

**United Way of Muskingum, Perry & Morgan Counties  
and  
United Appeal of Athens County**

**INTENT TO MERGE  
ACTION PLAN**

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## Merger Committee Responsibilities & Timeline - 2008

Month	Date	Action	Responsibilities		
			Merger Committee	UWMPM & UAA Boards	Staff
Jan.	18	<i>Meeting</i>	<ul style="list-style-type: none"> <li>Review &amp; adopt "Intent to Merge Action Plan"</li> <li>Continue discussion about name of new United Way</li> <li>Finalize meeting times, lengths and locations through June</li> <li>Form sub-committees, select chairs, <b>START WORK</b></li> </ul>		
		<b>WORK TO BE STARTED &amp; Follow up</b>	<p><b>Governance sub-committee:</b></p> <ul style="list-style-type: none"> <li>Start By-laws &amp; Articles of Incorporation</li> </ul> <p><b>Communications sub-committee:</b></p> <ul style="list-style-type: none"> <li>Begin to outline Communications Plan:  <i>What do we need to say? (message)</i>  <i>Who do we need to say it to? (audience)</i>  <i>How will we say it to them? (medium)</i>  <i>When will we say it to them? (timeframe)</i></li> </ul> <p><b>Finance sub-committee:</b></p> <ul style="list-style-type: none"> <li>Need to determine how the two organizations will match up fiscal years and distribution cycles, and report this to the Investment/Impact sub-committee ASAP</li> </ul> <p><b>Investment/Impact sub-committee</b></p> <ul style="list-style-type: none"> <li>Begin comparing investment (allocations) processes and cost deduction policies for each organization</li> </ul> <p><b>Operations subcommittee</b></p> <ul style="list-style-type: none"> <li>Begin developing job description for the Community Director of Athens County</li> </ul>	<ul style="list-style-type: none"> <li>Review &amp; adopt "Intent to Merge Action Plan"</li> </ul>	<ul style="list-style-type: none"> <li>Send Intent to Merge Action Plan to Boards directly after Merger Cmt. meeting, prior to Board meetings</li> <li>Provide forum for agencies to receive and provide feedback on Intent to Merge Action Plan, ask for input on name of new United Way</li> <li>Send requested information to Finance and Investment/Impact sub-committees</li> </ul>
Feb.	8	<i>Meeting</i>	<ul style="list-style-type: none"> <li>Review draft of By-laws &amp; Articles of Incorporation</li> <li>Finalize name of new United Way</li> <li>Review draft of Communications Plan</li> <li>Review Finance sub-committee suggestions regarding matching up fiscal years and distribution cycles</li> <li>Review job descriptions fro Community Director</li> </ul>		

