

Minutes of Monthly Meeting  
WNCPA Educational Foundation, Inc.  
Board of Directors  
November 10, 2015

This Regular Meeting of the Board of Directors of the WNCPA Educational Foundation, Inc., was held at Landmark Aviation FBO, Greater Asheville Regional Airport, Asheville, N.C., at approximately 7:00 p.m.

Presiding: Don Watson. Minutes submitted by: Phil Kelley, Sec.  
Board Members Attending: X Arnold Andresen X Ruffin Benton    Will Crook  
X Henry Johnson X Phil Kelley X Anne Osmer X Don Watson  
X Andy Guenette X Garry Hancock, Past President WNCPA

1. Call to Order: The meeting, noticed by email to each Board member, was called to order by the President, who determined that a quorum was present.
2. The Agenda was approved without amendment.
3. The Minutes of the October 13, 2015, meeting were approved.
4. Treasurer's Report - Will Crook. The Treasurer's Report was reported by President Don Watson and the Treasurer's written report is attached as Exhibit 1. Treasurer's report was accepted unanimously.
5. Old Business.
  - a. Community Foundation of Henderson County - Henry Johnson. Henry discussed the information he had previously sent to Board members about the CFHC website and the information that would be provided on behalf of the WNCPAEF. After discussion the Board approved Henry continuing to interact with them on our behalf concerning what info will be provided on the website concerning this organization.
  - b. Grantee/Mentor review. Don lead the discussion to update the Board on how the grantees are doing. Three individuals have completed the segments of their training for which their grant was issued. They are; Ryan Cotton, Katherine Harris and Bruce McDonald. The remaining grantees are in various segments of their training for the most part.
  - c. Funds available for 2016. General discussion but no firm decision was made.
6. New Business.
  - a. Board Members and Officers for 2016 and replacement for Will Crook as Treasurer and Phil Kelley as Secretary:

Pursuant to Article II, Section 1, of the Bylaws, Andy Guenette is appointed to fill the Board position of Will Crook who is moving from the area: and Phil Kelley will continue to serve on the Board for a three-year term after voluntarily resigning as Secretary. Henry Johnson will continue to serve on the Board for a one-year.

The Board discussed the incoming officers for 2016, as provided in the Bylaws in

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Article II, Sections 1, 2 and 3. Subsequently the following Motion (Exhibit 5) was made, seconded and passed unanimously, a quorum being present.

Pursuant to Article II, Section 1, the following Officers were appointed for 2016; Arnie Andresen President, Henry Johnson, Vice President, Don Watson, Secretary and Andy Guenette, Treasurer.

- b. Corporate and Insurance Forms Requiring Updates Annually: Group discussion concerning such forms as Annual Corporate Certification with North Carolina, Corporate Exemption to Solicitations by Non-profit, corporate Board insurance coverage and like requirements discussed. Phil will provide what he has a record of being required annually or on a regular basis and will get with Don for a seamless transition of Secretary's requirements.
- c. Application for 2016 Grants. Don Watson and Arnie discussed with the Board. Don will revise the 2015, version and submit via email to the Board and Selection Committees for further revisions, until a final version is established which he will then submit to the WNCPA as the 2016, version for posting on the web site.
- d. Selection Committee for Grantees. After discussion, a Motion was made, seconded and passed unanimously, a quorum being present:
  - Don Watson, Henry Johnson, Ruffin Benton, Anne Osmer, Andy Guenette and Nancy Marstall will serve as members of the Selection Committee for Grantees for 2016.
- e. Other Business.
  - A motion was approved authorizing a minimum of two Board officers to execute any and all documents required to authorize funds into or from the Community Foundation of Henderson County. See Exhibit 2 attached.
  - A motion was approved authorizing Andy Guenette (see above 6.a) to succeed Will Crook as Treasurer of the Foundation. See Exhibit 3.
  - A motion was approved authorizing three Board members to be signatories on the accounts of the Foundation being held by Asheville Savings Bank. See Exhibit 4.
  - Discussion was held concerning the best way to market and advertise what we do in order to increase funding. Henry will work with CFHC. Marketing and Advertising will be primary agenda item at the next meeting.
  - Certificates of Appreciation were handed out by President Watson to officers serving the Board in 2015.

The meeting adjourned at approximately 9:00 p.m.

The next meeting of the Board will be January 12th, 2016.

Respectfully submitted,

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Phillip G. Kelley, Secretary