

Mission Statement: "United Way collaborates with partner agencies to strengthen and improve Health, Education and Income Stability in Southeast Alaska."

**United Way of Southeast Alaska
Board of Directors Meeting**

**Thursday, June 21, 2018
5:15-7:00 PM**

United Way of Southeast Alaska 3225 Hospital Drive, Suite 106

Teleconference: (800) 315-6338, Code: 32251#

I. CALL TO ORDER and INTRODUCTIONS –Chair Russell

II: APPROVAL OF AGENDA – Corrections/Additions

III: APPROVAL OF MINUTES – Corrections/Additions

May 17, 2018 Meeting Minutes

IV: PRESENTATIONS – United Way Website review

Donor Development & Sustainability, Kaylee Matheny & Samantha Dye

V: COMMITTEE REPORTS

Resource Development

Finance Committee – Karmen Bowman, Treasurer; Chris Pace, Mark Mesdag

May Finance report

Campaign Committee –Mark Mesdag, Kendri Cesar, Warren Russell, Jennifer Treadway

Events Committee– Brittany Pace, Jennifer Treadway-O’Dea, Karmen Bowman,
Robbie Stell

Nonprofit Executives – Joy Lyon, Millie Ryan

Governance Committee

Board Development Committee – Mark Mesdag, Warren Russell

Personnel Committee – Jennifer Treadway, Brittany Pace, Warren Russell

VI: STRATEGIC DISCUSSIONS –

VII: Old Business –

VIII: New Business – United Way Worldwide Annual Membership Certification

United Way Worldwide Annual meeting and Proxy Vote Authorization

UWSEAK Fiscal Policy Update

Comedy Show cancelation recommendation

-

X: CHAIR REPORT – Warren Russell

XI: PRESIDENTS REPORT – Wayne Stevens

XII: BOARD MEMBER COMMENTS

XIII: ADJOURNMENT Next Meeting July 19, 2018

Vision Statement: "United Way of Southeast Alaska addresses individual needs and improves lives by organizing the caring and collaborative power of our communities"

2018 Board Member Attendance

Term Ends	First Name	Last Name	1/25	2/15	3/15	4/19	5/17	6/21	7/19	8/16	9/20	10/18	11/15	12/20	% Attendance	X's	Total
Jan - 2020	Karmen	Bowman	X	X	X	X	X								100%	5	5
Jan - 2020	Kendri	Cesar	X	X	X	E	X								80%	4	5
Jan - 2021	Jennifer	Treadway-O'Dea	X	X	X	E	X								80%	4	5
Jan - 2020	Joy	Lyon	E	X	E	E	X								40%	2	5
Jan - 2019	Mark	Mesdag	X	T	T	X	X								100%	5	5
Jan - 2020	Brittany	Pace	X	X	X	X	E								80%	4	5
Jan - 2020	Chris	Pace	X	X	X	E	E								60%	3	5
Jan - 2020	Fred	Parady	E	X	E	E	X								40%	2	5
Jan - 2021	Warren	Russell	X	X	X	E	X								80%	4	5
Jan - 2019	Millie	Ryan	E	X	X	X	E								60%	3	5
Jan - 2019	Robbie	Stell	X	E	X	E	X								60%	3	5
Jan - 2021	Tom	Sullivan	-	-	E	X	X								40%	2	5
Jan - 2021	Karen	Wright	X	T	E	-	-								40%	2	5
Total Board			12	12	13	12	12	12							66.15%	43	65
Attendance			9	11	9	5	9										
Average Percentage Attending			75%	92%	69%	42%	75%	#####	#####	#####	#####	#####	#####	#####	#####	#DIV/0!	
X= Attended																	
T= Teleconferenced In																	
E= Excused																	
A= Absent																	

**United Way of Southeast Alaska
Board of Directors Meeting**

Thursday, May 17th, 2018
5:25-6:38 PM

United Human Services Conference Room
3225 Hospital Drive

Board Members in Attendance					
X	Warren Russell- Chair	E	Brittany Pace		Staff
X	Mark Mesdag - Past Chair	E	Chris Pace	X	Wayne Stevens
X	Jennifer Treadway- O'Dea – Secy.	X	Fred Parady	X	Kaylee Matheny
X	Karmen Bowman-Treasurer	E	Millie Ryan		
X	Kendri Cesar	X	Tom Sullivan		
X	Robbie Stell				Guest(s):
X	Joy Lyon			X	Samantha Dye
Legend: X= Present E= Excused Absence T= Teleconference A= Absent					

CALL TO ORDER AND INTRODUCTIONS

Chair Russell called the meeting to order at 5:25 PM. A quorum was established with 9 members present.

APPROVAL OF AGENDA

Motion: Board Member Robbie Stell moved to adopt the agenda as presented. Board Member Tom Sullivan seconded the motion.

Chair Russell asked if there were any objections to adopting the agenda as presented. Members expressed no objections to the adoption of the agenda as presented.

With no objections, the agenda was adopted as presented.

APPROVAL OF MINUTES

Motion: Secretary Treadway-O'Dea moved to approve the minutes of the March 15th, 2018 and the April 19th, 2018 Board of Directors Meeting. Board Member Tom Sullivan seconded the motion.

Motion to approve minutes as presented was approved unanimously.

PRESENTATIONS

Donor Development & Sustainability- Kaylee Matheny & Samantha Dye

Presenters explained to board members the research that has been done using ANDAR and its findings regarding donor data. Kaylee talked about the handout to the board, explaining the different tables and what each table represents. With several different tables and charts, they are all similar in the way that they show the number of donors and total pledge amounts for organizations versus donors outside of the workplace and the percentage rate the two types of donors represent for the last 5 years (2013-2017). It also shows the organizations and individuals that have donated for 5 consecutive years and the percentage rate that each organization/individual makes up among all the other 5 consecutive year donors.

United Way of Southeast Alaska Board of Directors Meeting

Thursday, May 17th, 2018

5:25-6:38 PM

United Human Services Conference Room
3225 Hospital Drive

After explaining the handout, Samantha discussed the different ways the board members could use the data and how to go about doing it so that UWSEAK can maintain, obtain, and grow donors. Suggested steps from Samantha were to create a Donor Management & Sustainability Committee to dig into ANDAR's donor database, update the donor pledge forms for relevance and to gain necessary donor information that can be utilized, develop a donor recognition program (make an incentive and entice donors to want to give each year by rewarding those that give 5 years in a row, 10 years in a row, etc.) and last, contact those donors who, if they give to this year's campaign, they will be a 5 consecutive year donor.

From the data, Samantha explains that it can be very beneficial to UWSEAK as it shows that there is a lot of potential to grow the organization. On the handout, one of the tables shows the population (73,812) and the number of jobs (45,260) for Southeast Alaska. When you compare the Southeast data to the number of UWSEAK donors it shows that only 1% of those with a job have chosen to give to UWSEAK, that gives UWSEAK a very large percentage rate to potentially grow even more.

COMMITTEE REPORTS

Resource Development:

Finance Committee - Karmen Bowman, Chris Pace, & Mark Mesdag

No report due to members not being able to meet.

Campaign Committee - Kendri Cesar & Mark Mesdag

Briefly explained that the committee will be starting back up further into summer when the upcoming campaign gets closer and that the new donor committee will tie in well and will be useful for planning the upcoming campaign.

Events Committee- Brittany Pace, Jennifer Treadway-O'Dea, & Karmen Bowman

Members talked about their concern for the upcoming comedy show as it is fast approaching. With lack of communication, it is hard to prepare for the event and even to explain to the whole board as to where the committee is at in the planning stage. With no venue, committee members as well as other board members are deciding whether the event should even take place still or not.

Governance:

Board Development Committee- Warren Russell & Mark Mesdag

Chair Russell told board members about meeting with Sasha Moore to discuss becoming a board member. Sasha works for the Front Street Medical Clinic as well as her husband who is one of the doctors for the clinic. In creating a diversifying board in terms of career fields, Sasha would be a good candidate to fill the board member in the medical field position as she will be able to speak about and explain the medical topics that come up.

With one more position to be filled, members talked about filling the last position with an individual in the media/ advertising field. With multiple different board members in different career fields, the

**United Way of Southeast Alaska
Board of Directors Meeting**

Thursday, May 17th, 2018

5:25-6:38 PM

United Human Services Conference Room
3225 Hospital Drive

potential to grow can become reality as it will help to reach, broaden, and create new donors that UWSEAK wouldn't necessarily have otherwise.

Personnel Committee- Warren Russell, Jennifer Treadway-O'Dea & Brittany Pace

No report as committee discussed roles of committee members. Secretary Treadway-O'Dea will lead committee with the help of Chair Russell. Board member Sullivan volunteered to be on committee.

STRATEGIC DISCUSSIONS

No Discussion.

OLD BUSINESS:

Adopt Conflict of Interest Policy-

After the motion to adopt the policy had passed, Chair Russell instructed board members to sign and return the signature page to President Stevens and/or Kaylee.

Motion: President Stevens moved to approve the Adoption of the Updated Conflict of Interest Policy. Secretary Treadway- O'Dea seconded the motion.

Motion to Adopt the Updated Conflict of Interest Policy was approved unanimously.

NEW BUSINESS:

- **Karen Wright Letter of Resignation-**

Motion: Board Member Stell moved to approve the Resignation of Karen Wright. Past Chair Mesdag seconded the motion.

Motion to approve the Resignation of Karen Wright was approved unanimously.

- **Authorizing President Stevens as Entity Admin. for Federal Gov. System Award Management –**

Motion: Past Chair Mesdag moved to approve the authorization of President Stevens as Entity Admin. For Federal Gov. System Award Management. Board Member Stell seconded the motion.

Motion to approve President Stevens as Entity Admin. was approved unanimously.

- **Election of Sasha Moore, Front Street Health Clinic, to the Board-**

Motion: President Stevens moved to elect Sasha Moore to the Board of Directors of United Way of Southeast Alaska. Board Member Stell seconded the motion.

Motion to approve Sasha Moore to the Board was approved unanimously.

United Way of Southeast Alaska Board of Directors Meeting

Thursday, May 17th, 2018

5:25-6:38 PM

United Human Services Conference Room
3225 Hospital Drive

- **United Way Website Review-**

Deferred to next month's Board Meeting.

CHAIR'S REPORT-

Chair Russell explained some current objectives that need to be done such as filling the rest of the Board Member positions and if any board members know of someone in the advertising/ media field that they thing would be a good addition to let him know.

Also discussed was the Day of Caring to take place in Ketchikan and Sitka and how this event is soon approaching. Board members and committee members should start thinking about the event as work will need to be done soon.

Reminding the board, Chair Russell explained his apprehension of the Comedy Show. Chair explained that he will try to get in touch with Board Member Brittany Pace to see what is going on with the event.

PRESIDENT'S REPORT-

President Stevens referred members to the Presidents Report List in the board packet. Briefly discussed the STEPS Grant, involves supporting community efforts and how it fits in with United Way as our focus areas are Health, Education, and Financial Stability. The grant is a 5 year grant at a total of \$20 million with Juneau receiving 1 million of the grant every year for the next 5 years.

BOARD MEMBER COMMENTS-

Board Member Lyon talked about Best Starts and the steps that are being worked on to move the program forward which include childcare and finances as childcare is still an issue and the role the city will play in regards to the program. Other steps to move the program forward is putting Best Starts on the ballot to vote on and promoting the program as only 2% of kindergarteners are ready when entering school.

ADJOURNMENT-

Chair Russell adjourned the meeting at 6:38 PM

United Way of Southeast Alaska

3225 Hospital Drive, Suite 106
Juneau, Alaska 99801
tel 907.463.5530

unitedwayseak.org

LIVE UNITED



MINUTES of the Finance Committee Meeting

Date of meeting: May 25, 2018 Time: 4:00 pm

Place: UWSEAK Conference Room

Members Present (first & last name): Warren Russell, Karmen Bowman, Mark Mesdag

Members absent (excused): Chris Pace

Other persons present: Wayne Stevens, Len Lambert (via telephone)

Chairperson: Karmen Bowman

ITEMS DISCUSSED: April Finance Statement

DECISIONS MADE: Questions about format, numbers not tying out correctly. Asked Anchorage CFO to re-do statements.

RECOMMENDATIONS TO BOARD FOR APPROVAL: None

Adjourned at: 5:15pm

United Way of Southeast Alaska

3225 Hospital Drive, Suite 106
Juneau, Alaska 99801
tel 907.463.5530

unitedwayseak.org



MINUTES of the Donor Sustainability & Development Committee Meeting

Date of meeting: June 5, 2018 Time: 4:00 pm

Place: United Way Conference Room

Members Present (first & last name): Mark Mesdag

Members absent (excused): Karmen Bowman, Warren Russell

Other persons present: Samantha Dye, Kaylee Matheny, Wayne Stevens

Chairperson: None

ITEMS DISCUSSED: Donor Development, ad in AARP newsletter or related materials 2018 Campaign co-chairs, 2017 annual report, 2018 campaign brochure, long term supporters

DECISIONS MADE: Kaylee

ANDAR - get further training (in ANC or by Robin Maiville)

Research in ANDAR how to see individuals within a company (talk to Vanessa)

Update individual and company reports to show 2017

Make a list of names & addresses for individuals and companies who have been consistent donors but have not yet given in 2017 (for thank you cards)

Wayne

Speak with Jayne A. (AARP)

Research Churn tool

Draft thank you note for June board meeting

Samantha

Review individual and company lists again

Draft thank you with Wayne

Research board assessment tools - potential next step related to fund development & board engagement

Suggest a few specific ways for the board to engage large donors (new ideas)

RECOMMENDATIONS TO BOARD FOR APPROVAL:

Adjourned at: 5:15pm

Items discussed at the board meeting, some of what we've been looking at raises questions like

(1) who are the consistent givers at the company and individual levels?

