each employee and volunteer is encouraged to first discuss any Concern with his or her immediate supervisor, or any other person within the Corporation who may be able to address the wrongful conduct properly, as soon as practicable after such employee or volunteer first has that Concern, but if any employee or volunteer is uncomfortable speaking with his or her immediate supervisor or any other person within the Corporation or believes that person is not addressing the wrongful conduct properly or promptly, he or she should promptly report the concern to the Compliance Officer (as defined below) in writing, with sufficient detail to identify the nature of the wrongful conduct (a “Report”).

**Directors and Officers.** Each director and officer should report any Concern by submitting a Report to the Compliance Officer as soon as practicable after such director or officer first has that Concern.

**Personnel Policy Matters.** The Corporation’s Employee Handbook sets forth a framework for dealing with wrongful conduct involving the Corporation’s human resources policies, problems with co-workers or managers or alleged employment discrimination or sexual or any other form of unlawful harassment, including compliance with relevant legal requirements (“Personnel Policy Matters”). Concerns about wrongful conduct involving Personnel Policy Matters should be reported, and will be investigated and resolved, as set forth in the Employee Handbook, but the responsible human resources individual receiving any such report shall promptly provide the Compliance Officer with the details of such report and any such report shall otherwise be considered and handled as a “Report” for all purposes of this Policy.

**Board or Committee Deliberations.** Any person that is the subject of a whistleblower complaint shall not be present at or participate in Board (as hereinafter defined) or committee deliberations or votes on the matter relating to such complaint; provided that nothing herein shall prohibit the Board or committee from requesting that the person who is the subject of the complaint present information or background or answer questions at a committee or Board meeting prior to the commencement of deliberations or voting relating thereto.

## **ARTICLE V PRESERVING CONFIDENTIALITY**

The Corporation encourages anyone submitting a Report to identify himself or herself in such Report in order to facilitate the investigation of the wrongful conduct described in the Report. Reports may, however, be submitted on an anonymous basis.

The Compliance Officer shall oversee the taking of such measures as are reasonable and practicable under the circumstances to maintain the confidentiality of any Report (including one involving Personnel Policy Matters) and the information included in it (or the contents of any oral report of a Concern), including, if revealed, the identity of the reporting individual. Such information may, however, be disclosed as necessary to conduct an adequate investigation or in connection with reporting such Report and the status or outcome of the related investigation as contemplated by Articles VII and VIII herein, but any such disclosure shall include a caution to maintain the confidentiality of such information.

Disclosure of Reports to individuals not involved in the investigation will be viewed as a serious offense and may result in disciplinary action, including termination of employment.

## **ARTICLE VI NO RETALIATION**

Intimidation, coercion, threats, or discrimination against any Covered Person who reports a Concern about wrongful conduct, or adverse employment consequences in the case of an employee, is strictly prohibited. Any Covered Person who retaliates (or requests or directs another individual to retaliate) against someone who has reported a Concern about wrongful conduct in good faith will be subject to appropriate disciplinary action, which may include termination of employment, regardless of the outcome of the investigation of the reported wrongful conduct.

Any individual who believes that he or she has been a victim of retaliation in violation of this Policy should submit a Report as set forth in Article IV above.

## **ARTICLE VII COMPLIANCE OFFICER**

There shall at all times be an employee, officer or director of the Corporation designated by the Board of Directors (the “Board,” with, for purposes of this Policy, only the independent Directors participating in any deliberations or voting) as responsible for administering this Policy (such individual, the “Compliance Officer”), including the investigation and resolution of all Reports in accordance with this Policy. If, however, the individual acting as the Compliance Officer is implicated in the wrongful conduct described in any Report, then in the case of such Report the Chairperson of the Board, or another member of the Board of Directors not so implicated, shall serve the role of the Compliance Officer for all purposes of this Policy. The Compliance Officer shall report to the Board on compliance activity at each regularly scheduled meeting of the Board.

The Compliance Officer currently is:

Michelle D. Jimenez  
The Crenulated Ltd.  
c/o Settlement Housing Fund, Inc.  
247 West 37<sup>th</sup> Street, 4<sup>th</sup> Floor  
New York, New York 10018  
(212) 265-6530 x166  
[MJimenez@shfinc.org](mailto:MJimenez@shfinc.org)

The Board shall notify all Covered Persons promptly following the designation of a new Compliance Officer or any changes to the Compliance Officer's contact information. Any questions regarding the scope, interpretation or operation of this Policy should be directed to the Compliance Officer.

## **ARTICLE VIII HANDLING REPORTS**

Upon receipt of a Report, the Compliance Officer will, if the reporting individual's identity is revealed, promptly acknowledge receipt of the Report to the reporting individual in writing or, in the case of a Personnel Policy Matter, confirm that the responsible human resources individual has done so.

The Compliance Officer will promptly make initial inquiries regarding the wrongful conduct described in such Report to determine what, if any, further investigation is necessary or appropriate and will oversee any such subsequent investigation. The Compliance Officer may question or seek the assistance or other cooperation of officers, employees, volunteers or other individuals who the Compliance Officer believes have information relevant to the investigation or can provide assistance, and, as reasonably necessary in connection with conducting an adequate investigation, may reveal to such persons information included in the Report, coupled with an admonition as to the confidentiality of such information. Any Covered Person contacted in connection with the investigation of a Concern shall provide information and otherwise cooperate as requested by the Compliance Officer. With the concurrence of the Chair of the Board, the Compliance Officer may as appropriate consult with legal counsel, accountants, private investigators or other relevant professionals. Any question of the scope, manner and parameters of any investigation of wrongful conduct reported in a Report shall be determined by the Board in its sole discretion.

In the case of Reports involving Personnel Policy Matters, however, the primary responsibility for such initial inquiries and further investigation is delegated to be conducted pursuant to the Employee Handbook, but the Compliance Officer shall be kept apprised of all material developments in the investigation and any proposed outcome or corrective action.

Promptly after receiving a Report, the Compliance Officer shall notify in writing the Board (excluding any member of the Board who is implicated in such Report) of the following:

1. The Concern expressed in the Report and when it was received by the Compliance Officer.
2. All relevant facts related to the Report.
3. The current status of the investigation related to the Report, and how it has been or will be conducted, including witnesses interviewed and documents reviewed.
4. The possible outcome or corrective action to be taken at the conclusion of the investigation. If the Compliance Officer decides that no further action or investigation is to follow, an explanation of that decision shall be included.

Thereafter, and until the Concern underlying the Report has been fully resolved, the Compliance Officer shall, as frequently as appropriate under the circumstances, submit updated reports in writing to the Board.

#### **ARTICLE IX RECORDS**

The Board shall retain on a strictly confidential basis for a period of seven years (or longer as otherwise required by any record retention policies of the Corporation in effect from time to time or by law) all records, including written communications, relating to any Report and to the investigation and resolution thereof. All such records shall be considered confidential and privileged.

#### **ARTICLE X PERIODIC REVIEW OF THIS POLICY**

The Board shall review this Policy periodically for revisions to enhance the accomplishment of the policies embodied herein or as may be required by changes in law.

#### **ARTICLE XI MISCELLANEOUS**

Notwithstanding anything contained in this Policy to the contrary, this Policy is not an employment contract and does not modify the employment relationship between the Corporation and any of its employees, nor does it change the fact that employees of the Corporation are employees at will. Nothing contained herein is intended to provide any Covered Person with any additional rights or causes of action, other than those provided by law.

Date this Policy was adopted: November 2, 2022



# **THE CRENULATED COMPANY LTD.**

## **Whistleblower Policy**

### **ARTICLE I**

#### **PURPOSE**

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The Corporation is also committed to maintaining an environment where Covered Persons are free to raise—on a confidential and, if desired, anonymous basis—good faith concerns regarding suspected illegal or unethical conduct bearing on the Corporation’s operations and activities.

It is the Corporation’s policy that no Covered Person who in good faith reports a concern about actual or suspected wrongful conduct by or within the Corporation shall suffer intimidation, harassment, discrimination or other retaliation or, in the case of employees, adverse employment consequences. For purposes of this whistleblower policy (as it may be amended from time to time, this “Policy”), “wrongful conduct” is any action taken by or within the Corporation that is illegal, fraudulent or in violation of any adopted policy of the Corporation. Wrongful conduct includes, but is not limited to, fraud, falsification of documents, theft, embezzlement, accounting or auditing irregularities, bribery, kickbacks, misuse of the Corporation’s assets or regulatory or legal compliance violations, as well as breaches of the Corporation’s policy calling for all Covered Persons to observe high standards of business and personal ethics in the conduct of their duties and responsibilities at the Corporation.

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Michelle D. Jimenez  
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c/o Settlement Housing Fund, Inc.  
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Date this Policy was adopted: November 2, 2022

# New Settlement Development Plan





## Overview

The purpose of this report is to outline actionable development plans to be pursued by New Settlement over the next 18 months, as the Board and staff work in tandem to achieve the following goal:

**Establish a more diversified and stable funding base that includes foundation, corporate, individual, and event support to sustain the work of New Settlement, growing contributed income by an additional \$800,000 by 2026.**

This plan outlines work with the combined goal of raising an additional \$185,000 by June 30, 2023, while at the same time building long-term relationships for future donations and building the infrastructure needed to support a more robust annual development effort.

Key to the plan's success will be the growth and diversification of the New Settlement board as outlined in the 2018 work done with governance consultant Bonnie Mazza. Through growing the board, New Settlement will gain connections to new networks of potential funders as well as community partners.

New Settlement has a dedicated staff in place delivering strong programming/services, and over the past six years, the organization has had a dedicated Development Officer who has been primarily focused on foundation funding which has grown significantly over the past several years. The next step will be strengthening the organization's ties to current funders while identifying and cultivating **new** prospects in the sectors of individuals, foundations, corporations, and potentially government funders.