		<i>Follow up</i>	<p><b>Governance sub-committee:</b></p> <ul style="list-style-type: none"> <li>• Start Certificate of Merger</li> </ul> <p><b>Communications sub-committee:</b></p> <ul style="list-style-type: none"> <li>• Begin implementing Communications Plan</li> </ul> <p><b>Finance sub-committee:</b></p> <ul style="list-style-type: none"> <li>• Discuss how to combine assets, especially what to do with UAA house/office</li> </ul> <p><b>Investment/Impact sub-committee:</b></p> <ul style="list-style-type: none"> <li>• Discuss how the Merger Committee's decision related to matching up fiscal years and distribution cycles will affect the new agency funding process, share with Communications sub-committee to be incorporated into their messaging</li> </ul> <p><b>Operations sub-committee:</b></p> <ul style="list-style-type: none"> <li>• Start revising current UWMPM Personnel Manual to reflect name change and new staff structure, begin development of new website</li> </ul>		<ul style="list-style-type: none"> <li>• Send draft By-laws, Art. Of Incorpor., and new name to Boards</li> <li>• Assist with Communications Plan implementation</li> <li>• Develop new website</li> </ul>
<b>Mar.</b>	<b>14</b>	<i>Meeting</i>	<ul style="list-style-type: none"> <li>• Review &amp; approve Certificate of Merger</li> <li>• Approve final version of By-laws &amp; Articles of Incorporation</li> <li>• Report on Communications Plan progress</li> <li>• Review Finance sub-committee recommendations regarding combining of assets and what to do with the UAA house/office</li> </ul> <p><b>Investment/Impact sub-committee</b></p> <ul style="list-style-type: none"> <li>• Report on comparison of agency funding processes and expected changes</li> </ul> <p><b>Operations sub-committee</b></p> <ul style="list-style-type: none"> <li>• Present revised Personnel Manual</li> </ul>		
		<i>Follow up</i>	<p><b>Governance sub-committee</b></p> <ul style="list-style-type: none"> <li>• Start Agreement of Merger</li> </ul> <p><b>Communications sub-committee</b></p> <ul style="list-style-type: none"> <li>• Continue implementing Communications Plan</li> </ul> <p><b>Finance sub-committee</b></p> <ul style="list-style-type: none"> <li>• Begin working on budget for fiscal year '08-'09 - for new entity</li> </ul> <p><b>Investment/Impact sub-committee</b></p> <ul style="list-style-type: none"> <li>• Begin developing timeline and action plan for creating a new funding process</li> </ul> <p><b>Operations sub-committee</b></p> <ul style="list-style-type: none"> <li>• Review office space needs for Athens in light of decision regarding UAA house/office</li> </ul>	<ul style="list-style-type: none"> <li>• Receive &amp; vote on Certificate of Merger</li> <li>• Receive final By-laws &amp; Articles of Incorporations</li> <li>• Review terms of current board members &amp; begin thinking about who may join the new entity's governing board and who may join a community board</li> </ul>	<ul style="list-style-type: none"> <li>• Send Certificate of Merger, Final By-laws &amp; Art. of Incorporation to Boards directly after Merger Committee meeting, prior to Board meetings</li> <li>• Contact NPAS for a quote for financial and pledge processing services</li> <li>• Help with budgeting process</li> </ul>

					<ul style="list-style-type: none"> <li>• Provide input regarding timeline and action plan for new funding process</li> <li>• Contact UWA, send them Cert. Of Merger, request reassignment of zip codes and new local lock-ups</li> </ul>
<b>Mar.</b>	<b>30</b>				<ul style="list-style-type: none"> <li>• <b>Certificate of Merger due to Secretary of State</b></li> </ul>
<b>Apr.</b>	<b>11</b>	<b>Meeting</b>	<p><b>Governance sub-committee:</b></p> <ul style="list-style-type: none"> <li>• Continue Agreement of Merger. Begin discussion about who the members of the new board should be</li> </ul> <p><b>Communications sub-committee:</b></p> <ul style="list-style-type: none"> <li>• Report on Communications Plan progress, discuss format of “Coming Together” Party</li> </ul> <p><b>Finance sub-committee:</b></p> <ul style="list-style-type: none"> <li>• Report on budget development progress</li> </ul> <p><b>Investment/Impact sub-committee:</b></p> <ul style="list-style-type: none"> <li>• Continue development of timeline and action plan for creating a new funding process</li> </ul> <p><b>Operations sub-committee:</b></p> <ul style="list-style-type: none"> <li>• Report on recommendations re: Athens office space needs</li> </ul>		
		<b>Follow up</b>	<p><b>Governance sub-committee:</b></p> <ul style="list-style-type: none"> <li>• Finish draft of Agreement of Merger, come up with suggested list of new board members</li> </ul> <p><b>Communications sub-committee:</b></p> <ul style="list-style-type: none"> <li>• Continue implementing Communications Plan, plan “Coming Together” Party</li> </ul> <p><b>Finance sub-committee</b></p> <ul style="list-style-type: none"> <li>• Finish draft budget</li> </ul> <p><b>Investment/Impact sub-committee</b></p> <ul style="list-style-type: none"> <li>• Finish draft timeline and action plan</li> </ul> <p><b>Operations sub-committee</b></p> <ul style="list-style-type: none"> <li>• Start developing new, unified campaign brochures/pledge forms/campaign envelopes</li> </ul>		<ul style="list-style-type: none"> <li>• Provide input to Governance sub-committee about new board members</li> </ul>
<b>May</b>	<b>9</b>	<b>Meeting</b>	<ul style="list-style-type: none"> <li>• Review draft of Agreement of Merger</li> <li>• Share list of potential new board members, begin discussing</li> </ul>		