(2) what donors were consistent but have stopped giving? How do we invite them again?

(3) how are board members impacting company giving (it's interesting to see how data supports relationships)?

(4) Who has been consistent and needs some thanks and/or recognition?

(5) What data is missing that we'd like to be asking for?

United Way Worldwide



2018 Membership Certification

- Both the Board Chair and Chief Executive Officer must sign and submit this form. If your United Way does not have a CEO, a second officer must also sign.
- Answer all questions and provide an explanation for any “no” answers.
- Responses will be kept confidential and will only be shared with essential volunteers and staff of United Way Worldwide.
- Guidance on completion of this certification is available on United Way Online.

As stated in United Way Worldwide’s bylaws, United Ways will refrain from taking any actions or conducting activities likely to damage the welfare, interests, or reputations of the United Way system. United Ways will also meet the following requirements.

Does your United Way have paid employees? Yes

Note: Some questions in this certification apply only to United Ways with paid employees. Your response helps identify applicable questions.

Requirement A: Tax-Exempt Status and Completion of the IRS Form 990

Is your United Way recognized as exempt from taxation under Section 501(c)(3) of the Internal Revenue Code as well as from corresponding provisions of other applicable state, local and foreign laws or regulations?	Yes
1. Did your United Way file the IRS Form 990 in a timely manner (within nine months of last fiscal year end)?	Yes
2. Date the last IRS Form 990 submitted to IRS:	03/01/2018
3. What version of the IRS Form 990 was most recently filed?	990
4. Have you followed the <i>UWW Implementation Standards for Membership Requirement A</i> in completing the IRS Form 990?	Yes
5. Was a copy of the IRS Form 990 provided to the organization’s governing body before it was filed?	Yes
6. Is your United Way properly classified as a public charity as evidenced by checking box 7 on Part 1 of Schedule A of the IRS Form 990?	Yes
7. For the prior fiscal year, did the organization become aware of a material diversion of the organization’s assets? Please provide an explanation for a “YES” response to this question. Per the IRS, a material diversion (e.g., unauthorized use of organizational assets) is more than 5% of gross annual receipts or more than \$250,000, whichever is less.	No
8. Is the compensation for the top management official (e.g., CEO, executive director) and top financial official (e.g., chief financial officer) reported as required on the IRS Form 990 in Part VII?	Yes
9. Does your United Way make the IRS Form 990 (990 E-Z or 990-N) available to the public?	Yes

Requirement B: Legal Requirements

Does your United Way comply with all applicable legal, local, state, and federal operating and reporting requirements (e.g., nondiscrimination)?	Yes
1. In the last 12 months, have there been any government agency led investigations of your United Way for violations of local, state, or federal laws? Please provide an explanation for a “Yes” response to this question.	No
2. Since January 1, 2017, has your organization amended its articles of incorporation and filed them with the Secretary of State’s office in your state?	No
3. Does your United Way conduct anti-terrorism compliance measures?	Yes
4. Does your United Way comply with provisions of Sarbanes-Oxley applicable to nonprofit corporations (whistleblower protection and implementation of document retention and destruction policies)?	Yes
5. Does your organization promote itself as an equal opportunity employer?	Yes
6. Is your United Way currently registered to conduct charitable solicitations at the state and local level? A response is not required if not applicable to your United Way.	Yes
7. Is your United Way compliant with all provisions of the Fair Labor Standards Act?	Yes
<i>All organizations, including nonprofits, must maintain data using secure systems, policies and procedures. The following optional questions reflect Federal laws as well as practices to safeguard sensitive information. Please consult the United Way Guide to Data Security found on United Way Online for more guidance.</i>	

8. Has your United Way established a donor privacy policy? These policies typically include what information is collected and for what purposes, how the information protected, how and/or when it is disclosed to third party, how changes to the privacy policy will be communicated.	Yes
9. Has your United Way established a data security risk assessment program? These programs evaluate reasonable foreseeable threats that could result in unauthorized disclosure, misuse, alteration or destruction of donor information; the likelihood and potential damage of threats; and the sufficiency of policies, procedures, customer information systems, and other controls.	Yes

Requirement C: Governance

Does your United Way have an active, responsible, and voluntary governing body which ensures effective governance over the policies and financial resources of the organization?	Yes
1. Does the board approve the annual budget?	Yes
2. Does the board include at least two members with financial experience?	Yes
3. Does the board, or board-delegated committee, review financial statements on at least a quarterly basis?	Yes
4. Does your United Way regularly provide training (e.g., onboarding, access to conferences, webinars, outside speakers) to governing board members?	Yes
5. Does your United Way produce an annual report?	Yes
6. Does your United Way's governing board review its bylaws and other governance documents at least once every three years?	Yes
7. Are meeting minutes maintained for all governing board meetings?	Yes
8. Does your United Way have a board-approved business expense reimbursement policy?	Yes
9. Does your board meet at least quarterly?	Yes
10. Is the external auditor engaged by and working for the board or board-appointed committee?	Yes
11. Does your board review the external annual audit (or financial review if annual revenue is less than \$500,000), and is the audit (or review) presented to the board by the auditor or audit committee chair?	Yes
12. Did the board approve the process for determining the CEO's compensation (e.g., type of comparability data, independent members of the board reviewing and approving CEO compensation)?	Yes
13. Did the board specifically set and approve the CEO's compensation?	Yes
14. Does your board establish performance expectations for the CEO annually and have a written performance review process in place to guide and assess the performance?	Yes
15. Does the board proactively support, engage and drive fundraising efforts year-round to ensure adequate resources for your United Way?	Yes
16. Does the board regularly (at minimum once every three years) self-assess to ensure the organization, CEO (if any), and the board are working on the most relevant, mission-critical issues?	Yes
17. Does your board have a process to identify and recruit well-qualified board members to ensure inclusive and sustainable United Way leadership?	Yes
18. Does your organization have a written board member agreement that outlines expectations of service? <i>These agreements include sections on board member duties (duty of care, duty of loyalty, duty of obedience), the organization's values, expectations for fundraising and personal giving, participation on committees, meeting attendance, and confidentiality requirements. Consider including a commitment to support a trusting environment free of harassment, intimidation, and unlawful discrimination. Best practice includes confirmation of what the organization provides to the board (protection from liability through D&O insurance coverage, accurate and timely reports and meeting materials, recognition for service).</i>	Yes

Requirement D: Diversity & Inclusion

Does your United Way adhere to a locally developed and adopted statement to ensure volunteers and staff broadly reflect the diversity of the community it serves?	
1. Does your board review the organization's diversity statement at least once every two years?	Yes

2. Does your board review, at least once every two years, a report of the board, volunteers and staff composition to ensure diversity is achieved?	Yes
<i>Diversity and inclusion are at the heart of what it means to LIVE UNITED. To effectively and authentically address our communities' most pressing needs requires an outward and intentional commitment to inclusion across all dimensions (race, age, gender, sexual orientation, gender identity, national origin, religion, physical or mental ability, etc.). The following two questions, while not required, highlight best practices and are opportunities to consider the value of adopting new practices or policies.</i>	
3. Is your United Way's commitment to diversity and inclusion displayed prominently on your website (either on the home page or on a link directly from the home page)?	Yes
4. Has your board and senior management created and executed a strategic plan that reflects a commitment to diversity and inclusion?	

Requirement E: Trademark

Does your United Way represent itself as a United Way in accordance with all United Way Worldwide trademark standards and requirements, including those contained in the licensing agreement?	Yes
1. Does your organization's name include a geographic modifier (e.g., United Way of XYZ County), and is the full corporate name included in public advertising (e.g., broadcast, print, electronic, email, social media, website)?	Yes
2. Does your United Way follow United Way brand identity guidelines in all respects?	Yes
3. Does your United Way only solicit businesses located in your zip codes on file at United Way Worldwide (GiftLink)?	Yes
4. Does your United Way limit its workplace solicitations to individuals who work at facilities in your zip codes on file at UWW?	Yes
5. Does your United Way limit its non-workplace solicitations of individuals to your zip codes on file at UWW (e.g., home addresses in your United Way's territory, special events in your United Way's territory)?	Yes
6. Has your United Way's CEO (if any) and at least one board member read the 2018 United Way Trademark License Agreement?	Yes

Requirement F: Membership Investment

Does your United Way provide financial support to United Way Worldwide in accordance with the membership investment formula?	Yes
1. Will 2018 membership investment be paid in quarterly installments and in full no later than December 31, 2018?	Yes

Requirement G: Code of Ethics

Does your United Way adhere to a locally developed and adopted code of ethics for volunteers and staff, which includes provisions for ethical management, publicity, fundraising practices, and full and fair disclosure?	Yes
1. Do all staff and board members annually verify in writing they have reviewed the code of ethics?	Yes
2. Does your United Way have a written conflict of interest policy?	Yes
3. Does the code of ethics or conflict of interest policy instruct the board and staff to avoid conflicts of interest that would act against the best interest of United Way?	Yes
4. Does the code of ethics or conflict of interest policy include a process for reporting and resolving conflicts of interest should they occur?	Yes
5. Are the board members and staff required to disclose in writing, on an annual basis, any potential conflicts of interest?	Yes
6. Does your board review the code of ethics at least once every three years?	Yes
<i>Part of being an employer and mission of choice includes providing employees and volunteers with safe and welcoming environments. The following optional question is intended to confirm your United Way's commitment to this goal.</i>	
7. Does your United Way have a policy to foster a trusting environment free of harassment, intimidation, and unlawful discrimination?	Yes

Requirement H: Audit

Does your United Way have an annual audit conducted by an independent certified public accountant whose examination complies with generally accepted auditing standards and generally accepted accounting principles? Exception: organizations with annual revenue totaling less than \$500,000 may have their financial statements annually reviewed rather than audited by an independent public accountant provided they also conduct an independent internal controls assessment at least once every three years.		Yes
Please select your United Way's annual revenue range		
More than \$4 million		
More than \$500,000 and less than \$4 million		
Less than \$500,000, and financial statements were audited		
X Less than \$500,000 and financial statements were reviewed		
1. Were most recent financial statements audited by an independent CPA?		N/A
2. Was the auditor's opinion unqualified/unmodified (i.e., a "clean" audit)?		N/A
3. Were most recent financial statements reviewed by an independent CPA (acceptable only for organizations with annual revenue of less than \$500,000)?		Yes
4. <i>Only respond if your United Way's annual revenue is less than \$500,000 and the organization produced reviewed financial statements (rather than audited financial statements).</i> Have you conducted an independent internal controls assessment within last three years? Note: the first internal controls assessment is due no later than December 31, 2018		No
5. Fiscal year of most recent audit or review:		FY17
6. Has your United Way followed the <i>UWW Implementation Standards for Membership Requirement H</i> (updated in 2015) in preparing the audited financial statements?		N/A
7. Does the board, executive committee or audit committee review the auditor's management letter and take appropriate actions to minimize any risks identified?		N/A
8. Has the board established or considered establishing an operating reserve policy?		No
9. Has the board, or board-delegated committee, approved the current provision for uncollectible pledges (estimated shrinkage)?		Yes

Requirement I: Self-Assessment – Suspended for 2018**Requirement J: Database II**

Did/will your United Way submit Database 2 to UWW by May 15, 2018, or by June 30, 2018 (if on a July-June fiscal cycle)?	Yes
---	-----

Requirement K: Income and Expense Survey – Suspended for 2018**Requirement L: Campaign Reporting**

Does your United Way adhere to standard reporting guidelines contained in the Database 2 Survey in reporting campaign revenue and resources generated to United Way Worldwide?		Yes
1. Are amounts reported on Database 2 provided in accordance with the NPC Total Resources Generated Policy?		Yes
2. Has your United Way talked with neighboring United Ways and United Ways with whom you share accounts to ensure that your campaign proceeds are being properly reported in accordance with NPC policies?		Yes

Requirement M: Cost Deduction Standards

Does your United Way adhere to the following cost deduction standards on designations (agency transactions): a) fees charged will be based on actual expenses; b) will not deduct fundraising or processing fees from designated gifts originating by or from another United Way organization?		Yes
1. Does your United Way allow donor-designated contributions? If answer is no, you may skip next three questions.		Yes

2. Have you calculated the maximum cost deduction rates according to the Cost Deduction Standards for Membership Requirement M (Part I) and are the rates charged at or below those rates?	Yes
3. Has the board, or board-delegated committee, approved the currently used cost deduction rates for fundraising and management/general expenses?	Yes
4. Does your United Way pay designated gifts quarterly that include reports required under this standard?	Yes

Review by United Way Governing Board

Did/will your United Way's governing board review this certification?	Yes
Please provide the date of the board's review of this certification:	06/21/2018

Optional, please upload your United Way's organization chart for both board and staff.

Please provide an explanation for any "no" responses to any questions on pages 1-4.

Requirement H: Audit - Question 4 WE conducted an audit for FY 2016 that ended August 31, 2017 And an annual review for FY17 ending 8/31/2017. The three year clock is now just at 1 year so have 2 more years in which to conduct the first internal controls assessment.

Please provide contact information so that United Way Worldwide may communicate directly with your United Way's leadership. United Way Worldwide will not share or disclose this information to outside parties.

