

**ALLIANCE FRANÇAISE DE MINNEAPOLIS-ST. PAUL
NOTICE OF ANNUAL MEETING OF MEMBERS
AND OFFICIAL BALLOT**

Meeting Date/Time: Tuesday, June 16, 2020, at 6:00 p.m. Central Daylight Time

Place: Virtual meeting online at <http://bit.ly/AFMSP2020meeting>

- Items of Business:**
1. To elect the following five persons as “**Class II Directors**,” each to serve for a term of three years expiring at the 2023 Annual Meeting of Members: Philip Barnes, Michelle Champlin Bergner (2nd term), L. Pearce McCarty, III, Caroline Sell and Chichi Steiner (2nd term).
 2. To approve and adopt the amended and restated bylaws of the Alliance Française de Minneapolis-St. Paul.

ITEM 1 – ELECTION OF DIRECTORS

BIOGRAPHIES OF NOMINEES FOR CLASS II DIRECTOR

Philip Barnes grew up in Saint-Denis and after completing his Bac S spécialité Math at the Lycée International Honoré de Balzac in Paris, France, he came to the United States to continue his education. Shortly after moving to Minneapolis for graduate studies in 2001, he became a member and active volunteer at the Alliance Française, first for Bastille Day, then as volunteer coordinator and finally as a board member. Philip has an MBA from University of St Thomas and works for US Bank as a wealth management business architect. Philip and his wife have founded a nonprofit organization, Chloe's Fight Rare Disease Foundation, to fund rare disease research at the University of Minnesota. The foundation continues to raise awareness for children with rare diseases, most recently passing the "Chloe Barnes Rare Disease Advisory Council" through the Minnesota legislature in the spring of 2019. In his free time, Philip enjoys trying new recipes (French and otherwise), making sourdough bread, skiing, biking, and traveling with his wife and two children. His two children ages 13 and 5 are both dual citizens of France and the United States. They keep their French language alive by speaking French with their dad, watching French movies, taking kids' classes at the Alliance Française, and traveling frequently to Provence in the South of France to see their grandparents.

Michelle Champlin Bergner fell in love with all things French in high school, when she was inspired by her French teacher to embrace “*la Musique Française*” and to immerse herself in the rich cultures and traditions of francophone countries. She has traveled extensively in France and spent her summer before college living with a host family in Nantes. She channeled her passion for cultural connections and international travel into a career at Northwest Airlines and KLM Royal Dutch airlines, where she directed the marketing and advertising programs for travel to Europe, India, Africa and the Middle East. She currently serves as the Director of the Institute for Research in Marketing at the Carlson School of Management, University of Minnesota, bringing together the Carlson School's marketing faculty with top marketers and market research professionals from Fortune 500 global brands to drive the science and practice of marketing forward. In addition, she is an adjunct professor in the Marketing department at the Carlson School, teaching the department's experiential capstone course in Global Marketing Strategy. She holds an MBA in Marketing, as well as B.S. degrees in Electrical Engineering and Mathematics from the University of Minnesota.

L. Pearce McCarty, III developed his passion for all things French during his year as a Rotary exchange student au lycée à Argenton-sur-Creuse, France, and has endeavored to pass that passion along to his wife and three children through travel, the study of language and culture and of course – food (and wine for the adults)! Professionally, after completing his surgical training at Harvard and subsequently Rush University in Chicago in 2005, he has worked in the Twin Cities as an orthopedic shoulder and elbow surgeon, currently part of Allina Health. He served as team physician for the Minnesota Twins from 2005 – 2018, at which point he stepped down to invest his time in other pursuits. From a leadership perspective, he served as CEO of his group from 2012 through 2015, and has served as Chair of the Department of Orthopaedic Surgery at Abbott Northwestern Hospital since 2016, where he has also been active with the Abbott Northwestern Hospital Foundation and continues to be active in clinical research. Having enjoyed roles on multiple medical advisory boards, he looks forward to serving in a similar role with l'Alliance Française. He enjoys cooking, traveling and in particular cycling and running, being a three-time Boston Marathon qualifier and a qualifier for the half Ironman World Championship.

Caroline Sell has been studying French since high school, leading her to spend nearly three years living in France for study and work in Paris and Lyon. To continue to cultivate her love of French language and culture, she started volunteering with the Alliance Française while living in Washington, DC, and has been volunteering regularly with the AFMSP since moving to the Twin Cities three years ago. Caroline is fluent in French and has worked as a health clinic

interpreter for patients from the Democratic Republic of Congo and as an English Teaching Assistant for French middle and high schoolers. Currently, Caroline is finishing her law degree from the University of Minnesota Law School after earning her Masters of Public Health from the University of Minnesota School of Public Health this year. She hopes to pursue a career in global health law and policy with a focus on infectious diseases, using her French language skills as much as possible. Caroline lives in downtown Minneapolis with her partner and his two children and enjoys the performing arts and exploring the Twin Cities.

Chichi Steiner has been a longtime friend and supporter of the Alliance Française. She has served multiple terms on the Board, has enjoyed being involved with the annual Gala, and is dedicated to the continuing growth and success of the organization. Studying French throughout school and college, Chichi took her junior year in France and upon graduating in French Literature worked in New York at Condé Nast. She had the great good fortune to live in Brussels for four years with her late husband, an experience that solidified her interest and love for all things French. Upon returning to Minneapolis, Chichi became a Trustee of the Minnesota Arboretum and involved as a volunteer at the Minneapolis Institute of Art. Besides taking French lessons at the Alliance Française for many years, Chichi enjoys traveling to France for immersion courses. Her life is very happily filled with husband, Tom Rassieur, Curator at Mia, three children, six grandchildren, gardening, golf, bridge and traveling.

