

AGENDA Board of Trustees Meeting June 12, 2025

<u>9:00 – 2:00 PM</u> CEF Board of Trustees Meeting *Note: Lunch at 12:00 PM

1)	Welcome and Call to Order	- Calvin Emanuel		
	 a. Roll Call of Participants and Certification of a Quorum b. Review – Antitrust Guidelines c. Review and Approval of February 6, 2025, Meeting Minutes 		(VOTE)	
2)	 New Business a. Nominations Committee Report Introductions b. CEF BYLAWS / ACD Representative 	- Calvin Emanuel - Trustees & Staff - Dwayne Sattler	(VOTE) (VOTE)	
3)	 Program Report a. National Challenge - Open Discussion b. 2025-26 Challenge Recruitment c. Strategic Relationships – Nakira's World 	- Trustees & Staff - Nicole Domingues - Dwayne Sattler		
4)	Treasurer's Report and FY2026 Budget a. May 2025 Financials b. FY25 Projections & Draft FY26 Budget	- Tim Heidenry - Dwayne Sattler	(VOTE) (VOTE)	
5)	President & CEO Report a. CEF Brand b. Strategic Plan	- Calvin Emanuel & Dv	vayne Sattler	
6)	Fund Development a. Strategy & Capital Campaign b. Industry Advisory Council (IAC)	- Brandy Gates - Terry Hill		
7)	Closing a. Board of Trustee Meeting Calendar b. Adjournment	- Dwayne Sattler - Calvin Emanuel		

CHEMICAL EDUCATIONAL FOUNDATION® Board of Trustees Meeting Minutes February 6, 2025

I. Welcome and Call to Order

The meeting of the Chemical Educational Foundation[®] (CEF) Board of Trustees was called to order by Vice President Kristin Mays-Corbitt. She welcomed the Board and Dwayne Sattler confirmed the presence of a quorum. Kristin called attention to the antitrust guidelines and reminded those present to refrain from discussing company business at the meeting.

Those present were:

CEF Officers:	
Kristin Mays-Corbitt Vice President	President and CEO, Mays Chemical Company
Tim Heidenry Treasurer	Vice President – Key Accounts, Brenntag North America, Inc.
Dwayne Sattler Secretary	Chief Executive Officer, Chemical Educational Foundation
CEF Trustees:	
Rob Benedict	Vice President, Petrochemicals and Midstream, AFPM
Marla Kline	General Manager, Business Management US Gulf Coast & President, Shell Chemical LP
Craig A. Latiolais	Global Account & Value Chain Manager, Performance Olefins & Derivatives, ExxonMobil
Joyce Marshall Johnson	Product Director – Solvents, Univar Solutions
Raj Sengupta	CEO, Allied Reliability
Caroline Thomas	Business Development, Mission Chemical
CEF Staff:	
Dwayne Sattler	Chief Executive Officer
Brandy Gates	Chief Development Officer
Nicole Domingues	Senior Program Officer

C. Review and Approval of the Nov, Board of Trustees meeting minutes

Kristin called for review and approval of the November 11, 2024, Board of Trustees meeting minutes. She asked for questions or comments about the minutes and, seeing none, called for a motion to approve the minutes. A motion was made by Rob Benedict and seconded by Joyce Marshall Johnson to approve the minutes as written. The motion passed unanimously.

II. Nominations Committee Report

Dwayne reported that the Nominations Committee recommends Verghese Thomas of Olin for membership on the Chemical Educational Foundation's Board of Trustees. A motion to accept his nomination was made by Craig Latiolais and seconded by Joyce.

III. Treasurer's Report & Financials

January Dashboard

Tim Heidenry reviewed the Treasurer's Report, noting that the financial status remains consistent with the previous year. Brandy Gates reported that the organization received approximately \$56,500 in January 2025, which is double the amount received last year, though some funds arrived later than expected. Caroline Thomas inquired about the notably high funds in FY2021, which Dwayne explained were due to contributions from DOW during that period.

Dwayne reminded Trustees that the fiscal year runs from July 1 to June 30, with the first two quarters typically being slower. Overall, the organization is on track financially but remains cautious moving forward with Brandy stating that CEF's revenue goal is \$1.2 million for FY2025.

The Treasurer's Report was accepted following a motion by Marla Kline, seconded by Craig.