			<p>who members of the standing committees of the policy board will be</p> <ul style="list-style-type: none"> <li>• Present plan for “Coming Together” Party</li> <li>• Review draft budget</li> <li>• Review draft of timeline and action plan from Investment/Impact sub-committee</li> </ul>		
		<b>Follow up</b>	<p><b>Governance sub-committee:</b></p> <ul style="list-style-type: none"> <li>• Make suggested changes to Agreement of Merger</li> </ul> <p><b>Communications sub-committee:</b></p> <ul style="list-style-type: none"> <li>• Prepare press release for news conference</li> </ul> <p><b>Operations sub-committee:</b></p> <ul style="list-style-type: none"> <li>• Start developing new, unified letterhead, envelopes/return envelopes, business cards</li> <li>• Begin discussing membership and recruitment for Community Boards</li> <li>• Make plans to send a postcard to all UWMPM and UAA contacts with new name, address(es), website, e-mail addresses, Athens phone, etc.</li> </ul>	<ul style="list-style-type: none"> <li>• Review Agreement of Merger</li> <li>• Save the Date for “Coming Together” Party</li> <li>• Review draft budget</li> <li>• Review draft of timeline and action plan from Investment/Impact sub-committee</li> </ul>	<ul style="list-style-type: none"> <li>• Send draft of Agree. Of Merger to Boards directly after Merger Cmt. meeting, prior to Board meetings</li> <li>• Share draft of timeline and action plan from Investment/Impact sub-committee with agencies</li> </ul>
<b>June</b>	<b>13</b>	<b>Meeting</b>	<ul style="list-style-type: none"> <li>• Vote on final Agreement of Merger &amp; final board members list</li> <li>• Approve final budget</li> <li>• Draft of campaign brochure &amp; pledge forms shared</li> <li>• Operations sub-committee lead discussion on membership and recruitment for Community Boards</li> </ul>		
		<b>Follow up</b>		<ul style="list-style-type: none"> <li>• <b>Vote on final Agreement of Merger</b></li> </ul>	<ul style="list-style-type: none"> <li>• Send final Agreement of Merger to Boards directly after Merger Committee meeting, prior to Board meetings</li> <li>• Send invitations for “Coming Together” Party</li> </ul>
<b>July</b>	<b>1</b>		<b><i>New United Way comes into existence</i></b>		
<b>July – Sept.</b>		<b>Continued Work</b>	<p><b>Finance sub-committee:</b></p> <ul style="list-style-type: none"> <li>• Oversees: initiation of last audit for UAA, transfer of funds to UWMPM bank accounts, final tax returns, final 990</li> </ul>		

			<p><b>Operations sub-committee:</b></p> <ul style="list-style-type: none"> <li>• Provide financial institutions with Board minutes reflecting approval of the Agreement of Merger, copies of Articles of Incorporation and certification from the State</li> </ul>		
<b>Post July 1, 2008</b>			<ul style="list-style-type: none"> <li>• New Board will meet – determine new meeting schedule, sign Code of Ethics/Conflict of Interest, etc., perhaps have a retreat, follow up immediately on timeline and action steps suggested by Investment/Impact sub-committee</li> <li>• Pam Harvey will need training on how to use ANDAR Database (could happen pre-July 1, 2008)</li> <li>• Membership of Community Boards must be finalized and those Boards must begin to develop their working structures</li> <li>• New Financial Policy Manual will need to be drafted [Should this started or completed prior to merger, to help clarify?</li> <li>• Strategic planning will need to be done. Plan will focus on moving both Muskingum and Athens toward vision of community impact model &amp; standards of excellence, Plan will address Perry and Morgan Counties, and how initiatives will begin moving these counties toward accomplishment of this vision.</li> </ul>		

