



**MINUTES - Third Quarter Board of Directors Meeting**  
**Monday, October 2, 11:00 AM - 12:30 PM**  
**Community Foundation of the Ohio Valley**  
**1226 Chapline St, Wheeling, WV 26003**

**Board Members:** Marian Clowes (Chair), Elizabeth Pellegrin (Vice-Chair) Mike Lewis (Treasurer), Janell Ray (Secretary), Dena Cushman, Michelle Foster, Brock Malcolm, Christine Mitchell, David Moran, Jess Puglisi-Sanders, Tres Ross, Patty Showers Ryan, Renee Steffen

**Staff:** Jennie Smith-Peers, Chad Matlick, Nina Riivald

**AGENDA**

**Call to Order: Chair Marian Clowes** **11:00 AM**

Called to order at 11:03 AM. No introductions today.

**Consent Agenda: Chair Marian Clowes** **11:10 AM**

The following items are part of a consent agenda package. Please review them carefully and if you have questions or concerns contact Board Chair Marian Clowes at [mclowes@sistershealthfdn.org](mailto:mclowes@sistershealthfdn.org) before the meeting.

- June 2023 BOD Minutes (Exhibit A)

**BOARD ACTION on Approval of Consent Agenda**

Elizabeth moved to approve, Jess Seconded. Chad will correct starting time from 10:50 to 11:50

**Financial Report: Treasurer Mike Lewis** **11:15 AM**

- Review of the FY2022 Audit and Form 990 with auditor Matthew Hatfield of Richmond & Associates (Exhibits B & C)

Matthew Hatfield offered a high level overview of Audit. Elizabeth ask about Membership and Registrations, Chad replied it was for memberships such as United Philanthropy and similar organizations. David had a question about the Change in Certificate of Deposits, Mike replied it was due to the Ascendium money going over FDIC insurance on our accounts.

Matthew reviewed the Form 990 for the board. Marian notes Jennie should be listed as Ex-Officio, and Matthew will make that change. David asked about the Contributors in Schedule B, Marian and Jennie said they are solicited. Marian noted CEO's salaries in schedule O were what they were paid that year, not their actual salaries.

David asked if there were any 'soft spots' in the financials regarding the organization. Matthew suggested that keeping a monthly schedule of Donor Restricted Net Assets, including a schedule of how assets are spent, would be a good idea.

**BOARD ACTION on approval of Audit and Form 990**

Renee Motioned, David Seconded. Motion approved at 11:42

- August 2023 Budget Report & Financial Statement (Exhibit D)

Mike reviewed the August Budget Report and August Financial Statement. David asked about membership renewals, replies included discussion of finding new ways to approach members about renewals. David asked about professional development costs, Jennie replied the line item was reduced this year, possible conversation about increasing in the future. David asked about rental, Jennie noted that she was going to talk to PBS about keeping rent at current level.

### **BOARD ACTION on approval of August Financial Statement**

David motioned, Renee seconded. Motion approved at 11:57

- Revenue Discussion (Exhibit E)

Jennie reviewed the Revenue Discussion spreadsheet, discussing assumptions vs realities of revenue. Mike asked if we were still expecting a loss for the conference, Jennie said yes. Elizabeth noted the Net Income totals of the 2021 ACPI and 2022 ACPR conferences were incorrect, Chad will correct. Renee encouraged board members to support the Philanthropy Partners Program.

Jennie is hopeful regarding increased corporate support in the future, especially for programs. David asked what some of our funders are looking for, Jennie noted there is strong interest in education programming. Marian noted issue based programming might encourage sponsorship from our members. Marian also noted that reducing the conference to 2 days might be an option as well. Jennie noted increased consulting for members or outside organizations might be an option in the future. Elizabeth noted that increased visibility from involvement in items such as WV First Foundation would also be an asset. Renee noted that well-known speakers on issue based topics might be a good programming option.

Marian concluded noted that financial transparency is important, and that everyone should consider donating to the PPP.

### **Working Lunch Break**

**12:00 PM**

### **Public Policy Committee Update**

**12:10 PM**

- Update provided by David Moran

### **Program Updates**

**12:15 PM**

- Program & Education Report (Exhibit F)

Nina gave her report on program & education ideas for programming in the future.

### **Governance Report**

**12:25 PM**

- Board Election Update

Elizabeth detailed the potential board members on the ballot. Chad noted we have received 22 ballots so far.

- Potential New Committee Members Discussion

Brief discussion on committee and board members. Marian brought up the issue of who is eligible to serve on the board, and who PWV should focus on for future board members.

### **Future 2023 Board of Directors Schedule Meeting**

- December 1 (Friday) 10:30 AM -12 PM (lunch provided) - Greater Kanawha Area Foundation, Charleston

**Adjournment**

**12:30 PM**

Elizabeth motioned to approve, Jessica seconded. Motion carried at 12:43 PM.