IV. Chief Executive Officer's Report

Dwayne informed the Trustees that the Executive Committee approved hiring Lisa Lanzkowsky, formerly of AIChE and now leading The Drink Agency, to support CEF's fundraising and strategy development. He discussed CEF's need to expand the donor base and the role AIChE's Corporate Council, established through Lisas's efforts, played in expanding their development efforts. In addition to The Drink Agency working with CEF on the overall fundraising strategy, CEF would look to establish an advisory board or council, like AIChE's Corporate Council, to broaden the donor base.

Raj Sengupta questioned whether it is or is not the job of the Trustees to provide advice on development versus establishing another board or council of corporate representatives. Dwayne emphasized that having more information and connections above-and-beyond the chemical / petro-chemical industries would be beneficial. Raj also asked about CEF's branding's impact when reaching out to potential new donors. Dwayne indicated that the Trustees would be updated on branding at the June meeting.

Dwayne also introduced the potential partnership with Nakira's World to expand CEF's digital program offerings. Founded by Forbes 30 Under 30 Social Entrepreneur, Winnie Karanja, Nakira's World engages diverse students by connecting STEM to everyday experiences, fostering early interest in STEM careers through videos on YouTube. Nicole Domingues outlined the Activity Guide resources available for collaboration.

A. Development Dashboard and Discussion

Brandy provided an update on the Development Dashboard, highlighting ongoing proposal efforts, with 120 submitted and only three declined. She noted that 17-20 proposals were sent out in January and asked trustees to help move along those pending over 90 days if they had connections. Tim sought clarification on whether "funded" meant funds received, and Rob inquired about the over-90-day proposals. Brandy reviewed reasons for decreased funding, emphasizing that charitable donations are often the first to be cut

in tough times, citing recent funding losses from traditional donors. She stressed the need for Trustee support to meet funding goals, particularly for July 2025 expenses, to avoid tapping into reserves.

Brandy also reviewed that CEF has reached 60% of our goal for the 35 for 35 initiatives to engage individual donors and highlighted the role of Trustee contributions. Trustees were encouraged to help secure sponsors, sell National Challenge tickets to new attendees, and promote a scaled-down auction, with a collective goal of raising \$100,000 by July 1, 2025.

Brandy presented a list of companies where board support is needed for outreach, and several Trustees agreed to make connections.

B. Program Update

Nicole provided updates on Discovery Education, noting a 68% increase in engagements compared to 2023. She shared that the French Canadian and Spanish activities are available on the platform now and users can toggle between the languages. The Challenge Program saw growth, with 32 in-person Regional Challenges— nine more than last year—and a 12% increase in school registrations. While total student registrations decreased due to improved data collection, early recruitment resulted in a higher return on investment.

Regional Challenge expenses were reviewed, totaling \$141,000, with an average cost of \$3,800 per event. The board discussed program capacity, with Dwayne noting that 25 in-person events would be the most sustainable. The possibility of larger in person events was considered but deemed limited due to venue and volunteer constraints. The board also explored leveraging Regional Challenge costs as a potential fundraising opportunity, with support for structuring sponsorships to attract local companies.

Nicole reminded Trustees that the National Challenge will take place at a new venue. She highlighted this year's theme, "Natural Hazards," and shared that the event will feature Aaron Baca, a magician, as the entertainment and Ron Morton, a storm chaser as the keynote speaker. Dwayne shared concerns about the 2026 event coinciding with the World Cup in Houston, presenting potential logistical challenges.

V. Strategic Plan 2025-2027

A. Strategic Objectives and Measures

Dwayne reviewed the Strategic Plan, reviewing the organization's mission, vision, and history rooted in chemistry. Two of the three strategic pillars—Communications & Outreach and Funding & Growth—were existing priorities, while efforts are underway to refine branding and storytelling with The Drink Agency. Metrics for success will focus on depth and effectiveness rather than just expansion, with retention and challenge size growth as key indicators. Social media analytics will be tailored to specific audiences, ensuring strategic alignment with engagement goals.

Discussions on stakeholder engagement led to proposed adjustments, including removing "increase" from measures related to stakeholder participation, satisfaction, and efficacy to focus on meaningful impact. The Trustees explored how branding correlates with funding potential and whether objectives should explicitly define CEF's program branding. Questions were raised about renaming efforts, with Dwayne outlining existing roadblocks, while Rob and Raj provided historical context on donor attachment to the current name. The discussion centered on balancing growth with sustainability.