## Governance Sub-committee Planning Information

Month	Responsibility	Planning Information
Jan.	By-laws development	<ul style="list-style-type: none"> <li>• Outline the composition of the Policy Board and Executive Committee to make sure each county is represented.</li> <li>• Should members of the Policy Board first serve as members and/or officers of the Community Boards?</li> <li>• Determine Community Board functions (e.g. oversee campaign, impact work, investment/allocations work)</li> <li>• How many Community Boards will there be: 2 or 4?</li> <li>• Outline the general structure of the Community Boards (e.g. Each board shall have, at minimum, a committee to support campaign, investment/allocations and communications/marketing functions in each local community. Each committee shall have a chair that serves as an officer of the Community Board. From those officers, a chair and vice-chair of the Community Board shall be selected. Etc.)</li> <li>• What level of authority does each Community Board have to establish committees and develop committee structure beyond what is outlined in the by-laws? What level of authority does each Community Board have in recommending/evaluating Community Directors?</li> <li>• If the Athens Community Board has some authority in recommending/evaluating the Athens Community Director, how is this model modified for Muskingum Co. since the Executive Director/CEO of the broader organization will fulfill the Community Director function for Muskingum County?</li> <li>• What is the relationship between the Executive Director/CEO and Community Directors and the respective boards (Policy and Community)?</li> </ul>
	Articles of Incorporation, Certificate of Merger, Agreement of Merger	<ul style="list-style-type: none"> <li>• What statutes govern the filing of these documents and the information that must be contained in each of them?</li> <li>• Does the filing of the final 990 (for UAA) and the new 990 (for the new entity) take care of notification requirements for the State Attn. Gen. Office and IRS?</li> <li>• Jack McClelland has copy of the Certificate of Merger Form from the Secretary of State's office in an Excel file</li> </ul>
Mar. 30	Certificate of Merger	<ul style="list-style-type: none"> <li>• Certificate of Merger is due to the state 90 days prior to the merge effective date.</li> </ul>
Apr.	Board Members of new entity	<ul style="list-style-type: none"> <li>• We agreed the Policy Board should be 13 to 17 members. Should there be an attrition plan to allow members of the current UWMPM and UAA boards to serve as board members of the new entity and rotate off as their terms expire?</li> <li>• Make sure we retain people with specific experience in management, law, finance, human resources, social service needs, campaign/fund raising, program evaluation/agency relationships, etc.</li> </ul>

## Communications Sub-committee Planning Information

Month	Responsibility	Planning Information
Jan.	Communications Plan development	<p><b>Establish what do we need to say? (message)</b></p> <ul style="list-style-type: none"> <li>• Develop FAQ's around 3 central themes (Governance, Local Presence, Investment Process)               <ul style="list-style-type: none"> <li>- <i>Governance – What's the composition of the Policy Board? How will Community Boards function? Will Morgan &amp; Perry have Community Boards?</i></li> <li>- <i>Local Presence – Will be maintained through Community Director(s), Community Boards, \$ raised in community stays in community (apply to 2 or 4 regions?)</i></li> <li>- <i>Investment Process – What will be the length of static funding for agencies? How will distribution cycles between the two existing entities match up?</i></li> </ul> </li> <li>• Develop "Reasons for Merger" outlining points of common ground</li> <li>• Perhaps use the "Bridge Towers" theme as a way to tie in all messages related to the Communication Plan</li> <li>• Share the new name and why it was chosen</li> </ul> <p><b>Answer who do we need to say it to? (audience)</b></p> <ul style="list-style-type: none"> <li>• Boards</li> <li>• Muskingum Advisory Board</li> <li>• Other Volunteers (Investment/Allocations Committee, Comm. Impact Team, FSP Steering Cmt.)</li> <li>• Agencies</li> <li>• Donors (Leadership)</li> <li>• Donors (General)</li> <li>• Companies with campaigns</li> <li>• Community Partners (social service agencies, government agencies, etc.)</li> <li>• Broader Community</li> </ul> <p><b>Determine how will we say it to them? (medium)</b></p> <ul style="list-style-type: none"> <li>• Brochure, Handouts, Mailing (letters &amp; postcards), e-newsletter, website, speaking engagements (service clubs), coffee &amp; conversation, letters to the editor, radio/tv psa's, news conference (at least one two weeks prior to the merge)</li> </ul> <p><b>Determine when will we say it to them? (timeframe)</b></p> <ul style="list-style-type: none"> <li>• See below</li> </ul>
Jan.	Latest date for contacting the mentioned constituent group	<ul style="list-style-type: none"> <li>• Boards, Agencies, Muskingum Advisory Board</li> </ul>