### Key strategies to accomplish this are reflected in the following areas:

- Grow and further engage the board in the fundraising work of New Settlement.
- Establish an individual and major gifts program at New Settlement.
- Expand institutional funders of the organization – deepen relationships with current funders while cultivating new relationships.
- Strengthen and retool the internal development function (staff and systems) to ensure the smooth functioning of the growing development effort.
- Improve communications/cultivation/stewardship with donors and stakeholders to reinforce and support the increased fundraising activities, through defining specific donor communications throughout the year.
- Develop a strong case for support by articulating/messaging/outlining the programmatic efforts of New Settlement for the donor community. Ensure that narratives and stories include the impact and results of the work, to show donors the result of their support.



# Overview

Devoting additional time and resources to development will help set the stage for future growth of the organization both in the near term to support program growth as well as provide the infrastructure to scale the work of the organization.

This development plan has been created based on fundraising projections for FY23-27. The assumption of the plan is that the organization will begin putting in place some of these strategies and the increase in contributed income will start in FY23. These are ambitious goals, but with the right staffing mix and support, they are achievable.

**In the first 6 months of 2022 the key focus will be:**

## **1. Build the systems needed to support fundraising**

- Salesforce implementation complete with all data migrated
- Website donation pages rewritten and updated
  - Include – corporate giving, general donations, designations, legacy giving
- Donor communications calendar yearly mapped out in partnership with the communications plan from Marino
- Thank you note, donor stewardship and reporting system in place
- GuideStar – Charity Navigator and other public sites

## **2. Build the development team to support the work**

- Post job and hire for Director of Development and Communications
- Development department policies and procedures – Salesforce guide for gift entry and maintenance of donor files, gift acceptance policy, etc.
- Hire Manager of Government and Community Relations
- Hire a Development Associate

## **3. Build core documents and messaging for support**

Using work and documents created by Marino PR (Marino), create a case for support and funding menu for programmatic efforts at New Settlement.

## **4. Building bridges to donor community and stakeholders and ambassadors**

In the first 6 months, Rigaud, Allison, Frank, Leigh, and the board actively meet with stakeholders, prospects, and others.

Effectively a listening/education/cultivation tour to better engage new networks in the work of New Settlement.  
(Appendix 1 – list in development)

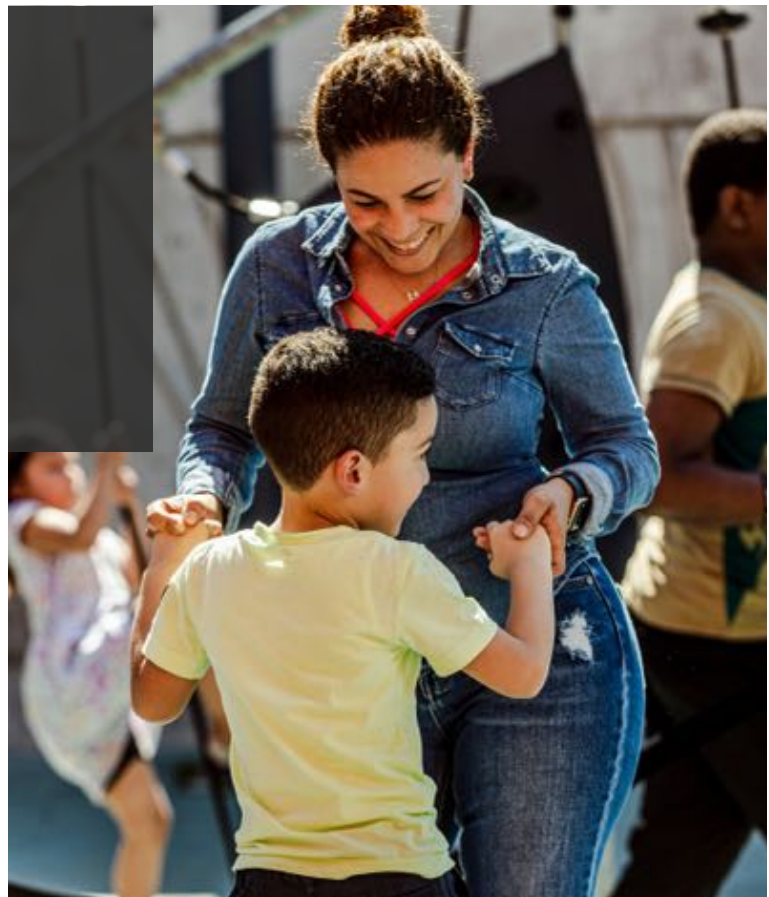


# FINANCIAL OVERVIEW

Projections for increasing contributed income over the next 5 years.

	Planning 2022 Projected	Implementation 2023 Projected	Implementation 2024 Projected	Implementation 2025 Projected	Implementation 2026 Projected	Implementation 2027 Projected
<b>Board Giving</b>		25,000	45,000	65,000	75,000	100,000
<b>Individuals</b>		35,000	60,000	85,000	120,000	150,000
<b>Corporate</b>		25,000	35,000	50,000	75,000	100,000
<b>Events, net</b>		50,000 Event spring of 2023	75,000	115,000	155,000	195,000
<b>Foundation New Opportunities</b>		50,000	75,000	100,000	150,000	200,000
<b>Government New Relationships</b>			25,000	35,000	45,000	55,000
<b>Totals</b>		<b>185,000</b>	<b>315,000</b>	<b>450,000</b>	<b>620,000</b>	<b>800,000</b>

# Goals Strategies & Action Steps



# BOARD

Increase Board engagement in fundraising. The Board plays a critical role in providing financial support and at the same time helping to broaden the reach of an organization by identifying prospects, providing introductions to prospects, helping to cultivate and steward donors, and when possible, asking for support. Making sure the Board is supported in these efforts is critical to any organization's success.

## Strategy 1:

As outlined in the April 2019 board memo New Settlement will formalize and activate its Board by discussing and implementing recommendations made to grow the New Settlement board.

### Actions:

<p>Review 2019 recommendations for board structure and growth. Review board member job description. Discuss and agree on steps on moving forward.</p> <p>2019 Suggested updates to board structure (Appendix 2)</p> <p>2019 Suggested Board member job description (Appendix 3)</p>	<p>January – March 2022</p> <p>March board meeting</p>	<p>Rigaud and New Settlement Board</p>
<p>Review and create (in partnership with SHF) Board orientation materials and onboarding to ensure that all Board members joining the organization are well informed and equipped with the materials they need to be effective supporters of the organization and understand the relationship and history between SHF and New Settlement.</p>	<p>March - June 2022</p>	<p>Rigaud + Development Consultant with board approval</p>
<p>Create a board handbook to distribute to all current and new board members.</p> <p>Handbook includes:</p> <ul style="list-style-type: none"><li>• By-laws</li><li>• Program guide</li><li>• Annual Report</li><li>• Board member job description</li><li>• Other documents - TBD</li></ul>	<p>Summer 2022</p>	<p>Leigh</p>
<p>Provide the Board with ongoing education in messaging and fundraising so that they can continue to be strong and effective ambassadors. Build trainings or discussions into each Board meeting about fundraising.</p>	<p>September 2022 board meeting and ongoing</p>	<p>Leigh</p>

## Strategy 2:

Diversify and strengthen Board by adding 4 new members by December 2022.

### Actions:

Form a working group of the Board (governance committee) and staff to focus on and oversee this work.	January 2022	Rigaud plus Board with support from Development Consultant
Review matrix of strengths and needs completed in 2018 – update as needed with a focus on diversifying the board.  (Appendix 4)	January- March 2022 and ongoing	Rigaud plus Board with support from Development Consultant
Develop the pipeline for adding new members – define what steps are taken before adding a person to the Board.	Initial list started and ongoing	Rigaud plus Board with support from Development Consultant
Create a list of Board prospects.  Investigate board sourcing organizations.	September 2022 board meeting and ongoing	Rigaud plus Board with support from Leigh
Once list is set, begin outreach and conversations.	Ongoing	Rigaud and staff
Develop other opportunities for involvement if prospects are not interested in joining the board – groups such as emerging leaders, advisors, emeritus, event, etc.	Summer 2022 and ongoing	Leigh

### Strategy 3:

With Board structure and growth in place activate the Board's role in concrete ways to utilize the Board's skills and connections toward fundraising efforts.

#### Actions:

Meet with each Board member to create a plan for engaging in fundraising that is right sized for them – what they hope to do to help the fundraising efforts at New Settlement and what they need to be successful.	Fall 2022 (Annually)	Rigaud, Leigh, and Development Consultant as needed
Engage all Board members in fundraising. <ul style="list-style-type: none"><li>• Sharing lists of contacts and/or reviewing list of prospects to help identify opportunities for more targeted ask.</li><li>• Make thank you calls to donors.</li><li>• Attend meetings with Executive Director with funders and government officials.</li><li>• Additional ways to be determined.</li></ul>	Ongoing	Rigaud, Leigh, and Development Consultant as needed
Establish three committees of the board to help support the work of New Settlement – Program, Development, and Governance	January – June 2022	Rigaud, Leigh, and Development Consultant as needed



# INDIVIDUALS

Grow and engage individual donors in the work of New Settlement.

## Strategy 1:

Increase donations from individuals through building awareness of the organization.