A motion was proposed to approve the strategic objectives and measures with the amendments discussed, with final approval delegated to the Executive Committee. Trustees agreed to proceed with this provisional approval, with Joyce making the motion and Marla seconding it.

VI. Closing

A. Board of Trustee Meeting Calendar

- Dwayne Sattler

Kristin reviewed calendar updates

B. Adjournment

- Kristin Corbitt

Kristin asked for a motion to adjourn. Rob made the motion, and Raj seconded.

Meeting adjourned.

Respectfully submitted,

Dwayne Sattler Chief Executive Officer Secretary, Board of Trustees Chemical Educational Foundation®



Board of Trustees Meeting June 12, 2025

Nominations Committee Report

The Members of the Nominations Committee recommend the nominations of the candidates below for Membership and Officer positions on the Chemical Educational Foundation's Board of Trustees.

Trustee Nomination

- Ms. Amy Frakes of Corteva Agriscience has been nominated for a three-year term beginning on June 12, 2025.
- Ms. Misha Bhatt of Third Coast has been nominated for a three-year term beginning on June 12, 2025.

Committee Members

Calvin Emanuel	Kristin Mays-Corbitt	Tim Heidenry
Terry Hill	Dwayne Sattler	

BYLAWS OF THE CHEMICAL EDUCATIONAL FOUNDATION (Including Revisions From the, <u>Month ##, 2025</u> Board of Trustees Meeting)

ARTICLE I

Name

The name of the Corporation shall be the Chemical Educational Foundation, hereinafter referred to as the Corporation.

ARTICLE II

Corporate Purpose

The purpose for which this Corporation is organized and operated is exclusively charitable and educational, as defined in Section 501 (c) (3) of the Internal Revenue Code, as amended, and its regulations as they now exist, or as they may hereafter be amended. The purpose of this Corporation shall be charitable and educational, and in specific furtherance thereof:

- a) To establish and maintain public support for the science of chemistry.
- b) To provide mechanisms by which individuals, organizations, and interested parties may combine resources to foster a greater understanding of the science of chemistry.
- c) To foster appreciation of the chemical enterprise as a vital and responsible community participant.
- d) To disseminate educational programs and conduct activities for the betterment of the public at large as related to the science of chemistry.

- e) To receive gifts, bequests, and devises of property, and otherwise to acquire property, both real and personal, of any nature and in any location, to be used exclusively for the advancement of the purposes of the tax exempt Corporation.
- f) To do any and all things necessary, advisable, or related to carrying out the above purposes, consistent with all federal, state, and local laws.

ARTICLE III Offices

Section 1. <u>Principal Office</u>: The Corporation will have and continuously maintain a Principal Office in the District of Columbia or such State as the Board of Trustees may determine or as the affairs of the Corporation may require from time to time. The Principal Office of the Corporation may be relocated from time to time as determined above.

Section 2. <u>Registered Office</u>: The Corporation will have and continuously maintain a registered office in Washington, D.C., and a registered agent whose office is identical with the registered office. The registered office may be, but not need be, identical with the principal office.

ARTICLE IV

<u>Contributors</u>

Section 1. <u>Contributors</u>: The Corporation shall have a class of members known as Contributors. Contributors are not 'members' within the meaning of the District of Columbia nonprofit corporation law and have no right to vote for the election of Trustees or on any fundamental transaction involving the Corporation.

Section 2. <u>Qualifications for Contributors</u>: The category of Contributor membership in the Corporation is available to any person, organization or firm interested in, or associated with, fostering a greater understanding of the science of chemistry, the benefits of chemicals, and the importance of chemical safety awareness, that makes an annual financial gift to the Foundation.

Section 3. <u>List of Contributors</u>: An official list of Contributors will be posted on the Foundation Web site and updated from time to time.

ARTICLE V

Board of Trustees

Section 1. <u>Management</u>: The business and the affairs of the Corporation shall be directed, controlled, and managed by the Board of Trustees who shall be the governing body of the Corporation.