I affirm that the information provided in this certification is accurate. I acknowledge my United Way's obligation to comply with the membership eligibility criteria contained in the United Way Worldwide bylaws, and to adhere to the rules and guidelines for use of United Way Worldwide collective and service membership marks as contained in the Member Trademark License Agreement. Failure to comply with United Way Worldwide membership eligibility criteria, including payment of membership investment, or to adhere to trademark policies, may result in termination of United Way Worldwide membership status.

First Signature

Second Signature

Name

Name

Wayne Stevens

Date Signed

Date Signed

United Way Title

United Way Title

Professional Title (if different from United Way Title)

Professional Title

E-mail

E-mail

president@unitedwayseak.org

Phone

Phone

Mailing Address

Mailing Address

Optional – please provide details on other board leaders at your organization so that United Way Worldwide may share selected communications.

Name

Professional title

Email

Phone

Name

Professional title

Email

Phone

Name

Professional title

Email

Phone

United Way Worldwide

701 North Fairfax Street
Alexandria, Virginia 22314-2045
tel 703.683.7823
fax 703.683.7846

Punit Renjen
Chair of the Board of Trustees

Recd 5/15/2018
NS



TO: MEMBERS OF UNITED WAY WORLDWIDE
FROM: PUNIT RENJEN
DATE: MAY 10, 2018
SUBJECT: CALL TO ATTEND ANNUAL MEETING – JUNE 27, 2018

On June 27, we will host the 2018 United Way Worldwide (UWW) Annual Meeting in Arlington, Virginia, U.S.A. All members are entitled to one delegate vote (with the exception of State Associations, per UWW's bylaws); I encourage you to attend this meeting or submit your vote by proxy.

This year's meeting will take place from 9:00–10:00 a.m. in Arlington, Virginia at the Hyatt Regency Crystal City at Reagan National Airport (2799 Jefferson Davis Highway – Regency Ballroom EF). The agenda will include an update on the state of the organization, followed by the election of board members.

Enclosed for your review are the proxy statement, minutes from the 2017 Annual Meeting, and board nominations. Also enclosed is a proxy form to be used by any qualifying member organization that is unable to attend the meeting, but would like to exercise its right to vote.

UWW General Counsel and Secretary Patricia Turner, Esq. will be the organization's designee, and will vote on behalf of the proxies at this year's meeting. To designate someone else to exercise your proxy*, please insert the person's name on the enclosed proxy form. All proxy forms must be received no later than 5:00 p.m. U.S. Eastern Daylight Time on June 26, and may be submitted by fax (+1 703.683.7846) or mail (address on form). You can also submit your vote online at <https://online.unitedway.org>.

Any additional voting matters for discussion at the meeting should be sent to Ms. Turner by June 13, 2018. She is available to answer your questions at Patti.Turner@uww.unitedway.org or (+1 703.683.7866).

Thank you in advance for your participation at this meeting (either by proxy or in person).

Enclosures

cc: United Way Worldwide Board of Trustees
United Way U.S.A. Board of Trustees

**The substitute proxy should be executed by an authorized volunteer representative of the member United Way organization.*



PROXY STATEMENT

1. ELECTION OF WORLDWIDE and U.S.A. BOARD MEMBERS

United Way Worldwide's (UWW's) Board of Trustees and United Way's U.S.A. Board of Trustees each approved an attached slate of nominees for election to their respective boards. Nominees are a slate of cross-sector leaders that were chosen for their valued expertise, leadership and commitment to United Way. The names of additional nominees may be added to the slates as their acceptances are received and will be posted on United Way Online (online.unitedway.org).

2. OTHER BUSINESS

Any other matter which may properly come before the meeting and be voted on must be in compliance with the New York State Not-For-Profit Corporation Law and UWW's Articles of Incorporation and Bylaws. Any new voting matters should be shared with Ms. Patricia Turner, Esq., UWW's General Counsel and Secretary, by June 13, 2018.

**UNITED WAY WORLDWIDE
ANNUAL MEETING
JUNE 27, 2018**

**MINUTES FOR APPROVAL, UNITED WAY WORLDWIDE'S ANNUAL MEETING
MAY 10, 2017**

**WORLDWIDE AND USA
TRUSTEES PARTICIPATING:**

Phillip Baldwin, Dr. James Bullard, Jean Claude Gruffat, Dr. Juliette Tuakli, Jorge Uribe, Marc Bluestein, Michael Hsu, Mary Ellen Garrett.

STAFF:

Brian Gallagher, Lisa Bowman, Mark Sutton, Paul DeBassio, Jose Ferrao, Brian Lachance, Lori Malcolm, Mary Sellers, Patricia Turner and Melissa Wolfe.

MEMBERS PRESENT:

A total of 61 member organizations were represented at the Annual Meeting and 259 member organizations submitted proxies prior to the meeting. There were a number of guests present.

**WELCOME AND
CALL TO ORDER:**

Dr. James Bullard, chair of the U.S.A. Board of Trustees and member of the United Way Worldwide (UWW) Board of Trustees, called the meeting to order at 8:03 a.m. Dr. Bullard reviewed the three quorum requirements and announced a quorum was present to conduct business.

Mr. Bluestein motioned:

- Motion -

THAT the annual meeting agenda be approved.

The motion was **SECONDED** and **CARRIED**.

**REPORT OF
UNITED WAY WORLDWIDE:**

Dr. Tuakli reported on UWW's accomplishments during the past year. As of December 31st, 2016, United Way was working in 41 countries and territories around the world. Collectively, United Way raised \$4.78 billion in revenue and engaged nearly 3 million volunteers and 9.8 million individual donors in our work. Highlights include the following:

Four initiatives were launched in the international regions to better coordinate impact work across the globe: Refugee Landing & Integration, Left-Behind Children, Early Childhood Development and Youth Opportunity & Success. United Way launched two refugee landing pilot programs in France and the United Kingdom. In China, over \$2 million was raised for the Left-Behind Children initiative and five pilot centers were launched. United Way convened a group of foundations, government entities and companies from across Latin America to exchange experiences and ideas on how to contribute early childhood development. In the area of Youth Opportunity, a "Youth CAN" career awareness playbook was developed. This career awareness product can be used to engage companies and individual donors. It is designed to increase the number of youth that are prepared to succeed in the workforce by creating opportunities for them to develop job skills, work relevant experience, and exposure to potential careers.

2016 brought us several other celebratory milestones: United Way was chosen as the Philanthropic Partner of the International Festival for Business, the biggest business event in the world; United Way Spain was founded and became a provisional partner; United Way increased its footprint in the Caribbean with the development of a founding board of directors in the Dominican Republic; the first United Way corporate gift was raised in Japan; in Israel, our affiliate Matan was selected to receive musician Itzhak Perlman's Genesis Prize money as part of a Breaking Barriers initiative.

Four Global Corporate Leaders were recognized for entering into strategic agreements with United Way: Deloitte, Procter & Gamble, Eli Lilly & Company, and Wells Fargo. These agreements clearly identify areas of collaboration and accountability, and also underscore each company's commitment to develop a more strategic relationship with United Way that focuses not just on dollars raised, but on measurable community impact.

Ms. Garrett shared highlights from the U.S. Network including the following:

At United Way's annual advocacy forum and Capitol Hill day more than 100 visits were made to legislators on issues related to child nutrition, income tax credits and programs and higher education. At year-end, a new public policy agenda for the 115th Congress was approved by the Board.

More than 380 United Ways around our nation helped connect people to the Earned Income Tax Credit and Child Tax Credits through VITA sites and the My Free Taxes website. Our communities witnessed a lot of division and unrest in 2016. United Way stepped in and responded with conversations about safe communities and Living United Against Violence.

United Way's Center on Human Trafficking & Slavery helped launch a new campaign entitled Generation Freedom, along with other national organizations. This campaign is aimed at inspiring the public and political leaders to combat human trafficking.

The National Football League is a partner that United Way has worked with for more than 40 years. Through the partnership United Way launched the NFL Character Playbook, a digital curriculum that educates students on how to cultivate and maintain healthy relationships during their critical middle school years. 2016 marks United Way's 75-year partnership with the AFL-CIO. The two organizations have now entered a Partnership Agreement that lays out a transformational vision for the Labor and United Way relationship moving forward.

TREASURER'S REPORT:

Mr. Baldwin, treasurer and chair of UWW's finance committee, reported on UWW's 2016 Audited Financial Statements which include the financial results of United Way Worldwide and United Way Worldwide (Asia) Limited (UWW Asia), a wholly owned Hong Kong subsidiary that began operations in 2013 to fulfill the mission of UWW in the Asia Pacific Region of the World.

UWW's external independent auditor is BDO USA, LLP issued an unmodified (clean) opinion on UWW's 2016 consolidated financial statements. In addition, BDO reported finding no "deficiencies" in UWW's financial operations so they felt that no management letter was needed. United Way Worldwide's audited consolidated financial statements were provided to all members at the meeting.

Significant Events in 2016 included the adoption of a new accounting standard (two years early, making UWW one of the first non-profits in the country to adopt it) that changes the presentation of a number of key elements in the audited statements and requires some key new disclosures; execution of a pension "de-risking" plan to reduce the volatility of the organization's liability to former employees under the now frozen defined benefit pension plan; a strategic partnership with YourCause, a for-profit evergreen giving platform provider and 3rd party pledge processor, to provide member United Ways with a competitive option to offer companies who are looking for an evergreen platform and to ensure that member United Ways can continue to "count" the full extent of their workplace campaign results.

On a consolidated basis UWW's total assets were at \$77 million as of December 31, 2016 and total liabilities were at \$36 million.

Revenue increased \$12.6 million from 2015 primarily due to increased Program Service Fees related to a contract with the Centers for Disease Control. Expenses increased \$28.3 million from 2015 primarily due to increased Donor Advised Fund Grant making related to the partnership with YourCause and increased Periodic Pension Costs (imbedded in "benefits expense") as a result of the Pension De-Risking activities.

While the Financial Accounting Standards Board (FASB) has not yet required an "intermediate measure of operations" (think of that as a line in the report that reflects the impact of strategic board decisions), UWW adopted one voluntarily in its 2016 and 2015 financial statements and is found in the financial statement labeled "Operating Loss, After Transfers" in the "Without Donor Restrictions" column and incorporates the following key elements of the 2016 financial plan: operating loss before Transfers of \$6.01 million, which represents the result of all operations regardless of organizational strategies; transfers to operations of \$4.85 million, with represents the impact on operations from board approved strategic decisions

On December 31, 2016 there were 1,327 members of United Way Worldwide compared to 1,373 members at December 31, 2015. The total Membership Investment for 2016 was \$35.7 million including International Membership investment of approximately \$1.3 million.

VOTING PROCEDURES:

Dr. Bullard reviewed the voting procedures for the Annual Meeting. Each worldwide partner and member United Way in good standing is entitled to one vote. In accordance with the proxy materials, all proxies must have been recorded at UWW by close of business on May 9, 2017.

**2016 ANNUAL MEETING
MINUTES:**

The minutes of the May 10, 2016 Annual Meeting were approved.

**ELECTION OF WORLDWIDE
AND USA TRUSTEES:**

Dr. Bullard discussed the nominating process and current demographics of the UWW and U.S.A. boards.

Ms. Garrett motioned:

- Motion -

THAT the following individuals be elected to serve their first three-year term on the UWW Board of Trustees:

1. Anthony Early, Jr. Executive Chair of the Board, PG&E Corporation
2. Mariame McIntosh Robinson, President & CEO, First Global Bank Ltd.

THAT the following individuals be elected to serve a second three-year term on the UWW Board of Trustees:

1. Jean-Claude Gruffat, Managing Director, Galileo Global Advisors
2. Dr. Chul Hee Kang, Dean, School of Social Welfare & Director of Center for Social Welfare Research, Yonsei University
3. Punit Renjen, CEO, Deloitte Global
4. Dr. Juliette Tuakli, CEO/Chief Medical Officer, CHILDAccra
5. Wayne Wouters, Strategic and Policy Advisor, McCarthy Tetrault

THAT the following individuals be elected to serve a one-year term on the UWW Board of Trustees:

1. John Dooner, Chairman, The Dooner Group
2. Dr. John Lechleiter, Chairman, Eli Lilly and Company
3. Dr. James Bullard, President and CEO, Federal Reserve Bank of St. Louis
4. Secretary Rodney E. Slater, Esq., Partner, Squire Patton Boggs LLP

THAT the following individuals be elected to serve their first three-year term on the U.S.A. Board of Trustees:

1. Susan Somersille Johnson, Corporate Executive Vice President and Chief Marketing Officer, SunTrust Banks
2. Katherine Quinn, Executive Vice President, Chief Strategy and Reputation Officer, U.S. Bancorp

THAT the following individuals be elected to serve a second three-year term on the U.S.A. Board of Trustees:

1. Dr. James Bullard, President and CEO, Federal Reserve Bank of St. Louis
2. Anthony Carter, Retired Vice President, Global Diversity & Inclusion, and Chief Diversity Officer, Johnson & Johnson
3. Tefere Gebre, Executive Vice President, AFL-CIO
4. Cynthia Gibson, Executive Vice President, Chief Legal Officer and Corporate Secretary, Scripps Network Interactive

The motion was **SECONDED** and **CARRIED** with Ms. Turner calling a vote for each individual named.

NEW BUSINESS:

Ms. Turner stated that UWW did not receive notice of any new business; she called for questions or comments.

