MINUTES

BOARD MEETING
February 16, 2016

Present: Joe Raichel, Chair, Kakie Brooks, Vice-Chair, Tim Rose, Treasurer, John Dumm, Secretary, Mike Kirkman, Jake Zarnegar, Dana Harris. Trish Cluff and Michael McKee by phone

Fellows Present: Michele Zehr. Matthew Robinson and Andre Luck by phone

Absent: Marge Connelly

Staff Present: Cristine Nardi, Executive Director, Cindy Colson, Marisa Vrooman, Valerie Washington, Dana Mich, Madeline Senior

Joe Raichel, Chair, called the meeting to order at 8:00 am. He noted that due to her professional responsibilities, Marge Connelly has decided to resign from the board but has assured him that she will remain a very strong supporter of CNE.

WELCOME
The Chair welcomed everyone and highlighted the introduction of CNE’s three new board members: Dana Harris, Michael McKee and Julian Bivins. Board members and staff introduced themselves. Dana will join the Philanthropy Advisors and Michael will join the Governance Committee. Julian is unspoken for at the moment.

MISSION HIGHLIGHT
Cindy Colson, Director of Programs, thanked the board for its board-to-board initiative participation which has resulted in new participation in CNE programs and services. She announced that CNE would be launching its first Board Circle this year to augment its governance programs, and reported key statistics on the new Board Academy class. The Executive Director recognized the Director of Philanthropy, Marisa Vrooman, and the Program and Outreach Manager, Dana Mich, for their work at CNE since this was their last board meeting, and the staff as a whole for its outstanding work thus far in implementing the new strategy.

OUTSTANDING ITEMS
Board members signed CNE’s Conflict of Interest and Confidentiality Policies and the Board Member Job Description, all 3 of which are reviewed annually.
The Treasurer summarized the 2015 financial report, highlighting that the actual draw from reserves for 2015 was $3,000 less than projected. He noted that 2016 finances are off to a good start, with a projected $19,000 replenishment of reserves in the budget. The annual audit will begin next week, and the Treasurer anticipates a finance committee conversation with the auditor once the work is complete.

The Philanthropy Advisors Chair, Jake Zarnegar, highlighted our 2016 philanthropy goal of $415,750, a 5% increase from 2015. He noted that typically, we are at 10 -15% of our goal at this time of the year and this year we are at 27%. In addition to new projected earned revenue, our projected increase is reasonable given that it is our 10th anniversary year and we have reduced our speculative target. The Executive Director mentioned that as we increase our donor pool, we will need to increase the time spent on donor stewardship. The Chair mentioned that the Executive Director and the Director of Philanthropy made a presentation to Wells Fargo staff and found great receptivity. We have follow-up cultivation plans for some, and others are already planning further engagement with CNE.

**CONSENT AGENDA**

**Action:** Without objection, the December 2015 board minutes, the revised 2016 standing rules and the 2016 committee goals were approved.

**BOARD EDUCATION**

Mike Kirkman, Governance Committee Chair, and Cristine Nardi engaged the board in an exercise mapping CNE’s lifecycle as an organization, and began a dialogue with the board about how lifecycle is relevant to good governance. An engaging discussion ensued on where CNE was in its life cycle, and it was agreed that the life cycle analysis was quite useful in determining staffing and board composition, particularly since CNE has as a strategic goal to expand its board. It was suggested that characteristics to consider in new board members should include a commitment to engaging in CNE’s philanthropy program, perhaps some additional marketing and communications to support brand development, and geographic diversity to introduce an outside voice, particularly given CNE’s strategic partnership outside our typical service region. It was also noted that with a strategic focus on growth it may also be important to be working board while in staff transition. The Executive Director summarized: revisit the life cycle at least annually; start to tackle governance priorities in committee; broaden our search for new board members outside Charlottesville and focus on support for our philanthropy program.
STRATEGIC DIRECTION

Vision
Cristine Nardi, Trish Cluff and Jake Zarnegar, the ad hoc Vision Statement Committee, described the impetus for the group: to simplify the vision and make it more aspirational in line with our new values statement and strategy. They then outlined the work of the group, and presented the proposed new vision statement: **Strong Nonprofits. Strong Community**, which also has the advantage of being our tag line. The proposed new vision was greeted enthusiastically by the board. It was noted that the language is much more passionate and less cerebral. The board debated whether it could be even more aspirational, and another version was put forward: **Stronger Nonprofits. Stronger Community**. After taking a board/staff straw poll, in which the vote split 6 to 6, it was agreed that we all would reconsider the options and vote again by online poll in the coming weeks.