Section 2. <u>Duties of the Board of Trustees</u>: The Board of Trustees shall manage all of the affairs, the property and funds of the Corporation, and shall have the duty and authority to do and perform all acts consistent with these Bylaws, the Articles of Incorporation of the Corporation, and any amendments thereto, and the laws of the District of Columbia. The Board of Trustees shall have such other duties as may be prescribed by law.

Section 3. <u>Number and Term of Office</u>: The Board of Trustees shall consist of not less than eight (8) Trustees. One (1) Trustee shall be appointed by National Association of Chemical Distributors <u>d/b/a Alliance for Chemical Distribution</u> ("NACD") for a term of two (2) years. The Trustee appointed by NACD shall be a member of NACD's Board of Directors, <u>an ACD</u> <u>Committee Chair</u>, <u>an ACD Emerging Leader Alumni representative to the ACD Board of Directors, or other similar position within ACD as determined appropriate by the ACD Board of <u>Directors from time to time to represent ACD</u>, or a chair of a NACD standing committee and <u>The Trustee appointed by ACD</u> may be appointed to successive terms. The remaining Trustees shall be Trustees At Large Each Trustee At Large shall hold office for a nominal term of three (3) years. Terms for Trustees At Large may start at any time but shall end on December 31 of the last year of the term. Trustees At Large may be elected to successive terms.</u>

Section 4. <u>Nomination and Election of Trustees At Large</u>: Trustees At Large shall be nominated upon the recommendation of the Nominating Committee, and shall be elected by the majority vote of the Board of Trustees then in office. The election of Trustees At Large may be conducted by email ballot at any time or as an agenda item at any meeting of the Board of Trustees. A sitting Trustee At Large shall abstain from voting on his or her own re-election.

Section 5. <u>Removal of Trustees At Large</u>: A Trustee At Large may be removed from office, with or without cause, by the affirmative vote of a majority of the Board of Trustees then in office.

Section 6. <u>Vacancies Resulting from Death or Resignation</u>: A vacancy on the Board of Trustees caused by the death or resignation of a Trustee At Large shall result in the term for that Trustee At Large to come to an end.

Section 7. <u>Meetings</u>: The Annual Meeting of the Board of Trustees shall be held in conjunction with the National Association of Chemical Distributors Annual Meeting unless a meeting location change is requested by not less than one-third (1/3) of the Trustees and is passed by a majority vote of the entire Board of Trustees provided that such a meeting date does not conflict with the NACD Annual Meeting. Notice of time and place of the meeting shall be notified to each Trustee at least fifteen (15) days prior to the date set for the meeting. Regular meetings of the Board of Trustees shall be held typically two times a year, including at the NACD Annual Meeting, with a conference call held once a year. Notice of the time and place of the meeting shall be notified to each Trustee at least seven (7) days prior to the meeting. Special meetings of the Board of Trustees may be called by the President or may be called at the request of not less than one-third (1/3) of the Trustees. Notice of the time and place of the Board of Trustees unable to each Trustee at least seven (7) days prior to the meeting shall be notified to each the request of not less than one-third (1/3) of the Trustees. Notice of the time and place of the meeting shall be notified to each Trustees. Notice of the time and place of the meeting shall be notified to each the trustees. Notice of the time and place of the meeting shall be notified to each the trustees. Notice of the time and place of the meeting shall be notified to each the trustees. Notice of the time and place of the meeting shall be notified to each trustee at least seven (7) days prior to the meeting. Special meeting shall be notified to each trustee at least seven (7) days prior to the meeting. Any member of the Board of Trustees unable to attend a meeting shall advise the Secretary of their expected absence in a letter, phone call, or e-mail. Keeping in mind their fiduciary responsibilities, Trustees need to attend as many meetings of the Board as possible.

Section 8. <u>Quorum and Required Vote</u>: One-third of the total number of Trustees serving shall constitute a quorum. In case there is no quorum present, a lesser number may adjourn from time to time until a quorum is obtained. Except as a larger vote may be required by the laws of the District of Columbia, these Bylaws, or the Articles of Incorporation, the vote of a majority (provided there shall never be less than five (5) affirmative votes) of the Trustees present at any meeting at which there is a quorum, shall be the act of the Board.

Section 9. <u>Action by Unanimous Written Consent</u>: Any action required or permitted to be taken at any meeting of the Board of Trustees may be taken without a meeting if a written consent of such action is signed by all members of the Board of Trustees and such written consent is filed with the minutes of the proceedings of the Board of Trustees.

