

December 8, 2022
Board Meeting Minutes
Four Points Sheraton
Charleston, WV + Online

Attendance

In Person:

Dr. Michelle Foster
Adam Sanders
Christine Mitchell
Patty Showers Ryan
Elizabeth Pellegrin
Susie Nelson
Mike Lewis
Tres Ross
Jennie Smith Peers
Chad Matlick
Abigail Miller

Via Zoom:

Renee Steffen
Dena Cushman
Megan Hannah
Janell Ray
Marian Clowes

10:33 AM - Adam calls the meeting to order.

Consent agenda proposed by Adam; Mike Lewis moves to approve; Tres seconds; passed unanimously.

Financial Report given by Mike Lewis, Treasurer. Begins with Suttle & Stalnaker report and balance sheet. Notes that Membership dues exceeded expectations this year; conference made money but was lacking in corporate sponsorship. The Philanthropic Partners Program is not going to make its \$50k goal, but will get much closer as the year closes out. Consulting was under budget due to Paul's departure. Leadership transition and other factors contributed to shortfalls this year, but expenses were in line or under budget, accordingly. Currently projecting a net loss of \$45k for 2022.

Elizabeth asks if the organization was in the black or red the past few years; Mike notes a small loss from 2021, but a net positive in 2020 due to PPP funding during the pandemic.

Chad notes that our proposed 2023 budget should allay some fears; begins discussion of Exhibit C; October 2022 budget narrative. Affirms Mike's note that corporate sponsorship was our largest loss this year; details provided in the report. We were under budget on staffing due to turnover, program costs down accordingly, as well.

Chad highlights the complexity of closing out the criminal justice reform grant by moving the remaining \$30k into our donor restricted funds until they can be expended. Makes final note that our grants tracking format will be changing in 2023 to be more accessible to Board of Directors. Chad and Jennie give preliminary description; more info coming in 2023.

Susie: notes the original purpose of this grants tracking report was to ensure reporting was happening timely for our grants. Elizabeth concurs and requests that grants tracking & reporting moves over into the new format.

Tres: remarks that Bob Boone was the one who instituted this report to make sure our grants reports were received by funders on time after past issues.

Jennie: agrees that we will ensure diligent attention to these details in the move to Zoho for automation and security of grants reporting.

Elizabeth: notes that getting the corporations names out that support us in publications like the State Journal, WV Executive, etc. is needed to elevate our marketing and bolster sponsorship.

Tres: concurs, we need better advertising.

Christine: notes that Dominion Energy Charitable Foundation (covers 5 counties in WV) can continue supporting Philanthropy WV in addition to Hope Gas.

Mike asks for a motion to approve the Finance Report; Elizabeth moves; Christine seconds; passed unanimously.

Renee gives Governance Committee Update, thanks the departing board members, announces board members newly and re-elected to serve for 2023. Makes special note of officer elections slated for recommendation to the full board. **Note that an exception is being made for Mike Lewis to continue serving as Treasurer one additional year for continuity in the leadership transition on board and staff.

Michelle moves to approve the board officer slate for election; Tres seconds; passed unanimously.

Adam discusses new business: our experience with Richmond & Co. as our new auditors went very smoothly this year as a totally virtual audit. Mike and Chad contribute positive affirmations.

Mike moves to approve the second year of working with Richmond & Co. as our auditors; Tres seconds; passed unanimously.

Adam notes the need to approve new bank signatories for 2023, per the board packet: CEO Jennie Smith Peers and Board Chair Marion Clowes. Two edits to the agenda are required: change the year to read "2023" and change Marian's title from Vice Chair to Chair.

With appropriate edits assured, Elizabeth moves to approve; Susie seconds; passed unanimously.

Jennie leads a discussion of committees: wishes to keep the membership committee with Abigail as staff lead; Susie and Tres chime in on committee history and purpose - membership AND programming. Good support for keeping and beefing up the work of this committee. Jennie notes a desire to bring back and hone the public policy & advocacy committee. Elizabeth & Tres chime in on history with the WVNPA: started through Foundations on the Hill. Still struggling on collaborative work with the WVNPA and aligning our missions. Good to balance our advocacy; Philanthropy WV more focused on top level, sector-wide issues; WVNPA wants to dig in deeper with topical areas (arts, disability, education, etc.)