Strategic goals
The Executive Director reviewed our approved strategy and presented for board consideration a Top Ten list of strategic goals for 2016. Discussion centered on the process for growing the board and for developing additional staff to support our expanding training and consulting efforts. Cristine noted that matching staff capacity to our performance goals was very important so the hiring of four new staff is critical to the implementation of our goals. Board support for the hiring of the new director of philanthropy and senior consultant will be needed. A motion was made to approve the 2016 strategic goals.

**Action:** The 2106 strategic goals were adopted unanimously, with one suggested language edit to make all goals action-oriented.

Leadership goals
The Chair then presented the Executive Director/Board Chair leadership goals for 2016. It was noted that board support in the implementation of the strategic agenda, especially in the first six months of 2016 while hiring new staff, will be critical in the Executive Director's ability to achieve her goals.

**Action:** A motion to approve the 2016 leadership goals was made, seconded and approved unanimously.

CLOSE
No relevant community news was reported.
ADJOURN
The meeting was adjourned more or less at 10:00 am. A good time was had by all.

Documents Referred to in the Minutes –
Top Ten 2016 Strategic Goals
2016 Leadership Goals
2015 End-of-Year Financial Statements
2016 Standing Rules
2016 Committee Goals
December 2015 Board Minutes

Outstanding Items -
*Executive Director to make the language edit to the 2016 Top Ten Strategic Goals before posting final version on the board dashboard.*
MINUTES

BOARD MEETING
April 19, 2016

Present: Joe Raichel, Chair, Kakie Brooks, Vice-Chair, Mike Kirkman, Jake Zarnegar, Dana Harris, Trish Cluff, and Michael McKee

Fellows Present: Michele Zehr. Matthew Robinson and Andre Luck

Absent: John Dumm, Secretary, Tim Rose, Treasurer

Staff Present: Cristine Nardi, Executive Director, Cindy Colson, Director of Programs, Valerie Washington, Finance and Operations Manager, Madeline Senior, Program Manager

Joe Raichel, Chair, called the meeting to order at 8:02 am.

WELCOME
The Chair welcomed the Mission Highlight guest speaker, Janet Miller of the West Wind Foundation, and gave the floor to Kakie Brooks, Vice-Chair, to introduce Mrs. Miller. The Vice-Chair noted that the West Wind Foundation focuses on environmental and reproductive health issues worldwide, and that Mrs. Miller’s early career was spent in private banking. She also referenced the guest speaker’s long-time support of the Boys and Girls Club as well as CNE.

MISSION HIGHLIGHT
Mrs. Miller explained that the West Wind Foundation focuses 10% of its giving to building better communities, and that the Foundation believes CNE fits into that goal. She highlighted the key reasons she supports CNE: strong leadership, board and staff, healthy financials, program transparency, and because she sees that CNE fills a unique need to support professionalization of the sector. She is particularly supportive of our work to promote collaboration, to educate on fundraising, and to grow emerging leaders. She also said that she supports Philanthropy Day because she always leaves feeling inspired – seeing the breadth of nonprofit work, and the level of giving and caring in the community.

Looking ahead, Mrs. Miller encouraged CNE to support nonprofits in developing healthy relationships with for-profit businesses by matching mission with mission, and to continue to find ways to support emerging leaders. She also appreciates our
intent to provide more digital resources, such as webinars, in order to make our programs more widely available. She sees CNE as a great gateway for newer donors who are looking to understand the community so not a hard sell, and she agrees that if nonprofit work is a career, as it is for more and more people, then it needs to be sustainable and we have to invest in our nonprofit leaders.

Mrs. Miller believes that the key to a strong board is that all board members bring diverse skills and perspectives and carry their own weight. She thinks the board chair job is challenging, and it would be good to have more training in the role. She also thinks board and executive succession planning is important to maintain the stability of an organization, although acknowledged that it is easier said than done.

**CONSENT AGENDA**

It was noted that our two new board members do not have individual goals listed yet since we want them to have time to get to know the organization, but that the Chair will be in touch mid-year to discuss goal-setting. The Chair explained that the board fellows are working on developing a joint goal for the remainder of their tenure, and will report out on that once identified.

**Action:** *Without objection, the February 2016 board minutes were approved, as were the individual board goals for the year.*

**OUTSTANDING ITEMS**

The Chair noted that due to family and career commitments, Julian Bivins has decided he will be unable to join the board at this time, but he has agreed to serve on the 10th Anniversary Committee.

