

**National Conference of Bar Foundations  
Board of Trustees Meeting Minutes  
January 24, 2019**

**Attendance:** Deborah Auspelmyer, Leslie Barineau, Mary Groth, James Huggler, Elizabeth McElroy, Candice Pace, Andrea Stone and Tom Tinder.

**ABA Staff:** Rebecca Green-Jablonsky, Pamela Robinson

Ms. Stone welcomed everyone and called the meeting to order.

**Approval of Minutes**

Minutes from the retreat of October 11 and 12, and the meeting of October 29 were reviewed. Upon a motion made to approve by Ms. Groth and seconded by Ms. Barineau, motion carried. Ms. Stone noted the minutes from the December 14, 2018 meeting were not included and asked those in attendance to send notes to Ms. Auspelmyer to transcribe into minutes.

**Actions from Previous Minutes**

Ms. Stone inquired about the Guidestar status. Ms. Green Jablonsky reported that she will look into the application process; it had been her understanding that members of the Board would be doing so. Ms. Green-Jablonsky will research how to set it up and what information is needed to do so. Ms. Stone reported that her assistant could provide guidance as their foundation recently completed the process. The target date for completion is April 1, 2019.

Ms. Green-Jablonsky reported that she had contacted Joanna O'Reilly at the ABA about conducting the survey. She inquired if we would like to update the old one or create a new one. The consensus was to update the old survey. Ms. Green-Jablonsky will ask Ms. O'Reilly to put together a proposal and circulate it to the Board. Ms. Auspelmyer inquired about the timeframe; it will be determined based on Joanne's availability.

The Foundation Manual was discussed. Ms. Auspelmyer has not yet reached out to Mr. Newbold. Ms. Green-Jablonsky noted that he is at the conference and she will let Ms. Auspelmyer know if he is still here. Ms. Green-Jablonsky reported that she has converted the manual into a word document. Ms. Auspelmyer will contact Mr. Newbold by mid-February.

Ms. Stone noted that the Salary Survey is a high priority and that an email vote could be conducted regarding the cost and content of the survey once a proposal is received. She also noted that the Board Directors and Officers policy needs to be uploaded to the Board Only page of the website. Ms. Green-Jablonsky will do so.

**Mid-year Meeting Overview**

Ms. Green-Jablonsky reported that 37 attendees are registered for the conference; 21 for the dinner; and 7 first-timers. Registrations are up this year. Ms. Groth reported noting this year's conference addresses topics that members have asked for including good governance and

fundraising. Ms. Groth reported on programming expenses: Ms. Battle of Swell Fundraising waived her speaker fee and we gave her an in-kind sponsorship for travel expenses; Ms. Derrico has asked for reimbursement for a room; and Ms. Caster asked for a \$1,000 contribution in lieu of speaker fee and her travel expenses. Ms. Groth inquired if we could designate Board donations to San Francisco speakers and program. Discussion ensued regarding this suggestion and the consensus of the Board is to designate these gifts for speaker expenses.

Ms. Stone reported that NCBF will have a private room for the conference dinner and thanked Ms. Green-Jablonsky for her assistance.

### **Financial Report and Audit RFP Update**

Mr. Huggler, as treasurer, gave a comprehensive overview of the financials including a comparison of the 990s 2012-2017 and expenses vs. income 2008-2017. He also reported on the recent financial policy changes including; checks over \$2500 for goods/services or \$5000 for contracts must include an officer's signature and all checks require two signatures. He noted that the NCBF has both QuickBooks and an external reconciliation prepared with an accounting firm. Mr. Huggler reported on the recent improvements including that members now receive an automatic receipt when they pay on-line and new officers have been added to the checking account. He reported that improvements are being seen regarding deposits-- since October deposits are made every 2 weeks, deposits in Nov-Dec 2018 most are less than 30 days, 2 were over 90 days plus. Mr. Huggler reported on the status of being listed on Guidestar. He referenced the Harris/Neely study and the outcome reports that organizations receive 53% more contributions than non Guidestar organizations. Although the NCBF most likely won't see an increase in donations, being Guidestar rated will support we are a credible organization. Mr. Huggler noted that the historic 990s are on the website and this should be uploaded and reviewed annually. He anticipates the board participation hours for 2018 will be high demonstrating we have a very engaged board. Mr. Huggler reviewed the statement of financial position as of December 31, 2018 noting that we currently have \$69,811 in the checking accounting and \$31,565 in savings. A detailed review and discussion followed with a reminder to the Board to send in their gifts for this year.

