



2017 BOARD OF DIRECTORS ADVANCE SESSION

Thursday, May 25th 9:00 AM to 3:00 PM

Minutes

St. John 23rd Pastoral Center – Charleston, WV

Attendees: Susie Nelson, Tres Ross, Adam Sanders, David Ziegler, Michelle Foster, Bob Boone, Bob Orndorff, Sue Sergi, via teleconference Tom Tinder and Patricia Watson

Not in Attendance: Diane Hinkle, Michael Whalton, Susan Landis

Staff: Paul Daugherty, President & CEO, Grace McDaniel, Director of Programs & Services, and Hilaria Swisher, Office Assistant

Thursday, May 25th: ADVANCE SESSION (on-site):

- GOALS:**
- (a) Prepare Parameters for Strategic Framework Roll Out
 - (b) Enhancing Board Engagement & Revenue Generation
 - (c) Review & Focus on New Initiatives

8:15 AM: Breakfast

9:00 AM: Board Advance Session Begins:

A. New Strategic Plan Framework's Implementation & Focus on Organization Impact

Strategic Plan Review and Take Aways:

- Clear lines and channels of communication are important = effective board and staff
- Internally align Membership and Program Team
- Revisit and determine structure/responsibility for “smart growth” of Board and Staff (staff development) strategy (Exc. Vs. new committee)
- Committee chairs/champions identify priorities, develop agendas to address action steps, monitor, and celebrate
- Add core programs into Strategic Plan
- Roll out/launch/communicate plan to members 6/1
- Create a timeline (spreadsheet) of action steps to map and track progress
- Review plan progress quarterly at Board meetings
- Build in food, inspiration and fun tours 4x a year and at the conference
- Create spaces and opportunities for “deep dives” and networking/sharing conversations at the annual conference (2018)

Advancing our Business Model – Summary of Decisions/Take aways

- Membership recruitment package (includes sponsorship package) available for board action – packet will also be sent electronically
- Make 3 to 4 contacts – Paul and Becky C. will follow up with members
- 100% personal and/or organizational gift that is important to you as a board member. Currently 7 out of 13, goal is 13 of 13.
- Include expectation in board roles and bylaws.

B. Enhancing Operations: Guest Speaker: Rebecca McPhail, WV Manufacturers Association (10:45 AM)

Providing a Professional Association comparison for Philanthropy WV

Ms. McPhail's presentation discussed the WV Manufacturers Associations membership breakdown (the types of members), the percentage of their overall budget that is made up of membership dues, how they were able to save money by increasing efficiency in the back office by updating technology and how they give value to their different membership types. Ms. McPhail then took questions from the board members.

C. Reflections, Take Aways, & Next Steps

- Non-member/group gatherings – potential new members – major incentive to be there!
- Merging back offices
- Spring regional meetings, local partners host the SRMs

- More associate members = more sponsorships
- Knowing why our non-members are not our members and how can be bring them to the member side
- Who are the champions – strategic plan, boards role (financially)
- Getting non-members in the door! Maybe do a “special” non-member rate
- Communication
New Thought-
- WVMA Associate Structure – frame it differently to build it up (www.wvma.com/join)
- Small foundation gatherings (associate members pay)
- More social
- Visual Arts, more social
- Tours more interactive

D. Lunch Break with Operational Updates by Staff:

- a. Hilaria Swisher, Office Assistant update on Online Payments, A/R Collections, & Office Management
- b. Grace McDaniel, Director of Programs & Services on Program Development, Google Analytics, & Online Systems
- c. Paul D. Daugherty on Program Partnerships & Membership Development

1:30 PM – Thursday, May 25th: Brief Business Meeting

Called to Order by Chair Susie Nelson at 1:30 PM.

CONSENT AGENDA: Chair Nelson

The following items were provided in advance.

- **Approval of February 2017 BOD Minutes:**
- **President’s Report:** *For Your Information!*

BOARD ACTION on Approval of Consent Agenda – Mr. Tres Ross moved to approve, Mr. Bob Orndorff seconded the motion. Passed unanimously.