### Actions:

Develop prospect lists for future mail and email campaigns. Pull from prior donors, community members, board member lists, staff lists, etc.	January 2022 and ongoing	Staff, Board, and Leigh leads this project
Coordinate and create plan with awareness of efforts already in place – CASA and PAC.	January 2022 and ongoing	Leigh
Run two segmented direct mail/email/social media fund drives (Summer and Year End) per year aimed at soliciting gifts and sustaining gifts of \$5- \$2,500.  1. Year end October – December 2022 2. Spring Appeal April – May 2023  Monitor and assess program to create page of best practices from 2020, document.	Begin in Fall of 2022	Leigh
Web page intake – further refine process for what happens once someone joins mailing list, also look at when folks unsubscribe from the mailing list.	Begin in Fall of 2022	Leigh
Develop mini campaigns/efforts to grow email list, social media following, and potentially donations. Map out potential calendar for 2022-23.	Summer 2022	Leigh





## Strategy 2:

Increase the number of major Gift Donors. Further engage individuals giving \$2,500+, work to grow and upgrade this donor pool.

### Actions:

Develop levels of funding, need, case for support for increased giving and need (much of this exists already from work with Marino); collect and add donor stories as appropriate.	July - September 2022	Rigaud and Leigh
Identify a prospect list of 20 potential major donors (gifts of \$2,500+) and develop cultivation plans (see above for opportunities for connections) for each with the goal of making 10 in-person asks in 2022/23.	September 2022 - June 2023	Rigaud, Allison, and Leigh. Board as needed.
Work with Board, staff and other stakeholder groups to identify new individual prospects.	September 2022 - June 2023	Leigh

# FOUNDATIONS

Expand institutional funders of the organization – deepen relationships with current funders, while cultivating new relationships.

## Strategy 1:

Sustain and grow relationships with current foundation funders.

### Actions:

Review all existing funding relationships and map out funding potential over next three years (Are these multi-year grants? Does the funder ask organizations to take a break for a few years?)	January – March 2022 and ongoing	Frank
Establish a plan for stewarding these relationships. Consider the following:  Virtual – how can we use to advantage? What funders come with personal connections? How to shift to institutional? What are the specific tasks where Board members/allies can be helpful?	January – June 2022	Frank and Leigh – develop plan; Frank, Leigh, Rigaud and staff in stewardship activities; Board as needed
Create organization's grants calendar in Salesforce that includes stewardship activities.	Ongoing	Frank
Implement and follow stewardship plan	Ongoing	Rigaud, Allison, Leigh, Frank – outreach; Board as needed





## Strategy 2:

Increase research on new institutional funders and submit more applications for support.

### Actions:

<p>Create an initial list of potential foundations and corporations and share their Board and staff lists with Board members to see if there are potential connections, a way to open doors, and make introductions.</p> <p>Review past foundation and corporate supporters for opportunities and reengagement.</p> <p>Add to grants calendar.</p>	<p>June 2022 and ongoing</p>	<p>Frank and Leigh</p>
<p>Call and meet with existing funders to see if they have suggestions or recommendations – add activity to the stewardship plan referenced above.</p> <p>Begin submission of grants.</p>	<p>June 2022 and ongoing</p>	<p>Frank, Leigh, Rigaud as part of stewardship activities</p>

## Strategy 3:

Focus on 3-5 key foundation prospects or past donors who are making larger gifts that would have a big impact on the work of New Settlement.

### Actions:

<p>Create an initial list of foundations, share their Board and staff lists with Board members to see if there are potential connections.</p>	<p>January – March 2022</p>	<p>Frank, Allison, Rigaud with support of Development Consultant</p>
<p>Establish a plan for stewarding these relationships.</p> <p>Consider the following: Virtual – how can we use to advantage? What funders come with personal connections? How to shift to institutional? What are the specific tasks?</p>	<p>January 2022 – establish/ confirm list; February – April 2022 establish plan; Outreach ongoing</p>	<p>Frank, Allison, Rigaud with support of Development Consultant and Leigh</p>

# CORPORATE + IN-KIND + VOLUNTEERS

Expand Corporate funders and partners of the organization – deepen relationships with current funders while cultivating new relationships.

## Strategy 1:

Research and develop a program for corporate giving at New Settlement recognizing financial contributions in addition to in-kind support as well as the volunteers who participate.

### Actions:

Research sectors like law, media, sports, and entertainment to see if there are ways to engage these companies as funders – determine if their support is in-kind (law firms with pro bono legal support) or financial contribution (event support/other).	Summer 2022 and beyond	Leigh + Frank
Review what firms are already working with New Settlement, are there opportunities to expand the relationship?	Summer 2022 and beyond	Leigh + Frank
Create prospect list and determine if there are potential Board candidates that would enhance the potential relationship to a certain sector.	Summer 2022 and beyond	Leigh + Rigaud
Create a list of potential volunteer opportunities for corporate volunteers. (these exist on an ad-hoc basis)	Summer 2022 and beyond	Leigh and staff
Develop mini campaigns/efforts to grow email list, social media following, and potentially donations. Map out potential calendar for 2022-23.	Summer 2022	Leigh with program staff
Once drafted, consider outreach in a formal way to companies identified above.	Ongoing	Leigh



# CULTIVATION AND FUNDRAISING EVENTS

## Strategy 1:

Provide opportunities for donors to see the work of New Settlement in action.

### Actions:

Host a block party celebrating the 10th anniversary of the center. In building the event, think about how it could inform plans for an annual signature fundraising event in 2023.	Summer 2022; Planning work done February – June 2022	Rigaud, Program Staff, and Leigh
Plan two smaller cultivation events in 2022 with the intent that these become ongoing activities in the coming years. <ul style="list-style-type: none"><li>• An emerging leader group (Ruth)</li><li>• Board member hosted event for prospects and donors</li></ul>	Fall 2022 - winter 2023	Board with support from Leigh + Rigaud
Virtual town hall – if virtual continues to be necessary, host a virtual lecture/panel discussion for board and others to be able to invite prospects to attend.	Winter 2023	Board + Leigh

## Strategy 2:

Begin planning for a New Settlement Gala\* event in Spring of 2023

### Actions:

Through the work in growing the board and identifying potential individual donors, assemble a Gala* planning committee to work with staff in thinking about size, format and outreach.		
Work with program staff to support and coordinate gala fundraising already occurring at New Settlement.		

**\*Gala is being used simply to describe an event that raises money for New Settlement.**



# Appendices

# Appendix 1 – Potential Donors Board Members, Networkers and Partners

## List in formation (confidential and not for circulation)

*From staff conversation (12/8/2021)*

- Emily Goldstein, NHD, [www.linkedin.com/in/emily-p-goldstein/](http://www.linkedin.com/in/emily-p-goldstein/)
- Steve Flax, M&T Bank, [www.linkedin.com/in/steven-flax-1402515/](http://www.linkedin.com/in/steven-flax-1402515/)
- Marika Diaz, Managing Director at Safety Net Project, Urban Justice Center, [www.linkedin.com/in/marika-dias-62660227/](http://www.linkedin.com/in/marika-dias-62660227/)
- Judge Waterman
- Meisha Porter, <https://temp.schools.nyc.gov/about-us/leadership/doe-leadership-and-offices/chancellor>
- Ruby Ababio Fernandez, DOE, [www.linkedin.com/in/drababiofernandez/](http://www.linkedin.com/in/drababiofernandez/)
- Meredith Wong, Caring Kind
- Maxine Golub, SVP Institute for Family Health, <https://institute.org/profiles/maxine-golub/?source=academic>
- Chris Quinones, Chief Administrative Officer, Sun River Health, [www.sunriver.org/why-sun-river/leadership/chris-quinones/](http://www.sunriver.org/why-sun-river/leadership/chris-quinones/)
- Victor Perlata, M.D. Somos, [somoscommunitycare.org/voices/](http://somoscommunitycare.org/voices/)
- Wendy Gallegos, Maddd Equities, [www.linkedin.com/in/wendy-gallegos-6a0636a5/](http://www.linkedin.com/in/wendy-gallegos-6a0636a5/)
- Betty Rosa, Commissioner of Education, [www.linkedin.com/in/betty-rosa-4053a51/](http://www.linkedin.com/in/betty-rosa-4053a51/)
- Justin Shon Food Bazaar, [www.linkedin.com/in/justin-shon-b8673b3/](http://www.linkedin.com/in/justin-shon-b8673b3/)
- Brian Smith, SVP, Yankees, <https://www.linkedin.com/in/brian-smith-14b77267/>
- Tanya Rogo, Pediatric infectious diseases at BronxCare Health System, [www.linkedin.com/in/tanya-rogo-7486991a9/](http://www.linkedin.com/in/tanya-rogo-7486991a9/)
- Erin Broderick, NY Youth Success, [www.linkedin.com/in/erin-broderick-9a455a69/](http://www.linkedin.com/in/erin-broderick-9a455a69/)

## Others

- *Bronx Chamber of Commerce list*
- *Marketing and PR*
- *Jerry kid*
- *Bronx Community Foundation – Dr. Meisha Porter*
- *Fresh Direct, Larry Scott Blackmon, Vice president of Public Affairs at Fresh Direct, <https://www.linkedin.com/in/lblackmon/>*
- *Bloomberg CityLab*
- *Alvin Ailey*
- *CVS*
- *Yesenia Quinones, VP Community Manager JP Morgan Chase, [https://www.linkedin.com/in/yesenia-quinones-ba23b75/?miniProfileUrn=urn%3Ali%3Afs\\_miniProfile%3AACoAAADy5OoBgoEtq\\_Fw70dfqwvj028Pv9pCHfk](https://www.linkedin.com/in/yesenia-quinones-ba23b75/?miniProfileUrn=urn%3Ali%3Afs_miniProfile%3AACoAAADy5OoBgoEtq_Fw70dfqwvj028Pv9pCHfk)*

# Appendix 2 – 2019 Suggested updates to the Board 2019 Memo to the Board

## Memo

To: Crenulated Company, LTD dba New Settlement Apartments Board of Directors  
From: Chuck Warren  
Date: April 8, 2019  
RE: Board transition process

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Thank you for your ongoing commitment and support of Crenulated Company LTD dba New Settlement Apartments (NSA). The organization is in a strong position financially, having grown from an initial budget of \$400,000 to over \$8 million in revenues. With the recent refinancing of New Settlement Apartments real estate, and the necessary legal division between the real estate and the programming that ensued, we have an opportunity to make some of the governance changes our board has been discussing over the past year. This is important in light of Jack's decision to retire sometime in the second half of 2020.