ARTICLE VI <u>Officers</u>

Section 1. <u>Election</u>: At the appropriate Annual Meeting of the Board of Trustees, the Board shall elect a President, a Vice President, and a Treasurer, and such other officers as it shall deem necessary and desirable. The President, Vice-President and Treasurer shall be selected from among the sitting Board of Trustees. The Secretary shall be the chief staff officer of CEF ex officio, but shall not be a Trustee. No two or more offices may be held by the same person. The President shall have served as a Trustee for at least two (2) years prior to election. No Trustee who is the paid chief staff officer of an allied trade association or foundation shall serve as President, Vice-President, or Treasurer. The officers shall serve for two (2) years or until their successors are elected and qualified.

Section 2. <u>Removal</u>: All officers of the Corporation may be removed from office, with or without cause, at any time by an affirmative vote of not less than a majority of the Board of Trustees then in office.

Section 3. <u>Vacancies</u>: A vacancy in any office shall be filled by the Board of Trustees and the appointee shall serve until his/her successor is duly appointed and qualified.

Section 4. <u>Duties of the President</u>: The President shall be the chief executive officer of the Corporation, shall, subject to the control of the Board of Trustees, be the primary interface with the Executive Director, shall have the general powers and duties of management usually vested in the office of President, and shall have other powers and duties as may be prescribed by the Board of Trustees and under these Bylaws. The President shall preside at meetings of the Board of Trustees. Acting under the direction of the Board of Trustees, and on its behalf, the President, with the assistance of the CEF Executive Director, shall perform all acts, execute and deliver all documents, make committee and committee chair appointments, and take all steps authorized by the Board in order to effectuate the actions and policies of the Board.

Section 5. <u>Duties of the Vice President</u>: There shall be a Vice President with duties as are determined from time to time by the Board of Trustees. In the absence or disability of the President, the Vice President shall perform all duties of the President and when so acting, shall have all of the powers and be subject to all of the restrictions of the President.

Section 6. <u>Duties of the Secretary</u>: The Secretary shall preserve for the record books the full and correct minutes of the proceedings of all meetings of the Trustees. He or she shall be custodian of the Articles of Incorporation, Bylaws, and Minute Books. It shall be the duty of the Secretary to sign and execute all corporate documents and instruments whereupon his or her signature may be lawfully required. He or she shall also serve all notices required by law, these Bylaws, or by resolution by the Board of Trustees, and shall be his or her duty to cause to be prepared and filed, with the appropriate bodies, official reports and documents required by law to be filed by non-profit corporations. He or she shall also perform such other duties as may be delegated by the Board of Trustees.

Section 7. <u>Duties of the Treasurer</u>: The Treasurer shall keep or cause to be kept, in books belonging to the Corporation, complete and accurate accounts of all receipts and disbursements, resources and liabilities, and shall deposit all moneys and funds and other valuable effects of the

Corporation, in the name of and to the credit of the Corporation, in such depository or depositories as may be designated by the Board of Trustees. He or she shall disburse funds of the Corporation in payment of its obligations, taking proper vouchers and receipts for such disbursements. The Treasurer shall render to the President and to the Trustees at the meetings of the Trustees, or whenever otherwise requested, correct statements and reports showing the financial condition of the Corporation. He or she may sign corporate documents and instruments as necessary. The Treasurer shall arrange for the performance of an annual audit and for the preparation of annual audited financial statements by a certified public accountant on behalf of the Corporation.

Section 8. <u>Appointment and Duties of the Executive Director</u>. The Board of Trustees may appoint an Executive Director who shall be the chief operating officer of the Corporation, and, subject to the control of the Board of Trustees, shall have the general duties and powers of management including the hiring and supervision of staff, establishing the budget, and implementing the programs authorized by the Board of Trustees. The Executive Director shall report to the Board of Trustees through the President and as otherwise directed by the Board of Trustees.