The Vice-Chair highlighted the goals of the 10th Anniversary, as decided at the board retreat and as outlined in the 10th Anniversary *Thought Leaders Circle* (TLC) mission statement. She confirmed that this year’s Philanthropy Day will be the formal public beginning of the year celebration, and that our host committee is primed to plan it. She also updated the board on the development of the TLC, our key stakeholder envisioning (not implementation) group. The Executive Director thanked the 10th Anniversary board committee, John Dunn, Trish Cluff, Kakie Brooks and Mike Kirkman, for its work to shape the 10th Anniversary plan. Board members and fellows discussed how best to inform the 10th Anniversary *Big Question* conversations, by doing our own research, bringing ideas to the board and the TLC, bringing in speaker experts, and perhaps by examining other towns/regions that may be tackling similar challenges.
BOARD EDUCATION
Mike Kirkman introduced the goal for this month’s board education: to take us further and deeper in our lifecycle analysis. The Executive Director reminded the board of the consensus view that CNE was close to mature but not quite there yet. She also highlighted key characteristics of a mature organization and board, and made the case that CNE would be firmly mature but for lack of capacity.

Trish Cluff, who is providing succession planning strategic guidance, outlined findings from her analysis of the board, and identified opportunities for discussion: what is the right gender, race and industry mix for the CNE board? And how best to keep board members engaged? The board Chair noted that a key strategic goal was growing the board to 13 by 2017 so that more people of high caliber were sharing the work. It was suggested that the work would be to raise money to increase professional staff rather than to provide direct program support which board members weren’t necessarily qualified for and would always be a time challenge. Board members confirmed that revenue generation – earned and donated - remains a priority in board selection, and that we seek to recruit at least 1 new community leader/major employer representative who could support our strategy. A mid-year board recruitment slate was proposed and discussed.

Action: The Board approved the mid-year board recruitment slate.

STRATEGIC DIRECTION

Mission vs. Money Analysis
The Director of Programs presented a diagram outlining where current programs sit on the mission vs. money continuum for CNE. This diagram included the 2015 program portfolio for comparison, and programs that we’ve evolved as a result of the new strategy were noted. Board members asked questions about the diagram, and encouraged staff to, where appropriate, figure out how to move high mission programs into a revenue generation model, as well as to prioritize time spent on high mission programs, particularly for the Executive Director.

ENVIRONMENTAL SCAN
The board Chair proposed a restructuring of this agenda item to shift from general community or event reporting to a discussion centered on community issues, shifts or trends that impact CNE’s strategy. Board members or the executive director can propose items for discussion in advance, and individual board members might then be asked prior to the meeting to lead the selected discussion.
For today, the Chair invited the Executive Director to update the board on the community foundation’s evolving strategy, and its impact on CNE and our members. An energetic board discussion followed.

**ADJOURN**
The meeting was adjourned at 10:09 am.

**Documents Referred to in the Minutes –**
February Board Minutes
2016 Leadership Goals
10th Anniversary | Thought Leaders Circle Mission Statement
Mission vs. Money Analysis

**Outstanding Items -**

*Academy Fellows to coordinate a group goal for the remainder of their CNE fellow tenure.*

*Board Chair to check-in with new board members re their individual CNE goals in anticipation of June board meeting.*

*Governance Committee to review board recruitment recommendations and update 2016 board recruitment plan*

*Executive Director and Trish Cluff to create a strategic partner issue brief for board and staff.*
MINUTES

BOARD MEETING
June 19, 2016

Present: Joe Raichel, Chair, Kakie Brooks, Vice-Chair, John Dumm, Secretary, Mike Kirkman, Jake Zarnegar, Dana Harris, Trish Cluff, Michael McKee

Fellows Present: Michele Zehr, Andre Luck

Absent: Tim Rose, Treasurer

Staff Present: Cristine Nardi, Executive Director, Cindy Colson, Director of Programs, Valerie Washington, Finance and Operations Manager, Alessandra Thomas, Associate Director of Philanthropy, Mary Davis Hamlin, Senior Consultant, Kadi Davis, Membership Manager, Andrew Robinson, Program Manager, Zoe Krylova, Communications Coordinator, Madeline Senior, Program Manager, Christine Jacobs, Intern, Courtney Morgan, Intern

Joe Raichel, Chair, called the meeting to order at 8:02 am.

WELCOME
All CNE staff and interns – including 5 new staff members - were present at the start of the meeting. Given the large number of new staff, the Chair requested a round of introductions. The staff had prepared questions in advance to help the board get to know them personally and their work at CNE. Through the Q&A, it was noted that we now had the most expert staff in CNE’s history, and that as a result we were already able to take on additional consulting engagements, refine our Management Academy, and support our strategic partnership with the PATH Foundation in Warrenton, VA.