TRUSTEE RETIREMENTS: Dr. Bullard recognized seven trustees for their dedicated service: Peggy Conlon, Xiang Bing, Jorge Uribe (UWW Board), William Rogers, Jon Campbell, David Preschlack, and Molly Broad (U.S.A. Board). Mr. Uribe, whose service spanned three decades, gave personal remarks.

PASSING OF THE GAVEL: Dr. Bullard announced that Dr. Lechleiter completes his second term as chairman of the worldwide board and that Mr. Renjen has been elected to serve as chairman for a two-year term.

ADJOURNMENT: There being no further business, Dr. Bullard adjourned the meeting at 9:00 a.m.

Patricia Turner
Secretary of the Corporation
United Way Worldwide



NOMINEES TO UNITED WAY WORLDWIDE'S BOARD OF TRUSTEES

Election of Worldwide Board Members

Seven individuals have been nominated for election; the nominees are listed below.

United Way Worldwide Strategy

United Way Worldwide adopted an enterprise-wide strategy in 2014. This strategy is rooted in insights generated from hundreds of conversations across the network. The foundation of our strategy is:

- United Way advances the common good by creating opportunities for a better life for all.
- Our focus is on education, income and health because these are the building blocks for a good quality of life.
- We invite people and organizations to give, advocate and volunteer
- Our key imperatives are to:
 - connect resources and need
 - invite individuals to be part of something bigger than themselves
 - build strategic relationships with corporations
 - partner with high-net-worth individuals to make a difference at scale
 - work together as one network, one United Way and one brand

Our strategic goals are supported by our ongoing investments in several areas: measuring progress in education, income and health; strengthening the United Way network's capacity locally, regionally and worldwide; expanding United Way's base of donors, advocates, volunteers and supporters; and building reputation and trust. The competencies we seek in our trustees must support our strategy and actions.

The Governance Committee oversees the evaluation of individual board members, committees, and the whole board. The evaluation seeks to ascertain, among other things, whether the board and its committees are functioning effectively and have the necessary skills, backgrounds, and experiences to meet United Way Worldwide's evolving needs.

Qualifications for All Trustees

The United Way Worldwide Board of Trustees has fiduciary oversight of United Way Worldwide. It is responsible for overseeing the business affairs of the organization including strategic leadership, resource and relationship management, reputation building and stewardship of the organization's mission and assets.

To be considered for board membership, *all* United Way Worldwide trustees should possess wisdom and a commitment to the United Way mission. Trustees must exhibit a commitment of both time and active attention to fulfill their fiduciary obligations. Generally, this means that trustees should ensure that they have the time to prepare for meetings; attend board and committee meetings; consult with management as needed; and be engaged in critical decision-making for the organization.

We also expect our trustees to stay informed about issues that are relevant to our mission. The governance committee's evaluation of nominees takes into account the ability of nominees to contribute to the diversity of geography, gender, ethnic background, and professional experience represented on

**UNITED WAY WORLDWIDE
ANNUAL MEETING OF THE MEMBERSHIP
JUNE 27, 2018**



the board. The committee reviews its effectiveness in balancing these considerations when assessing the composition of the board.

Below we identify the key qualifications and skills our trustees bring to the board that are important in light of United Way Worldwide's strategic direction. The trustees' individual qualifications and skills that the board considered in their nomination are included in the individual biographies that follow.

- Corporate Leadership
- Global Strategy
- Marketing and Brand Management
- Education, Income and Health (EIH) Expertise
- Philanthropic Leadership

Board Skills Matrix

The chart below summarizes the specific qualifications, attributes, and skills for each trustee. An "X" in the chart below indicates that the item is a specific reason that the trustee has been nominated to serve on the board. The lack of an "X" does not mean the trustee does not possess that qualification or skill. Rather, an "X" indicates a specific area of focus or expertise of a trustee on which the board currently relies.

Expertise	Nominees						
	T1	T2	T3	T4	T5	T6	T7
Corporate Leadership	X	X	X	X		X	X
Global Strategy	X					X	
Marketing/Brand Management	X				X		
Education, Income and Health Expertise							
Philanthropic Leadership	X	X	X	X		X	

2018 Nominees

The Governance Committee has nominated the following candidates for election as trustees. The Board of Trustees recommends a vote FOR the election of each of the following nominees.

First 3-Year Term

Beginning at the 2018 Annual Meeting and concluding at the 2021 Annual Meeting

1. Marc Bitzer, President and Chief Operating Officer, Whirlpool Corporation

Marc Bitzer was named president and chief operating officer and elected to the Whirlpool Corporation board of directors in October 2015. Prior to this assignment, he served as vice chairman which included overall leadership of Whirlpool North America and Whirlpool Europe, Middle East and Africa (EMEA). He will become CEO in October 2017.



**UNITED WAY WORLDWIDE
ANNUAL MEETING OF THE MEMBERSHIP
JUNE 27, 2018**



Bitzer joined Whirlpool Europe in 1999 as vice president, Bauknecht brand group. He became senior vice president, marketing sales and services, Whirlpool Europe, in 2000 and was named president of Whirlpool Europe in January 2006. Between 2009-2013, he went on to serve as president of Whirlpool North America and President of U.S. operations.

Before joining Whirlpool Europe, Bitzer worked at the Boston Consulting Group beginning in 1991 in Munich and Toronto, and was named vice president in 1999. Prior to that he was with W.L. Gore & Assocs.

Marc's relationship with United Way began when he led and participated in United Way Impact Tours. He has also spoken about United Way and the importance of its work at various Whirlpool and Tocqueville Society functions. Marc is now the Co-Chair of the Tocqueville Society of the United Way of Southwest Michigan. Since becoming co-chair in 2013, membership in the local Tocqueville Society has more than doubled.

Disclosure of Specific Attributes and Skills

Desired Expertise	Discussion of Skills and Attributes
Corporate Leadership	Marc Bitzer was named president and chief operating officer and elected to the Whirlpool Corporation board of directors in October, 2015.
Global Strategy	Whirlpool sells its products globally, and has some 70 manufacturing and technology research centers throughout the world. About 44% of Whirlpool's revenue came from sales in the US during 2015, while sales in the Europe, Middle East, and Africa (EMEA) region brought in another 26%. Other large markets include Latin America (16% of total sales, with more than half of that coming from Brazil) and Asia (7% of sales).
Marketing / Brand Mgt	Bitzer joined Whirlpool Europe in 1999 as vice president, Bauknecht brand group. He became senior vice president, marketing sales and services, Whirlpool Europe, in 2000.
Philanthropic Leadership	Marc's relationship with United Way began when he led and participated in United Way Impact Tours. He has also spoken about United Way and the importance of its work at various Whirlpool and Tocqueville Society functions. Marc is now the Co-Chair of the Tocqueville Society of the United Way of Southwest Michigan. Since becoming co-chair in 2013, membership in the local Tocqueville Society has more than doubled.



First 3-Year Term

Beginning at the 2018 Annual Meeting and concluding at the 2021 Annual Meeting

2. Michael K. Hayde, Chairman of the Board and Chief Executive Officer, Western National Group

Michael K. Hayde, is Chairman of the Board and CEO of Western National Group, a 60-year-old apartment company headquartered in Orange County. Along with Orange County Sherriff, Brad Gates, he founded *Drug Use is Life Abuse*, a nationally recognized non-profit teaching youth in Orange County about the issues of drug abuse. He has been active in fundraising for Big Brothers Big Sisters, Sisters of the Sacred Heart, Boy Scouts of Orange County, City of Hope, University of California Irvine Medical Center, and Chapman University. Mike is a member of the United Way Ten Million Dollar Roundtable, the Founding Chairman of the Board of United Way Tocqueville in Paris, France, Member of the United Way Worldwide Leadership Council, Board Member of United Way Spain and was the 2013 United Way Tocqueville Award Honoree.



Disclosure of Specific Attributes and Skills

Desired Expertise	Discussion of Skills and Attributes
<p>Corporate Leadership</p> <p>Philanthropic Leadership</p>	<p>Mr. Hayde is Chairman of the Board and CEO of Western National Group, a 60-year-old apartment company headquartered in Orange County.</p> <p>Along with Orange County Sherriff, Brad Gates, he founded <i>Drug Use is Life Abuse</i>, a nationally recognized non-profit teaching youth in Orange County about the issues of drug abuse. He has been active in fundraising for Big Brothers Big Sisters, Sisters of the Sacred Heart, Boy Scouts of Orange County, City of Hope, University of California Irvine Medical Center, and Chapman University. Mike is a member of the United Way Ten Million Dollar Roundtable, the Founding Chairman of the Board of United Way Tocqueville in Paris, France, Member of the United Way Worldwide Leadership Council, Board Member of United Way Spain and was the 2013 United Way Tocqueville Award Honoree.</p>



First 3-Year Term

Beginning at the 2018 Annual Meeting and concluding at the 2021 Annual Meeting

3. Mary Mack, Senior Executive Vice President, Community Banking and Consumer Lending Wells Fargo & Company

Mary Mack leads Community Banking and Consumer Lending operations for Wells Fargo. She oversees approximately 115,000 team members and 10 business segments within Community Banking and Consumer Lending. Wells Fargo and Wells Fargo employees have been the largest contributor to the United Way campaign for the past eight years.



Community Banking includes Regional Banking; the Customer Segments Group, which serves Small Business, Affluent, *Wells Fargo At Work*SM, and Practice Finance customers; the Customer and Branch Experience Group; the Strategy and Administration Group; the Regional Services Group; and the Distribution Strategies Group.

A graduate of Davidson College in North Carolina with a bachelor's degree in International Political Economy, Mary also serves on the college's board of trustees. She is a member of the Charlotte Executive Leadership Council and a past member of Civic Progress St. Louis and past co-chair of the St. Louis Regional Chamber's Financial Forum. She also served on the executive committee of the United Way of Greater St. Louis, the board or executive committee for Johnson C. Smith University, the United Way of Central Carolinas, Junior Achievement, Childcare Resources, and the Arts & Science Council. She is also a founding member of the Foundation for Fort Mill Schools.

Disclosure of Specific Attributes and Skills

Desired Expertise	Discussion of Skills and Attributes
Corporate Leadership	<p>Mary Mack leads Community Banking and Consumer Lending operations for Wells Fargo. She oversees approximately 115,000 team members and 10 business segments within Community Banking and Consumer Lending.</p> <p>Ms. Mack was named by <i>Fortune magazine</i> as one of the "50 Most Powerful Women in Business" for both 2016 and 2017. <i>American Banker</i> magazine ranked Mary #1 in their 2017 "25 Women to Watch" listing and named her among the "25 Most Powerful Women in Finance" for 2014 and 2015. She also ranked among the top 20 "Women to Watch" in financial services by <i>Investment News</i> in 2015.</p>
Philanthropic Leadership	<p>Ms. Mack served on the executive committee of the United Way of Greater St. Louis, the board or executive committee for Johnson C. Smith University, the United Way of Central Carolinas, Junior Achievement, Childcare Resources, and the Arts & Science Council. She is also a founding member of the Foundation for Fort Mill Schools.</p>



First 3-Year Term

Beginning at the 2018 Annual Meeting and concluding at the 2021 Annual Meeting

4. Teri Plummer McClure, Chief Human Resources Officer and Senior Vice President, Labor, UPS

Teri Plummer McClure is Chief Human Resources Officer and Senior Vice President, Labor, UPS. She has responsibility for Human Resources, Employee Communications and Labor Relations for the company's more than 444,000 employees worldwide. Teri is also a member of the company's Management Committee, which is responsible for setting strategy, profit and operating plans for the company's worldwide operations.



Teri joined the UPS Corporate Legal Department in 1995, and was promoted into various legal roles including vice president. In 2003, she assumed an operational role as president of the Central Florida District. Before returning to the Legal Department, she held special assignments in UPS logistics and distribution and served as UPS Compliance Manager. Teri was appointed General Counsel and Corporate Secretary in 2006. She assumed the role of Chief Human Resources Officer in 2013 and subsequently assumed responsibility for Compliance and Ethics, Audit, and Communications.

In addition to her corporate responsibilities, she is a member of various bar associations and serves on the board of trustees of The UPS Foundation, which distributed more than \$54.7 million in charitable giving in 2015. She also serves on the board of directors for Lennar Corporation, Heart for Africa and The Task Force for Global Health. Teri was the co-chair of the Georgia Supreme Courts Committee on Civil Justice. She most recently received the 2014 General Counsel of the Year Pathfinder Award from the National Bar Association and the 2013 Exemplar Award from National Legal Aid & Defender Association.



Disclosure of Specific Attributes and Skills

Desired Expertise	Discussion of Skills and Attributes
Corporate Leadership	Teri Plummer McClure is Chief Human Resources Officer and Senior Vice President, Labor, UPS. She has responsibility for Human Resources, Employee Communications and Labor Relations for the company's more than 444,000 employees worldwide. Teri is also a member of the company's Management Committee, which is responsible for setting strategy, profit and operating plans for the company's worldwide operations.
Philanthropic Leadership	Ms. McClure serves on the board of trustees of The UPS Foundation, which distributed more than \$54.7 million in charitable giving in 2015. She also serves on the board of directors for Lennar Corporation, Heart for Africa and The Task Force for Global Health. Teri was the co-chair of the Georgia Supreme Courts Committee on Civil Justice. She most recently received the 2014 General Counsel of the Year Pathfinder Award from the National Bar Association and the 2013 Exemplar Award from National Legal Aid & Defender Association.

