

Minutes of AGF Board Meeting | Tuesday, February 9th, 2010

Pursuant to call and notice of the meeting, Carol Peck called the meeting of the Board of Directors to order at 12:00 pm on Tuesday, February 9 at the Rodel Charitable Foundation of Arizona, 6720 N. Scottsdale Road, Suite 380, Scottsdale, AZ.

Directors present included Carol Peck, Jerry Wissink, Mary Jane Rynd, Gene D'Adamo, Karen Fisch, Jack Jewett, Barbara Ryan, Lydia Lee, Pat Miles, Deborah Whitehurst and via conference call Karen Blume and Barbara Poley. Marissa Theisen and Tom Torretta were also present. Carol chaired the meeting and Tom acted as secretary.

Carol Peck asked the board to introduce themselves, starting with the new members. New members include Jack Jewett, Flinn Foundation; Karen Fisch, Salt River Project; and Barbara Ryan, Helios Education Foundation.

Approval of Minutes

Carol Peck asked for a motion to accept the board minutes from the December 8, 2009 meeting.

Upon a motion by Lydia Lee and a second by Deborah Whitehurst, the board approved the minutes of the December 8, 2009 board meeting.

Review of AGF Financial Statements

Mary Jane Rynd stated that she and Marissa had recently met and reviewed AGF's 2009 Balance Sheet and Budget to Actual reports. AGF has a total equity balance of \$297,305.03. The 2009 Profit & Loss statement reflects a net income of \$31,119.13 for the year. AGF was able to remain under budget by carefully controlling costs. Mary Jane reminded board members that the board had recently adopted a policy of maintaining a 6-12 month operating reserve in the Reserve Fund.

Discussion/Action Items

▪ Dues for Government Agencies

Carol Peck raised the question of once again waiving dues for government members, citing that the current economic recession makes it especially difficult for government agencies to pay dues. Board members agreed that it was important to keep government members involved in AGF but cautioned that AGF be clear in the letter that the dues waiver was for one year only.

Upon a motion by Deborah Whitehurst and a second by Mary Jane Rynd, the board approved the gratis membership dues for existing government members for 2010.

▪ 2010 Strategic Plan

Carol Peck discussed the fact that this year AGF would be developing its next three-year strategic plan and hoped that some members would agree to serve on a Strategic Planning Committee. One board member suggested that Gerald Wissink chair the committee, since he will be taking over the Chair of the Board of Directors in 2011. He agreed, with the condition that someone else chair the Membership Committee. Carol Peck and Deborah Whitehurst volunteered to serve on the committee and Marissa Theisen mentioned that Ed Portnoy had also agreed to serve on this committee.

After some discussion, Karen Fisch and Barbara Ryan decided to co-chair the Membership Committee. Marissa Theisen mentioned that thus far, no other AGF members had joined the Membership Committee, but that Karen and Barbara were welcome to invite colleagues to join them. Jerry Wissink offered to provide occasional advice to the Membership Committee.

▪ **10th Anniversary Celebration**

Carol Peck discussed the fact that AGF has entered its 10th year of operation and asked for ideas related to how to celebrate. Karen Fisch suggested the celebration might be a time to give back to the membership and possibly even the larger community. Gene D'Adamo suggested we setup a grant in AGF's name to support a project. Karen Fisch suggested a grant to the Arizona Centennial effort might be a good choice.

Marissa Theisen brought up the Fourth Annual Art of Giving Event, which will feature Marc Kielburger, the young, dynamic CEO of Free the Children. Marc's brother Craig started the organization when he was 12, and together they have helped build 500 schools serving over 500,000 children in Asia, Africa, and Latin America

She suggested AGF might consider awarding a grant to the New Global Citizens at the luncheon, since this organization's mission is similar to that of Free the Children - to engage young people in social change efforts.

Carol Peck discussed the idea of presenting a grant of \$10,010 to signify that every dollar counts. The board discussed using some of AGF's reserves to support the grant. This way, the grant would be from ALL members rather than just a few. Marissa said she could contact Courtney Cline, CEO of the New Global Citizens to discuss the idea.

Board members also suggested involving either all or a subset of the Young and Emerging Philanthropists to help plan the event and the grant details, as a way to not only honor AGF's history, but to also show that AGF appreciates the new up-and-coming folks in the field of philanthropy and what they have to offer.

Gene and Lydia will be co-chairing the Special Events Committee this year. They plan to meet on March 15th and will report back progress at the next board meeting.

Upon a motion by Gerald Wissink and a second by Mary Jane Rynd, the board approved using reserve funds to make a grant of \$10,010 to New Global Citizens. The grant will be awarded at the Nov. 3rd Art of Giving Luncheon.

▪ **Steve Alley's Replacement**

Carol Peck reported that Steve Alley was resigning his position at the Community Foundation for Southern Arizona and would no longer be serving on the AGF board. According to AGF Bylaws, the board shall elect a director to fill a board vacancy, with the director's term continuing until the next Annual Meeting.