ARTICLE VII

Committees

Section 1. <u>Committees</u>: The Board of Trustees shall have the power, by resolution adopted by a majority of the Trustees in office, to designate and appoint one or more committees.

a) <u>Executive Committee</u>: There shall be a standing Executive Committee of the Foundation consisting of the President, the Vice-President, the Secretary, and the Treasurer. The Executive Committee, chaired by the President, shall provide counsel and guidance to the President in establishing agendas for Trustee meetings and in setting the broad parameters of Foundation initiatives.

b) <u>Committee on Nominations</u>: There shall be a standing Committee on Nominations to appoint Trustees At Large, consisting of the CEF Executive Committee, and at least one sitting Trustee At-Large appointed by the Board of Trustees. The Committee on Nominations shall be chaired by the President of the Foundation then in office. The Committee on Nominations shall prepare a list of one qualified nominee for each office and Trustee At Large to be elected due to term expiration. The list of nominees so selected and qualified will be provided to the full Board of Trustees ten (10) days in advance of the meeting at which the elections will be held.

Section 2. <u>Term of Office</u>: Each member of a committee shall continue as such or until his or her successor is appointed, unless the committee shall be sooner terminated, or unless such member be removed from such committee, or unless such member shall cease to qualify as a member thereof.

Section 3. <u>Chairman</u>: One member of each committee shall be appointed chairman by the President of the Board of Trustees who is authorized to appoint the members thereof.

Section 4. <u>Removal</u>: Any member of a Committee may be removed at any time, with or without cause, by the Board of Trustees.

Section 5. <u>Vacancies</u>: Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

Section 6. <u>Quorum and Required Vote</u>: Unless otherwise provided in the resolution of the Board of Trustees designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at the meeting at which a quorum is present shall be the act of the committee.

ARTICLE VIII

Contracts, Checks, Deposits and Funds

Section 1. <u>Contracts</u>: The Board of Trustees may authorize any officer or officers, Executive Director or agents of the Corporation, in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and behalf of the Corporation, and such authority may be general or confined to specific instances.

Section 2. <u>Checks, Drafts, etc.</u> All checks, drafts, or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation shall be signed by such officer or officers, agents or agents of the Corporation in such a manner as shall from time to time be determined by resolution of the Board of Trustees. In the absence of such determination by the Board of Trustees, such instruments shall be signed by the Treasurer and countersigned by the Executive Director or President of the Corporation.

Section 3. <u>Deposits</u>: All funds of the Corporation 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 Trustees may select.

Section 4. <u>Gifts</u>: The Board of Trustees may accept on behalf of the Corporation any contribution, gift, bequest or devise for the general purpose or for any special purpose of the Corporation.

ARTICLE IX

Fiscal Year

The fiscal year of the Corporation shall begin on the first day of July and end the last day of June of each year.

ARTICLE X Indemnity

The Corporation shall indemnify Trustees, officers, and employees who may have served at its request, against expenses actually and necessarily incurred by them in connection with the defense of any action, suit or proceeding in which they are made a party by reason of being or having been such a Trustee, officer, or employee except in relation to matters as to which they shall be adjudged in such action, suit or proceeding to be liable for misconduct in the performance of their duty. Such rights of indemnification and reimbursement shall not be deemed exclusive of any other rights to which such Trustee, officer or employee may be entitled under any Bylaw, agreement or otherwise.

ARTICLE XI

Notices

Section 1. <u>Method of Giving Notices</u>: Whenever notice is required to be given by these Bylaws, the same shall be given as specified by post mail, FAX, email, text message or any other method then in use that will give adequate notice to the Board of Trustees, to the last known postal, email or text address or contact information of the individual entitled to such notice.

Section 2. <u>Waiver of Notice</u>: Any meeting of the Board of Trustees may be deemed to have been validly and legally called if all the Trustees entitled to vote on the day of the meeting sign a written waiver of notice, either before or after the meeting. Attendance of a Trustee at any meeting shall constitute a waiver of notice of that meeting and no written waiver need be obtained from that Trustee except when the Trustee attends the meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. All such waivers, consents or approvals shall be filed with the corporate records.

ARTICLE XII

Amendment to the Bylaws

These Bylaws may be amended, altered, restated or otherwise revised by the affirmative vote by two-thirds (2/3) of the Trustees present at any meeting of the CEF Board of Trustees at which there is a quorum, provided that the amendment or proposal shall be first sent to each member of the CEF Board of Trustees at least ten (10) days prior to the meeting at which the amendment is proposed.