Ms. Stone inquired about the \$1,052 added to this quarter financials as Prior Year Expenses. Ms. Robinson will have staff look into the detail of those expenses and ask the accounting firm about recording them in the proper accounting year. Ms. Stone also inquired about the uncleared transactions on the reconciliation detail totaling \$424.34. These items range from 8/15 to 2/18. Ms. Green will ask Tondanisha for details, and also check with the accounting firm on how best to clean up the entries.

Mr. Huggler concluded his report noting that the reconciliation and deposits processes are improving and there appear to be improved controls in place regarding disbursements. He noted having historical data of membership would be helpful for membership reports. Mr. Huggler asked Ms. Green-Jablonsky to send monthly financial reports to the officers. Ms. Robinson requested that any issues be brought to her attention prior to the Board meeting going forward.

Checks are currently being locked in a staff drawer and they are looking into attaining a lockable cabinet.

Discussion turned to whether a Travel Reimbursement Policy should be developed outlining reimbursable expenses for the Board and speakers. Ms. Green-Jablonsky will circulate a copy of the ABA policy for us to review and possibly benchmark.

### **Proposed Audit**

Mr. Huggler reported that while preparing the RFP he realized we are in the middle of the fiscal year and that the Executive Committee decided to finalize the RFP in Las Vegas, solicit proposals and make a selection with the Board. Approximately 65 firms in Chicago with a focus on nonprofit experience will receive the RFP. He anticipates having the information by October, possibly August. Overall the NCBF has a small budget and number of transactions noting that in 2017-2018 there were 16 deposits made and 32 checks written. Mr. Huggler inquired if the RFP should include an audit for 1 year or two. Ms. Auspelmyer suggested including both and then we can compare the costs. Mr. Huggler reported that he used the NABE RFP as framework for development.

### **Committee Reports**

Ms. McElroy reported on the award recipient. Mr. David White is a Kansas City Metropolitan Bar Foundation board member and veteran, having served in the U.S. Army and Army Reserve for 27 years. Mr. White used his experience to help the Kansas City Foundation lead the initiative to form Military Matters in an effort to increase veterans' access to legal and other support services. Ms. Auspelmyer inquired if we could display a poster board with the recipient during next year's meeting. Ms. Robinson noted that if the NCBF has a poster other entities may want one as well and it could be visually distracting. Ms. Barineau inquired if Mr. White knows he will be acknowledged at Friday's luncheon as there was some confusion in relation to this last year. The importance of having the recipient, photo, and information on the website prior to the luncheon was stressed. Ms. Green will work with Ferreum to add the award recipient to the website.

Ms. Auspelmyer reported on the website. Ms. Barineau inquired about the status of the member spotlights; Ms. Auspelmyer is working on putting together a calendar of assignments for the year. Ms. Stone reported that the draft of the policy for website privileges is on the board member only page to review. Discussion ensued regarding the policy.

Mr. Tinder moved to approve the policy, Ms. Auspelmyer seconded, motion carried. Ms. Auspelmyer reminded everyone that if they would like to be included in the spotlight section to let her know.

Ms. Pace reported on social media efforts and that a hurdle occurred with getting Instagram going. She noted that the Twitter account is up and running and she will contact Ferreum to see if we can get a social media feed on our website. Ms. Stone asked if anyone had a social media policy and if so, to share them as we will need to develop one.

Ms. Barineau reported on the efforts of the Nominating Committee. There are currently two trustee seats open, possibly up to four. She asked the board for recommendations prior to February 14 and to include why you think they would be a good member. Ms. Stone asked Ms. Green and Ms. Robinson for recommendations.

**Other Business**

Ms. Robinson gave an update on the ABA's 2019/2020 plans. At this point she is uncomfortable moving forward with a contract with the NCBF as there is much uncertainty about what will occur. Ms. Robinson noted that programs and services that aren't core to the ABA mission are being examined at this time and fewer services may be provided in the future. She is hoping to know more in late spring. Ms. Stone inquired if the administrative fee will increase. Ms. Robison is unsure if that will occur or if there will even be staffing that this point. Ms. Barineau inquired about the impact on mid-year and the 2020 annual meeting. Support would be offered until late August regardless. Discussion ensued regarding the administrative support provided by the ABA.

There being no further business to discuss, a motion was made by Ms. Stone to adjourn to go into Executive Session. This was seconded by Mr. Huggler.

Respectfully submitted  
Deborah A. Auspelmyer  
NCBF Board Secretary