Michelle concurs; notes that Philanthropy WV and the WVNPA were on opposite sides of the ACE Act; they do nitty gritty work, we do not.

Susie: asks Michelle - what's the best path forward?

Michelle: Stay engaged with the WVNPA, but necessarily at the same frequency. We can work separately on our areas of interest and need, but collaborate once or twice a year to keep each other up to date.

Tres: notes WVNPA should take the lead on the NIP renewal, but couldn't in the past so we hired and paid for Orion Strategies.

Susie: remarks that Scholarship Displacement is something that CFOV feels strongly about putting on the legislative agenda for our advocacy and focus moving forward, as PA & MD have done.

Michelle: notes that she is still very interested in the Come Home Awards; Susie and Tres concur.

Tres: states that he is interested in doing something on the local level (mid-Ohio Valley) in terms of Come Home.

Janell: reminds the group that she and Marian also sit on the WVNPA board and they can serve as conduits between the two boards & organizations.

Jennie: announces that she will arrange a meeting in January to discuss our policy and advocacy strategy for 2023.

Adam: cautions the group to be mindful of how many meetings they are arranging. Suggests no executive committee meetings, move audit committee to F&A, use executive power liberally to avoid too much committee work and stress on the board, committees, & staff with ~28 meetings per year in addition to programming.

Susie: concurs. Notes that we should carefully review & suggest any revisions necessary to the bylaws addressing committee work early in 2023 to allow any prudent changes.

Elizabeth: reduce public policy to important coordinated times with legislative work in the state/nation.

Tres & Adam suggest reconsidering the need for both governance and executive committee.

Jennie: really grateful for the discussion, will review the bylaws and report back at the next board meeting with any changes needed.

Patty: asks what committee assignments will be for 2023?

Tres: Prefer one or two committees maximum per board member. Non board members can also serve.

Jennie: remarks that she will approach board members individually to discuss their committee service.

Susie: remarks that the governance and executive committees must be separate to ensure checks and balances on the slate of officers nominated/elected each year. Tres & Elizabeth affirm this precaution.

Adam: moves discussion along to 2023 Budget before lunch, since meeting is ahead of schedule.

Mike: F&A committee met recently and appreciated Jennie's great budget draft; notes they did ask her for a slightly more conservative budget based on market factors and the need for her to get up to speed as she continues onboarding.

Remarks that dues increase in 2023 will be helpful and that we are looking to add some new members, as well. Will also focus on increasing sponsorship for the annual conference.

Jennie: will approach Benedum for transitional funding, as well. Have been meeting with Kim, Bill, and met yesterday with Tom Heywood (Benedum board member).

Michelle: good to meet with all of them; they are well connected across the state.

Tres: Benedum indicated that they would be less inclined to continue funding Philanthropy WV since we are more stable, financially.

Adam: same with Steeley. Just want more players at the table.

Elizabeth: wondering if positioning is important to help make the asks more effective? Need leadership in communities to know who we are and what we do.

Tres: remarks how COVID helped us move into leadership position in the state with our coordinating efforts in response/recovery.

Mike: Returns to Budget discussion, noting that we are keeping the foundation program support at the same level as 2022.

Jennie: makes a note that 2023 projections on corporate sponsorship + budgeting overall are based on historical data and are more conservative due to market forecasting, though she will be making more and larger asks than in previous years. Brief discussion of Ascendium partnership possibilities moving forward, moving the conference back to October and rolling in an optional 1-day ACPR/I into the conference. Making these changes based on attendance.

Mike continues budget discussion on projected income and expenses; hoping for net zero, a balanced budget for 2023.

Jennie: lean as can be, but with ample support for quality programming. Consider removing fellow positions to accommodate for one more full time position (staff of four).