ARTICLE XIII

Corporate Seal

The Board of Trustees shall provide a suitable seal containing the name of the Corporation and the year in which it first incorporated. The seal shall be in the custody of the Executive Director.

ARTICLE XIV Adoption and Effective Date

These Bylaws were officially adopted by the Board of Trustees of this Corporation at a meeting held on June 19, 1990, amended on December 1, 1992, amended on September 22, 1995, amended on May 20, 1998, amended on May 12, 1999, amended on December 1, 2000, amended on October 10, 2001, amended on December 3, 2009, amended May 7, 2013, amended April 30, 2019, and amended November 7, 2022, and amended Month *##*, 2025 pursuant to the resolutions adopted by said Board of Trustees.

November 7, 2022Month ##, 2025



Board of Trustees Calendar 2025

CEF Board of Trustees Meeting

Thursday, February 6, 2025 9:00 AM – 3:00 PM CT NALCO Houston Office 8846 N. Sam Houston Pkwy W, #150, Houston, TX 77064

National Challenge Events

Tuesday – Wednesday, June 10-11, 2025 Hilton Houston Post Oak by the Galleria 2001 Post Oak Blvd., Houston, TX 77056

- Tuesday, June 10, 2025
 National Challenge Competition
 2:00 5:30 PM CT

Industry Appreciation Reception

○ 5:00 – 6:00 PM CT

National Challenge Dinner & Awards Ceremony

○ 6:00 – 9:00 PM CT

CEF Board of Trustees Meeting

Thursday, June 12, 2025 9:00 – 2:00 PM CT Hilton Houston Post Oak by the Galleria 2001 Post Oak Blvd., Houston, TX 77056

<u>CEF Board of Trustees Meeting & CEF Reception</u> (as part of ACD Annual Meeting) Monday, November 10, 2025

Florida



Board of Trustees Calendar 2026

CEF Board of Trustees Meeting

<mark>Wednesday, February 18, 2026</mark> 9:00 AM – 3:00 PM CT TBD – Houston, TX

National Challenge Events Tuesday – Wednesday, June 2-3, 2026 Hilton Houston Post Oak by the Galleria 2001 Post Oak Blvd., Houston, TX 77056

- Tuesday, June 2, 2026
 National Challenge Competition
 0 2:00 5:30 PM CT

Industry Appreciation Reception

○ 5:00 – 6:00 PM CT

National Challenge Dinner & Awards Ceremony

○ 6:00 – 9:00 PM CT

CEF Board of Trustees Meeting

Wednesday, June 3, 2026 Hilton Houston Post Oak by the Galleria 2001 Post Oak Blvd., Houston, TX 77056

<u>CEF Board of Trustees Meeting & CEF Reception</u> (as part of ACD Annual Meeting) Monday, November 9, 2026

Arizona



Board of Trustees Contact List As of May 2025

BOARD OFFICERS

PRESIDENT Calvin Emanuel, Ph.D. Vice President & General Manager Sustainable Growth Solutions NALCO WATER – AN ECOLAB COMPANY 1601 W. Diehl Road Naperville, IL 60540 Cell: 713-396-9883 calvin.emanuel@ecolab.com VICE PRESIDENT Ms. Kristin L. Mays-Corbitt President and CEO MAYS – A RAVAGO COMPANY 5611 E 71st Street Indianapolis, IN 46220 Phone: 317-341-2759 kristing@mayschem.com

TREASURER Mr. Tim Heidenry Vice President – Key Accounts BRENNTAG NORTH AMERICA, INC. 673 Wyndham Crossings Circle St. Louis, MO 63131 Phone: 314-303-4453 Tim.Heidenry@brenntag.com

SECRETARY & CHIEF EXECUTIVE OFFICER Mr. Dwayne Sattler CHEMICAL EDUCATIONAL FOUNDATION 4201 Wilson Blvd. Suite 515 Arlington, VA 22203 Phone: 571-482-3052 dsattler@chemed.org

BOARD TRUSTEES

Mr. Robert Benedict Vice President, Petrochemicals and Midstream AMERICAN FUEL & PETROCHEMICALS MANUFACTURERS (AFPM) 1800 M Street, NW, Suite 900 North Washington, DC 20036 Phone: 202-457-0480 Cell: 443-614-0329 rbenedict@afpm.org