First 3-Year Term

Beginning at the 2018 Annual Meeting and concluding at the 2021 Annual Meeting

5. David Preschlack, President, NBC Sports Regional Networks, and NBC Sports Group Platform and Content Strategy

Dr. David Preschlack is President, NBC Sports Regional Networks, and NBC Sports Group Platform and Content Strategy. He began in this role in January 2016. He is responsible for 9 NBC Sports Regional Networks in top markets across the country, and manages relationships with MLB, NBA and NHL team partners. David also leads the entire NBC Sports platform strategy with existing and to-be-developed content.



Previously, David served as Executive Vice President, Affiliate Sales and Marketing, Disney and ESPN Networks Group. He joined ESPN in 1995 as a videotape librarian, and was promoted to various levels through the affiliate sales and marketing department. Prior to his most recent role, he was Senior Vice President, affiliate sales and marketing, Disney & ESPN Media Network Group, overseeing sales, business strategy, affiliate ad sales and affiliate marketing for all Disney and ESPN products and services in the U.S.

David was named three times to SportsBusiness Journal's "Forty Under 40" list, earning him an induction into the award's Hall of Fame, and received the 2013 NCTA Vanguard Award for Young Leadership, among other industry honors.

David previously served on United Way Worldwide's U.S.A. Board of Trustees.



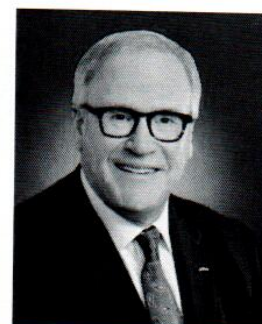
Disclosure of Specific Attributes and Skills

Desired Expertise	Discussion of Skills and Attributes
Marketing / Brand Management	<p>Preschlack has received <i>Sports Business Journal's</i> "Forty Under 40" distinction three times (2007 – 2009, thereby becoming a "Forty Under 40 Hall of Famer") and was named to <i>MultiChannel News'</i> "40 Under 40" list in 2007. In 2004 <i>Television Week</i> named Preschlack to its "Hot List," a list of a dozen men and women poised to take their places at the forefront of the television business.</p> <p>Preschlack's many accomplishments include the recent distribution growth of ESPNU and ESPN3.com and the launch of new services like ESPN Buzzer Beater, ESPN Goal Line and Disney Junior. These newer services are a priority for Preschlack's team and are designed not only to serve ESPN's fans, but grow the businesses of The Walt Disney Company's affiliate partners.</p> <p>He was instrumental in securing unique VOD and subscription VOD deals, which included the popular Disney Channel On Demand and ABC's fast forward-disabled VOD offering, a first for the industry. He also oversaw affiliate-related aspects of the successful rebrand of Toon Disney to Disney XD, and has increased the distribution of Disney Media Network's mobile video distribution business to new heights.</p>

One-Year Term

Beginning at the 2018 Annual Meeting and concluding at the 2019 Annual Meeting

6. John C. Lechleiter, Ph.D., Chairman Emeritus, Eli Lilly and Company



John C. Lechleiter, Ph.D. is Chairman Emeritus, Eli Lilly and Company. John retired as Lilly's president and chief executive officer on December 31, 2016, after 37 years with the company. He joined Lilly in 1979 as a senior organic chemist in process research and development and became head of that department in 1982. In 1984, he began serving as director of pharmaceutical product development for the Lilly Research Centre Limited in Windlesham, England. He later held roles in project management, regulatory affairs, product development, and pharma operations. In 2005, he was named Lilly president and chief operating officer and joined the board of directors. He became CEO on April 1, 2008.

John is Immediate Past Chair of United Way Worldwide.



Disclosure of Specific Attributes and Skills

Desired Expertise	Discussion of Skills and Attributes
<p>Corporate Leadership</p> <p>Global Strategy</p> <p>Philanthropic Leadership</p>	<p>John joined Lilly in 1979 as a senior organic chemist in process research and development and became head of that department in 1982. In 1984, he began serving as director of pharmaceutical product development for the Lilly Research Centre Limited in Windlesham, England. He later held roles in project management, regulatory affairs, product development, and pharma operations. In 2005, he was named president and chief operating officer and joined the board of directors.</p> <p>John is a member of the American Chemical Society. He serves on the board of the Pharmaceutical Research and Manufacturers of America (PhRMA), as chairman of the U.S.-Japan Business Council and of United Way Worldwide, and on the boards of the Chemical Heritage Foundation and the Central Indiana Corporate Partnership. He also serves on the boards of Nike, Inc. and Ford Motor Company.</p>

Two-Year Term

Beginning at the 2017 Annual Meeting and concluding at the 2018 Annual Meeting

7. Neeraj Mehta, EVP & CEO, Payment Solutions, Synchrony Financial

Neeraj Mehta is EVP & CEO, Payment Solutions, Synchrony Financial, a \$60 billion+ retail finance business. Neeraj leads the corporate view on payments, strategy, strategic partnerships, potential investments and network relationships.



Previously, he was President and CEO, Commercial Distribution Finance, a \$10 billion inventory floor planning business, for GE Capital, Americas. As a leading floor planning institution, GE Capital's CDF business provides financing to over 30,000 dealers in US, Canada & Mexico. Prior to that, Neeraj was President, Bank Loans within GE Capital from 2007-2011. His team invested in syndicated bank loan facilities and distressed debt situations. The business played an integral part in helping GE Capital, Americas navigate through the financial crisis. In '09 & '10, through his leadership, Bank Loans created over \$500mm+ of income opportunities to GE Capital.

Neeraj has been elected as Chair of the United Way U.S. Board of Trustees and will begin his 2-year term in that role at the organization's Annual Meeting on June 27, 2018.



Disclosure of Specific Attributes and Skills

Desired Expertise	Discussion of Skills and Attributes
Corporate Leadership	<p>Previously, Neeraj was President and CEO, Commercial Distribution Finance (CDF), a \$10B inventory floor planning business, for GE Capital, Americas. As a leading floor planning institution, GE Capital's CDF business provides financing to over 30,000 dealers in US, Canada & Mexico</p> <p>Prior to that, Neeraj was President, Bank Loans within GE Capital from 2007-2011. His team invested in syndicated bank loan facilities and distressed debt situations. The business played an integral part in helping GE Capital, Americas navigate through the financial crisis. In '09 & '10, through his leadership, Bank Loans created over \$500mm+ of income opportunities to GE Capital.</p> <p>He transitioned from his role as Senior Managing Director of Bank Loan Originations and Underwriting. In October 2004, Neeraj started GE Capital's Bank Loan and Distressed businesses in London. As a result, GE invested \$1B+ in leveraged loans in the European loan markets. Prior to that, he spent three years as an investment professional for GE's Distressed Debt group in the U.S.</p> <p>Neeraj received the "Hero of Growth" Award from the GE Board of Directors in 2010 and he has been a member of the Asian Pacific American Forum's Executive Council for GE</p>



NOMINEES TO UNITED WAY'S U.S.A. BOARD OF TRUSTEES

Election of U.S.A. Board Members

Four individuals have been nominated for election; the nominees are listed below.

United Way Worldwide Strategy

United Way Worldwide adopted an enterprise-wide strategy in 2014. This strategy is rooted in insights generated from hundreds of conversations across the network. The foundation of our strategy is:

- United Way advances the common good by creating opportunities for a better life for all.
- Our focus is on education, income and health because these are the building blocks for a good quality of life.
- We invite people and organizations to give, advocate and volunteer
- Our key imperatives are to:
 - connect resources and need
 - invite individuals to be part of something bigger than themselves
 - build strategic relationships with corporations
 - partner with high-net-worth individuals to make a difference at scale
 - work together as one network, one United Way and one brand

Our strategic goals are supported by our ongoing investments in several areas: measuring progress in education, income and health; strengthening the United Way network's capacity locally, regionally and worldwide; expanding United Way's base of donors, advocates, volunteers and supporters; and building reputation and trust. The competencies we seek in our trustees must support our strategy and actions.

The U.S. Nominating Committee oversees the evaluation of individual board members and the board as a whole. The evaluation seeks to ascertain, among other things, whether the board is functioning effectively and has the necessary skills, backgrounds, and experiences to meet the United Way U.S. network's evolving needs.

Qualifications for All Trustees

The U.S.A. Board serves as the governing body charged with providing oversight of matters related to, and specific to, the United Way network in the United States. Its responsibilities include U.S. membership issues, public policy, community impact, resource development, and U.S. Board development. It also provides counsel and recommendations to the United Way Worldwide Board on system-wide issues.

To be considered for board membership, *all* United Way U.S.A. trustees should possess wisdom and a commitment to the United Way mission. Trustees should ensure that they have the time to prepare for meetings; attend board and committee meetings; consult with management as needed; and be engaged in critical decision-making for the U.S. network.

We also expect our trustees to stay informed about issues that are relevant to our mission. The U.S. Nominating Committee's evaluation of nominees takes into account the ability of nominees to contribute to the diversity of gender, ethnic background, and professional experience represented on the board. The committee reviews its effectiveness in balancing these considerations when assessing the composition of the board.

**UNITED WAY WORLDWIDE
ANNUAL MEETING OF THE MEMBERSHIP
JUNE 27, 2018**



Below we identify the key qualifications and skills our trustees bring to the board that are important in light of United Way Worldwide’s strategic direction and the responsibilities of the U.S.A. Board. The trustees’ individual qualifications and skills that the board considered in their nomination are included in the individual biographies that follow.

- Corporate Leadership
- Marketing Expertise
- National Strategy Execution
- Legal Expertise
- Education, Income and Health Expertise

Board Skills Matrix

The chart below summarizes the specific qualifications, attributes, and skills for each trustee. An “X” in the chart below indicates that the item is a specific reason that the trustee has been nominated to serve on the board. The lack of an “X” does not mean the trustee does not possess that qualification or skill. Rather, an “X” indicates a specific area of focus or expertise of a trustee on which the board currently relies.

Expertise	Nominees			
	T1	T2	T3	T4
Corporate Leadership		X		
Marketing Expertise				
National Strategy Execution				
Legal Expertise	X			
Education, Income and Health Expertise			X	X
Philanthropic Leadership		X	X	X

2018 Nominees

The U.S. Nominating Committee has nominated the following candidates for election as trustees. The U.S.A. Board of Trustees recommends a vote FOR the election of each of the following nominees.

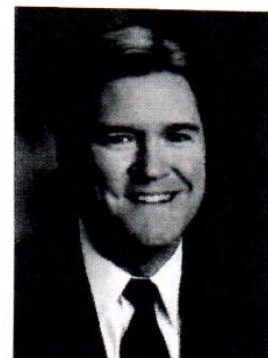
First 3-Year Term

Beginning at the 2018 Annual Meeting and concluding at the 2021 Annual Meeting

1. Mark Howard, EVP and Chief Legal Officer, Nationwide

Mark Howard is executive vice president and chief legal officer of Nationwide. In this role, he leads the company’s trial, legal, government relations, compliance, corporate citizenship, and corporate governance functions.

Prior to joining Nationwide in April 2016, Mark served as senior vice president and deputy general counsel for USAA where he was responsible for





governance, government and industry relations, corporate regulatory legal matters and the enterprise’s compliance function. Over his twenty years at USAA, Mark served in a variety of insurance and financial services legal and compliance functions, as well as four years as the organization’s chief audit executive. Prior to his USAA tenure, he was an attorney with Kirkpatrick & Lockhart in Washington, D.C., as well as on the audit staff of Arthur Andersen in Dallas, Texas.

Mark earned his bachelor’s degree in accounting from Baylor University, and his juris doctor and master of business administration degrees from Southern Methodist University, where he was managing editor of the Southwestern Law Journal.

Mark currently serves as a member of the Ohio Insurance Institute Board of Directors, the Baylor University Hankamer School of Business Advisory Board, the operating board of The Buckeye Ranch, the National Association of Corporate Directors General Counsel Steering Committee, and the General Counsel 50.

Disclosure of Specific Attributes and Skills

Desired Expertise	Discussion of Skills and Attributes
<p>Legal Expertise</p>	<p>Mr. Howard is executive vice president and chief legal officer of Nationwide. In this role, he leads the company’s trial, legal, government relations, compliance, corporate citizenship, and corporate governance functions.</p> <p>Mark served as senior vice president and deputy general counsel for USAA where he was responsible for governance, government and industry relations, corporate regulatory legal matters and the enterprise’s compliance function.</p> <p>He was an attorney with Kirkpatrick & Lockhart in Washington, DC.</p>

First 3-Year Term

Beginning at the 2018 Annual Meeting and concluding at the 2021 Annual Meeting

2. Deanna Strable, EVP and Chief Financial Officer, Principal Financial Group

Deanna Strable is executive vice president and chief financial officer with Principal Financial Group. Strable joined the company in 1990 as an actuarial assistant. She held various actuarial and management roles within Principal and specifically in Principal’s insurance business from 1995 through 2016. Strable was promoted to president U.S. Insurance Solutions in 2015 and executive vice president in 2016. Strable’s current position was effective February 2017.



**UNITED WAY WORLDWIDE
ANNUAL MEETING OF THE MEMBERSHIP
JUNE 27, 2018**



In addition to her role within Principal®, Strable currently serves as past-chair of the Board of Directors for LIMRA LOMA Global (LL Global, Inc) and is a member of the Board of Directors for Simpson College. She also serves on various committees for the United Way of Central Iowa.

A native of Iowa, Strable received her bachelor's degree from Northwestern University in Evanston, Illinois. She is a Fellow of the Society of Actuaries and a member of the American Academy of Actuaries.