ITEM 2 – APPROVAL AND ADOPTION OF AMENDED AND RESTATED BYLAWS

To review a copy of the proposed amended and restated bylaws, you may either:

1. View a copy online at www.afmsp.org/blog/amended-and-restated-bylaws-2020
2. Review a paper copy at the Alliance Française offices – ask the receptionist.

The Board of Directors has recommended that the Members approve and adopt an update to the bylaws of the Alliance Française. These new bylaws would, if adopted, amend and restate (and thereby replace) the current bylaws.

The proposed bylaws are available for Members to review as noted above. The proposed bylaws would modernize the bylaws, updating the current bylaws to remove items that are out of date or no longer accurate (such as references to committees that no longer exist) and give greater flexibility to the Board of Directors and the members.

In particular, the proposed bylaws would (i) lower the quorum requirement from 10% of the Alliance's membership (a threshold which is higher than required by law and can pose issues given that many of the members participate in the Alliance to take classes but do not attend or vote at meetings of the members, including the Annual Meeting) and (ii) grant greater flexibility to amend the bylaws in the future, permitting the Board of Directors and members the ability to keep the bylaws updated and the Alliance's governance flexible and responsive to the evolving nature of the Alliance.

VOTING PROCEDURES AND DEADLINE

Please either **vote online** or **return this Ballot either in person or by mail**, to the Alliance Française, 227 Colfax Ave. N., Minneapolis, MN 55405 or fax your ballot to (612) 332-0438¹. Please note that if you vote online, you do not need to return this Ballot – duplicate votes (whether in person, online or using this paper Ballot) will only be counted once.

Each member over 18 is entitled to vote, including all adults who are part of families with family memberships. **Your vote is important! It will enable the Alliance to meet its Annual Meeting quorum requirements, particularly with this year's meeting being held virtually.**

TO BE COUNTED, ALL PAPER BALLOTS MUST BE RECEIVED BY JUNE 16, 2019 AT 5 P.M. CDT. Online voting will close at 11:59 p.m. CDT on June 15. Please contact the Alliance Française office at (612) 332-0436 with any questions. **Merci!**

PLEASE VOTE. Your vote is important! The Board of Directors and staff of the Alliance value your opinion on the proposed Board slate and on the proposed amendment and restatement to the bylaws.

¹ Alliance team: Please confirm highlighted items are correct.

OFFICIAL MEMBERS' BALLOT

Members may vote for the two matters proposed below either online, in person or by signing and returning this Official Ballot to the Alliance Française before the Annual Meeting. Ten percent (10%) of the total voting membership present either online, in person or by ballot at the Annual Meeting constitutes a quorum for the purposes of electing directors and approving and adopting the amended and restated bylaws at the Annual Meeting. Please check the boxes for your votes then sign and date at the bottom of this ballot.

Item 1. Election of Directors

The nominees for "Class II Directors" for terms expiring at the 2023 Annual Meeting are as follows:

Philip Barnes Michelle Champlin Bergner L. Pearce McCarty, III
Caroline Sell Chichi Steiner

Please note that currently serving "Class I Directors" (terms expiring in 2022) – Tanya Gajewska, Chris Holden, Allison Lindberg, Lamiaa Mouhine, Scott Stangeland, Pamela Pappas Stanoch, Bryn Vaaler and Jonathan Vessey – and "Class III Directors" (terms expiring in 2021) – Simin Hickman, Jeremy Iggers, Jeff Lundgren, Michael Musa and Jacqueline Regis – will continue to serve as directors of the Alliance Française and are not being presented for election at this meeting.

Members may vote for, against, or abstain from voting for a nominee, or may vote for a "write-in candidate" of the Member's choice by inserting his or her name where shown in the Ballot. **No member may vote for fewer than or for more than five directors.**

ACTION: To elect each nominee named below as a Class II Director for a term expiring at the 2023 Annual Meeting of Members

The Board of Directors recommends that you vote **FOR** the following nominees for Class II Director:

	For	Against	Abstain	Write-In Candidate
Philip Barnes	_____	_____	_____	_____
Michelle Champlin Bergner	_____	_____	_____	_____
L. Pearce McCarty, III	_____	_____	_____	_____
Caroline Sell	_____	_____	_____	_____
Chichi Steiner	_____	_____	_____	_____

Item 2. Approval and Adoption of Amended and Restated Bylaws

Members may view the proposed amended and restated bylaws at the following link: www.afmsp.org/blog/amended-and-restated-bylaws-2020. A paper copy may also be reviewed at the Alliance Française's offices during normal working hours by asking the receptionist. Please see the attached notice document for further information and a summary of the proposed changes to the bylaws.

Members may vote for, against, or abstain from voting on this matter.

ACTION: To approve and adopt the amended and restated bylaws of the Alliance Française.

The Board of Directors recommends that you vote **FOR** the approval and adoption of the amended and restated bylaws:

	For	Against	Abstain
Approval and adoption of amended and restated bylaws	_____	_____	_____

In order to verify eligibility, please enter either your name or your AFMSP member number.

Name: _____ OR Member #: _____

Date: _____