Cindy Colson, Director of Programs, then unveiled our new CNE artwork, created to highlight CNE’s mission, our values, and the impact of our work in the community. The artwork was the result of a partnership between CNE, Ingmar Lleliveld, an international management consultant, and Fatiinha Ramos, a Portuguese artist, to creatively depict our unique work culture. The result are three beautiful panels expressing seven recurring elements of CNE’s mission. Mr. Lleliveld selected CNE as a pilot client to test the concept. Board members expressed their appreciation of the beauty and uniqueness of this art work. The 3 panels will be hung in CNE’s hallway outside the training center.
CONSENT AGENDA

Action: Without objection, the April 2016 board minutes were approved.

OUTSTANDING ITEMS

10th Anniversary Update
Trish Cluff outlined the work thus far by the 10th Anniversary Thought Leaders Circle. At their first meeting, the Circle discussed what makes a community resilient; how to amplify the impact of CNE; and the importance of reaching across the community to seed conversations. Ms. Cluff emphasized that Circle members were very dedicated to CNE and engaged in their work. The Chair thanked Ms. Cluff for serving as the board liaison to the committee, and promised to circulate a full list of Circle participants to the board. The next meeting of the committee is scheduled for just after the board meeting.

Board Academy
The Executive Director informed the board that two Board Academy graduates have been recommended by the governance committee to serve as fellows on CNE’s board for the 2016-2017 term. They are Michael Braun with Green Blue who is especially interested in collaboration and Carolyn Burnett from Wells Fargo Bank. If approved, these fellows will begin their one-year fellowship in August, crossing over 1 meeting with the current fellows.

Action: Without objection, the board approved the appointment of Michael Braun and Carolyn Burnett as Academy Fellows for 2016-2017.

EXECUTIVE SESSION
The board went into executive session.

STRATEGIC DIRECTION

Building a Culture of Philanthropy
Jake Zarnegar, Philanthropy Advisors Chair and Alessandra Thomas, Associate Director of Philanthropy, led the discussion. The two introduced the refreshed format for the donor/prospect pipeline charts, and articulated 3 key strategies for strengthening our culture of philanthropy:
1. Identify and cultivate new philanthropic partners.
2. Build strong, cross-organizational relationships with potential and current philanthropic partners.
3. Encourage philanthropic partners who may have greater capacity to give to invest more deeply in the mission-drive work of CNE.

The Philanthropy Advisors Chair outlined progress towards donated income targets for the year, and specific activities proposed for hitting the targets as planned. Board members were strongly encouraged to bring a friend to CNE, and to consider the Associate Director of Philanthropy to be an ally in their advocacy work for CNE. Board members also were asked to share information about philanthropy activity (by forward or blind cc) to philanthropy@thecne.org a new email to streamline philanthropy communication.

**Tracking Mission Impact**
The Board had a preliminary discussion about what performance indicators it should consider over time to track CNE’s progress towards achieving its strategic goals under the new 3-year plan. The Director of Programs and the Program Manager proposed a revised board dashboard with new indicators tied to the current strategy. The board discussed those metrics proposed, and recommended that where possible the dashboard focus on strategic performance over productivity. In addition, board members suggested that we track board performance separate from the dashboard, perhaps as part of the annual leadership goals chart which puts the ED and individual board goals side-by-side to demonstrate joint accountability. It was suggested that we incorporate some type of measure to evaluate whether our 10th Anniversary program achieved the goals set by the board and the associated committees. Director of Programs to lead effort to revise board performance dashboard based on board recommendations and to bring the updated version to the August board meeting for review and approval.

**ADJOURN**
The meeting was adjourned at 10:08 am.

**ATTACHED TO THE MINUTES**
10th Anniversary Thought Leaders Circle Members
NEW Philanthropy Pipeline Charts
OUTSTANDING ITEMS

Chair to circulate list of 10th Anniversary Board Circle members to the board so that board members can thank them for their service.

Chair to coordinate new board member individual goal-setting prior to the August board meeting.

All board members to BRING A FRIEND TO CNE as part of their very important role to grow CNE’s community network.

Board members to share CNE philanthropy-related email to: philanthropy@thecne.org, a new email created to capture and streamline online philanthropy communication.

Staff to revise board performance dashboard based on board recommendations and present new version to board for review and approval at August board meeting.
MINUTES

BOARD MEETING
August 16, 2016

Present: Joe Raichel, Chair (by phone), Kakie Brooks, Vice-Chair (by phone), John Dumm, Secretary, Tim Rose, Treasurer, Mike Kirkman, Jake Zarnegar, Trish Cluff, Dan Layman.

