

**MANNA FoodBank
Board of Directors Meeting**

Date: November 18, 2015	Begin Time: 5:00 p.m.	End Time: 6:40 p.m.	Total Time: 1:40 hour
<p>Members Present: Janie Wilson, Teresa Roach, Jim Mathews, Louise O'Connor, Allen King, Sage Turner, Scott McLean, Phil Hardin, Joyce Miles, Jim Peterson, Terry Latanich, Melody Dunlop, Jeff Grindstaff By phone: n/a Members Absent: Jo Blaylock, Kip Marshall, Beth Palien, Mary Ritter, Elaine Robinson Beattie, Ross Sloan</p>			
Guests Present: n/a			
Staff Present: Cindy Threlkeld, ED; Nancy Flippin, CFO; Mary Nesbitt, CDO, Jill Hanson, COO			
Report/Member/ Handouts	Discussion/Recommendations/Conclusions	Action/Follow Up	
Call to Order	JM called the meeting to order and asked Terry Latanich to read the mission and vision statement of MANNA FoodBank.		
Consent Calendar	There were no additions or corrections to the September minutes so they were accepted as is.		
Audit Committee Report Handout #1— MANNA Food Bank, Incl Financial Statements Year Ended June 30, 2015	Teresa Roach gave a report from the Audit Committee's meeting and noted that once again MANNA received a favorable review. The significant differences in certain categories relative to the previous year's audited financials are primarily due to the Capital Campaign. The good news is that the audited results show that the spending on functional expenses was 95 cents from each 1 dollar of MANNA's total expenses for the year. A motion was made to accept the audit. It was seconded and carried.	<p>Motion: That the Board of MANNA approve the annual audit presented by the Audit Committee</p> <p>The motion was seconded and carried unanimously.</p>	
Space to Erase Hunger Building Project and Funding Options Handout #2- STEHR Budget Estimate	CT reported that the demolition had begun on Phase II. It was found that additional funds would be needed (approx. 30K) to make the second level acceptable for handicap access. The Finance Committee met and presented a proposal to finish out the building project. They are proposing that MANNA utilize their existing line of credit to finance \$907,000, use funds from MANNA's cash reserves of \$400,000, with the remaining funds needed to come from the potential grants and gifts that are expected. The Development team is looking at a potential of as much as \$250,000 in additional funding. A motion was made to accept the proposal of the FC. It was approved.	<p>Motion: That the Board of MANNA accept the proposal of the Finance Committee, as regards the Capital Campaign for the Space to Erase Hunger, and use the existing line of credit to borrow \$907,000, utilize \$400,000 from MANNA's cash reserves, and complete the amount needed with additional funds to be raised through the capital campaign. The motion was seconded and carried unanimously.</p>	
Space to Erase Hunger Capital Campaign	Melody Dunlop complimented the Development Team for their tireless work on the campaign. She reported that \$2.8 million in money and pledges had been raised, with \$75,000 of that as in-kind donations. The team has a list of remaining potential donors and prospects and they project that somewhere between \$160,000 and \$250,000 is possible. They have contacted, or will contact (time sensitive) several foundations that seem favorable and are optimistic that several will yield additional funds. The campaign will wind down as the year ends, with no additional mailings or solicitations to be sent. Publically, the campaign will go quiet until Phase II is complete and media will be involved in announcing the completion. Internally, however, there will be ongoing efforts to raise enough money to fully fund the project.		
Finance Committee Handout #3	CFO Nancy Flippin presented a financial report in which she noted that we ended the first quarter of the new fiscal year slightly below budget in cash on hand, to which she attributed the STEHR, timing		

<p>3A-Statement of Activities</p> <p>3B-Statement of Financial Position</p> <p>3C-Monthly Cash Balance Historical</p> <p>Handout #4- Food Receipts and Distribution</p>	<p>issues, and annual trend. We are under budget in contributions and grants, but earned income is strong. She was pleased with the new mailing service, and though there is money going out at the onset for set-up costs, etc. she felt that the overall results were positive. She noted that there were notable differences on a number of line items on the budget but she explained that she is still tweaking the reporting of those items in the new financial software system and has switched some of the categories to reflect these changes.</p> <p>COO Jill Hanson gave a brief report on food receipts and distribution. She noted a 9% decrease in the first quarter versus last year, and is predicting no double digit increase for this fiscal year for the first time in five years. She noted that state funding has affected distribution. TEFAP was down 28% and she said that this is something beyond their control. She is working on increasing produce receipts and has visited with several regional produce suppliers.</p>	
<p>Membership & Governance Committee</p>	<p>Scott McClean thanked the members of the M&G committee for their work in bringing a slate of candidates to the Board for their approval. He announced a final slate of 7 candidates and had a brief bio for 4 of them with the expectation of sending out the final three bios once he had received them from the candidates. The new slate of Board members, to be approved at the December meeting is: Rasheeda McDaniels, Ruth Birge, Karen Olsen, Barry Kampe, Steve Metcalf, Judy Butler, and Chuck Cloninger.</p> <p>The nominations for the EC are: Jim Mathews, President; Melody Dunlop VP/President Elect; Joyce Miles, Secretary, and Treasurer; TBA; Scott McLean, Member at Larger.</p> <p>Lastly, Terry Latanich is proposed to be a board appointed representative to the NC State Association of Food Banks Board. He has agreed to serve in that capacity. A motion was made to approve this appointment and it was carried.</p>	<p>Motion: that the Board of MANNA Food Bank approved the appointment of Terry Latanich to serve as a board appointed representative to the NC State Association of Food Banks Board.</p> <p>The motion was seconded and carried unanimously.</p>
<p>President's Report</p>	<p>JM thanked members of the Transition Committee and noted that the job posting for the CEO position has now appeared in numerous locations and resumes have begun to come in from potential candidates.</p>	
<p>Executive Director's Report</p>	<p>CT announced that Congressman Mark Meadows would be volunteering in the warehouse in December and she is hoping that this will afford an opportunity for him to listen to some of the funding needs that MANNA, and other food banks, are facing.</p> <p>She mentioned the annual lighting of the Ingles Christmas tree at the Asheville Mall on Monday night, November 23. She asked that Board members attend, if possible.</p> <p>She also announced a new fund-raising opportunity as MANNA will be manning the gift-wrap booth at the Asheville Mall for the month of December. There is a potential for \$15,000 to be raised. Volunteers are needed to help.</p> <p>Giving Tuesday is coming again on December 1 and like last year, MANNA had procured a matching gift donor to encourage participation in giving on that one day.</p> <p>She attended the ED/CEO summit for food banks in October and felt it was a good experience. At the summit the new CEO of Feeding America was announced, as well as the news that FA has hired a Medical Director who will work with the intersection of health and food insecurity. She feels this will be good support for the medical hotline which was launched in 2014.</p>	
<p>Next Board Meeting</p>	<p>December 16, 2015</p>	

Joyce Miles, Secretary
November 18, 2015