

NACAS Foundation Board Meeting Minutes

November 14, 2018

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|-------------------------------------|-----------------|----------------------------------|-------------------------------------|--------------------|---------------------------|
| <input checked="" type="checkbox"/> | Melissa Moore | President | <input checked="" type="checkbox"/> | Kelsey Harmon Finn | CEO |
| <input checked="" type="checkbox"/> | Eddie Mills | Vice President | <input checked="" type="checkbox"/> | Marcia Oakley | Executive Assistant |
| <input type="checkbox"/> | Laura Stevens | Treasurer | <input checked="" type="checkbox"/> | Chris Dastoli | Director of Finance |
| <input checked="" type="checkbox"/> | Matt Portner | Past President | <input checked="" type="checkbox"/> | Kennedy Turner | Sr. Dir. of Business Dev. |
| <input type="checkbox"/> | Nancy Becerra | Director (BP) | <input checked="" type="checkbox"/> | Ashley Vercellone | Sr. Dir. of Operations |
| <input 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 checked="" type="checkbox"/> | Mark Kraner | Director (East) | | | |
| <input checked="" type="checkbox"/> | Bill Redwine | Director (South) | | | |
| <input checked="" type="checkbox"/> | Angela Peterson | Director (South) | | | |
| <input type="checkbox"/> | Tony Lynch | Director (West) | | | |
| <input checked="" type="checkbox"/> | Kathryn Le Gros | Director (West) | | | |
| <input checked="" type="checkbox"/> | Ryan Greene | Director (ex-officio, voting) | | | |

FINAL 12-12-18

President Moore called the meeting to order at 2:03 p.m.

Approval of October 12, 2018 Minutes

M/S/P Portner/Redwine “to approve the October 12, 2018 minutes as presented.”

M/S/P Mills/Kraner “to change the order of the agenda discussion and move the legal documents review item up to after the minutes approval.”

Policy Determination: Public & Operational

Legal Documents Review & Proposed Changes

- Ms. De Lisle reviewed the proposed changes to the Foundation Articles of Incorporation and the Bylaws that were made since the October 12th board meeting.
- The Bylaws state that the Foundation Nominating Committee will provide a list of candidates for directors of the Foundation (other than those serving ex officio) to the NACAS Board of Directors for approval. The NACAS Board will then elect the Foundation directors.
- The Foundation president will sign the certificate of adoption of the Bylaws.
- The final version of the Articles of Incorporation will be posted in the NACAS Lounge 10 days prior to the December 12th board call, as required by Virginia law. The updated Bylaws will be posted as well, and both will be voted on in December.
- The Foundation Board will review the MOU between NACAS and the NACAS Foundation in December as well. The Foundation Board would like to have a more active role in the annual CEO evaluation and this will be added to the MOU. Both boards will do a final review of the document at their meetings during the LTM.

Strategic Issues

NACAS Store

- Mr. Turner reported that the online [NACAS Store](#) is open and will be marketed through the holiday season.
- Total sales from the C3X onsite store, as well as revenue from online sales will be reported on during the December call.
- An onsite NACAS store will be open at the 2019 regional CX conferences.

Campaign for the Future Update

- Mr. Turner reported that the campaign goal of \$500,000 was met during the C3X 2018 NACAS Conference & Expo in Orlando.
- Board members were asked to continue working on the [Foundation Prospect List](#).
- Mr. Turner reviewed the updates on the [Strategic Plan Check-in](#).
- Mr. Turner noted that staff member, Abby Short shared an idea of using a portion of the campaign funds to offer a grant or scholarship on an annual basis that schools could apply for if they have a special project on campus that enriches the lives of students.

Next steps:

- A working group was formed to gather ideas on what is next for the Foundation. The group includes Ms. Moore, Mr. Greene, Mr. Redwine, and Mr. Turner.

Review & Adjustment of Strategy

2018 Conference Fundraising Events

- Mr. Dastoli shared a presentation on the 2018 Foundation events.
 - 500 individuals participated in the Opening Reception at Topgolf
 - The Robert “Bob” DeMoss Golf Tournament, raffles and flip-a-coin fundraisers grossed over \$66,000
 - Golf tournament - netted \$10,708 in revenue
 - Flip-a-coin – total of 628 beads were sold at the 2018 regional CXs and the annual C3X
 - Raffles - netted \$13,084 in revenue

Central Endowment Update

- Ms. De Lisle shared the proposed NACAS Central Past Presidents Fund Agreement. The Central region desires to set up a fund on behalf of the Central membership. The Central Region would gift money to the Foundation to set up a donor restricted fund to provide scholarships to NACAS Central members to attend C3X or other Central professional development programs. The Central region would like to disperse \$1,000 from the fund from the get-go and aspires that this fund produces at least \$1,000 of net income annually. If the principal of the fund grows to this point, the region may request that the Foundation convert the fund to a permanent endowment.
- The initial amount would include a \$30,000 gift from NACAS Central in 2018 to the Foundation.
 - \$5,000 from NACAS Central's 2018 budgeted contribution to the Foundation
 - \$25,000 from NACAS Central's unrestricted reserves
- The Central region is also requesting that their 2017 donation of \$5,000 to the Foundation that is currently in unrestricted reserves, be added to the Fund.
- Information on this endowment would be included in the Onward newsletter that is sent out via email at the end of each month, as well as via press releases to the campuses that benefit from this fund and their relationship with NACAS.

M/S/P Portner/Le Gros “to approve the NACAS Central Past Presidents Fund Agreement with an edit to Article 1, section 1.1 to change the dollar amount to \$30,000 of cash to the Foundation.”

Ms. De Lisle will update the agreement to reflect this amount before it is signed and to edit where the funding is coming from.

M/S/P Mills/Greene “to approve moving \$5,000 from Foundation unrestricted reserves into the NACAS Central Past Presidents Fund.”

Routine Board Business

NACAS Board of Directors Report

- Mr. Greene reported that the benchmarking RFP has gone out and NACAS has received three responses. There will be additional conversations on the potential for benchmarking at the LTM in January.

- NACAS has mutually agreed to terminate their relationship with CCBO, effective December 31, 2018.
- The NACAS Board reviewed the committees that the association currently has and discussed the makeup of committees, how members are brought onto committees, and skills that are needed for committee chairs. This will also be part of the LTM discussion.
- Ms. Finn's CEO contract has been renewed for an additional three years.

NACAS Office Report

- Ms. Finn reported that Mr. Redwine has designated his Newton Award funds to be split between the David H. Lord Award for Exemplary Community Service and the Hassmiller CASP Scholarship.
- The NACAS office is wrapping up C3X.
- NACAS received the revocation letter from the IRS that states that we are no longer allowed to operate as a 501(c)3, effective October 25, 2018. Therefore, NACAS has self-proclaimed as a 501(c)6 and is working on paperwork for that status (which must be filed within 90 days of the self-proclamation). The NACAS Office will be working with the regions to move them to 501(c)6 status as well. The Foundation will remain a 501(c)3.

New Business

- Terms of officers – the executive committee is preparing a report to discuss in January with the board.
- Reminder to complete LTM Travel Form by December 14th.
- Discussion was held on making donation requests to the regions in January or February for 2020 before the regions create their budgets.

M/S/P Greene/Portner “to adjourn the meeting at 3:37 p.m.

Respectfully submitted,

Kelsey Harmon Finn
CEO

Marcia Oakley
Executive Assistant