Fellows Present: Outgoing: Michele Zehr, Andre Luck. Incoming: Carolyn Burnett, Michael Brann.

Absent: Michael McKee, Dana Harris.

Staff Present: Cristine Nardi, Executive Director, Cindy Colson, Director of Programs, Alessandra Thomas, Associate Director of Philanthropy, Valerie Washington, Finance and Operations Manager.

John Dumm, Acting Chair, called the meeting to order at 8:01 am.

WELCOME
Given the presence of a new board member and new Board Academy Fellows, the acting Chair, John Dumm, requested a round of introductions. Mike Kirkman, Governance Committee Chair, then introduced Dan Layman, the new board member. Dan joins the CNE board as the President & CEO of the Community Foundation of the Central Blue Ridge. The Governance Committee Chair also introduced the new Board Academy Fellows, Carolyn Burnett and Michael Brann. Carolyn is Vice President, Senior Business Banking Relationship Manager for Wells Fargo Bank in Charlottesville. Michael is the Director of Operations at GreenBlue. Michele Zehr and Andre Luck, outgoing Board Academy Fellows, commented on their experience in serving one year as fellows on the board.

The highlight for Michele was participating on the governance committee and in sitting in on an executive committee session. She said that serving on CNE’s board had significantly impacted her participation on the board she currently serves and has helped her immeasurably in launching her own nonprofit organization. Andre said that he had served on many boards, but CNE’s board was the first one where board members came prepared and tackled issues. He thought that all of CNE board directors were role models, but also believed that developing guidelines along the recommendations he and Michele made in their written report would
improve the fellows experience at CNE. The Executive Director asked them if serving as mentors to future fellows after leaving their one year service would be a good idea. Andre said he thought they could serve as a sounding board, but it would be better for a board member to serve as mentors. The Chair thanked Michele and Andre for their very constructive report. The Executive Director presented them with a gift and certificates of service.

CONSENT AGENDA

Action: Without objection, the June 2016 board minutes were approved.
Action: Without objection, the fall 2016 board recruitment slate was approved.

OUTSTANDING ITEMS

Strategy Performance Dashboard
The Director of Programs led the board through the latest version of the strategy performance dashboard which includes feedback from the June board meeting. The updated dashboard combines both productivity and performance indicators around our ten strategic goals for 2016. It also tracks several program and membership indicators recommended by the program team. There was a discussion around key membership indicators, including renewal and new members.

Action: Without objection, the board performance dashboard was approved.

10th Anniversary
The Executive Director outlined the 3 different sources of community input on the 10th Anniversary plan – the board, the Philanthropy Day Host Committee and the 10th Anniversary Thought Leaders Circle - and highlighted new developments in the 10th Anniversary planning process. Trish Cluff, the board liaison to the 10th Anniversary Thought Leaders Circle, highlighted the Circle’s proposal to focus on leadership and community engagement in 2017 as key factors in community resiliency that fit squarely within CNE’s mission.

The Associate Director of Philanthropy reviewed the 10th Anniversary Speaker Series leading up to Philanthropy Day this year and encouraged all board members to attend and make strategic invites to each event. The Associate Director also highlighted the idea to create 2 visual 10th Anniversary tools – a whiteboard story which tells the story with numbers of CNE’s impact to date and a video that shows the arc of CNE’s impact on individuals, organizations and the
community to show at Philanthropy Day. There was a discussion about how best to cover video costs and on the 10th Anniversary marketing strategy. The board then explored what was most exciting personally about the 10th Anniversary to prep to be strong ambassadors for CNE in the next year. The Executive Director thanked everyone for their comments.

Financial Strategy
YTD Financial Review: The Executive Director reviewed the year-to-date budget with the board focusing on the status of donated income and earned revenue projections, as well as our operating reserve fund. After a board Q&A, the Chair, by phone, proposed a board executive session within the month to review a revised 2016 budget and to discuss matters related to the operating reserve.

The Acting Chair commended the Executive Director and staff for the significant growth in consulting services and the careful management of expenses during this current year.

Philanthropy Plan and Board Engagement: Jake Zarnegar, Philanthropy Advisors Chair, reviewed our philanthropy pipeline, starting off by defining how we weigh each category of funding support. Alessandra Thomas, the Associate Director of Philanthropy, gave an updated on Philanthropy Day sponsorship, and there was a discussion about sponsorship and recruitment strategy.