Marissa Theisen stated that it was very important to have a Tucson representative on the Board and suggested that Sharon Foltz, whose bio was included in the Board packet, would be an ideal candidate.

Upon a motion by Kerry Blume and a second by Barbara Poley, the board approved Sharon Foltz as a new Board Member to fill Steve Alley's term which ends on Dec. 31, 2010.

Information Items

CEO Salary and Benefits

Carol Peck reported that the Executive Committee met on Dec. 8th to discuss Marissa Theisen's Performance Review and compensation package. The Committee recommended that Marissa Theisen receive a 1% raise and that the health care stipend for both full time staff be increased from \$3,500 to \$5,000. The total increase in salary and benefits amounts to \$3,917. Since the 2010 budget approved by the board included only a \$2,700 increase, Carol Peck noted this decision will result in a negative budget variance of approximately \$1,100.

Carol Peck pointed out that the health care stipend paid to both Marissa Theisen and Tom Torretta is currently treated as salary and is therefore being taxed. Marissa Theisen is working with ManageStaff (AGF's payroll company and PEO) on ways to shelter some portion of these benefits from both payroll and income tax. Carol Peck, Jerry Wissink, and Mary Jane Rynd will review the recommendation to be sure it is acceptable.

President/CEO's Report

Marissa Theisen reported that AGF has received 36 membership renewals to date which is ahead of last year's pace. She mentioned that the Stardust Foundation was the only confirmed member resignation. She also stated that AGF has enrolled five new members thus far in 2010.

Marissa Theisen then reported that she has renegotiated a new three-year lease at 1505 E. Missouri Avenue; with a 15% rent reduction and a provision to terminate the lease in 18 months, should ACF's efforts to create shared nonprofit office space be successful. Deborah Whitehurst stated that ACF is watching the commercial market carefully and still hopes to secure a building.

Marissa Theisen mentioned that AGF has scheduled several affinity group events in the next month including:

- Small/Family Foundations - February 11th (AGF members have been invited to attend an event hosted by Social Venture Partners AZ which features Foundation Source
- Corporate Funders – Feb. 17th Webinar at APS
- Education Funders - March 18th - "Race to the Top"

- Young and Emerging Philanthropists – March 26th – Conversation with Foundation CEO's

Marissa then reported that Heather Smith has updated AGF's Business Giving Workbook which is posted at AGF's website along with other useful corporate resources. Heather is researching how AGF can market its web resources to local businesses. Gene D'Adamo suggested reaching out to Don Henninger with the Business Journal to see if he might be interested in doing a series of columns related to business giving, drawing upon AGF's Business Giving Workbook. He stated Don may be able to get someone to sponsor the articles.

Marissa Theisen shared that Heather Smith is also developing a plan to market AGF's web resources to educators who might be interested in incorporating philanthropic content into their curricula.

Marissa also reported that a Chinese website had mentioned AGF in an article related to Haiti relief efforts.

Committee Reports

Finance Committee

Mary Jane Rynd reported that her committee had reviewed proposals from two CPA firms to conduct a Financial Review and recommended Fester & Chapman, since their fees were significantly lower. The financial review will cost about \$1,900.

Special Events Committee

Marissa Theisen reported the Fourth Annual Art of Giving luncheon is scheduled for November 3rd and will be again held at the Arizona Biltmore. She is about to sign contracts with Marc Kielburger and the Arizona Biltmore. She also mentioned that ACF has again agreed to be an event sponsor.

Given Marc Kielburger's appeal to young people the board agreed it would be appropriate to include as many young people (high school and older), as possible at the event. Board members suggested possibly involving the Social Venture Partners and Valley Teen Leadership as well as high school students from Xavier and Brophy College Preps.

Carol Peck mentioned the fact that students need more than just grades to get college scholarships. She said community service has become very important for students' portfolios. The Board discussed several ideas including inviting principals, counselors, high school teachers and even high school students to attend the annual event. Acknowledging that the \$100 ticket price might be a bit steep for young people to pay, one member suggested that foundations might be willing to pick up the expense for the students and teachers to attend the event. Another idea was to ask foundations that have purchased a table but have empty seats to extend an invitation to teachers and students, so the seats are filled. We may also want to write a small piece that can be placed in school newsletters to start getting the word out about the event.

Membership Committee

Marissa Theisen reported the Membership Committee will meet on March 23 at 3:00. Karen Fisch and Barbara Ryan will co-chair.

Program Committee

Pat Miles reported that the program committee will meet on March 2. She stated programs were set through April, and they will have three or four more months laid out by the next board meeting.

Carol Peck asked if there were any questions. Gerald Wissink asked if the financial review would just include 2009 or if it would go back further. Mary Jane Rynd replied it would only include 2009. She expects there may be some efficiencies identified during the process.

There being no further business to discuss, Carol Peck called for a motion to adjourn.

Upon a motion to adjourn by Gerald Wissink and a second by Pat Miles, the board agreed to adjourn the meeting at 12:56 pm.

Minutes approved by:

Dr. Carol Peck, Board Chair

Date