Disclosure of Specific Attributes and Skills

Desired Expertise	Discussion of Skills and Attributes
<p>Corporate Leadership</p>	<p>Ms. Strable is executive vice president and chief financial officer with Principal Financial Group. Ms. Strable was promoted to president U.S. Insurance Solutions in 2015 and executive vice president in 2016.</p> <p>In addition to her role within Principal®, Strable currently serves as past-chair of the Board of Directors for LIMRA LOMA Global (LL Global, Inc).</p>
<p>Philanthropic Leadership</p>	<p>Ms. Strable is a member of the Board of Directors for Simpson College. She also serves on various committees for the United Way of Central Iowa.</p>

Second 3-Year Term

Beginning at the 2018 Annual Meeting and concluding at the 2021 Annual Meeting

3. Dr. Cynthia Figueroa, President and CEO, Congreso de Latinos Unidos

Cynthia Figueroa began her tenure as President and CEO of Congreso de Latinos Unidos in January 2011. In this capacity, she has fiscal oversight of more than \$24 million dedicated to strengthening Latino communities through social, economic, education and health services. Founded in 1977, Congreso is the City of Philadelphia's largest nonprofit agency providing expert services to the Latino



**UNITED WAY WORLDWIDE
ANNUAL MEETING OF THE MEMBERSHIP
JUNE 27, 2018**



community, and has been recognized as one of the Top 25 Hispanic nonprofits in the nation by *Hispanic Business* magazine.

Under her leadership, Congreso has experienced many accomplishments, including opening the Congreso Health Center – a Federally Qualified Health Center in partnership with PHMC. In September 2012, Figueroa led Congreso to expand its North American Street Campus with the newly constructed Trujillo Center that houses Congreso’s K-8 charter school and Harcum College at Congreso, an associate’s degree program. She has supported Congreso’s Data and Evaluation Department in achieving national recognition for their outcomes measurement, which now provides technical assistance to public and nonprofit agencies throughout the country. In 2014, Congreso was named the National Council of La Raza Affiliate of the Year and for the third year in a row Congreso was named Top Place to Work by Philly.com.

Disclosure of Specific Attributes and Skills for Cynthia Figueroa

Desired Expertise	Discussion of Skills and Attributes
<p>Diversity</p> <p>National Goal Areas</p> <p>Thought Leadership</p>	<p>Prior to leading Congreso, Figueroa served as the Deputy Commissioner for the City of Philadelphia’s Department of Human Services (DHS) and as the Executive Director of Women Against Abuse, the largest domestic violence agency in the Commonwealth of Pennsylvania.</p> <p>Figueroa brings international leadership and recognition to Congreso through a prestigious Eisenhower Fellowship, in which she traveled to Chile and Argentina to explore women leadership models in the government and the private sector. In the spring of 2013, she also traveled to Israel as a delegate of the Israeli Foreign Ministry with the American-Israel Friendship League. In addition, Ms Figueroa has been recognized by SmartCEO Brava! Women Business Achievement Award for her exemplary leadership and her support of local philanthropy, The University of Pennsylvania Outstanding Leadership Award, the National Football League/Philadelphia Eagles Hispanic Heritage Leadership Award, Impacto’s Most Influential Latinos, Philadelphia Flyers Community Leadership Award, <i>Philadelphia Business Journal</i> 40 Under 40, and <i>Al Dia Latina</i> Woman of Merit.</p>



Second 3-Year Term

Beginning at the 2018 Annual Meeting and concluding at the 2021 Annual Meeting

1. Mary Cathryn Ricker, Executive Vice President, American Federation of Teachers

Mary Cathryn Ricker is the executive vice president of the American Federation of Teachers. She was overwhelmingly elected to that position in July 2014 at the AFT's biennial convention in Los Angeles. Ricker served as president of the Saint Paul (Minn.) Federation of Teachers, AFT Local 28, since 2005, as an AFT vice president since 2012, and a member of the AFT K-12 Teachers program and policy council since 2006.



As president of the Saint Paul Federation of Teachers, Ricker has championed innovative, teacher-built solutions that improve teaching and learning as well as strengthen public education. These include the union's alternative teacher recruitment and licensure program, CareerTeacher; a full-spectrum peer assistance and review program; site-based school redesign and governance; a parent-teacher home visit project; comprehensive by-teachers/for-teachers professional development, including an annual SPFT professional conference; and meaningful community engagement in the union's work.

In addition to being a National Board Certified middle school English teacher, Ricker also serves on the National Board for Professional Teaching Standards board of directors. Her teaching and leadership skills have been recognized with a number of other honors, including receiving the Education Minnesota Peterson-Schaubach Outstanding Leadership Award, qualifying as a semifinalist for the

NEA Foundation Award for Teaching Excellence, and serving as a contributor in the Annenberg Foundation's professional development series "Write in the Middle."

A native of Hibbing, Minn., Ricker has taught in classrooms in St. Cloud and Saint Paul, Minn.; Camas, Wash.; and Seoul, South Korea. She also has represented the AFT and the Saint Paul Federation of Teachers abroad in Finland, Germany, Mexico and the Middle East.

Ricker serves on the Education Minnesota governing board and is the past president of the Education Minnesota Foundation for Teaching and Learning. She has also served as a member of the boards of TakeAction Minnesota, the Saint Paul Regional Labor Federation, the Saint Paul Public Schools Foundation and the Twin Cities GenerationNext. In 2012, Ricker was selected to co-chair the Minnesota Department of Education Teacher Evaluation Work Group, and she has served on the department's Education Finance Working Group since 2011.

Ricker's husband, Robert Cudahy, is a teacher of English language learners, and their two children are students in the Saint Paul public schools.

**UNITED WAY WORLDWIDE
ANNUAL MEETING OF THE MEMBERSHIP
JUNE 27, 2018**



Disclosure of Specific Attributes and Skills for Mary Cathryn Ricker

Desired Expertise	Discussion of Skills and Attributes
<p>National Goal Areas</p> <p>Thought Leadership</p>	<p>In addition to being a National Board Certified middle school English teacher, Ricker also serves on the National Board for Professional Teaching Standards board of directors. Her teaching and leadership skills have been recognized with a number of other honors, including receiving the Education Minnesota Peterson-Schaubach Outstanding Leadership Award, qualifying as a semifinalist for the NEA Foundation Award for Teaching Excellence, and serving as a contributor in the Annenberg Foundation's professional development series "Write in the Middle."</p> <p>A native of Hibbing, Minn., Ricker has taught in classrooms in St. Cloud and Saint Paul, Minn.; Camas, Wash.; and Seoul, South Korea. She also has represented the AFT and the Saint Paul Federation of Teachers abroad in Finland, Germany, Mexico and the Middle East. Ricker serves on the Education Minnesota governing board and is the past president of the Education Minnesota Foundation for Teaching and Learning. She has also served as a member of the boards of TakeAction Minnesota, the Saint Paul Regional Labor Federation, the Saint Paul Public Schools Foundation and the Twin Cities GenerationNext.</p>

**UNITED WAY WORLDWIDE
ANNUAL MEETING OF THE MEMBERSHIP
JUNE 27, 2018**



VOTING PROXY FOR U.S.A. MEMBERS

A proxy may be submitted if a United Way Worldwide member is unable to have either its CEO or Board Chair present to vote at the Annual Meeting. This proxy may be used to submit a member United Way's vote and designate Patricia Turner, United Way Worldwide's Secretary of the Corporation, to be such member's lawful substitute and proxy OR this proxy may be used to designate another representative other than Ms. Turner to be such member's lawful substitute and proxy at the annual meeting.

The form below may be used to indicate how your organization would like its vote cast. If completed, your vote will be cast accordingly, see Instructions for Proxyholder below.

MEMBER ORG. (UNITED WAY) NAME: _____

The undersigned representative of a member organization of United Way Worldwide does hereby constitute and appoint (*Please check one*)

Patricia J. Turner, Esq., Secretary, United Way Worldwide

Other _____

to be such member's lawful substitute and proxy. (To designate someone other than Ms. Turner, please insert in the blank space above the name of the registered delegate you desire to exercise your proxy.)

This proxy designates a representative in the name of such member to vote in person at the Annual Meeting of the members of United Way Worldwide to be held on Wednesday, June 27, 2018 from 9:00–10:00 a.m. in the Ballroom EF, Hyatt Regency Crystal City at Reagan National Airport, 2799 Jefferson Davis Highway, Arlington, Virginia, 22202, U.S.A. and at any adjourned and reconvened meeting thereof, at the discretion of the management, on such business as may properly come before the meeting on the items set forth below and more fully described in the Proxy Statement. Said member hereby revokes any proxy or proxies heretofore given to any other person or persons whomsoever.

Instructions for Proxyholder

The form below may be used to indicate how your organization would like to cast its vote. United Way's Worldwide and U.S.A. Boards of Trustees recommend a vote of approval for all ballot measures. If left blank or incomplete, your proxy will be so voted unless otherwise indicated below. In accordance with New York Not-For-Profit Law, proxies will not be accepted on-site at the annual meeting. Proxies must be received and accounted for by the Inspectors of Election, Ms. Patricia Turner, Esq., United Way Worldwide's Secretary and Ms. Melissa Wolfe, United Way Worldwide's Director of Governance, **by 5:00 p.m., U.S. Eastern Daylight Time on June 26, 2018.** Proxies must be returned for receipt by this date/time at United Way Worldwide, 701 North Fairfax Street, Alexandria, Virginia, USA 22314-2045, Attn: Executive Office. Where time is a factor, the proxy may be submitted via facsimile to +1 703-683-7846 before June 26, 2018 and the original copy mailed subsequently.

1. Approval of the minutes of the 2017 Annual Meeting

For Against Abstain



MEMBER ORG. (UNITED WAY) NAME: _____

NOMINEES TO WORLDWIDE BOARD OF TRUSTEES

FIRST THREE-YEAR TERM:

- 2. Marc Bitzer, President and Chief Operating Officer, Whirlpool Corporation
 For Against Abstain
- 3. Michael K. Hayde, Chairman of the Board and Chief Executive Officer, Western National Group
 For Against Abstain
- 4. Mary Mack, Senior Executive Vice President, Community Banking and Consumer Lending
Wells Fargo & Company
 For Against Abstain
- 5. Teri Plummer McClure, Chief Human Resources Officer and Senior Vice President, Labor, UPS
 For Against Abstain
- 6. David Preschlack, President, NBC Sports Regional Networks, & NBC Sports Group Platform and Content Strategy
 For Against Abstain

ONE-YEAR TERM:

- 7. Dr. John Lechleiter, Chairman Emeritus, Eli Lilly & Company
 For Against Abstain

TWO-YEAR TERM: (While serving as Board Chair of United Way's U.S.A. Board of Trustees)

- 8. Neeraj Mehta, EVP & CEO, Payment Solutions, Synchrony Financial
 For Against Abstain

NOMINEES TO U.S.A. BOARD OF TRUSTEES

FIRST THREE-YEAR TERM:

- 9. Mark Howard, EVP and Chief Legal Officer, Nationwide
 For Against Abstain
- 10. Deanna Strable, EVP and Chief Financial Officer, Principal Financial Group
 For Against Abstain

SECOND THREE-YEAR TERM:

- 11. Cynthia Figueroa, Commissioner, Department of Human Services, City of Philadelphia
 For Against Abstain
- 12. Mary Cathryn Ricker, Executive Vice President, American Federation of Teachers
 For Against Abstain

**UNITED WAY WORLDWIDE
ANNUAL MEETING OF THE MEMBERSHIP
JUNE 27, 2018**



***NOTE:** Additional nominees may be added as their acceptances are received. The names of additional nominees will be posted on United Way Online (online.unitedway.org) and will be voted upon at the Annual Meeting. United Way's Worldwide and U.S.A. Board of Trustees recommend a vote for these additional nominees and your proxy will be so voted unless otherwise indicated.*

IN WITNESS THEREOF, said member has executed this proxy the ____ day of _____, 2018.

MEMBER ORGANIZATION (UNITED WAY) NAME: _____

NAME: _____

TITLE: _____

ADDRESS 1: _____

ADDRESS 2: _____

COUNTRY/PROVINCE _____

SIGNATURE: _____

May 07, 2018

Kaylee Matheny, Resource Development Director
United Way of Southeast Alaska
3225 Hospital Drive Suite 106
Juneau, AK 99801

Dear Kaylee Matheny - Resource Development Director,

RE: Pick.Click.Give application for United Way of Southeast Alaska to receive charitable contribution designations from electronic permanent fund dividend applicants filing in 2019

Your application to be included in the contribution list on the 2019 Permanent Fund Dividend electronic application has been accepted.

Your organization is eligible under AS 43.23.062 to be included on the list of educational organizations, community foundations, and charitable organizations eligible to receive charitable contributions as designated by PFD applicants on the 2019 electronic permanent fund dividend application.

Please note that any contributions designated in the application process that begins in 2019 by eligible PFD applicants to your organization on the electronic application will be paid in late fall, 2019.

For additional information about this program, please refer to www.pickclickgive.org or call 1-888-785-GIFT (4438).

Sincerely,

Pick.Click.Give.

* * * *

Pick.Click.Give.