Following our December 10<sup>th</sup> Board discussion, Chuck, Alexa, and Jack met to discuss and agree on roles for the new board and an outline of recommended next steps.

The Crenulated board will focus on organizational strategy, financial sustainability, and overarching governance. We seek to build an engaged board that:

- Focuses on organizational direction and overall strategy;
- Plays a significant role in fundraising and supporting the financial growth of the organization;
- Acts as ambassadors, spreading the word and recruiting new supporters to the organization; and,
- Continues to ensure strong fiscal oversight and governance of the organization.

The board will meet 4 times a year, at least 3 times in the Bronx; maintain a committee structure to help deepen the work of the board (audit, development, nominating, and program committees are under consideration); provide personally significant financial gifts and be among the top two charitable priorities of each of its members; and, work to build our connections to the community we serve.

We will be recommending two changes to the current bylaws:

1) Rather than requiring 51% of the board seats be held by members of the SHF board, we are recommending that SHF hold four seats: the Chair, who will be the SHF Board Chair or his/her designee; one held by the SHF President; and two seats on the NSA board held by current SHF board members. We believe this will ensure alignment between the two organizations. On the other hand, we have concerns that it will be too much for most board members to meet the required commitments to the NSA board while simultaneously serving on the SHF board.

2) We think it prudent to introduce terms to the new board structure as well and propose that members will be eligible for up to two three-year terms before a mandatory year off the board; classes will be staggered to ensure continuity as well as ensure an ongoing bench of future board leadership. Term limits will not apply to the Chair and seat held by the SHF President. Finally, the intended future size of the board is between 12-15 members, to be built over time.

## Appendix 2 – 2019 Suggested updates to the Board 2019 Memo to the Board (continued)

We recommend the following steps to begin the next phase of our governance process:

- Over the course of the next few weeks, we will be reaching out to each of you to solicit your views and discuss your wishes for future involvement.
- It is our intent to emerge from this process with a core group of our current members who will act as the founding core of the next iteration of the board and help with board recruitment.
- In terms of board recruitment, we will prioritize the skills and backgrounds we feel we need most immediately. We anticipate these will include but not be limited to possessing a close understanding of our constituent experience, program evaluation or deep understanding of the types of programs NSA offers, and established relationships with Bronx institutions.
- Finally, using the attached board job description, we hope to begin the recruitment process leveraging expansive networks (including those of board, New Settlement senior staff, and institutional partners) and existing board recruitment platforms (i.e., Robin Hood Board Service, Boardnet USA, Volunteer Match). Our intent will be to recruit three new board members before the end of 2019.

We value your expertise, commitment, and knowledge of this organization and welcome your participation as we move forward in this process. We look forward to speaking with each of you in the coming weeks.



# Appendix 3 - 2019 Suggested Board member job description



## **Board Member Job Description**

**New Settlement Apartments** provides critical community-based services to the neighborhood of Mt. Eden. The project started in 1989 when Settlement Housing Fund received 14 abandoned buildings from the City of New York. New Settlement Apartments recognized from the outset that a community is not made simply of bricks and mortar. Through careful stewardship of the real estate assets and stabilization of the fourteen buildings, the community programs at New Settlement Apartments have grown significantly over time and provide a range of community-based services in education, college access, youth development, arts, workforce development, community organizing, wellness and other key services that provide important resources to the neighborhood's youth and families. These programs are provided in addition to the New Settlement Community Campus, a 172,000 sq. ft. facility, that includes three schools providing pre-K through 12th grade public education and a Community Center with an indoor swimming pool, dance studio, multipurpose rooms, art gallery space, an outdoor amphitheater and rooftop garden terrace. The programs of New Settlement remain a part of Settlement Housing Fund with its own board of directors responsible for oversight of the over \$8 million budget for community programming at New Settlement Apartments.

**Vision:** We envision a vibrant, diverse and equitable community in which all individuals and families have the power to make quality choices about education, employment, housing, wellness, and creative expression.

**Mission:** Grounded in our commitment to affordable housing and a thriving neighborhood, we collaborate with community residents and develop partnerships to create services and opportunities that celebrate the inherent dignity and potential of individuals and families.

For more information, please visit: [www.newsettlement.org](http://www.newsettlement.org)

### **I. Expectations of the Board as a Whole**

**Position:** The Board of Directors of New Settlement Apartments supports the work of NSA and partners closely with the Executive Director to provide strategic direction; ensure strong governance and oversight; plays a significant role in fundraising to help the organization acquire and sustain the necessary resources to support organizational growth and sustainability; and expand the reach and depth of NSA and its impact as strong ambassadors. The result is a strong, sustainable, and growing organization that will continue to expand its reach and impact.

### **II. Individual Board Member Expectations**

Individual board members will demonstrate a passion for and commitment to the mission of New Settlement Apartments. They will act in good faith on behalf of the organization, stay informed of issues affecting the Mt. Eden neighborhood and the organization, actively participate in board meetings and other organization-sponsored functions, and be willing to share their expertise for the benefit of New Settlement Apartments. NSA should be among the board member's primary nonprofit commitments both in terms of time and philanthropic giving.

Board members commit to:



# Appendix 3 - 2019 Suggested Board member job description (continued)

- Prepare for, attend, and participate in 4 in-person board meetings per year; at least three of which will be held at the New Settlement Community Center in the Bronx;
- Consider NSA a top philanthropic priority and make annual gifts that reflect that priority, as well as fundraise on behalf of NSA. So that NSA can credibly solicit contributions from foundations, organizations, and individuals, NSA expects to have 100 percent of Board Members make an annual contribution that is personally significant in addition to helping with the organization's fundraising efforts as needed;
- Act as an ambassador for the organization, speaking to personal networks and at other events about the organization and generally advocate for work to raise the organization's profile; and
- Contribute expertise relevant to their professional/personal background (i.e., financial, legal, policy, etc.);
- Serve on a board committee (e.g., audit, development, or program)
- Be able to commit to serve a three-year term, renewable, assuming eligibility, for a second three-year term.

#### Additional Qualifications:

- Possess a commitment to and understanding of NSA's core constituents, preferably based on experience in Mt. Eden, Bronx or a similar community;
- Bring knowledge of nonprofit operations as demonstrated by direct service or board experience;
- Possess professional experience with significant leadership accomplishments in business, government, philanthropy, or the nonprofit sector;
- Natural affinity for cultivating relationships and persuading, convening, facilitating, and building consensus among diverse individuals;
- Believe in racial, economic, and social equity and justice and be willing to support the organization in its social justice mission; and
- Personal qualities of integrity and credibility.

**Board members are also expected to:** follow the organization's bylaws, policies, and board resolutions; sign an annual conflict-of-interest disclosure and update it during the year if necessary, as well as disclose potential conflicts before meetings and actual conflicts during meetings; and maintain confidentiality about all internal matters of New Settlement Apartments.

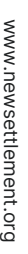
# Appendix 4 – 2018 Matrix of strengths and needs (Bonnie Mazza)

Table 1: Desired Skills, Backgrounds, and Overall Composition for NSA Board

Desired Skills	Staff	Board	Notes	Currently Have	Need/Need More
Finance/Accounting	X	X		X	
Fundraising	X	X		X	X
HR/Personnel Policies	X		Help support/offset current capacity needs.		X
IT/Technology	X		Support capacity and secure networks.		X
Legal	X	X		X	
Marketing & Branding	X		Help support/offset current capacity needs.		X
Policy/City Government	X	X	Appreciation of how the city works and prior engagement in policy work.	X	X
Program Evaluation & Analysis	X	X	To help look critically at programs, to ensure the board is adequately probing, and to augment staff capacity.		X
<b>Desired Backgrounds</b>					
Arts	X	X			X
Banking	X	X		X	
Communications	X	X			X
Corporations situated in/near the Bronx		X			X
DOE/Education expertise	X	X			X
Foundations/Funders		X	From a close funding partner		X
Hospitals in the Bronx	X	X	For ambassadorship, appreciation of local needs, and access to networks		X
Lawyers	X	X	For expertise and ambassadorship-internships, etc.	X	
Nonprofit/CBO	X	X		X	X
Organizing and Tenant's Rights	X			X	X
Social Service	X	X		X	X
Technology		X	For access to network		X
Well-known person/High profile ambassador	X		Interest in having a famous person with connection to Mt. Eden serve as an ambassador		X
<b>Overall Composition</b>					
Age Diversity		X		Limited	X
Gender Diversity				X	
Ethnic/Racial Diversity	Unanimous	X		X	X
Community Representation	Mixed views on staff	X	Interest on staff for board to reflect community, but not necessarily be directly of the community; interest on board		X



## as of October 2022





**new settlement**  
building equitable futures

# **BRAND MANIFESTO**

**June 2022**

BRAND MANIFESTO  
VERSION 3.1



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# OUR STORY

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New Settlement stands with community members in the Bronx to break barriers, advance justice, promote leadership, and strengthen neighborhoods. We believe in an equitable society where everyone has access to quality housing, healthcare, education, and the power to use their voice to address systemic issues and create further change.

Since New Settlement's inception in 1989 as a settlement house rooted in the Bronx, our organization has been a responsive community partner. Established initially to revitalize abandoned buildings into affordable housing, New Settlement has since evolved into a multi-generational, forward-looking organization. We support all community members by providing education programs, college access, youth development, arts, workforce development, wellness, and more.

For more than 30 years, our success in neighborhood revitalization and community building has been achieved through close collaboration with community members, educational institutions, housing, and community development organizations, businesses, and youth development and social service agencies in the Mount Eden neighborhood Bronx-wide.