<b>Feb.</b>	Latest date for contacting the mentioned constituent group	<ul style="list-style-type: none"> <li>•Donors (Leadership)</li> <li>•Other Volunteers (Investment/Allocations Committee, Comm. Impact Team, FSP Steering Cmt.)</li> </ul>
<b>Mar.</b>	Latest date for contacting the mentioned constituent group	<ul style="list-style-type: none"> <li>•Donors (General)</li> <li>•Companies with campaigns</li> <li>•Community Partners (social service agencies, government agencies, etc.)</li> </ul>
<b>Apr.</b>	Latest date for contacting the mentioned constituent group	<ul style="list-style-type: none"> <li>•Broader Community</li> </ul>
<b>Apr.</b>	Plan “Coming Together” Party	<ul style="list-style-type: none"> <li>•The new United Way should host some type of party/event/reception in July to bring partners together from all of our service area and both original organizations to celebrate the merger and build new relationships for future partnerships</li> </ul>

## Finance Sub-committee Planning Information

Month	Responsibility	Planning Information
<b>Jan.</b>	Match up fiscal years and distribution cycles	<ul style="list-style-type: none"> <li>• UWMPM and UAA have separate fiscal years and distribution cycles. Especially challenging will be matching up distribution cycles. <b>SEE ATTACHMENT 1</b></li> <li>• When matching up fiscal years and distribution cycles, the sub-committee will need to:               <ul style="list-style-type: none"> <li><i>Assess current assets of both organizations</i></li> <li><i>Determine how the money raised in each community stays in each community when UWMPM is primarily paying distributions based on what's been collected and UAA is primarily paying distributions based on what's been pledged.</i></li> <li><i>Stay in close communication with the Investment/Impact sub-committee.</i></li> </ul> </li> </ul>
<b>Feb.</b>	Determine how to combine assets and what to do with UAA house/office	<ul style="list-style-type: none"> <li>• If the UAA house is to be sold, could the proceeds be used to get Athens Co. on the same distribution cycle as MPM?</li> </ul>
	Evaluation of Contracts	<ul style="list-style-type: none"> <li>• Inventory and evaluate any current contracts, and contractual obligations by Muskingum and Athens Counties, such as contracts pertaining to leasing of equipment, employment contracts.</li> </ul>
<b>Mar.</b>	Draft budget	<ul style="list-style-type: none"> <li>• Stay in communication with the Operations sub-committee to see what operating costs in Athens may be</li> <li>• Research salary ranges for like United Way's with similar staffing structure</li> </ul>
<b>July – Sept.</b>	Initiate last audit for UAA, transfer funds, oversee final tax returns and final 990	<ul style="list-style-type: none"> <li>• Audit Committee of new entity will have final oversight of the UAA final audit and UWMPM audit for fiscal year '07 to '08</li> </ul>

## Investment/Impact Sub-committee Planning Information

Month	Responsibility	Planning Information
Jan.	Compare investment (allocations) processes and cost deduction policies for each organization	
Feb.	Determine how matching up fiscal years and distribution cycles will affect the new agency funding process	<ul style="list-style-type: none"> <li>• This work is dependent upon a recommendation from the Finance sub-committee in relation to the matching up of fiscal years and distribution cycles – <b>SEE ATTACHMENT 1</b></li> <li>• Share decisions in this area with the Communications sub-committee so they can incorporate the information into their messaging</li> </ul>
Mar.	Develop timeline for creating the new funding process	<ul style="list-style-type: none"> <li>• The timeline should answer questions such as:               <ul style="list-style-type: none"> <li><i>How long will agency funding remain static?</i></li> <li><i>How long are current agency agreements in effect?</i></li> <li><i>When and how will program outcomes be used in the funding process?</i></li> <li><i>How much authority will Community Boards have to change the funding process in their area?</i></li> <li><i>What will the funding process look like?</i></li> <li><i>How will Athens begin moving to the community impact model?</i></li> <li><i>Could the Financial Stability Partnership be launched in Athens?</i></li> </ul> </li> </ul>