Past Contributions

2009: \$4,375.00

2010: \$4,825.00

2011: \$5,925.00

2012: \$6,528.00

2013: \$6,700.00

2014: \$8,025.00

2015: \$7,275.00

2016: \$4,325.00

2017: \$2,825.00

Total: \$50,803.00

Suggested change to current fiscal policy

- Current Fiscal Policy regarding Audits

IV. AUDITING

An agency wide annual audit will be performed by an independent public accounting firm with the subsequent issue of an official annual financial statement. The Accountant/Bookkeeper will provide documentation and information requested by the audit firm selected to perform the annual audit. Copies of the auditor's report will be distributed to all members of the Board, and to appropriate government agencies.

- UWW Bylaw change voted on at the May 2015 UWW Annual meeting and supported by the UWSEAK Board at their **April 16, 2015 meeting**
- **UWW Annual Meeting Proxy Approval**

President Stevens reviewed the materials from United Way Worldwide for their upcoming annual meeting. Items included election of Trustees for United Way Worldwide Board, election of Trustees for the USA Network Board, and bylaw amendments. He pointed out the materials in the packet and reported that the bylaw change raised the threshold level for the audit requirement from \$250,000 to \$500,000 in gross revenue. The approval of the bylaw change would have a significant positive reduction in the operating costs for United Way Southeast. Stevens noted he had participated in a webinar discussion on the topic, had reviewed the materials and encouraged the board to vote in support of the bylaw change.

Motion: Board Member Grummet moved to authorize President Stevens to vote the proxy for United Way of Southeast Alaska supporting the candidates for the Board of Trustees of United Way Worldwide and the USA Network and to support the bylaw amendment as proposed by United Way Worldwide. Board Member Bill seconded.

Motion approved unanimously.

- Suggested change to fiscal policy

United Way Worldwide adopted a change to the bylaws in May of 2015 that raised the threshold level for the audit requirement from \$250,000 to \$500,000 in gross revenue. As such United Way of Southeast Alaska should change their Fiscal Policy regarding audits to read as follows:

An agency wide annual audit will be performed by an independent public accounting firm with the subsequent issue of an official annual financial statement when the organizations gross revenue exceeds \$500,000.00. When gross revenue does not exceed that threshold, then an annual review of the organizations finances shall be conducted at the conclusion of the current fiscal year. If an annual review is conducted consecutively for three years then we shall also conduct an independent internal controls assessment at least once every three years.

The Accountant/Bookkeeper will provide documentation and information requested by the audit firm selected to perform the annual audit. Copies of the auditor's report will be distributed to all members of the Board, and to appropriate government agencies.

Mar 19, 2015

Members vote to change the UWW Bylaws - USA Member Audit Requirements

[Kenneth Euwema](#)

At the recent UWW Annual meeting (April, 29, 2015 in Grapevine, Texas) the members voted to amend the UWW Bylaws, specifically two elements of the section that establishes UWW Membership Requirement H.

Under the existing bylaws, USA members are required **every year** to complete a GAAP audit performed by an independent CPA if their annual revenue exceeds \$100,000 (if annual revenue is below \$100,000, members may choose whether to conduct a GAAP audit or a less expensive GAAP review).

The first change to the bylaws allows the UWW Board to establish the threshold at a level and at times it deems appropriate without seeking membership approval for additional bylaw changes.

The second change mandates that any member with revenue below the board-established threshold, that chooses to do an annual financial statement review instead of an annual financial statement audit, must additionally submit to an independent internal controls assessment at least once every three years.

Upon approval of the change to the bylaws, the UWW Board announced that it intends to raise the threshold for an annual GAAP audit versus an annual GAAP review to \$500,000 of annual revenue for fiscal years beginning **after** June 30, 2015.

In practical terms this means the following for members:

- If you are a calendar year organization, the change in the threshold will apply to your calendar year 2016 audit or review
- If you are a fiscal year organization, the change in the threshold will apply to your fiscal 2015/2016 audit or review
- For all calendar and fiscal years ending **before** June 30, 2016, the existing threshold of \$100,000 annual revenue remains in effect.

See the link below to the original proposal for more specific information on the change. It provides the justification for the change and an evaluation of its impact on the United Way USA Network.

Also, in case you missed the webinar that aired on March 19, 2015 related to this change, it has been archived and you will find the link below so that you can view it at your convenience.

Membership Requirement H

Threshold for audited or reviewed financial statements (U.S. United Ways)

July 1, 2015

Purpose

This document confirms the threshold for producing audited financial statements is \$500,000 in annual revenue.

Background

In 2015, the members of United Way Worldwide approved an amendment to the bylaws that reads:

[United Ways will] have an annual audit conducted by an independent certified public accountant whose examination complies with generally accepted auditing standards and generally accepted accounting principles. Exception: organizations with annual revenue totaling less than the audit threshold approved by the U.S.A. National Board and Board of Trustees may have their financial statements annually reviewed rather than audited by an independent public accountant provided they also conduct an independent internal controls assessment at least once every three years.

The threshold of \$500,000 in annual revenue was established by UWW's board and applies to fiscal years starting on or after July 1, 2015.

Where to Learn More

Additional details on standards for audited and reviewed financial statements and internal control assessments are available on the [CFO Deskbook](#), item 18, Implementation Standards for Membership Requirement H (GAAP Financial Statements).

*UNITED WAY OF SOUTHEAST ALASKA
FISCAL POLICIES*

APPROVED BY THE
UNITED WAY OF SOUTHEAST ALASKA
BOARD OF DIRECTORS
Date: JULY 5, 1995

Revised and Approved: April 21, 1999
Revised and Approved: September 24, 2003
Revised and Approved: October 25, 2006
Revised and Approved: December 15, 2010
Revised and Approved: February 21, 2013

INDEX

	<u>Page</u>
I Fiscal Policy Statement	1
II Accounting Policies	1
III Financial Reporting	2
IV Auditing	2
V Sarbanes-Oxley Provisions	2
VI Revenue Recognition	3
VII Budgeting	3
VIII Designations of Fund balance	4
IX Investments	4
X Internal Controls	5
XI Purchasing	7
XII Fixed Asset Policy	8

I. FISCAL POLICY STATEMENT

These fiscal policies set forth the basic framework for the overall fiscal management of United Way of Southeast Alaska (UWSEAK). Operating independently of changing circumstances and conditions, these policies assist the decision-making process of the Board of Directors, President and staff. It is anticipated that these policies will provide guidance to management, meet the requirement of regulatory bodies, serve as a standard for review, and represent the direction of the Board.

These policies will guide UWSEAK and help maintain financial stability. All significant policy changes require Board approval.

UWSEAK's fiscal year-end is August 31.

II. ACCOUNTING POLICIES

UWSEAK will establish and maintain a high standard of accounting practices. The accounting records will monitor expenditures, revenues, and performance of all UWSEAK activities on an ongoing basis and provide an accurate assessment of the financial condition of the organization. The financial systems will provide a structure of internal control, a clear audit trail, and information required by the Board, funding sources and governmental regulatory bodies.

The accounts of UWSEAK will be organized on the basis of funds, each of which will be considered a separate accounting entity. A single fund will capture all activity of United Way's Private Sector, Combined Federal Campaign (CFC) and Alaska State SHARE campaigns. Other funds may be established by the Finance Committee to facilitate reporting. The operations of each fund will be accounted for with a separate set of self-balancing accounts that comprise its assets, liabilities, fund equity, revenues, and expenditures. All transactions will be recorded in accordance with Generally Accepted Accounting Principles (GAAP). In all funds, the accrual basis of accounting will be used (modified accrual accounting is acceptable for interim reporting purposes). Revenues will be recognized in the accounting period in which they are earned. Expenditures will be recognized in the accounting period in which the liability is incurred.

UWSEAK will strive to maintain sufficient reserves to ensure an adequate cash flow. Invoices and charges will be paid promptly and discounts taken when available. Payroll taxes will be paid punctually. All employees will be paid timely and accurately in accordance with established payroll procedures and state laws and regulations.

Normally, relocation allowance and transportation will not be paid for new employees or for transferring current employees. However, the Board of Directors may approve reimbursement of actual relocation costs when circumstances warrant.

A petty cash fund may be approved by the President. The fund will be set at \$300. Persons controlling this money will be designated as Petty Cash Custodians and they are personally and solely responsible for safeguarding the cash and accounting for all transactions. Petty cash funds will not be used to make unauthorized purchases or to circumvent the requisition procedure. Petty cash funds will be subject to audit by supervisory personnel. No personal loans are to be made out of petty cash. Reimbursement will be handled on a routine basis.

A corporate purchasing card may be approved by the Board for the use of the President. All purchases on the credit card must be authorized expenditures of UWSEAK.

Only the Board may enter into any grant/contractual obligations. However, the Board may authorize the President to enter into grant/contractual obligations on their behalf. All grants and contracts will be managed from the Executive Office.

III. FINANCIAL REPORTING

Regular monthly financial reports to the Board will present a summary of financial activity in a format determined by the Finance Committee. When requested, the reporting system will also provide information on the total cost of specific services by type of expenditure or by fund. See additional detail in the Internal Controls Policies section.

IV. AUDITING

An agency wide annual audit will be performed by an independent public accounting firm with the subsequent issue of an official annual financial statement. The Accountant/Bookkeeper will provide documentation and information requested by the audit firm selected to perform the annual audit. Copies of the auditor's report will be distributed to all members of the Board, and to appropriate government agencies.

V. SARBANES OXLEY PROVISIONS

To avoid insider transactions and conflicts of interest, UWSEAK will understand and fully comply with all laws regarding compensation and benefits provided to directors and executives (including "intermediate sanctions" and "self-dealing" laws). UWSEAK, as a rule, will not provide personal loans to directors and executives. In cases in which the board feels it is necessary to provide a loan, however, all terms should be disclosed and formally approved by the board, the process should be documented, and the terms and the value of the loan should be publicly disclosed. The Board of Directors will establish and annually review a conflict of interest policy and will ensure a regular and rigorous means of enforcing it.

The Board of Directors will appoint an independent and competent finance/audit committee, that will select and oversee an independent auditing firm to conduct an annual external financial audit and will review the audit. Board members on the finance/ audit committee should be free from conflicts of interest and should not receive any compensation for their service on the committee. The Board will include at least one "financial expert" on the finance/audit committee. The audit results must be approved by the full board.

The Board of Directors will rotate the auditor or lead partner at least every five years; will avoid any conflict of interest in staff exchange between audit firm and organization; will not use its auditing firm for non-auditing services except tax form preparation with pre-approval from audit committee; will require disclosure to the audit committee of critical accounting policies and practices; and will use the audit committee to oversee and enforce UWSEAK's conflict-of-interest policy.

UWSEAK's President and Treasurer should sign off on all financial statements including Form 990 tax returns, to ensure they are accurate, complete, and filed on time. The finance/audit committee should review and approve financial statements and Form 990 tax returns for completeness and accuracy.

UWSEAK will disclose its Form 990 and 990-PF at its website; will file 990 and 990-PF Forms in a timely manner.

UWSEAK's Code of Ethics includes a formal process to deal with "whistle-blower" complaints and prevent retaliation. UWSEAK's Board of Directors or its designees will investigate employee complaints and correct any problems or explain why corrections are not necessary.

Fiscal records and electronic files will be retained in accordance with a document retention and periodic destruction policy, according to a schedule developed by United Way of America. These records may be kept off premises and may be transferred to electronic format, but will be stored in a secured area.

If an official investigation is underway or even suspected, UWSEAK will stop any document purging in order to avoid criminal obstruction.

VI. REVENUE RECOGNITION

Cash receipts will be provided adequate safeguards by all personnel entrusted with their care. All funds received will be transmitted and deposited timely as set forth in the Internal Controls section, an employee designated by the President, in accordance with procedures set by the Accounting Office. A monthly reconciliation will be made to verify that all monies received by UWSEAK have been deposited. The Accountant/Bookkeeper will prepare any necessary billings and be responsible for the correct accounting of all revenues.

All revenues from sources that have placed restrictions upon the expenditure of those revenues will not be expended for any unauthorized expenditures.

Revenues will be recognized in the fiscal year the pledge is received. The subsequent cash collections will reduce the related receivable.

VII. BUDGETING

These budgeting policies address the budget process for the ongoing programs of UWSEAK.

The formal budgeting process will provide the primary mechanism by which key decisions will be made regarding the levels and types of services to be provided, given the anticipated level of available resources. All funds will be subject to the annual budget process. The President of UWSEAK is primarily responsible for the preparation of the annual budget document.

The Accountant/Bookkeeper will begin the budgeting process for UWSEAK by distributing appropriate financial statements to the President in April. These statements will show comparative figures for the current fiscal year through the most recently completed month for which financial statements are available, and the current operating budget. From this information the President will prepare the preliminary budget for UWSEAK. The preliminary Executive Office budget will be presented to the Board at its May meeting for review.

During budget development, the President will estimate the amount of revenues that can reasonably be anticipated from UWSEAK's fundraising sources.

The Board will adopt a balanced budget and once approved, expenditures by program must be relevant to the stated objectives of UWSEAK. These objectives cannot be changed without prior approval by the Board, unless otherwise stated in these policies.

UWSEAK will maintain a budgetary control system to ensure adherence to the budget and the Accountant/Bookkeeper will prepare timely, monthly financial reports comparing actual revenues, expenditures and encumbrances with budgeted amounts. The President and Board of Directors are responsible for reviewing those financial reports.

The President is accountable for all expenditures made, and is expected to confine spending to amounts appropriated during the budget process as amended by Board actions. The Board will review the budget for amendments quarterly at its discretion.

