



1ST QUARTERLY BOARD OF DIRECTORS & ANNUAL PLANNING MEETING
THURSDAY, FEBRUARY 22, 2018 ~ 11:00 AM TO 4:00 PM

Steptoe & Johnson Offices, 2nd Floor – 400 White Oaks Blvd., Bridgeport, WV

TO DO:

- 2017 FY Financial Report, verify RCDI Forecast is for one or two years
- Hilaria to make phone calls to those members not yet renewed
- Make \$1500 contribution to Susan Landis Memorial Fund in 2018
- Mail membership packets to those not in attendance (completed on 02/27)
- Find and email Mother Jones Article to BOD Members (Completed on 03/05)
- Staff to look into additional sustainability methods.

MINUTES

Board Members in Attendance: Susie Nelson, David Zeigler, Tom Tinder, Tres Ross, Marian Clowes, and Sue Sergi, via teleconference: Bob Boone, Dena Cushman, Michael Whalton, and Adam Sanders

Excused: Bob Orndorff, Patricia Watson, Mike Lewis, and Dr. Michelle Foster

Staff in Attendance: Paul Daugherty and Hilaria Swisher

Call to order:

Chair Susie Nelson called the meeting to order at 11:02 am with quorum.

CONSENT AGENDA: Chair Nelson

- **Approval of November 2017 BOD Minutes:** *(see Attachment A)*
- **Grants Tracking Report** *(see Attachment B)*

BOARD ACTION on Approval of Consent Agenda – Ms. Sue Sergi moved to approve the consent agenda. Ms. Marian Clowes seconded the motion. Passed unanimously.

Financial Report:

- **2017 Year End Financial Report (12/31/2017)** *(see Attachment C)*

Mr. Robert Boone reviewed Attachment C, noting that the reports are DRAFT only at this time. Mr. Boone discussed how the Benedum Grant is shown on 2017 report and then moved on to review the balance sheet. Ms. Clowes asked about the deficit shown on the balance sheet and Paul explained the WVNPA had to pull from reserves in 2017 and that the 4th quarter USDA grant funds have not yet been received, making the loss appear larger than it is. Paul then went on to review the rest of Attachment C, pointing out that Philanthropy WV had an overall profit of \$59,000, although \$10,000 is being moved to cover the 2017 Special Initiatives Budget and \$39,000 is left over restricted grant funds to be used prior to June 30, 2018, leaving an overall profit approximately \$10,000. Ms. Clowes noted that the RCDI communities had not met their forecast for the year and Paul mentioned that he wanted to verify that the forecast shown was for one year only.
- **2018 Year to Date Financial Report** *(see Attachment D)*

Mr. Boone and Paul gave a review of Attachment D. Chair Nelson asked about consulting opportunities, Paul stated that he has not had time to look for opportunities but that he will be soon. Mr. Tom Tinder asked about the Philanthropy WV reserves and how long it could survive on reserves alone. A discussion was had and all were in agreement that the reserves would last six to seven months.
- *Mr. Tinder moved to the financial reports as given. Mr. David Ziegler seconded the motion. Passed unanimously.*

Unfinished Business:

- **2018 Membership Renewals** *(see Attachment E)*
Paul reviewed Attachment E. As of the date of the meeting approximately 60% of the current members had renewed. The deadline for renewal is 02/28/2018. Hilaria will make personal phone calls the week of the deadline to those who have not yet renewed. If there is no response/renewal after the call she will request help from the BOD and committee members.
- **Susan Stevenson Landis Memorial Endowment**
Paul gave an update on the fund, stating with contributions and commitments to donate the fund is around \$500. He went on to state that the Executive Committee discussed making a \$1500 contribution to the fund this year. *Mr. Ziegler moved to approve the contribution. Ms. Sue Sergi seconded the motion. Passed unanimously.*
- **WVNPA Separation Plan**
Paul gave an update on the separation. The WVNPA received their tax exempt letter on 01/29/2018 and have just this week received their WV Business license. The separation goal is set as April 1, 2018. Philanthropy WV will be re-bidding their insurance, as the rates will drop once the WVNPA is no longer covered under the same policy. Mr. Tres Ross gave a review from the WVNPA standpoint. Mr. Tinder mentioned the impact Benedum has been on the creation and now spin off of the WVNPA, as well as their overall support of Philanthropy WV. Ms. Sergi mentioned the need to update Benedum on the separation and to be sure to show our gratitude for their support. A discussion followed on how to properly recognize Benedum
- **New Member Category**
Staff passed out updated membership packets containing information and applications for the Professional Advisors Member Category to those in the room; she will mail packets to those not able to attend in person. Paul stated that Philanthropy WV will offer at least two opportunities for MCLE and CPE credits before June 30th attract Professional Advisors.