## Operations Sub-committee Planning Information

Month	Responsibility	Planning Information
<b>Jan.</b>	Develop a job description for the Community Director of Athens County.	
<b>Feb.</b>	Start revising Personnel Manual	<p><b>Revise policy manual</b></p> <ul style="list-style-type: none"> <li>• Make name/title changes in the current UWMPM Personnel Manual. Identify policies where explanation of employee roles and structure need to be changed due to the addition of a Community Director.</li> </ul> <p><b>Policy considerations</b></p> <p>Medical insurance, life insurance, disability insurance etc.            Coordination of vacation, holidays and other leave benefits.            Payroll taxes. Contributions and coverage of Worker's compensation and unemployment compensation            Performance evaluation process            Determine role of Community Board in selection and evaluation of Community Director.            Offering of retirement plans by Athens and Muskingum [e.g. SEP IRA offered by Muskingum]</p>
<b>Feb.</b>	Start revising website content	<ul style="list-style-type: none"> <li>• Web changes to be handled by staff with input on the content from the sub-committee</li> </ul>
<b>Mar.</b>	Review office space needs for Athens in light of decision regarding UAA house/office	<p><b>Answer questions such as:</b></p> <ul style="list-style-type: none"> <li>• <i>Does Athens need a land phone, cell phone or both?</i></li> <li>• <i>What type of signage will be necessary in Athens?</i></li> <li>• <i>Will Athens need a PO Box?</i></li> <li>• <i>How will Athens have access to high speed Internet, copier, fax, scanner, office supplies, storage, etc.?</i></li> <li>• <i>What technological needs does Athens have? Laptop vs. desktop computer</i></li> </ul>
<b>Apr.</b>	Start developing new, unified campaign brochures, pledge forms and envelopes	<p><b>Campaign brochures should clearly state:</b></p> <p><i>Money raised in community stays in community. (Does this apply to 2 or 4 communities?)</i>  <i>What are designation and cost deduction policies/fees?</i>  <i>How was campaign money spent in the previous year?</i></p>

<b>May</b>	<p>Start developing new, unified letterhead, envelopes, return envelopes, business cards.</p> <p>Make plans to send postcard to all UWMPM and UAA contacts with new name, address(es), website, e-mail addresses, Athens phone, etc.</p>	<ul style="list-style-type: none"> <li>• Staff has access to many templates for these printed items</li> <li>• Staff also needs to: order new checks, <i>obtain a new postage permit, if necessary, and order new signage for the building(s)</i></li> <li>• See Communications Sub-Committee Planning Information for a list of groups of partners to send a postcard</li> </ul>
<b>May</b>	<p>Begin discussing membership and recruitment for Community Boards</p>	<ul style="list-style-type: none"> <li>• The Athens Community Board will likely be formed around a core of former UAA board members who did not join the new entity's policy board.</li> <li>• The Muskingum Community Board will be a mixing of former policy board members, advisory board members, Community Impact Team members, Investment Committee members and others. We will need to determine how the relationships between the new Community Board and members of the current committees (e.g. Impact, Investment) will be managed. We cannot simply make all current members of these committees members of the Community Board. That would make the Community Board over 100 members.</li> </ul>
<b>June</b>		<ul style="list-style-type: none"> <li>• Signage, letterhead, envelopes/return envelopes and business cards printed</li> <li>• Draft of campaign brochure ready</li> </ul>
<b>July</b>	<p>Provide financial institutions with board minutes reflecting approval of the Agreement of Merger and copies of Articles of Incorporations and certification from the State</p>	<ul style="list-style-type: none"> <li>• This task can be assigned to staff</li> </ul>