# CORE VALUES

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New Settlement is committed to:



# CORE VALUES

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## Building a Just and Equitable Future

We seek to break systemic barriers and generational poverty to build an inclusive community for individuals of all backgrounds. Our work advances education, wealth, and equity so members can realize their utmost potential and succeed.



# CORE VALUES

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## Strengthening Communities

Rooted in the Bronx, we bring tailored resources to the community, providing access to vital programs - such as health and wellness, education, community organizing, and workforce development - that address community needs while building more equitable neighborhoods.

# CORE VALUES

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## Cultivating Leadership & Opportunities

We ensure individuals and families have agency around education, employment, housing, wellness, and creative expression, ultimately leading community members to recognize and achieve their full potential.

# CORE VALUES

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## Supporting Community Driven Change

We organize with community members and continuously shape our initiatives to address specific needs, enabling us to create a collective, meaningful impact and ignite change.



# DIFFERENTIATORS

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- **We understand the community's needs**, working hand-in-hand with members to effectively advocate and organize to create transformational change.
- **We bring a holistic approach to our services** that touches all aspects of the Bronx community, from education to college access, youth development, housing, arts, wellness, and workforce development.
- **We create transformational change through community organizing** that encourages members to be ambitious, recognize their power, and succeed.
- **We tackle systemic issues** and their impact on community members, further advancing justice by cultivating leadership and opportunities.



# STRATEGY

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## Positioning Statement

Rooted in the Bronx, we stand with community members to break systemic barriers, advance justice, promote leadership, and strengthen neighborhoods. By ensuring agency around education, employment, housing, wellness, and creative expression, we help cultivate an equitable society where individuals and families have the power to use their voices to create the change they wish to see.



# Why New Settlement?

Rooted in the Bronx, we stand with community members to break systemic barriers, advance justice, promote leadership, and strengthen neighborhoods. By ensuring agency around education, employment, housing, wellness, and creative expression, we help cultivate an equitable society where individuals and families have the power to use their voices to create the change they wish to see.

**We are a family - where everyone is seen and heard, and their needs are met.**



# Tone of Voice

## Phrases we use to describe our programs/organization:

### **A Force for Change**

Advocates

Diverse

Committed

Inclusive

Holistic

Powerful

Relentless

Undeniable

Responsive

Flexible

Agency

Transparent

Comprehensive

Impactful

Dedicated

Empathetic

Community-driven

Innovative

Constantly evolving

## ***Phrases we do not use to describe our programs/organization:***

~~Empowering~~

~~One-size-fits-all~~

~~A top-down organization~~

## USE STRATEGY TO INFORM OUR COMMUNICATION APPROACH

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When we unite our voices as a community, we have the power to ignite transformational change, ultimately strengthening Bronx neighborhoods and creating a more equitable and just future.



# OVERALL TAKEAWAY

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**Building Equitable Futures.**  
**Construyendo Futuros Igualitarios.**



## Our Programs

### After-School Programs

Built on the principles and best practices for social-emotional learning, New Settlement's after-school programs serve students through several primary academic and leadership areas, including arts, literacy, STEM, sports, health and more.

### College Access Center

The College Access Center provides first-generation Bronx students—from 9th to 12th grade and well into college—with the guidance, resources and support they need to achieve college acceptance, complete their degrees, and succeed in careers.

### Student Success Center

Embedded in the Taft Educational Campus, the Student Success Center trains and supports high school students as peer leaders to guide their classmates through the college admissions process and financial aid applications.

### Young Adult Opportunity Initiative (YAOI)

YAOI provides out-of-school, out-of-work youth ages 17-24 of our community with the skills, training and emotional and vocational support they need to re-enter school and/or enter the workforce.

### YouthBuild

New Settlement's YouthBuild Program is a U.S. Department of Labor-funded initiative that develops the employment skills of youth and young adults ages 16-24 by annually training and placing them in jobs within the construction trade industry.

### Community Action for Safe Apartments (CASA)

CASA is a membership-driven tenant organizing project of New Settlement that protects and maintains affordable and safe housing in the Bronx through collective action.

### Parent Action Committee (PAC)

PAC is a multicultural group of parents and community members dedicated to improving the quality of education for all children in New York City, with an emphasis on School District 9 and the Bronx.

### New Settlement Community Center

Focusing on health and wellness of our neighbors, the community center features an indoor competition-size swimming pool, dance studio, green roof learning garden, cooking classroom and multipurpose spaces, and provides a safe space for all ages and abilities to participate in programs including dance, yoga, mixed martial arts, music, swimming and more.

### Community Health Initiatives (CHI)

CHI takes a comprehensive approach to addressing food justice in the Bronx through initiatives including a community run market known as the 170 Farm Stand, a food pantry, nutritional workshops for kids and families, and youth leadership development.

### Program for Girls and Young Women

The Program for Girls & Young Women promotes peer leadership, self-confidence, positive risk-taking, healthy decision making and community engagement through a range of activities in a safe and supportive setting.

### Play Park & Tot Lot

Two year-round outdoor greenspaces—a playground for school-aged youth and families, and a Tot lot for pre-schoolers—ensure that our neighbors have clean, healthy outdoor spaces to play, socialize and attend community events.

### Young Men Establishing the Narrative (YMEN)

YMEN supports young men of color ages 14-20 living in the Bronx. YMEN combines sports and wellness activities, participant-led community service projects, college readiness workshops, social justice-themed artistic programming, and guest speakers.

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(718) 716-8000

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[www.newsettlement.org](http://www.newsettlement.org)



[www.newsettlement.org](http://www.newsettlement.org)





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# program guide

- After-School Programs
- College Access Center
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- Play Park & Tot Lot
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- Young Adult Opportunity Initiative
- Young Men Establishing the Narrative
- YouthBuild





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**After-School**



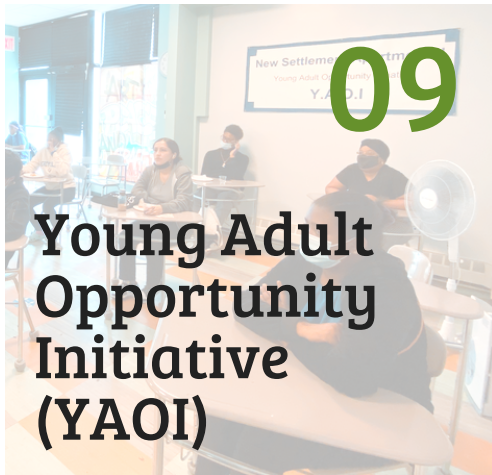
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**College Access Center (CAC)**



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**Student Success Center (SSC)**



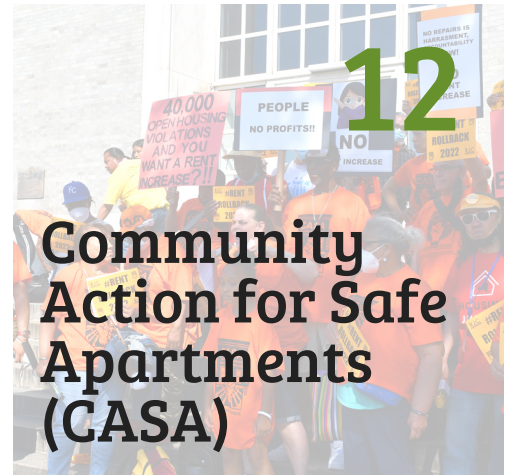
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**Young Adult Opportunity Initiative (YAOI)**



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**YouthBuild**



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**Community Action for Safe Apartments (CASA)**



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**Parent Action Committee (PAC)**



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**Community Center (NSCC)**



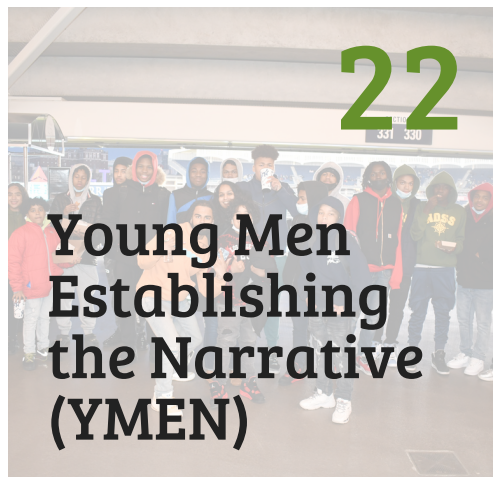
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**Community Health Initiatives (CHI)**



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**Program for Girls & Young Women**



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**Young Men Establishing the Narrative (YMEN)**



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**Play Park & Tot Lot**





# After-School Programs

## After-School & Summer Day Camp at The Walton Avenue School

New Settlement After-School Program at the PS 311/PS 294 Campus serves 240 students grades K-5 at 1425 Walton Avenue in the South Bronx. The program model has been built on the principles and best practices of positive youth development. Each program activity is based on a primary academic or leadership area – including arts, literacy, math, physical activity, health, and more) but the core curricula that will be used to implement weekly sessions in each primary area are thoroughly interdisciplinary and interactive. Each curriculum has been developed specifically for the after-school environment, allowing for easy blending of learning formats, cross-disciplinary activities, and extended learning opportunities. The schedule of activities is balanced to engage children in a fun yet challenging series of complementary activities that are different from the school day, and are structured to support each child's increased success.

### After-School Activities



YOGA



ECHO



STEM



GYM



ART



HEALTHY LIVING  
ACTIVITIES



DANCE



SAFETY



CAPOEIRA



THEATER

## AIM Program

New Settlement's AIM Program (A.I.M. For Success: Artists. Makers. Innovators) is designed to provide concentrated enrichment, education and family mental and physical health programming to 80 high school students (grades 9-12) at CMSP 327. The program engages teens in community service projects, creative programming, tutoring and career and college guidance.