The Associate Director then proposed new, streamlined procedures for board engagement in donor thank you’s and cultivation/stewardship, and let the board know she would be reaching out for individual meetings with each board member to updated board portfolios before the next board meeting. Trish Cluff reiterated the importance of board members cultivating CNE friends in their respective networks. The Executive Director then thanked John Dumm and Trish Cluff for scheduling a friend to ‘visit CNE’ this month.

ADJOURN
The meeting was adjourned at 10:04 am.

ATTACHED TO THE MINUTES
June Board Meeting Minutes
Board Performance Dashboard
YTD Financials
OUTSTANDING ITEMS
All board members to BRING A FRIEND TO CNE as part of their very important role to grow CNE’s community network.

Board members to share and donor or prospect outreach email correspondence with CNE by bcc: or copy to: philanthropy@thecne.org, a new email created to capture and streamline online philanthropy communication.

Executive Director to schedule board executive session within the month.

Associate Director of Philanthropy to schedule one-on-one board portfolio review meetings with each board member before October board meeting.

Trish Cluff to assist in cultivating local media for 10th Anniversary storytelling.
MINUTES

BOARD MEETING
October 18, 2016

Present: Joe Raichel, Chair, Kakie Brooks, Vice-Chair, John Dumm, Secretary, Tim Rose, Treasurer, Mike Kirkman, Jake Zarnegar, Dan Layman, Dana Harris, Michael McKee.

Absent: Trish Cluff

Fellows Present: Carolyn Burnett, Michael Brann, Liz Silva, Sao Paolo, Brazil, visiting fellow from Presidential Precinct Young Leaders of the Americas Initiative.

Staff Present: Cristine Nardi, Executive Director, Cindy Colson, Director of Programs, Alessandra Thomas, Associate Director of Philanthropy, Valerie Washington, Finance and Operations Manager.

Guest Facilitator: Kellie Sauls, Director of Admissions, Batten School for Leadership and Public Policy, and Board Academy alum

Joe Raichel, Chair, called the meeting to order at 8:04 am.

WELCOME AND MISSION HIGHLIGHT
The Chair welcomed the board and commented favorably on CNE’s 1st 10th Anniversary Speaker Series event, ImpactMakers noting the sector diversity in the room. John Dumm also shared his positive feedback on the depth of the panel content. The Chair reminded the board of the upcoming 2nd Series event: ChangeMakers on October 26th.

CONSENT AGENDA
Action: Without objection, the August 2016 board minutes were approved.

BOARD EDUCATION
The Executive Director introduced the topic of diversity within CNE, explaining that a key take away from she and our Board Chair’s recent participation in a national governance survey was that we have opportunity for growth in how we leverage diversity in our work, particularly in board leadership. Kellie Sauls, our guest expert, then facilitated a board discussion on the topic. She recommended as
a resource to the board, “The End of Diversity as We Know It,” a book by Darden professor Martin Davidson. Ms. Sauls suggested that CNE start by focusing on all the ways that diversity helps CNE achieve its mission. And posed the following questions for discussion: What are some ways that CNE has approached diversity? Do our stakeholders differ from the community-at-large or do they mirror it? Are we a company that has and values the spirit of diversity? Are our diversity metrics and our spirit of diversity the same or different within CNE? She suggested that to truly leverage diversity organizations must go beyond the numbers and embed a diversity value into the culture. Ask ourselves, what and who are missing from every conversation? And do we include a diversity discussion/question in everything we do? There was a robust discussion of the challenge of achieving diversity on the board because of what seems to be a limited pool of diverse board members available for service. It was suggested that CNE look at diversity in leadership more broadly than just board service, and that as part of our 10th Anniversary focus on community resiliency we look at our membership roll to see if we think it is diverse enough to address the emerging issues that could impact local resiliency. As part of this CNE diversity exploration, Ms. Sauls challenged us all to evaluate what we individually can do, in work, in volunteer activity, and in life, to become more competent culturally.

OUTSTANDING ITEMS

Treasurer’s Report
The Treasurer explained CNE’s annual IRS Form 990 board review process, and reminded board members that we look for all to review it before we submit it to the IRS. The Treasurer then outlined the 2017 budget preparation process, and invited board members to bring forward any questions or suggestions they might have for the budget. He invited any board member to attend Finance Committee budget discussions between now and December when we approve the budget.

The Treasurer informed the board that Robinson, Farmer Cox (RFC) was selected as our audit firm for 2017 after an RFP process in which 5 potential auditors submitted proposals. RFC has been our auditor for the last 5 years, but will now change audit partners as a best practice moving forward.