Unfinished Business:

- **2016 Fiscal Year Annual Audit & Form 990**
Ms. Kiley Wagner with Arnett Carbis & Toothman attended in person. Mr. Justin Buchman and Mr. Ed Mulberin with eCratchit joined via teleconference.
Ms. Kiley Wagner with Arnett Carbis & Toothman reviewed the 2016 Fiscal Year Annual Audit and Form 990. Ms. Wagner began with reviewing the independent auditors report found on page 1 and the discussion of their opinion found on page 2 of the overall report. Page 3 showed the balance sheet and a discussion of the restricted monies from the Benedum grant was had. Ms. Wagner then reviewed the rest of the audit and the accompanying graphs. The notes at the end of the report were reviewed and an explanation of the notes was given. Mr. Tom Tinder questioned the report and the split between Philanthropy WV and the WVNPA. Ms. Wagner stated that they were only requested to complete one report covering both organizations. Ms. Nelson asked that if the changes to be made to the draft report be sent out to the board electronically for their approval. Mr. Tinder stated that he would like to go into an executive session once the reports were completed.
- **Approval of YTD 04/30/17 Financials Report:**
Mr. Justin Buchman reviewed the one page summary with notes provided for the End of April Financial Report. There were no questions. **Mr. Bob Boone moved to approve the report. Ms. Sue Sergi seconded the motion. Passed unanimously.**
- **Executive Session - Mr. Tinder moved to go into Executive Session at 2:05 PM. Mr. Boone seconded. Passed Unanimously.**
- Exited Executive Session at 2:40 PM. Ms. Sergi motioned to table the discussion of the 990 until the draft was updated. Mr. Boone seconded. Passed unanimously. Chair Nelson made a motion to approve the 990 Form via email, all agreed.
- Ms. Patricia Watson moved to move some items and discussions to the F&A committee (Accounts payable, expense reimbursement, policy for more timely re-imbursements, the possibility of a credit card for Paul to use). Mr. Orndorff seconded the motion. Passed unanimously.

New Business:

- **Approval of New Memberships**
Ms. Sergi reviewed the new member applications received and reviewed by the M&P Committee.
 - United Methodist Foundation of West Virginia (Private) – Mr. Tinder moved to approve, Ms. Watson seconded. Passed unanimously.
 - AT&T (Corporate) – Mr. Tinder moved to approve, Mr. Orndorff seconded. Passed unanimously.

- **Board Roles & Responsibilities Update**

The board roles and responsibilities update was discussed. Mr. Tinder made a motion to approve the update, Mr. Ross seconded the motion. Passed unanimously.

- **Approval of PEO/Employee Leasing Firm & Updating of Insurance Coverage**

Paul requested to allow the executive committee to approve the potential PEO move. Mr. Orndorff made a motion to approve the request. Mr. Adam Sanders seconded the motion. Passed unanimously.

- **Adoption of “MEANINGFUL ACTION: Learning, Leveraging, & Leading” Strategic Framework**

Paul will send out an updated strategic plan to those on the phone. Ms. Sergi made a motion to adopt the plan effective June 1, 2017. Mr. Ross seconded the motion. Passed unanimously.

- **Appointment of Nominations Committee**

Chair Nelson asked if there were any board members coming up on term expiration. Mr. Ross and Mr. Boone are both up for renewal. There is a need to ask current members if they are up for another term and to consider two members for the open spots.

Chair Nelson asked if there are any volunteers for the committee. Mr. David Ziegler mentioned that the committee should be set up to minimize turnover from year to year due to the importance of the committee. Mr. Ziegler stated he would be willing to volunteer. Mr. Orndorff volunteered himself and Mr. Tinder for the committee. The board will also ask Mr. Michael Whalton and Ms. Diane Hinkle to serve.

- **State of Philanthropy WV – Paul briefly reviewed the report.**

- **Meeting Adjournment**

Mr. Ross moved to adjourn the meeting at 2:55 PM, Ms. Sergi seconded the motion. Passed unanimously.

NEXT MEETING:

3rd Quarter MTG: Thursday, August 24, 2017 – LOCATION CHANGED - 10 AM to 2 PM

The meeting will be held at the offices of Community Foundation for the Ohio Valley offices located at 1310 Market Street, Ste. 1, Wheeling, WV 26003

4th Quarter MTG: Thursday, November 30th from 10 AM to 2 PM at Philanthropy WV Offices in Morgantown