## Bronx Helpers

Bronx Helpers is a year-round leadership and community service program created in 1995 in response to the dearth of opportunities for often-alienated youth to make a positive contribution to the quality of life in their neighborhood. Participants in Bronx Helpers (54 middle school youth, aged 11-13) develop and lead service and advocacy projects on issues of concern to them and participate in experiential workshops that explore the social, economic, and political context of each project. Bronx Helpers focus on building civic engagement and service through year-round projects. During the COVID-19 crisis, they assisted with efforts to address food insecurity in our neighborhood and with a non-partisan voter registration drive. Other recent projects have included a street safety awareness campaign and a project to improve and protect neighborhood tree beds.

## Creative Leaders After-School Program (CLASP)

At our Community School Campus, we operate a comprehensive after-school and summer enrichment program for middle school students. The Creative Leaders After-School Program (CLASP), provides enriching activities for 185 students through tutoring, homework assistance, sports, leadership development, and workshops. Our programs are provided by staff and local partners, including Abada Capoeira New York, Alvin Ailey American Dance Theater, DreamYard, Fashion Inspires, Girls Inc, Morningside Center for Teaching Social Responsibility, NY Road Runners, and The LAMP- Learning About Multimedia Projects.

## Mount Eden Children's Academy (MECA)

At Mount Eden Children's Academy (MECA) in the Community School Campus, New Settlement's elementary school after-school program, provides 227 children grades 1-5 with academic support, health and wellness and arts programming. MECA is an OCFS Advantage and 21st Century Community Learning Center program.

## Multicultural After-School Program (MASP) and Summer Day Camp Program

Founded in 1990, the New Settlement Multicultural after-school program and summer day camp is based at 1512 Townsend Avenue. The program provides 100 children from 12 elementary schools in the surrounding community the opportunity to learn about other cultures and communities while building academic and social skills and exploring the arts.



# College Access Center (CAC)

## Overview

The College Access Center at New Settlement is a free educational and career counseling program, familiarizing students and parents with the advantages of higher education and providing various educational opportunities in New York City. The Center provides information and support for public, parochial, alternative, academic-comprehensive and vocational high school students, GED candidates, young and mature adults, and individuals with disabilities.

Through comprehensive counseling and workshops, college advisors work closely with participants to plan for their college application process, develop a well-researched college list, and apply for financial aid. Additionally, the program provides services that help students adjust to life in a new community by strategizing on personal, social and academic challenges, assessing credits to track progress, connecting students with campus resources, and more. The College Access Center also facilitates trips for students to visit colleges and universities in the region to help them develop an understanding of college life and culture, as well as offering a six-week SAT prep course twice per year.

## Our Impact



88% of New Settlement students are the first in their family to attend college.



100% of New Settlement students who receive 1:1 college advising services are accepted to college.



Students who received 1:1 college advising in 2016 /17 received over \$3 million in financial aid.



over 3500 students have enrolled in college with the assistance of the College Access Center.





# Student Success Center (SSC)

## Overview

The Student Success Center is a full-service college and career counseling model designed to ensure that all students at the Taft Educational Campus have the support they need to apply for college. Our partner schools – Bronx Collegiate Academy, Bronx High School of Business, Claremont International High School, and DreamYard Preparatory School – each have a full-time college and career advisor, two youth leaders, and a summer bridge coach.

New York City's Student Success Center was created in 2005 after an Urban Youth Collaborative survey found that while upwards of 90% of NYC high school students wanted to attend college, over 60% reported inadequate access to counseling and information. With funding from the Helmsley Foundation and technical assistance from College Access Research and Action, New Settlement opened a Student Success Center on the Taft Educational Campus in 2011.





# Young Adult Opportunity Initiative (YAOI)

## Overview

**New Settlement's Young Adult Opportunity Initiative (YAOI) enables opportunity youth from our low-income Bronx community to achieve their employment and educational goals.**

The YAOI program is unique in its community-centered, youth development-focused program model that combines a positive youth development approach and a sector-specific career pathways approach. Our program model begins with the development of individual work plans and goal setting around education, employment, and supportive needs. New Settlement utilizes a career pathways approach to deliver programs that emphasize career progression, rather than simply job placement, and that are informed by employer demand for both hard skills and workplace competencies. The program features on-site High School Equivalency classes to help young people complete their high school degrees. New Settlement also incorporates work-based learning opportunities, including internships and on-the-job training.

## Job Readiness Training

Through our job readiness training, participants learn what is expected of employees such as the importance of being punctual, developing a positive work ethic, working under direct supervision, following directions, handling criticism, and working productively with co-workers. Our training also incorporates role-playing difficult and common workplace situations that prepare youth to respond appropriately.

Our participants learn non-technical workplace competencies, including problem-solving, oral communication skills, and interpersonal skills teamwork.

Our job development staff and youth advisors counsel and assess each participant individually in order to help develop vocational/professional interests and provide realistic appraisals of employment opportunities and goals.

## National Safety Council CPR & First Aid Certification Classes

Successful completion results in 2-year certifications. This course will prepare members to recognize and care for a variety of first aid, breathing, and cardiac emergencies. Successful participants will receive a certificate valid for two years.

## One-on-One Task-Oriented Advising

A trained youth advisory meets with each participant regularly for task-oriented support. Our program model begins with the development of individual work plans and goal setting around education, employment, and supportive needs.

## Mutual Aid Peer Groups

This group meets once a week and is designed to facilitate supportive "rap" sessions for participants, where members share challenges or concerns from the recent week and discuss issues in their lives.

## High School Equivalency

Our participants are encouraged to enroll in on-site High School Equivalency (HSE classes) offered by instructors from the NYCDOE Pathways to Graduation/ P2G program to complete their high school degrees.





## YouthBuild

New Settlement's YouthBuild Program is a U.S. Department of Labor-funded program that builds the employment skills of 85 youth, ages 16-24, annually by training and placing them in employment in the construction trade industry. Launched in the summer of 2017, our program builds from the national and international YouthBuild model, which originated in Harlem in 1978 to help young people from low-income communities find employment as carpenters, electricians, plumbers, and construction workers.

In our program, participants receive on-site training in rehabilitating apartments for low-income New Yorkers by rehabilitating 16 units of affordable housing. These units now need substantial renovation in order to be preserved as viable, inhabitable affordable housing for low-and moderate-income families; to be made energy-efficient, and to be fully accessible to people who are mobility impaired.

**New Settlement YouthBuild training prepares participants for NCCER, OSHA, OSHA Construction 10, OSHA 30, BASI, BSI, Supported and Suspended Scaffold, Flagging Training, First Aid, and CPR, as well as union apprenticeships.**

The New Settlement YouthBuild High School Equivalency academic curriculum for participants is offered in partnership with the NYC Department of Education's District 79 Pathways to Graduation staff on-site in fully equipped classrooms at 1616 Walton Avenue in the Bronx. Our program model combines academic studies (50% of the time), construction skills training (40% of the time), and leadership/community service (10% of the time).





# Community Action for Safe Apartments (CASA)

## Overview

Community Action for Safe Apartments (CASA) is a membership-driven tenant organizing project of New Settlement that works primarily in the Southwest Bronx. Our mission is to protect and maintain affordable and safe housing through collective action by:

- Running local campaigns to protect affordable housing and prevent displacement
- Organizing tenant associations
- Providing monthly tenants' rights workshops and legal clinics
- Holding regular community building and leadership development programs
- Being actively involved in city and state-wide policy campaigns



## Individual Building Organizing

By forming and sustaining strong tenant associations, CASA:

- Organizes tenants to submit repair requests
- Fights against landlord harassment by educating tenants on their rights
- Builds a strong sense of community and accountability in the building
- Stops displacement

## Legislative Advocacy

We work with various state and city-wide associations such as Right To Counsel NYC Coalition to fight broader, policy objectives that preserve safe and affordable housing and ensure tighter protections for tenants.

## Leadership Development

CASA's ultimate goal is to build unified and inspired local community, full of knowledgeable and strong leaders. The CASA Leaders Team meets monthly to plan membership meetings and make strategic decisions about our work. Our new Leadership Development Institute trains members in political education and teaches concrete organizing skills to deepen members' theory and understanding. Our Leadership Development Institute is a five-week course that takes place twice a year.

## Tenant Coalition Organizing

There's power in numbers. CASA brings tenants from different buildings together who are experiencing common problems or facing the same abusive landlord. Our powerful tenant coalitions have fought large battles and won far-reaching victories, removing some of the worst landlords from The Bronx!

## Tenant Education

We regularly conduct skill training as well as monthly workshops around basic tenants' rights and the importance of organizing tenant associations.

## Get Involved



**COLLECTIVE ACTION =  
STRONG COMMUNITY**



## Parent Action Committee (PAC)

### Overview

The Parent Action Committee (PAC) is a multicultural group of parents and community members dedicated to improving the quality of education for all children in New York City, with an emphasis on School District 9 and the Bronx. PAC also empowers and educates parents on their rights within the New York City public school system. PAC organizes parents and community members, conducts research and outreach, develops leaders, networks with allies, offers training opportunities and workshops for parents, and leads public actions to reach the group's goals.

PAC holds public school officials, elected officials, and government agencies accountable for the quality of education New York City children receive. PAC collaborates with citywide coalitions to make real, lasting changes in the public school system.

### Equity, School Safety, and Healing-Centered Schools

Throughout New York City Public Schools and in their own communities, PAC members organize and advocate for Equity, Culturally-Responsive Education, Language Justice, Healing-Centered Schools, Bronx School Justice: Increasing Social Workers, Social-Emotional Supports, and Restorative Justice. PAC is a member of Borough-wide, City-wide, and Statewide coalitions including Dignity in Schools Coalition – New York; New York City Coalition for Educational Justice; Healing-Centered Schools Working Group; Bronx Parent Leaders Advocacy Group; and the New York State Alliance for Quality Education.