Mr. Terry Hill Supervisory Board Member BARENTZ NORTH AMERICA, LLC 1390 Jaycox Road Avon, OH 44011 Phone: 425-922-6501 thill@barentz.us

Ms. Jen Jewson Chief Procurement Officer LYONDELLBASELL LyondellBasell Tower 1221 McKinney Street Houston, TX 77010 Phone: 713-309-3923 Cell: 832-206-4105 Jennifer.jewson@LYB.com

Ms. Joyce Marshall Johnson Sr. Product Director - Solvents UNIVAR SOLUTIONS 3 Waterway Square Place #1000 The Woodlands, TX 77380 Phone: 713-859-8849 joyce.marshalljohnson@univarsolutions.com

Ms. Marla Kline General Manager, US Gulf Coast Business Management SHELL CHEMICALS 150 N. Dairy Ashford Houston, TX 77079 Phone: 832-337-7050 Marla.Kline@shell.com Mr. Raj Sengupta CEO and President ALLIED RELIABILITY 10344 Sam Houston Park Dr #110 Houston, TX 77064 Phone: 713-419-0379 rsengupta@alliedreliability.com

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CHEMICAL EDUCATIONAL FOUNDATION'S TRUSTEE TERMS (As of June 2025)

Board Members/Officers	Trustee Term Ends	# Trustee Term Being Served	Officer Elect	tion	Officer Term Ends	Notes	
President – Calvin Emanuel	12/31/2025	3	Elected Presic on 1/1/202		12/31/2026		
Vice President – Kristin Mays- Corbitt	12/31/2025	1	Elected Vice Pre on 1/1/202		12/31/2026		
Treasurer – Tim Heidenry	12/31/2025	1	Elected Treas on 1/1/202		12/31/2026		
Secretary – Dwayne Sattler	NA	NA	CEF Chief Executive	Officer	NA	Ex-Officio	
Trustees	Current Terr	m Election	Current Term End	# Ter	m Being Served	Notes	
Rob Benedict	1/1/20	024	12/31/2026		2		
Calvin Emanuel	1/1/20	023	12/31/2025		3		
Tim Heidenry	6/14/2	.023	12/31/2025		1		
Terry Hill	1/1/20	023	12/31/2025		5		
Jen Jewson	1/1/20	025	12/31/2027		2		
Joyce Marshall Johnson	2/8/20	024	12/31/2026		1		
Marla Kline	1/1/20	024	12/31/2026		1		
Kristin Mays-Corbitt	2/7/20	023	12/31/2025		1		

Raj Sengupta	1/1/2024	12/31/2026	2	
Caroline Thomas	1/1/2025	12/31/2027	1	
Catherine Wieckowska	1/1/2025	12/31/2027	2	
April Yeager	2/8/2024	12/31/2026	1	

Strategic Focus 2025-2027							
Mission and Vision Vision Elements		Objectives	Measures				
MISSION Creating exciting futures in STEM by igniting a passion for science in K-8 students. Building the future of STEM by igniting a passion for science in K-8 students.	COMMUNICATION & OUTREACH: A CLEAR BRAND	 Further define branding for CEF programs. Implement a Marketing & Communications Plan. Collect impactful data to tell the story of CEF and support FD efforts 	 Elevating brand; Engagement with students, teachers, and industry Awareness and reach Use tools to gather feedback and testimonials 				
VISIONTo be a national STEM leader by inspiring ALL students to build a better world through science and innovation.We inspire ALL students to be STEM innovators, building a better world through the science of chemistry.	SUSTAINABLE FUNDING & GROWTH	 Implement a long-term Fund Development Plan to diversify and expand the donor base Develop a plan for prioritizing and managing growth opportunities (programs, infrastructure, geography, etc.) Define and communicate a clear value proposition for CEF 	 Sustain and grow revenue Diversity of funding Increased donor communications/ Strengthened donor relationships. 				

INNOVATIVE STEM PROGRAMMING FOR K-8 LEARNERS



- 1. Define priorities for program impact and service delivery in alignment with resources
- 2. Create and strengthen strategic partnerships to expand delivery
- 3. Develop new and updated program resources for all volunteers, educators, and participants
- Stakeholder participation and program impact
- 2. Increased stakeholder satisfaction
- 3. Increased efficacy