



MINUTES - 4th Board of Directors Meeting
Friday, December 1, 10:30 AM – 12:30 PM
The Greater Kanawha Valley Foundation
178 Summers St, Charleston, WV 25301

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 and Nina Riivald

AGENDA

BUSINESS MEETING

Call to Order: Board Chair Marian Clowes **10:30 AM**

Called to order at 10:34 am

Consent Agenda: Chair Clowes **10:35 AM**

The following items are part of a consent agenda package. Please review them carefully and if you have questions or concerns contact Jennie Smith-Peers at jennie@philanthropywv.org before the meeting.

- [Approval of October 2023 BOD Minutes](#) (Exhibit A)

Renee Steffen pointed out that two sentences were incomplete in the minutes and she let Jennie know. It was noted that it had been corrected within the minutes by Jennie prior to the meeting.

Elizabeth Pellegrin moved to approve, Renee Steffen Seconded

All Approved

BOARD ACTION on Approval of Consent Agenda

Financial Report: Treasurer Mike Lewis **10:40 AM**

- **09/2023 Budget Report & Financial Statement** (Exhibit B)

Mike reviewed financial statements and report with the Board; loss was noted for the year and positive revenue was noted as projected.

Jennie (addressed Exhibit C) Summary highlights: loss of foundations and sponsorships, but increase in philanthropic partners; discussion on accessing reserves; suggested review and or create policy for access. Tres motioned to conclude discussion, Janell Ray seconded the motion.

All approved

Governance Committee Report: Elizabeth Pellegrin

10:50 AM

- **Recognition of 2 Departing Board Members** - Dr. Michelle Foster, The Greater Kanawha Valley Foundation and Tres Ross, The Ross Foundation
- **4 Board Members Elected** – Renee Margocee, Tamarack Foundation for the Arts, Christine Mitchell, Hope Gas, Mary Ann Raun, The Roy and Gwen Steeley Foundation, Lee Storrow, Community Education Group
- **2023 Board Officer Elections:** The Governance Committee has prepared the slate of 2024 board officers including: Chair – Marian Clowes, Vice-Chair – Mike Lewis, Secretary – Brock Malcolm, Treasurer – Janell Ray, with no Immediate Past Chair. This slate will be presented for the board’s vote.

Marian recognized Tres & Michelle, asked for slate of officers as presented, and motion for approval of slate. Michelle Foster moved for approval of slate, Renee Steffen seconded, All approved.

Discussion ensued to identify that Janell will remain treasurer for next year post retirement; discuss eligibility for board membership (what do the current bylaws say about number of board members, adding more members, and responsibilities); it was suggested that Membership Committee address board membership eligibility in reference to giving and receiving funding

Working Lunch

Budget

11:00 AM

- **2023 Budget Projections**

(Exhibit C)

Jennie discussed Exhibit C Discussion included web page update with donate button; conversations with potential sponsors in progress, final report for Ascendium due next week and discussion are in progress about future collaborations with Ascendium; concerns that budget currently does not allow for travel and professional development; audit requirement; sponsorships needed for revenue.

Program & Membership - Nina

11:30 AM

- **Membership and Program Update**

(Exhibit D)

- **Membership Renewals** (Exhibit E)
- **2024 Conference Planning – Location TBD will happen in October**

Nina discussed Exhibit E. Information in the membership packet should be translated to the website. Michelle Foster suggested digital copies and not print for the membership packet. Michelle identified a typo in the year date. Conference conversation put on hold.

CEO Report

11:45 AM

New Board Member Orientation

- 1 hour session planned for February on Zoom
- Current board members are welcome to attend

Staff team accomplishments since last board meeting

- Completed a successful conference and followed up with attendees and those who couldn't make it
- Launched educational series on Communications and Marketing for our members
- Developed programming for first quarter plus ongoing networking meeting for the year
- Continued to meet with various stakeholders to strengthen our relationship to them (USDA/HUB/ARC/TRUIST)
- Built out PPP donation page on website
- Continued to refine website (updating language and registration process)
- Developed Sponsorship // Vendor Package

Current priorities and focus

- Wrapping up PPP for FY23 - currently at \$10,000 of \$25,000 goal
- Finishing proposal to ARC for capacity building projects
- Sending out Membership Renewal Letters before end of year (they will be segmented - foundations vs corporate)
 - Reaching out to Lapsed / Prospective (new membership packet will be included) and setting up meetings to discuss value of organization
 - Completing Communications Editorial Calendar for first 6 months; launching blog in first quarter FY24
 - Continuing to build relationships with WV First Foundation Members
 - Following up on requests to vendors // sponsors
 - Focus on Policy Agenda (what is it?) / Budget Session with Committee and Members
 - FOTH 2/25 - 2/28 \$235 plus hotel and travel - do we want to do it this year?
 - Wrap up current Ascendium grant // Search for new ideas (Broadband / Workforce Development)
 - Choosing Location/Date for 2024 Conference- tabled

Proposed 2024 Hybrid Board of Directors Schedule Meeting

- Dates still needed
 - March, June, September/October, December

Jennie and Nina released for executive session

Executive Session

12:00 PM

Motion-

CEO Performance Review

Adjournment

12:30 PM