## Healing-Centered Schools Campaign

With Bronx Legal Services and other key partners, the Parent Action Committee has been engaged in New York City's Healing-Centered Schools Campaign which works to transform NYC schools and create supportive environments for students by helping schools engage in community-driven change to implement trauma-responsive practices and remove harmful school practices. In 2020, the Campaign released the Healing-Centered Schools Model making recommendations to create more safe, supportive, and culturally responsive schools. The DOE rolled out training for all staff on trauma-responsive education based on these recommendations. In 2021, the Healing-Centered Schools Working Group created a Taskforce with the NYC Public Advocate to provide guidance to the Department of Education in preparation for the re-opening of NYC. We have partnered with the Office of Wellness and Family and Community Empowerment to support Healing-Centered Ambassadors in over 800 schools across New York City.

## Bronx School Justice

PAC Leaders have helped coordinate the Bronx School Justice Working Group Space to work collaboratively to ensure that Bronx School environments are more supportive and less harmful to Bronx Students and to stop the School to Prison Pipeline. PAC along with partners have participated in training School Safety Agents at the New York Police Academy on the collateral consequences of school-based arrests and summonses and the positive impact of restorative alternatives. We have also successfully advocated for the increased hiring of school social workers, counselors, and restorative justice coordinators.

## Culturally Responsive Education and Equity

PAC has been a leading organization fighting for Language Access, Equity, and Culturally Responsive Education for Decades. After winning the 23 Million Dollar Implicit Bias Training for all school staff across New York City with our Citywide Coalition, the NYC Coalition for Educational Justice, a program that later became the Equity Initiative, PAC leaders fought to include parents, students, and community members as partners in any discussions about Equity. PAC co-created the first community-led District Equity Team with District 9 and coordinates the Bronx Borough Equity and Access Team with the Bronx Executive Superintendent, all Bronx Superintendents, and parent and student representations. In June 2021, after five years of campaigning, the Department of Education agreed to develop a Culturally Responsive School Curriculum for NYC Public Schools at a cost of 500 Million Dollars.

## Parent Workshops and Training

PAC parent leaders have been developing and organizing workshops for parents and community members about navigating the Department of Education, Restorative Justice, Organizing, and Conflict Resolution and Mediation. We envision a safe and supportive neighborhood in which community members have the skills to de-escalate and mediate conflict, creating community-driven alternatives to arrests in our schools and in our streets.



# New Settlement Community Center

## Overview

Located in Mount Eden in the Southwest Bronx, the New Settlement Community Center offers a range of programs including dance, yoga, mixed martial arts, music, swimming, and more to 12,000 members and others who take individual classes. The Community Center houses an indoor competition-size swimming pool, dance studio, green roof learning garden, cooking classroom, and multipurpose spaces. All classes are either low-cost or free and serve community members from six months old to seniors.

Our mission is to create a culture of community by providing a safe space for all ages and abilities to participate in social engagement, sports, exercise, and education. We are focused on improving the quality of life and promoting healthy lifestyles for our members.



## Registration

### All patrons must complete an online profile to participate

- Head to <https://clients.mindbodyonline.com/launch>
- Search "New Settlement Community Center." Choose "Not a staffer," create an account and fill out all the information for each individual participating.
- Please be sure to e-sign our waiver and policies form.
- If you are a returning parent, please call in to confirm your credit and membership extension.
- Note: each cycle has two makeup classes in the event of mandatory quarantine.

## Community Center Programs

- Swimming (private and group lessons)
- Certification Classes (CPR & Lifeguarding)
- Fitness classes (kickboxing, yoga, Zumba, and more)
- Music
- Gymnastics
- Painting
- Mixed martial arts
- Alvin Ailey Dance (ballet and hip-hop)
- Capoeira
- ESL classes
- Gardening

## Location & Hours

1501 Jerome Avenue  
(corner of 172nd Street)  
Bronx, NY 10452

- Monday – Friday: 8 AM – 9 PM
- Saturday: 8 AM – 6 PM
- Sunday: 8 AM – 5 PM

For more information about the Community Center, please visit [newsettlementcommunitycenter.org](http://newsettlementcommunitycenter.org) or call 718.758.5901





# Community Health Initiatives

## Overview

The Mount Eden neighborhood of the Bronx contains a mix of rich cultures. With roots in the Caribbean, Central America, Africa, and other parts of the world, neighborhood residents carry these agricultural and culinary traditions and are resilient in the face of an inequitable food system.

Community Health Initiatives' vision is an alternative food system, by and for communities, that nourishes people and supports community development, climate protection efforts, and quality of life. The program takes a comprehensive and multidisciplinary approach to food justice in the Mount Eden neighborhood. Community Health Initiative embeds hands-on food education into local institutions, develops community leadership, and creates opportunities to grow, purchase, eat and compost good food.

## Our Priorities



FARMERS  
MARKET



NUTRITION



HEALTHY  
COOKING



GARDENING



SUSTAINABLE  
FUTURE

## The 170 Farm Stand

170 Farm Stand is a vibrant, community-run market that is committed to providing offering Bronx residents with access to a selection of high-quality, seasonal and fresh food from local farmers at fair and reasonable prices.

## Farmers Market for Kids

Community Health Initiative regularly hosts workshops geared toward children ages 5 – 13 and their families that highlight live cooking and nutrition education. Through discussion and engaging hands-on activities, the sessions provide caregivers with tips to involve children in meal planning and preparation.

## Youth Leadership Development

Through a multi-year, paid youth leadership program, high school students have the opportunity to be involved in all aspects of the 170 Farm Stand. Youth have the option to stay in the program for multiple years, taking on new leadership roles each season.







# Program for Girls & Young Women

## Overview

Since 2005, New Settlement's Program for Girls and Young Women has offered participants a range of activities designed to build artistic, healthy living, and leadership skills in a safe and supportive girls-only setting. Through a combination of health and wellness, adventure learning, college readiness, and social justice-themed artistic programming, we promote peer leadership, self-confidence, positive risk-taking, healthy decision-making, and community engagement.

We have developed a safe and supportive environment for girls in our community to come together, collaborate in creative programs, activate their voices, and develop skills to make positive, informed choices about health issues, relationships, education, and employment opportunities.

Our free programs for adolescent girls are open to community members, and any self-identified young women who wish to enroll may apply. Young women in high school can earn a stipend for certain programs, such as Girls Organized to Achieve Leadership (GOAL) and Sadie Nash Leadership Project.



## GOAL (grades 9-12) Health

Financial literacy & college prep



## Sadie Nash Leadership Project (grades 9-12)

Community building & youth activism



## Silence Out Loud (ages 14-YA)

Performance poetry workshop



## Next Level Dance (ages 10-YA)

Lyrical hip-hop with a message



## viBe

Theater Program



## EdSnaps

STEAM



## Build Her a Bridge

Mental Health Awareness



## Girls EnCourage

Adventure Learning







## Young Men Establishing the Narrative (YMEN)

In Fall 2021 we launched the New Settlement Community Center Young Men's Program, also known as the Y.M.E.N. (Young Men Establishing The Narrative) Program. YMEN is a new program supporting young men of color ages 14-20 living in Mt. Eden and surrounding Bronx neighborhoods. YMEN fully leverages the wealth of resources and activities we can offer from our community center in terms of health and fitness programming, athletics, and the outstanding positive role models and leaders we have on staff at the Center. YMEN combines sports and wellness activities, participant-led community service projects, college readiness workshops, social justice-themed artistic programming, and guest speakers who are experts in their fields.

In its first year of operation our YMEN program has created an engaging and supportive environment for 67 young men who were recruited through direct outreach at local community parks and outside of schools As well as frequent email blasts and social media posts. We have forged partnerships with local high schools NewVisions, Bronx School of Medical Sciences, New Directions Secondary School, and CMSP 327.

## Play Park & Tot Lot

New Settlement operates two outdoor green spaces in our community—the playground at PS 294/311 at 1425 Walton Avenue, and our Tot Lot/Park two blocks north. These spaces are used by an estimated 2,500 community members annually. They are surrounded by low-income housing populated largely by families with young children. New Settlement staff and volunteers open and maintain these park spaces—keeping them clean, maintain Covid-19 health protocols, offer arts and game supplies, run ongoing community events, supervise SYEP youth, and keeping the parks safe.

New Settlement has a long history in these parks. New Settlement program parents advocated for these parks, helped design the playgrounds, and helped us raise funds. Two staff who run this program are neighborhood ‘fixtures,’ one having worked in the park for over 20 years. With our two parks, we seek to address equity—ensuring that all New Yorkers, regardless of their zip code, have access to park spaces. Our two parks are a green oasis, surrounded by leafy trees and gardens; a rare space to play and relax outdoors. We host regular activities and events in the parks—family movie nights, concerts, and community events.





### **New Settlement Community Center**

1501 Jerome Avenue  
Bronx, NY 10452

### **Young Men Establishing the Narrative (YMEN)**

1501 Jerome Avenue  
Bronx, NY 10452

### **College Access and Success Programs**

1563 Walton Avenue  
Bronx, NY 10452

### **CASA: Community Action for Safe Apartments**

35 Marcy Place  
Bronx, NY 10452

### **Community Health Initiative**

1512 Townsend Avenue  
Bronx, NY 10452

### **Program for Girls and Young Women**

1512 Townsend Avenue  
Bronx, NY 10452

### **Parent Action Committee (PAC)**

1512 Townsend Avenue  
Bronx, NY 10452

### **Play Park**

1426 Townsend Avenue  
Bronx, NY 10452

### **Young Adult Opportunity Initiative (YAOI)**

19 East Mt Eden Avenue  
Bronx, NY 10452

### **YouthBuild**

1484 Inwood Avenue  
Bronx, NY 10452

### **Tot Lot**

1510 Walton Avenue  
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# Board of Directors Bios



# CHARLES S. WARREN



Charles Warren is chair of the Environmental practice at Kramer Levin Naftalis & Frankel, LLP, is recognized as one of the pre-eminent lawyers in his field, and counsels and represents clients in a comprehensive range of environmental law matters. A former regional administrator with the U.S. Environmental Protection Agency (EPA), Chuck brings more than 35 years of knowledge and experience in environmental law, both in government and private practice, to his work on behalf of clients. Charles currently sits on the Settlement Housing Fund board.