New Business:

- **Selection of 2017 FY Audit Firm** *(see Attachment G)*
The Audit Committee met and reviewed the submitted proposals. The committee has recommended the selection of Arnett, Carbis & Toothman for the 2017 FY with renewal up to two additional years. There is will be a 10% increase in cost during the second year. The audit will begin after April 15th. *The Audit committee presented their recommendation to accept the Arnett, Carbis & Toothman proposal. Mr. Tinder seconded the motion. Passed unanimously.*

President's Report:

- **2017 Program & Progress Report** *(see Attachment H)*
Paul reviewed Attachment H and stated that Ms. Swisher will be keeping this form up-to-date for 2018 and will share during the quarterly BOD meetings. The Philanthropy WV goal is to increase attendance by at least 10%. The report was well received.
- **USDA RCDI Program Report** *(see Attachment I)*
Paul mentioned that the fourth quarter is quieter than others, but great strides have already been made in the first quarter of 2018. The report by Tasha Anderson was shared.
- **Opportunities and Challenges**
Paul discussed the challenge of filling the vacant part-time Operations and Communication Assistant position and shared that Manpower has been contracted to help fill the vacancy. The areas of specialized program focus for this year include Economic Development, the Opioid Crisis and Capacity Building. All are identified areas of interest from our members' surveys. Mr. Ziegler asked if the position of Policy Fellow was still open because he has a recommendation. Paul welcomed his suggestion. Mr. Ziegler also mentioned an article be read concerning online fundraisers, suggesting that everyone read it. Staff will find the link and send it out to the board.

Chair Nelson reviewed the dates and locations for remainder of the 2018 BOD Meetings and adjourned the meeting at 11:45 PM. Mr. Ross motioned to approve the adjournment. Ms. Clowes seconded the motion. Passed unanimously.

Planning Session:

- **Prior to the start of the planning session, Mr. Tinder requested to go into executive session.** *Executive session started at 12:20 PM and ended at 12:40 PM with no actions taken. Personnel and finances were discussed with respect to the upcoming planning session.*

- **Overview of Board of Directors Self-Evaluation**

Paul reviewed the responses to the BOD self-evaluation survey with discussion that followed looking at the “dissatisfied” and “very dissatisfied” responses. A discussion on the difficulty to keeping people engaged on a conference call was had, with a solution of utilizing video conferencing technology as it helps to keep all involved when they are able to see the other participants. Mr. Tinder stated that more responsibility needs to fall on the person chairing the call and that they need to be more proactive by asking for responses from each participant, not waiting for them to offer a response. A discussion was also had that merging the Membership and Program committees was not in the best interest for either groups. It created too much work for those involved in the combined committee. Paul mentioned that the committee is being reworked. *Chair Nelson made an offer to the board member(s) that answered with very dissatisfied to call her directly for a private discussion.* The length of board meetings was discussed. The BOD agreed to have two meetings lasting 2 hours and two meetings that will be longer. The longer meetings will fall during the planning session and the final meeting of the year. Additional discussion followed concerning financial stability and trusting the BOD members with financial experience as well as the annual audits to provide confidence in reading the financial reports. Hilaria reviewed the planned programs for 2018. Mr. Tinder started a discussion on the ten planned general events. The BOD and staff all agreed that each program is important to different members within the organization.
- **Progress of Strategic Plan Review & 2018 Goals**

Paul reviewed the progress on each of the 4 goals outlined in the Strategic Plan. The report will be condensed to one page for future meetings.
- **Staff Capacity & Sustainability**

Paul reviewed the revenue streams and the 2018 goals. There are eight different income streams. A discussion followed regarding endowments. Mr. Tinder mentioned that all of the revenue comes from three distinct categories: grants, dues, and fundraising. Grants and dues fall directly on the staff and fundraising is staff with a little help from the board. A discussion concerning the Hazel Ruby McQuain Charitable Trust followed on how to approach them to become involved. Other ideas on sustainability were requested with no responses given at this time.
- **Maximizing the 25th Anniversary for Growth & Sustainability**

Paul reviewed the plans for the 25th anniversary of Philanthropy WV which includes growing our members by 25 this year, growing the philanthropic partners program, creating a state of philanthropy report reflecting on the past 25 years, having a celebration at the annual conference and creating a WV Silver Linings series. Mr. Michael Whalton was asked to help come up with a better name for the series as silver linings typically means the good coming out of bad. It was mentioned that we should recognize the Benedum Foundation for the continued support over the past 25 years at the annual conference with a Life Time Achievement Spirit of Philanthropy Award. The board would nominate all of Benedum; Chair Nelson stated that the Board would need to complete the application. This would be a special award. It was also mentioned to have them serve as panelist and/or individual speakers on at the conference. Speaking topics for the panelists could include: what was their first project, their most impactful and what do they see in the future.

- **Board & Staff Implementation Assignments**

Paul led a discussion on the board and staff implementation assignments.

- **Adjournment:** The meeting was adjourned at 2:45 PM.