

**Pro Bono Partnership of Atlanta
Minutes for Board Meeting
Barnes & Thornburg Atlanta Office
May 21, 2013**

Members Present:

Angie Woo (via telephone)
Ben Garren
Brent Houk
Briley Brisendine
Faith Knight Myers (via telephone)
Frank Landgraff
Jared Brandman
Juliet Sy (joined at 3:45 p.m.)
Randy Cadenhead (via telephone)
Reggie O'Shields (via telephone)
Rick McMurtry
Tamera Woodard (joined at 4:15)
Tom Rawls
Tricia Kinney

Others Present:

Jerry Blanchard
Laura Hennighausen
Rachel Spears
Robyn Miller

Members Absent:

Betsy Griswold
Kathleen Bardell
Pat Roberts
Tim Phillips

Meeting called to order: 3:35 p.m.

I. Governance

1. Tom Rawls moved to approve Tamera Woodard as new board member, and Frank Landgraff seconded. All unanimously approved.
2. Frank Landgraff moved to approve Juliet Sy as new board member, and Ben Garren seconded. All unanimously approved.
3. Jared Brandman moved to approve board minutes from the meeting in February 2013, and Frank Landgraff seconded. All unanimously approved.
4. The annual Conflict of Interest form was discussed. The IRS asks on the Form 990 if the organization has obtained this information regarding conflicts of interest from the board. PBPA requests each board member review and sign the form annually.

II. Finance

1. Treasurer's Report – Jerry Blanchard provided a report on the cash balances in the PBPA accounts. The SunTrust account is below \$250,000 at \$248,000. The threshold for FDIC Insurance is \$250,000 so PBPA will work to maintain a balance lower than that amount.

2. Review of Financial Statements – Quarterly financial statements were distributed to the Board. Rachel Spears noted that it is typical for PBPA expenses to exceed income in the first quarter. Rachel Spears reported that PBPA is on track financially, and PBPA was the beneficiary of the ACC Value Challenge. Jerry Blanchard requested an update on health insurance. Rachel Spears reported that PBPA is not required to offer health insurance due to its small size, and that PBPA may stop offering insurance in favor of the exchanges when the new law comes into effect. More details will be available later this year. Rachel Spears also noted that she investigated 403b plans but the expenses are so great that they outweigh the benefits. Rachel Spears requested that if any Board Members know someone knowledgeable about health insurance or 403b plans for small companies, that they share information. Rachel will inquire with PBP in New York about their plans.
3. Accountant Engagement – Rachel Spears reported that Gross Duke Nelson has been engaged to process the annual financial review and Form 990. PBPA filed an extension on filing the 990 until August. Once completed, the 990 will be emailed to the Board for review before it is filed.

III. Executive Director’s Report

1. Strategic Plan Update – Rachel Spears reported that the strategic plan numbers were updated with help from Frank Landgraff to better reflect PBPA’s activity. PBPA is on track to meet strategic plan goals.
2. Social Gathering – The social gathering for board members and significant others was very successful. PBPA will plan to hold another gathering next year.
3. Awards – Laura Hennighausen was recognized at the Georgia Center for Nonprofits Nonprofit Summit as one of Top 30 under 30 Nonprofit Leaders. Brent Houk was recognized as Community Champion Large in the annual Corporate Counsel Awards. Betsy Griswold was awarded for Lifetime Achievement in the annual Corporate Counsel Awards. Mindy Doster, a volunteer with PBPA, as well as other volunteers, also received awards.

IV. Fundraising

1. Annual Donations - PBPA is encouraging organizations to send in annual donations earlier in the year. PBPA recently received checks from Ballard Spahr and Finnegan. Board members are encouraged to check in with their assigned organizations. Ben Garren reported that the Pro Bono committee at Coca Cola Company is reviewing their donations, and so their check will come later than usual. Home Depot increased their annual donation to \$25,000 this year. A chart illustrating law firm donations from the largest firms in Atlanta based on number of attorneys from 2005 to 2012 was included in the agenda. Rachel Spears reported that relationships with Morris Manning and Smith Gambrell have been

initiated. Reggie O'Shields and Tricia Kinney volunteered to speak with Bondurant. The Board discussed targeting corporations such as Delta and Newell Rubbermaid for donations and noted this should be kept in mind when vetting potential board members. Frank Landgraff volunteered to speak with the Georgia Bar IP Section. Board Members were encouraged to let Rachel know if they have any connections to Bar Sections.

2. ACC-GA Event – Rachel Spears reported that the sponsors of the Value Challenge were pleased and will repeat the event. PBPA netted \$24,000 this year, down from \$31,000 last year due to higher expenses and one less sponsor.
3. Dinner at The Lawrence, June 11 – There will be a fundraising event at The Lawrence on June 11th. A customizable email will be distributed to the board to be used as a personal invitation. Between 5 p.m. and 10 p.m., The Lawrence will donate 10% of all profits to PBPA. A larger fundraiser is in the planning stages for September. The fall fundraiser will occur at a brewery, and tickets to the event will provide attendees with a brewery tour and beer tastings. PBPA will invite a food truck to attend to serve refreshments in exchange for a percentage of sales. Neither fundraiser requires the expenditure of any PBPA funds.
4. Rachel and the board commended Tom Rawls and Shannon Pierce for their board service. Both have stepped down but will remain on the Advisory Committee, and Tom Rawls will remain on the Fundraising Strategy Committee.

V. Executive Session

Next Meeting: August 20, 2013 at 3:30 p.m., Location: Nelson Mullins.

Meeting Adjourned: 4:50 p.m.