# ALEXA SEWELL

Alexa Sewell is the Chief Executive and President of Settlement Housing Fund. Ms. Sewell was previously Senior Vice President for Corporate Strategy and External Affairs at The Community Preservation Corporation, a nationally recognized leader in affordable housing finance. Before that, she was Deputy Commissioner and Chief of Staff for the New York City Department of Housing Preservation and Development, responsible for policy development and external affairs. She also worked in Washington as staff to the Appropriations Committee, as a policy analyst for The National Alliance to End Homelessness, and as a Presidential Management Fellow with the U.S. Department for Housing and Urban Development. Alexa has a BA from Georgetown University and a Master of Public Policy from the University of Southern California.





# FRANCES LEVENSON



Frances Levenson is a founding member of Settlement Housing Fund and the former Chair of the Board of St. John's Place Family Center. Loaded with energy and determination, she has always been a civil rights activist and staunch supporter of affordable and fair housing. Fran became a lawyer when women were a tiny portion of the profession and were one of a coterie of distinguished women attorneys who held powerful positions in New York City and State government. Fran started her career with the New York State and National Committee Against Discrimination in Housing, which coordinated the activities of 30 organizations in promoting fair housing legislation resulting in the first local laws and finally federal action. In the heyday of federal funding for housing and community development, Fran was a Deputy Commissioner and administered the city's federally subsidized housing programs for the Department of Housing Preservation and Development. She was known for expediting construction and approving innovative approaches to housing. In the 80s, Fran transferred her expertise to the banking world, where she was Vice President for Affordable Housing with the New York Bank for Savings (ultimately Goldome Bank). During her tenure, Fran was a director on the boards of the state and city housing finance agencies and chaired the Rent Guidelines Board. She was also a founding board member of both the National Coop Bank and Community Capital Bank. Fran currently sits on the Settlement Housing Fund board.



## JASON ACOSTA

Jason Acosta is a proud native of the South Bronx and a graduate of New York City public schools. Having spent 18 years in foster care, he spent his childhood and adolescent years exploring identity as he was forced to move around and transfer to different school systems. Throughout his journey, he encountered many systemic barriers that altered his life, including police brutality, educational inequity, and foster care. As a result, he pursued a path to social work and spent the early part of his career exploring, unpacking, and learning about the many complexities of identity and intersectionality in an effort to better understand the systemic challenges and trauma that impact communities of color. He is a DEI Strategist for the NYC DOE. He has a Bachelor's in Social Work from Marist College and a Masters in Social Work from Fordham University. He is currently an Adjunct Professor at Hunter College teaching a course called Intro to Urban Education. He is a former participant of New Settlement!

## JEAN CLEARY

Jean Cleary is a Marketing and Business Development strategist bringing over 25 years of marketing and communications expertise. She has held positions in Strategic Marketing and Communications at a variety of companies and organizations including the Boys & Girls Club, Financial Women's Association, and Center for Reproductive Rights. She has also served as a Director of Business Development at Baker McKenzie and Simpson Thacher & Bartlett. She has led a variety of highly successful public policy endeavors, including paid positions with New York and Illinois Congressional campaigns. Jean holds an MPA in International Finance and Economic Policy from Columbia University and a B.S. in Marketing and International Business from American University's Kogod School of Business.



# SUSAN COLE

Susan Cole joined Settlement Housing Fund in 1974 and played a key role as Associate Director for 37 years wearing many hats: marketing guru, asset manager, and overall fountain of wisdom and humor. She has an MSW degree and a real estate broker's license. Susan's specialties were affirmative marketing, tenant selection, and leadership training, and she was involved in the management and oversight of project development, construction, and the overall operation of projects. She was also responsible for tenant selection at all Settlement Housing Fund projects as well as many privately owned projects, including "80/20" buildings. She trained home interviewers and social service staff at numerous sites, and she directed the leadership training program for the Housing Authority's ATP (Authority Transfer Program). Susan also served as Board Chair for Project FIND for almost a decade, where her leadership and keen insights shepherded the organization through years of major transition and growth.



# BRYAN FRYER

Bryan Fryer brings with him over 18 years of experience in public accounting and financial advisory. Over the course of his career, he has overseen all aspects of the accounting function, including payroll, account receivables and collections, disbursements, taxes, revenue recognition, and reporting. His expertise also includes risk and reputation management, vendor management, data-driven management, KPI reporting, nonprofit attestation, internal controls, and budgeting and cash flow forecasting.







## RACHEL GROSSMAN

Rachel Grossman became Managing Director Head of Affordable Housing Secondary Markets of JPMorgan Chase & Co. in 2019. Previously, as a Managing Director at Wells Fargo Multifamily Capital, she managed affordable housing production for the Agency Lending Group (Fannie Mae/Freddie Mac). Before that, she was the Senior Vice President for Development at the New York City Housing Development Corporation, where she led the Development Department during HDC's largest period of growth from 1998-2007, issuing \$4.3 billion in multifamily bonds. Rachel has served as Co-Chair for Settlement Housing Fund's major annual fundraising event for several years and sits on the Board. She holds a bachelor's degree in Political Science and International Studies from Yale University and a Master of Public Policy in Housing and Urban Development from Harvard University's John F. Kennedy School of Government.

## CAROL LAMBERG

Carol Lamberg worked at Settlement Housing Fund since its inception in 1969 and served as its Executive Director from 1983 until early 2014. Under Carol's leadership, Settlement Housing produced more than 8,700 apartments in 55 developments, retaining ownership through partnerships or affiliates of 29 buildings including more than 1,300 apartments, with concentrations of housing in Brooklyn, the Bronx, and Lower Manhattan. Ms. Lamberg's first employers were Edward Banfield and James Q. Wilson, who hired her to work on their book, *Urban Politics*, which was published in the mid-1960s. She was vice president of the housing consulting group Roger Schafer Associates, and in that capacity worked for the Executive Council of the Episcopal Church, Knickerbocker Hospital (NY), and Settlement Housing Fund, among others. Ms. Lamberg also served as staff director of the New York Housing Conference and has drafted amendments to the Housing Act of 1937, the National Housing Act, and the New York State Private Housing Finance Law. She is a board member of the National Housing Conference and has lectured at Columbia University, Harvard University, and the New School for Social Research. She graduated from Radcliffe College and was a Loeb Fellow at Harvard in 1976-77.



# CHI NGUYỄN

Chi Nguyễn leads narrative change, storytelling, and communications at Einhorn Collaborative, a non-profit foundation working to address the crisis of connection in the U.S.

Previously, she was the Managing Director of Strategic Communications at The Bronx Defenders. During her tenure in New York City government, Chi served as a Senior Advisor at the NYC Racial Justice Commission working to dismantle structural racism within the NYC Charter and advance racial equity for New Yorkers. While at the NYC Mayor's Office, she worked on key Mayoral policies and programs, civic engagement to combat environmental racism, digital accessibility for people with disabilities, and language access for immigrant New Yorkers.

Chi is also a practicing and teaching artist in The Bronx who uses weaving and community-based art projects to talk about racial justice, immigrants' rights, reproductive justice, and economic justice.



# RUTH PEREZ

Ruth Perez is a Bronx-native and received her BS in Finance and International Business from SUNY Oswego. Ruth's background is in financial services specifically in the field of affordable housing. She served as a Senior Associate at Wells Fargo and most recently she was a Vice President at JP Morgan Chase.

In addition to her board service at New Settlement, she volunteers her time as a Committee Member, NY Alumni Chapter, and as an Ascend Coach for Management Leadership for Tomorrow. She is currently an MBA Candidate at the Wharton School of Business of the University of Pennsylvania.



# SHERYL SIMON

Sheryl Simon is the Senior Vice President and Senior Relationship Manager at Republic Bank. Simon has 18 years of banking experience working at various financial institutions and is well-known in the industry for outstanding customer relations. Simon spent the largest portion of her career to date at TD Bank from 2007-2018. Most recently, she served as Commercial Banking Relationship Manager at Lakeland Bank where she played a critical role in driving new business in New York for a dynamic commercial lending portfolio. Sheryl currently sits on the Settlement Housing Fund board.



# Committees

## **Development and Communications**

Staffed by Leigh Reid  
Jean Cleary (chair)  
Rachel Grossman  
Ruth Perez

## **Finance/Audit**

Staffed by Debbie Aviles  
Bryan Fryer (chair)  
Alexa Sewell  
Sheryl Simon

## **Governance**

Staffed by Leigh Reid/Rigaud Noel  
Charles Warren (chair)  
Fran Levenson  
Ruth Perez  
Alexa Sewell

## **Program**

Staffed by Allison Palmer  
Jason Acosta (chair)  
Susan Cole  
Carol Lamberg

## **Community Center (in formation)**

Ruth Perez  
Jason Acosta



# New Settlement Board Meeting Dates



Q1



**October 18th**  
**3:00 PM**  
**2022**

Q2



**January 26th**  
**3:00 PM**  
**2022**

Q3



**March 15th**  
**3:00 PM**  
**2023**

Q4



**June 14th**  
**3:00 PM**  
**2023**

# Thank You!

We appreciate your help.



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Website

[newsettlement.org](http://newsettlement.org)