

Philadelphia Yearly Meeting Administrative Council
Saturday, November 17, 2018
Approved Minutes

Present: Andrew Anderson, Emily Blanck, Harry Bryans, Christie Duncan-Tessmer (*ex-officio*), Bruce Haines, Linda Lotz, Linell McCurry, Richard Morse, tonya thames taylor, Terri Whiteford

Regrets: Erika Juran, Barry Sloane, Roy Zatcoff

1. The **agenda** was reviewed and **approved**.
2. **The minutes of October 20, 2018, were approved.**
3. Proposal to Establish a Development Committee
General Secretary Christie Duncan-Tessmer shared a written proposal authored by staff and reviewed for feedback by the Finance Committee. PYM's development work needs governance support aligned with the current governance structure. (The development committee under the old structure was laid down along with all other working groups and committees.) The proposed new Development Committee would work closely with the Associate Secretary for Advancement & Relationship 1) to foster a healthy philanthropic culture in the yearly meeting and 2) to thresh broad development directions, challenges and opportunities.

Council approved the creation of a Development Committee and referred it to Governance Committee. Governance will consider the new committee's charge in greater detail and name Friends to serve on it. Those appointments will come back to Admin Council for approval. With respect to the qualifications of those asked to serve, tonya thames taylor asked that Governance choose Friends with significant experience in nonprofit development. **Council united around tonya's recommendation and the Development Committee Proposal.**

4. Proposal to Accept and Publish As-Yet Unapproved Minutes from 2015 Annual Sessions
Christie reported that Annual Sessions in 2015 never approved minutes for its business sessions beyond the morning and afternoon sessions of Thursday, July 30, 2015. The Body kept running out of time. It was before, and in fact the prompt for, the experimental committee approach to approving minutes that was used in 2016-17. PYM adopted a new approach in March 2018, when it agreed to return to the practice of documenting, reading aloud, and approving minutes during sessions at the end of each business session.

The issue is around approval, not content. The 2015 final draft minutes are a clear record of business. In 2016, incoming Presiding Clerk Penny Colgan-Davis took some steps to get the draft minutes approved, which never came about. As a result, the 2015 minutes still are not approved. The absence of 2015 minutes on PYM's website is conspicuous.

It is too late to "approve" the 2015 minutes now. In terms of good practice, IRS standards for nonprofit minutes say approved minutes should be contemporaneous, meaning approved not

later than 60 days after the meeting or at the next meeting of the governing body, which would have been Annual Sessions 2016.

Senior staff recommends that Admin Council approve a minute that accepts the draft minutes, which will forever remain in draft form, but that they be recognized and used as our permanent record of what happened at 2015 Annual Sessions, and will be publicly posted.

Council agreed to such a minute in principle and held the matter over. Friends asked that the 2015 draft minutes be sent to Council for their information and reading before the January 2019 meeting.

5. FY 2019 Distribution Rate Recommendation

Treasurer Andrew Anderson presented a Finance Committee recommendation that Admin Council approve and minute that PYM will take Friends Fiduciary's standard 4% distribution rate on PYM's funds for FY 2019.

- PYM's endowment funds are invested in Friends Fiduciary's Quaker Growth & Income Fund, where the current distribution rate is 4%.
- Section 5548 (c) of the Pennsylvania nonprofit code makes the selection of the distribution rate each year an annual responsibility of an organization's board.

Council approved taking a 4% distribution rate on PYM's funds for FY 2019.

6. FY 2019 Administrative Fee on PYM Restricted-Purpose Funds

Andrew reported that Finance had reviewed and approved staff's calculation of the FY 2019 administrative fee on PYM's restricted-purpose funds. PYM uses a tiered fee schedule where smaller funds pay a slightly lower fee. PYM uses foundation best practices in looking at the administrative costs for restricted-purpose funds as shared in the aggregate. Restricted-purpose funds mainly support grants for aging, education, buildings, travel & witness, and special concerns such as the Indian Committee and the Anna T. Jeanes Cremation Fund.

7. Governance Committee Update on Administrative Council Self-Assessment

Clerk Bruce Haines reported that the Governance Committee continues to work on a draft self-assessment and has studied self-assessments from various nonprofit organizations and nonprofit governance sources.

8. Closing Worship began at 12:30 PM.

Bruce Haines, recording clerk *pro tem*