CNE Board Leadership
The Governance Committee chair opened a board discussion on CNE’s Executive Committee. The Vice-Chair said that there was a national discussion about the pros and cons of executive committees: Do they work or do they concentrate power creating an inner and an outer ring of influence? The Chair asked the board for feedback on the work of the Executive Committee. Board members expressed
confidence in the role of the executive committee provided its focus was on lining up key strategy discussions for the board, and the executive director shared that she finds the Executive Committee to be valuable in vetting questions and ideas for the full board. It was noted that some of the risk of an overreaching (or underperforming, rubberstamping) executive committee comes down to the personalities of those in leadership, and the expectations the board places on itself for engagement. It was suggested that the Executive Committee send an email to the full board outlining key topics and action items after each of its meetings, and that we share with the full board the article that prompted this discussion.

10th Anniversary Review
This agenda item was postponed until the next meeting.

STRATEGIC DIRECTION

Executive Search Proposal: Mike Kirkman, Governance Committee Chair, and Strategic Partner, Sarah Gaines

Mike Kirkman introduced the Executive Search new program concept as outlined in the concept paper included in the board materials. He highlighted the mission alignment in development an executive search program, and the potential for more fully developing other mission-driven services such as: succession planning for boards and CEO’s, interim executive placement and onboarding of new executives. He further explained his view that the reputational and financial risk to CNE would be very low within the current proposed structure – a separate legal entity managed by Sarah Gaines to handle the executive search activity. He then introduced Ms. Gaines who further outlined the likely search market to start – Northern VA and perhaps UVa due to Mr. Kirkman’s network – her background, and her interest in partnering with CNE. There was a full board discussion on the proposal. Ms. Gaines shared that the target market would be those nonprofits that can’t afford a top-dollar search, but still could use professional search support, and that the service at this level would be market rate which could then subsidize associated services. It was noted that there is often important strategic value in having executive search expertise to guide boards in defining what they most need in their next leader, and that providing more coordinated wrap around services – such as onboarding – over time would add even more value to the market. One possible reputational risk could be if an executive placed turns out not to be a good match. Strategies for managing this risk were discussed, as were strategies for ensuring the CNE capacity needed to support this new program launch.
Action: Without objection the new executive search pilot was approved with the understanding that there may be other approval points as the plan develops.

Philanthropy Plan and Board Engagement: Alessandra Thomas, Associate Director of Philanthropy

The Associate Director of Philanthropy showed the new 10th Anniversary white board video which focuses on making CNE’s mission tangible and highlighting broad community engagement in CNE over the last decade. There was a brief discussion on how best to use the video as a unique resource to thank supporters and communicate the value of CNE.

ADJOURN
The meeting was adjourned at 10:09 am.

ATTACHED TO THE MINUTES
August Board Meeting Minutes
YTD Financials

OUTSTANDING ITEMS
Share Executive Committee Beware! article to full board for review.

ED to consider with Exec. Comm. and Governance Comm. how best to continue the leveraging diversity conversation within CNE. Note “The End of Diversity as We Know It,” a book by Darden professor Martin Davidson, as a CNE resource for leveraging diversity across the organization.

All board members to complete the online IRS Form 990 Review survey within the week.

All board members invited to the Finance Committee 2017 budget discussions: 12/1 and 12/9 from 8-10 am @ CNE.

Executive Director, Governance Committee Chair and Sarah Gaines to move forward in creating an Executive Search implementation plan by the end of the year.

Associate Director of Philanthropy to coordinate with board members on use of whiteboard & Philanthropy Day videos as special tools to cultivate and steward friends of CNE this year.
MINUTES

BOARD MEETING
December 13, 2016

Present:   Joe Raichel, Chair, Kakie Brooks, Vice-Chair, John Dumm, Secretary, Dan Layman, Trish Cluff, Michael McKee.

Absent:   Tim Rose, Treasurer, Jake Zarnegar, Dana Harris, Mike Kirkman.

Fellows Present:  Carolyn Burnett.
Fellows Absent:  Michael Brann.

Staff Present:  Cristine Nardi, Executive Director, Cindy Colson, Director of Programs, Alessandra Thomas, Associate Director of Philanthropy, Andrew Robinson, Program Manager.

Joe Raichel, Chair, called the meeting to order at 8:02 am.

WELCOME AND MISSION HIGHLIGHT
The Chair welcomed the Board to the last meeting of the year. John Dumm shared highlights from his ‘field trip’ to the PATH Foundation Nonprofit Resource Center, managed and operated by CNE, with staff members Cindy Colson and Kadi Davis congratulating Ms. Colson for her strategic management of the program this year.

CONSENT AGENDA
Action: Without objection, the October 2016 board minutes and the 2017 Executive Committee slate were approved. The CNE Board Officers for 2017 are: Kakie Brooks, chair, John Dumm, Vice-Chair, Trish Cluff, Secretary and Tim Rose, Treasurer.

