

NACAS Foundation Board Meeting Minutes  
October 12, 2018  
Orlando, FL

---

<input checked="" type="checkbox"/>	Matt Portner	President	<input checked="" type="checkbox"/>	Kelsey Harmon Finn	CEO
<input checked="" type="checkbox"/>	Melissa Moore	Vice President	<input checked="" type="checkbox"/>	Marcia Oakley	Executive Assistant
<input checked="" type="checkbox"/>	Laura Stevens	Treasurer	<input checked="" type="checkbox"/>	Chris Dastoli	Director of Finance
<input checked="" type="checkbox"/>	Matt Sirinek	Past President	<input checked="" type="checkbox"/>	Kennedy Turner	Sr. Dir. of Business Dev.
<input checked="" type="checkbox"/>	Nancy Becerra	Director (BP)	<input type="checkbox"/>	Ashley Vercellone	Sr. Dir. of Operations
<input checked="" type="checkbox"/>	Teri Bump	Director (BP)	<input checked="" type="checkbox"/>	Lillian De Lisle	Assoc. Executive Director
<input type="checkbox"/>	Aubry Wooten	Director (BP)			
<input type="checkbox"/>	Mary Perry	Director (BP)			
<input type="checkbox"/>	Mark Kraner	Director (East)		<b>Guests</b>	
<input type="checkbox"/>	Dan Adams	Director (South)	<input checked="" type="checkbox"/>	Kathryn Le Gros	(incoming West Director)
<input checked="" type="checkbox"/>	Eddie Mills	Director (South)	<input checked="" type="checkbox"/>	Angela Peterson	(incoming South Director)
<input checked="" type="checkbox"/>	Bill Redwine	Director (South)	<input checked="" type="checkbox"/>	Ryan Greene	(incoming Director, ex-off)
<input checked="" type="checkbox"/>	Tony Lynch	Director (West)			
<input checked="" type="checkbox"/>	Carlos Garcia	Director (ex-officio, voting)			

FINAL 11-14-18

President Portner called the meeting to order at 3:32 p.m.

Incoming Foundation Board member, Angela Peterson introduced herself to the group.

**Approval of September 12, 2018 Minutes**

**M/S/P Sirinek/Becerra “to approve the September 12, 2018 minutes as presented.”**

**Strategic Issues**

**Campaign for the Future Update**

- Mr. Sirinek and Mr. Turner gave updates on the Campaign for the Future. \$482,526.17 has been pledged to date.
- Ms. Finn gave an update on the Foundation’s KPI’s. The golf tournament reached its goal. There are 72 golfers registered for the tournament (18 foursomes) and the Foundation exceeded the \$10,000 revenue goal. Revenue is \$16,000 to date.

**Review & Adjustment of Strategy**

**Treasurer’s Report**

- Ms. Stevens reviewed the Quarterly Financials and the 2019 budget.

**M/S/P Mills/Garcia “to approve the proposed 2019 budget.”**

**CCC Quarterly Report**

- Ms. Moore gave a review of those that are involved in the Committee Chair Council.
- Mr. Greene reviewed the strategic goal progress of the committees via the quarterly dashboard.

**2018 Fundraising Events**

- Mr. Turner noted that there will be raffle items at the Foundation table at the Topgolf event.
- Mr. Redwine reported that there will be goodie bags and raffle items at the Bob De Moss Golf Tournament.

- Mr. Dastoli noted that there will be a paper silent auction for approximately 15 higher end items. Other donations will be raffled.

### **Central Endowment Update**

- Ms. De Lisle gave an update on the Central Endowment. She will follow up with the Central president and bring this item back to the Foundation Board at a future meeting.

### **Policy Determination: Public & Operational** **Legal Documents Review & Proposed Changes**

- Ms. De Lisle noted that NACAS' attorney has vetted the documents that were included in the board materials.
- The revised Foundation Purpose was reviewed:  
The Foundation shall fund scholarships and programs to enable deserving individuals that meet eligibility criteria established from time to time by the Corporation to pursue educational opportunities promote equality and the diversity of people and ideas for the benefit of the public, and foster innovation, collaboration, and creative thinking to improve the quality of life of students.
- This revised purpose is included in the proposed changes to the Articles of Incorporation.

### **M/S/P Stevens/Redwine “to approve the revised Foundation Purpose.”**

- The revised Foundation pillars were reviewed:
  1. Fundraising and financial support to fund scholarships and programs
  2. Develop affinity for the Foundation
  3. Champion innovation in auxiliary services
  4. Steward gifts and resources
- The pillars will be updated in Section 102 of the Foundation Policy Manual accordingly.

### **M/S/P Sirinek/Stevens “to approve the revised Foundation Pillars.”**

#### Articles of Incorporation and Bylaws

- Ms. De Lisle reminded the Board that NACAS' attorney recommended designating NACAS as the sole voting member of the Foundation.
- Ms. Finn and Ms. De Lisle noted that they have a suggested edit in the revised Articles of Incorporation regarding vacancies on the Foundation Board.
  - Section 6: “Except for any ex officio Directors, vacancies on the Board caused by the resignation, removal, expiration of term, or for any other cause, shall be filled by the Voting Member of the Corporation” shall be changed to being filled “by the Corporation”. The Bylaws indicate this process, and Articles of Incorporation will be adjusted accordingly.
  - Discussion occurred around “Section 3. Removal and Resignation. Any Officer may be removed from office at any time, with or without cause, by NACAS.” The language “with or without cause” will be removed from this clause.
- President Portner asked that the Articles of Incorporation and Bylaws discussion be on the November agenda. Board members were asked to have comments to Ms. De Lisle by October 31<sup>st</sup>.
- Ms. De Lisle noted updates to two positions:
  - The Secretary/Treasurer position is now just Treasurer
  - The Chief Executive Officer of NACAS will serve in the offices of Chief Executive Officer and Secretary of the Corporation
- Once the Articles are filed, the name will legally be NACAS Foundation (not Education Foundation).
- Ms. Finn noted that the 2018 legal fees are included in the financial projections.

#### Policy Manual

- No update.

**Routine Board Business**

**NACAS Board of Directors Report**

- Mr. Garcia noted that 25 people are sitting for the CASP exam at C3X.
- The NACAS Board agreed to mutually terminate their contract/relationship with CCBO.
- Ryan Greene will replace Mr. Garcia on the Foundation Board as the NACAS Board representative.

**NACAS Office Report**

- Ms. Finn reported that event coordinator, Brittany Crock will be resigning her position effective November 15th, as she is moving out of state.

**Proposed 2019 Board Calendar**

- Board members were asked to sign new Conflict of Interest Statements and Confidentiality Statements
- The proposed board meeting dates were presented.

**M/S/P Mills/Redwine “to adjourn the meeting at 6:19 p.m.**

Respectfully submitted,

Kelsey Harmon Finn  
CEO

Marcia Oakley  
Executive Assistant