VIII. DESIGNATIONS OF FUND BALANCE

UWSEAK solicits donations to its Community Impact Fund and its various sub-categories. These funds are allocated annually, in a grant-making process managed by the Community Impact Committee, which advances its grant recommendations to the Board of Directors.

The accumulation of fund balance designations protects UWSEAK from uncontrollable increases in expenditures or unforeseen reductions in revenues, or a combination of the two. They also provide adequate working capital and a sufficient cash flow for daily financial needs at all times. The Board of Directors recommends the accumulation and maintenance of 3-6 months of operating expenses.

IX. INVESTMENTS

The overriding purpose of this policy is to acknowledge clearly that any investment instrument or decision carries with it certain elements of risks. However, safety of principal is the foremost objective of UWSEAK and there are numerous safeguards instituted that minimize such risks. Each investment transaction will seek to first ensure that capital losses are avoided.

UWSEAK will seek to attain market rates of return on its investments, consistent with constraints imposed by its safety objectives, and cash flow considerations. This policy establishes a framework for implementing such safeguards, authorizes particular types of allowable investment instruments, and creates oversight responsibilities of investment activities.

Management direction for the investment program is the responsibility of the Board of Directors. The Board may delegate specific aspects to the President.

Actual investment transactions are the responsibility of the President. No other position may engage in an investment transaction except as provided by the Board of Directors. Investments will be made with judgment and care, under circumstances then prevailing, which persons of prudence, discretion, and intelligence exercise in the management of their own affairs, not for speculation, but for investment, considering the primary objective of safety as well as the secondary objective of obtaining market rates of return. Investment officers acting in accordance with written procedures and exercising due intelligence will be relieved of personal responsibility for an individual security's credit risk, provided that deviations from expectation are reported in a timely fashion, and appropriate action is taken, to control adverse developments.

Investments by UWSEAK will be restricted to the following type securities; however, other investments may be made if prior Board approval is given to the President: savings accounts, certificates of deposit and other time accounts, interest-bearing money market investment accounts of commercial banks, savings and loan associations, community foundation, and other institutions insured by the Federal Deposit Insurance Corporation,

UWSEAK will diversify use of investment instruments to avoid incurring unreasonable risks inherent in over-investing in specific instruments or individual financial institutions.

Diversification by financial institution: savings accounts, certificates of deposit and other time accounts no more than \$100,000 with any one institution. Other available cash is to be invested as appropriate to coincide with projected cash flow needs, taking into account large routine scheduled expenditures, as well as considering sizable blocks of anticipated revenues and cash receipts. Maturities will not exceed 180 days.

All investments will be in the name of UWSEAK, and will be held in safekeeping at the financial institution from which they were purchased. Safekeeping account receipts will be held by UWSEAK's Executive Office.

All interest earned from investments will accrue to the appropriate fund based on the fund which earned the interest.

UWSEAK will invest only with financial institutions that maintain an office within the City and Borough of Juneau. The financial institution must also be a member of the Federal Deposit Insurance Corporation (FDIC).

X. INTERNAL CONTROLS

UWSEAK will maintain an internal control structure designed to ensure that the assets of UWSEAK are protected from loss, theft or misuse and to ensure that adequate accounting data are compiled to allow for the preparation of financial statements in conformity with generally accepted accounting principles. The internal control structure will be designed to provide reasonable, but not absolute, assurance that these objectives are met. The concept of reasonable assurance recognizes that: (1) The cost of a control should not exceed the benefits likely to be derived; and (2) The valuation of costs and benefits requires estimates and judgments by management.

UWSEAK will employ the following specific internal control procedures:

1. All checks will require two signatures. Signatory Authority is given to the following Board Officers: President, Chair, Chair-elect, past Chair, Treasurer and Secretary (except as noted). The President is not permitted to be a signatory on any checks written to the President. No Board member will be permitted to sign checks if that Board member is related in any way to an employee of UWSEAK or to UWSEAK's Accountant/Bookkeeper. No checks are ever pre-signed and signatories may not sign checks made out to themselves. Voided checks are mutilated and filed at UWSEAK office. Similar controls apply to electronic disbursements of UWSEAK funds. Supporting documentation must be provided and maintained for all checks issued; i.e. purchase order, requisition, check request, timesheet, lease, etc.
2. Invoices must be approved by the President prior to payment unless the payment is a payroll check to be paid to the President or if the payment is a reimbursement to the President. In these cases, a member of the Board of Directors must approve the reimbursement request or timesheets. Approval must be written on the invoice. In addition, the President or Board member must "code" the invoice prior to payment. Coding includes indicating which account number a payment is to be charged to.
3. Certain items such as office rent are recurring and cyclically billed. For these items, the President may instruct the Accountant/Bookkeeper to pay these without other approval. The President will provide the Accountant/Bookkeeper with written authorization before these types of payments can be made.
4. No check may be written to cash.

5. Cash receipts. All cash and checks received by UWSEAK are to be received by the Administrative Assistant or President and restrictively endorsed to the proper bank account. The cash or checks received will be coded as to their source by the Administrative Assistant or President. Deposits will be made at least twice per week. A copy of the deposit slip, validated bank receipt and check support will be filed by date in the Executive Office. A copy of the checks and deposit slip will be forwarded to the Accountant/Bookkeeper no less than once per month. If a question arises, the Administrative Assistant or President should receipt the money received and endorse any checks for deposit only to UWSEAK and then submit them to the President or the Treasurer or President of the Board of Directors for further clarification as necessary.

No cash will be deposited by campaign key workers or individuals other than the President of UWSEAK or the President's designated assistant.

6. The Accountant/Bookkeeper will maintain GAAP basis accounting records for the Private Campaign and SHARE activity on the UWSEAK's accounting system. The Accountant/Bookkeeper will also provide, modified accrual financial statements to include a comparative balance sheet, income statement, and comparison of budget to actual results. These reports must be available for review by the 15th day subsequent to the end of any particular month.
7. The Accountant/Bookkeeper will prepare vendor payments at least once per month. These payments will be coincident with the preparation of UWSEAK's payroll. The President will be responsible for mailing all payments. The Accountant/Bookkeeper will prepare checks, the original check will be mailed to the vendor, and the check stub will be stapled to the vendors invoice and filed by vendor. All documents will be retained in accordance with the Record Retention Policies. Similar controls apply to electronic disbursements of UWSEAK funds.

8. PAYROLL

- All employees are paid twice per month. Payroll periods will end on the fifteenth and the last day of each month. Payroll will be paid within seven days following the end of each pay period.
- Employees submit biweekly time sheets for approval to the President. In the case of the President, timesheets will be submitted to a Board member for approval.
- After approval by the appropriate supervisors they are submitted to the Accountant/Bookkeeper for payment.
- Timesheets must indicate time spent on key organizational activities. The Accountant/Bookkeeper will use this information to appropriately charge each fund for staff time. The Accountant/Bookkeeper will not prepare payroll for those employees who have not submitted properly approved timesheets. The Accountant/Bookkeeper will allocate personnel costs to each fund based on hours worked by each employee at their respective pay rates.
- The President will maintain employee personnel files with all documentation required by law. Computerized payroll records will be maintained by the Accountant/Bookkeeper which generate monthly and yearly payroll tax reports for the IRS and State Department of Labor. IRS deposits are made bi-weekly at the time of the regular payroll. Payroll advances are not allowed. All employee withholding is withheld at the appropriate rates as stated by the IRS and DOL.

9. DISTRIBUTIONS

- All member agency distributions will be made on a quarterly basis as follows:
Fiscal

<u>Quarter</u>	<u>Period</u>	<u>Payment Due By</u>
1	February, March, April	May 22
2	May, June, July	August 22
3	August, September, October	November 22
4	November, December, January	February 22

- The President or Administrative Assistant will be responsible for maintaining the computer software programs. This information will summarize all activity of the Private/SHARE campaigns. The President will provide the necessary reports to the Accountant/Bookkeeper by the tenth of the month following the end of each fiscal quarter so that the Accountant/Bookkeeper may prepare the Agency distributions.
- Each quarter, all designated funds will be distributed. Undesignated funds will be distributed as determined by the Board of Directors.

10. The Accountant/Bookkeeper will review the outstanding check list for each bank account to identify checks written but not cleared which are over 180 days old. For checks over 180 days old, the Accountant/Bookkeeper/Bookkeeper will attempt to contact the payee. If unsuccessful in this attempt the Accountant/Bookkeeper will call the bank on which the check was drawn to notify them that the check is being canceled. The Accountant/Bookkeeper/Bookkeeper will then notify UWSEAK's Accountant/Bookkeeper who will cancel the check in the accounting system and establish the check as a liability on the accounting records of UWSEAK. The President will maintain a subsidiary ledger supporting the total amount of the liability recorded. UWSEAK will then follow the Unclaimed Property Statutes and regulations of the State of Alaska in determining the disposition of the funds.

XI. PURCHASING

It is the policy of UWSEAK to obtain necessary supplies, equipment, goods and services, as reasonably as possible, only by persons authorized by the President. Local vendors will be used where practical. Consideration will also be given to service, quality, delivery, and repair capabilities.

The President will generate all requests for prices or services and all purchases, or continuous cyclically billed services which are approved when invoices are submitted by the vendor.

The President will insure that the quality, quantity, and type of materials requisitioned and delivered conform to the specifications of the Board of Directors or other authorized personnel who have ordered the materials.

Acceptance of gratuities at any time, other than promotional novelties, is prohibited. Employees will not become obligated to any supplier and will not conclude any UWSEAK transaction from which they may personally benefit, directly or indirectly.

The President will strive to maintain strong and enduring relationships with vendors of proven ability. To accomplish this, purchasing activities will be conducted so that vendors will value UWSEAK business and make an effort to meet our requirements on the basis of quality, service, and price.

UWSEAK will buy only from suppliers who have adequate financial strength, high ethical standards, and a record of adhering to specifications, maintaining shipping promises and giving a full measure of service. New sources of supply will be given due consideration as multiple sources of supply are necessary to ensure availability of materials.

All bidders will be afforded equal opportunities to furnish price quotations and are to compete on equal terms.

The President will act as the UWSEAK representative on all matters pertaining to purchasing. However, all purchases of goods or services in excess of \$1,000 and not specifically budgeted for require prior Board of Directors approval.

XII. FIXED ASSET POLICY

INVENTORY

Fixed Assets include all items with a purchase price greater than \$5,000. An inventory of such fixed assets will be maintained which provides the following information:

1. Description and location of asset.
2. Date of purchase or donation
3. Depreciation or disposal status
4. Original cost or donated value

This inventory is verified and updated at the time of the annual General Audit.

FIXED ASSET ACCOUNTING POLICY

Assets purchased with grant funds will be directly expensed against the appropriate grant and maintained in accordance with grant requirements.

Sharon Cannon

2116 A Second St.

Douglas AK 99824

Recd
6/18/18
MSB

June 18, 2018

Dear Wayne,

This is to communicate to you my resignation from the position of Reading Tutor Coordinator effective July 15, 2018. I very much appreciated the opportunity to work for United Way of Southeast Alaska. The Reading Tutor Program provides much needed reading opportunities for local students. With my husband's recent retirement, we are looking forward to long awaited traveling and spending time with family.

I will continue to work on the activities identified in my June program report. Please let me know if there are any additional activities you would like me to complete.

Thank you,

Sharon Cannon



Reading Tutor Coordinator

Presidents Report for June 21, 2018

Meetings

- May 21 – Teleconf w/ Michele Brown CEO, Len Lambert CFO UWA & Bill Wright Executive Direct, Tanana Valley United Way re CFO search in Anchorage
- May 22 – Jennifer Treadway-O’Dea to Rotary; Warren Russell, Jennifer to Wells Fargo to sign notarized document
- May 23 – VITA Grant application discussion Dawn Wesley, Julie Hamilton; STEPS grant planning meeting
- May 24 – Lunch w/Warren Russell & Samantha Dye re board development
- May 25 – Classy program conversation; Lunch Lennie Gorsuch, Allen Marine; Finance Committee meeting
- May 26 – VITA Grant application
- May 29 – VITA grant application, Dawn Wesley, Julie Hamilton; Rotary meeting; teleconf Len Lambert AmeriCorps grant reporting
- May 30 – Margy Hughes, AmeriCorps grant discussion; STEPS grant discussion
- May 31 – Board Self-Assessment webinar; Chamber meeting
- June 1 – AARP Community Council meeting; AmeriCorps conversation Margy Hughes & Cara Gilbert; Best Starts conversation @JEDC
- June 2 – Retirement function for Jeffra Clough Eaglecrest
- June 4 – ROCK Juneau meeting
- June 5 - Heather Harris Executive Director BBBS to Rotary meeting; Donor Sustainability committee meeting
- June 6 – Classy software program conversation
- June 7 – Breakfast w/Tamera Lienhart, Community Affairs Director BP; Chamber meeting
- June 11 - Board member orientation Sasha Moore
- June 12 – Capital Chat w/Cara Gilbert AmeriCorps Program, STEPS Planning meeting, presentation to Juneau Commission on Aging about 211 program, Rotary meeting
- June 13 – Lunch w/ Claire Morton, Golden Wheel Amusements
- June 14 – Foraker CEO Connect conversation,
- June 19 – Rotary meeting, Meet w/Craig Dahl, Juneau Chamber
- June 21 0 Wells Fargo Advisory Board meeting, Foraker Operations Board meeting, United Way Board meeting

Worked on following tasks –

- ❖ AmeriCorps reporting
- ❖ STEPS Grant
- ❖ VITA Grant application
- ❖ AmeriCorps budget 2018-19
- ❖