OUTSTANDING ITEMS

2017 Annual Board Retreat
Michael McKee of the Governance Committee shared the committee’s recommendation that the 2017 retreat agenda focus on fleshing out and articulating CNE’s case for support for the next decade with particular attention to the national campaign to encourage funders to allocate 1% of their funding dollars to infrastructure organizations like CNE. There was general consensus on the recommendation.
10th Anniversary Review
Trish Cluff, the Board liaison to CNE’s 10th Anniversary Thought Leaders Circle, updated the board on the two focus areas recommended by the Circle for 2017: highlighting emerging and creative community leadership (ParadigmShifters: New Leadership Dialogues for the Next Decade) and encouraging broader community engagement in the sector (10 Good Things Party). The Executive Director shared with the board the value of the 10th Anniversary Speaker Series this fall which brought new faces and new cross-sector partnerships to CNE.

Philanthropy Day Wrap-Up
The Associate Director of Philanthropy highlighted key statistics from this year’s 10th Anniversary Philanthropy Day Celebration (Philanthropy Day 2016 Wrap-Up Report attached to these minutes). Kakie Brooks, CNE’s Vice Chair, recommended to the board that it have a strategic conversation focused on the role of Philanthropy Day moving forward given what we’ve learned over the past 9 years of the event. In particular, that we provide the Host Committee with clarity on the type of speaker we think is the best fit for the celebration. She proposed that the role of the speaker, where possible, should be to bridge the divide between nonprofit practitioners and philanthropists and that we should model that bridge in everything we do at Philanthropy Day.

STRATEGIC DIRECTION

2016 Strategy Review, Cristine Nardi, Executive Director
The Board Chair explained that due to the finance transition and our pending strategic partner negotiations, the 2017 budget was not yet ready for Board review. It was proposed and agreed that the Board take up the budget at the January 17th Executive Committee meeting at which all Board members are encouraged to attend, either in person, if possible, or by phone as annual budget approval is a key role of the full Board.

In anticipation of the Board’s 2017 budget review, the Executive Director provided a top line review of CNE’s Strategic Plan, and detailed progress on the 2016 Top Ten Strategic Goals since the goals represented areas of focus in this year’s budget. The Executive Director noted key areas of dynamic growth: ConsultCorps, our PATH Foundation strategic partnership, broad, cross-sector community engagement in our 10th Anniversary events and, internally, our staff reorganization. She highlighted goals in progress: Management Academy, expansion of virtual resources/member benefits, fine tuning of our Governance...
Matters program portfolio, and growth of the Board. And she explained that there is still work to be done in 2017 to complete the Sabbatical Project.

Ms. Nardi then noted the new & ongoing activities that would be featured in the 2017 budget: development of our Finance Academy strategic partnership with CFA Institute; growth of the PATH Foundation partnership; creation of an Executive Search partnership; and further diversification of both earned revenue (ex. Consult Corps) and donated income (ex. Corporate Partner program), as well as managing an already robust program portfolio (ex. Board Academy). She also highlighted several 10th Anniversary activities of benefit to our members in 2017 (ex. new partnerships with Charlottesville Tomorrow and Newsplex to highlight nonprofits and our 10 Good Things Member Celebration). The Executive Director explained that the key strategic question for the 2017 budget would be balancing investment in staff compensation with pay back of our reserves fund. Board members asked questions and engaged in discussion throughout the Executive Director presentation.

Executive Session: ED | Board Evaluation
The Board went into Executive Session to discuss the Executive Director and Board evaluation for the year.

Meeting Wrap-Up & Thank You
The Board ended its year with a special thank you to Joe Raichel, CNE Board Chair, whose term concludes this month after two years as Board Chair and seven years of board service. The Vice Chair, with active participation from board and staff, read a poem dedicated to the Board Chair who was then presented with a parting gift. The poem is attached to these minutes.

ADJOURN
The meeting was adjourned at 10:05 am.

ATTACHED TO THE MINUTES
October Board Meeting Minutes
YTD Financials
Philanthropy Day Round-Up
Parting Poem for Board Chair
OUTSTANDING ITEMS
Governance Committee to move forward in planning 2017 Annual Board Retreat
(date proposed: Saturday, March 4th, 9:00am-1:00pm).

Executive Committee to put a Philanthropy Day strategy discussion on the agenda
for the February Board Meeting.

Executive Director to present a 2017 Budget Proposal at the January 17, 2017
Executive Committee Meeting at which all Board members are encouraged to attend.