Tres: fellow positions were designed with the hope of building closer relationships with WVU.

Group concurs on the need to elevate professionalism, especially in communications and staff stability. Elizabeth adds note that on budget the speaker fees should be allocated as honorariums.

Michelle moves to approve the 2023 budget; Tres seconds; unanimously approved.

Jennie: recognition of staff support during her onboarding process; thanks to board, too!

Meeting adjourned for lunch at 11:50 AM; will reconvene at 12:30 PM.

Meeting reconvenes at 12:32 PM.

Chad gives a membership update on dues increase and online membership renewal process, so far. Everything is now online and accessible. Goal is to close out the membership renewal campaign by the end of January.

Jennie describes plans to discuss prospective members with Paul in January. Asks board members if they would be interested in calling members to thank them for their renewals.

Brief discussion ensues; consensus that board members would rather write a card or email to thank members for renewing, rather than calling them.

*Note: contact Elizabeth to discuss Philanthropy WV printing needs (ex. Notecards, notepads, etc.)

Chad: we're also working on updating our website and will be publicizing information about the benefits of membership early in the new year.

Jennie gives an update on the annual conference moving back to October, location in Wheeling. October is the Kansas conference, 12 - 14. Philanthropy Ohio conference is the third week in Oct. Board discusses the venue; Highlands Center does not have the experience our members are accustomed to, Oglebay is expensive, but a better experience. Jennie will work with them on pricing. Jennie headed to Wheeling Dec. 13 and will report back to the board with potential dates, early in October, when she returns to the office.

Jennie will meet with Marian and Adam on strategic vision and communications in early January, then will share with the larger board at the next meeting. She updates the board on her first 60 days, looking forward to sharing a 90 day report. Interested in discussing the EAG moving forward. Wants to bring board into the conversation on how we can pool funding to reduce administrative burden and stymied efforts on larger grants like Ascendium.

Tres cautions that the issue has almost always been that our foundations need projects to have a regional focus that aligns with their service areas; thus statewide funding pools are a bit tricky if the projects don't have components that directly serve each region.

Jennie updates the board on the Ascendium grant close out and desire to continue partnering in the future.

Tres: question was to go for federal or (private) national funding? A big picture question we should continue to assess.

Jennie: yes - we're looking at partnerships with ARC, potentially in concert with AFN.

Abigail gives an update on planned programs for 2023. Board suggests working with regional meetings in a more strategic way; mid Ohio Valley and Charleston don't need anything; NC, Eastern, & Northern Panhandle do want more coordination. Work to get to the point where we assist & coordinate rather than drive the regional meetings, given our staff capacity.

Renee: supports Abigail's proposal to coordinate additional meetings or events after board meetings to take advantage of having the board together for more participation.

Patty: strongly suggests we work to keep programs to one hour. Also, send the schedule in advance with dates, locations, and speakers/topics.

Elizabeth: strongly prefer to have this done in a calendar format with color coding by target membership segment (ex. Yellow for community foundations, green for private foundations, etc.)

*Note: add 2nd round of regional meetings to the calendar!

Chad gives an update on the CRM integration and how it is making our operations more efficient and timely. Discusses project management, automation features, membership, communications, etc. Will start establishing a dashboard for 2023 so board and staff can monitor progress and health of the organization.

Elizabeth: are we benchmarking with other PSOs?

Jennie: good question. We can talk with peer PSOs and reach out to the resources at the Forum to see how others benchmark and monitor progress/health.

Chad: right now we're seeking 5-6 metrics of organizational health (ex. Revenue, attendance, membership, engagement) to get the dashboard started.

Jennie: New board member orientation will be in February via Zoom. Date and time coming soon. This was a wonderful visit to TGKVF and a great first board meeting.

Notes: update the program calendar with pre-board meeting events and regional meetings. Coordinate those programs for same day, when possible.

Elizabeth suggests moving the September board meeting to October at the annual conference.

Tres offers to host the June meeting at his new museum in Parkersburg!

Adam adjourns the meeting at 1:21 PM.