



Board Meeting Minutes
Wednesday, January 24th, 2018
Innis Arden Golf Club, 120 Tomac Ave

In attendance and present: Kathleen Burgweger, Donna Byrnes, Frank Carpenteri, Jeffrey Evans, William Finger, Daniel Fitzgerald, Joui Hessel, Nisha Hurst, Nancy Kail, Karen Keegan, Eileen Kim, Richard Porter, Anne Sherrerd, Brook Urban, Diane Viton, Jill Weiner, Nancy Weissler, Marie Woodburn

In attendance via phone: Pamela Fornero

2018 Slate in attendance: Mario Forlini, Eva Maria Janerus, Grace Lockhart Djuranovic (prior to election at Annual meeting immediately following this Board meeting).

Not in attendance: Elizabeth Angelone, Erin McCall, Anne Silvey Franscioni

Total Board Members in attendance in person or via phone: 19 out of a possible 22.

Staff Attending: Jeremy Nappi, David Rabin, Mary Royes.

Welcome/Comments - Karen Keegan, Chair

Karen Keegan called the meeting to order at 6:06pm. She welcomed everyone and gave a special welcome to the new Board Members. She also reminded members of the new slate that they were attending the Board meeting as non-voting guests.

Approval of Minutes – William Finger, Secretary

Karen Keegan asked William Finger to present the minutes of the December 12th Board Meeting Conference call.

William Finger made a motion to approve the minutes. Anne Sherrerd seconded it. The motion passed unanimously.

CEO Report - David Rabin, CEO

David Rabin informed the Board that the CEO Report is posted on the portal.

Fund Development and Marketing Committee Report – Brook Urban, Vice Chair

Brook Urban updated the Board on the Annual Campaign Committee report. She presented Board members with an update for Direct Impact.

Board Designated Reserve Fund Committee Report – Jeffrey Evans, Chair

Jeffrey Evans presented an overview of a total return recommendation for the distribution of \$82,250.00. He informed the Board that there will be a review meeting with Brown Advisory in either March or April.

Discussion and questions ensued.

Jeffrey Evans presented the motion for the Board Designated Reserve Fund total return recommendation as follows: "Be it resolved that the Greenwich United Way Board approve the Board Designated Reserve Fund Committee total return recommendation for the appropriation of \$82,250.00. These funds will be distributed to the working capital account in accordance with the G UW Investment Policy Statement approved by the Greenwich United Way Board of Directors, October 18, 2017." Eileen Kim seconded the motion. The motion passed unanimously.

Finance Committee Report – Eileen Kim, Vice Chair

Eileen Kim presented the Board with the revised budget for 2017/2018. She informed the Board that the major changes that were reflected in the budget for this year were changes in staffing and the designation of the funds from the 2018 Golf Tournament to HSTS. Eileen Kim revealed to Board members that \$750,000 is the grant amount total to be disbursed to agencies.

Eileen made a motion to pass the 2017/2018 budget as follows: "I move that the Board approve the 2017/2018 final budget as posted on the portal and sent to all Board members in advance of this meeting. While the budget for salaries has changed to reflect staffing changes since the Preliminary 2017/2018 Annual Budget was approved by the Board on June 5, 2017, CEO compensation remains unchanged for the fiscal year. As required by our Auditors, it is important to include the following in this motion: all Greenwich United Way funding commitments are conditional based on the success of our fundraising efforts as well as each agency's adherence to both the funding and Publicity Agreements." Marie Woodburn seconded it. The motion passed unanimously.

Governance Committee Report – Jill Weiner, Chair

Anne Sherrerd had informed the Board of the revisions that had been made to the Bylaws in the pre-Board Meeting informational phone calls earlier in January.

Jill Weiner made a motion to revise the Bylaws as follows: "Be it resolved that the United Way of Greenwich, currently doing business as the Greenwich United Way, amend its bylaws as authorized under Article VI, Section 6.01 to include the proposed changes dated January 24, 2018 which have been posted on the portal and distributed to all Board members in advance of this meeting." Nancy Weissler seconded it. The motion passed unanimously.

Executive Committee Report – Anne Sherrerd, Vice Chair, Stewardship

Anne Sherrerd reported to the Board on the role and purpose for the position of Member at Large. She had introduced and explained this addition to the Bylaws on the pre-Board Meeting informational phone calls earlier in January.

Anne Sherrerd presented the motion as follows: "The Greenwich United Way Executive Committee recommends that the Board approve Marie Woodburn to be a Member-at-Large of the Greenwich United Way Board of Directors." Jill Weiner seconded the motion. The motion passed unanimously.

Karen Keegan explained the option of Executive Session to the members of the new slate who were present.

Anne Sherrerd presented new business by informing the Board that she is working on committee assignments and will touch base with them later.

Karen Keegan asked for a motion to adjourn the meeting. Richard Porter made a motion to adjourn the meeting. Nisha Hurst seconded it. The motion passed unanimously. The meeting was adjourned at 6:36pm.