

CORNELL COOPERATIVE EXTENSION ERIE COUNTY
BOARD OF DIRECTORS MEETING
January 25, 2022
Public Meeting, 7 PM via Zoom

Present

Amelia Kermis, Gail Wells, Jack McGowan, Carla DiCanio-Clarke, Li Shen, Sam Basile, Kathryn Franco, Matt Agle, Brett Kreher, Renee Mooneyhan

Note: Brett Kreher joined at approximately 7:17 PM.

Absent

Joe Lorigo, Matt Janiga

Staff

Diane Held

Guests:

1. Call to Order

- a. Jack McGowan, *President*, called the meeting to order at 7:13 PM.

2. Agenda Review

- a. Jack inquired if there were any additions to the agenda. The only updates that were made were to remove the required board vote to the New Business item to Establish board committees.

3. Approval of Board and Committee Minutes*

- a. Motion to approve the December 21, 2021, board meeting minutes was made by Jack and seconded by Kathryn. Motion passed unanimously. Approval by all attendees included via role call:
 - i. Gail Wells
 - ii. Sara Root
 - iii. Amelia Kermis
 - iv. Jack McGowan
 - v. Carla DiCanio-Clarke
 - vi. Li Shen
 - vii. Sam Basile
 - viii. Kathryn Franco
 - ix. Matt Agle

4. Reports

a. Committees:

- i. Executive – No updates to report.
- ii. Capital – For the new property that CCE will be moving to, CCE has been contacted by John Zittel to rent as much of the farming acreage as possible in 2022. Diane is working with John to finalize details for rental cost and exact plot location. Some of the land will be reserved for CCE-related activities. Updated schematic for CCE building has been in progress and used for town site approval. Civil engineer is working on site plan currently; ecological survey will be next. Once these are ready, CCE can be slated on the planning board agenda

(likely within 2 months). Following this, a total building cost should be able to be provided. Development Committee should look to meet soon.

- iii. Finance – No updates to report.
- iv. Operations – Committee is meeting in February and will be able to provide updates in next board meeting.
- v. Development – No meetings have taken place but will be scheduled soon. Annual Appeal has raised \$575 with four board members participating. It's crucial for board members to participate, as this is considered with grant reviews.

b. Cornell Cooperative Extension:

- i. Preparing to meet with politicians for 224 funding reviews and hopefully getting an increase this year after receiving a small increase last year for the first time in decades.
- ii. Renee provided a Board Member Toolkit resource for reference with board participation: <https://staff.cce.cornell.edu/board-toolbox>

c. Executive Director:

- i. Have spent most of time preparing for budget review.
- ii. Navigating the ever-unpredictable COVID regulations, necessary precautions, and impact.
- iii. Have been granted \$1,200 in the local 716 (Buffalo Sabres/Bills) fundraising effort. Gail confirmed that she is also participating in this via the Freedom Garden.
- iv. Executive order for suspending certain portions of open meetings law continues month-to-month and will expire February 15 next. Diane to keep the board posted on updates.

5. Old Business

- a. **Policy 604.1, Catastrophic Leave update** – Continuing discussion and proposed to move to the Operations Committee for discussion.
- b. **Website – DEI update** – Committee has met to discuss what overall goals/objectives are, what could be updated on the website and where to go next. Meeting again this week to continue discussion. Great feedback from the group on the progress already made amongst this committee and looking forward to the efforts to come.

6. New Business

- a. **Board Orientation Video** – The CCE overview video for board orientation was shared and viewed by the attendees. The second video will be shared at the February meeting.

- b. **Annual approvals*** – Motion to approve the 2022 Annual Approvals was made by Kathryn Franco and seconded Sam Basile. Approval by all attendees included via role call:

- i. Gail Wells
- ii. Sara Root
- iii. Amelia Kermis
- iv. Jack McGowan
- v. Carla DiCanio-Clarke
- vi. Li Shen
- vii. Sam Basile
- viii. Kathryn Franco
- ix. Matt Agle

x. **Brett Kreher**

- c. **2022 Association budget review and approval*** - Approval of the 2022 Association budget was made by Li Shen and seconded by Brett Kreher. Approval by all attendees included via role call:
- i. Gail Wells
 - ii. Sara Root
 - iii. Amelia Kermis
 - iv. Jack McGowan
 - v. Carla DiCanio-Clarke
 - vi. Li Shen
 - vii. Sam Basile
 - viii. Kathryn Franco
 - ix. Matt Agle
 - x. Brett Kreher
- d. **Board officer elections*** - Board officer slate presented as: President – Matt Agle, Vice President – Brett Kreher, Li Shen – Treasurer, Secretary – Sara Root. Motion to approve the slate of officers as presented was made by Sam Basile and seconded by Carla DiCanio-Clarke. Approval by all attendees included via role call:
- i. Gail Wells
 - ii. Sara Root
 - iii. Amelia Kermis
 - iv. Jack McGowan
 - v. Carla DiCanio-Clarke
 - vi. Li Shen
 - vii. Sam Basile
 - viii. Kathryn Franco
 - ix. Matt Agle
 - x. Brett Kreher
- Great thanks to Jack McGowan and Sam Basile as outgoing board officers. Their contributions have been unbelievably important for CCE of Erie County, and we are incredibly grateful to them.
- e. **Establish Board committees** - Discussion on board committee assignments. They were confirmed as:
- i. **Executive** – Matt Agle, Brett Kreher, Li Shen, Sara Root
 - ii. **Finance** – Li Shen (Chair), Matt Agle, Jack McGowan, Kathryn Franco, Matt Janiga
 - iii. **Operations** – Sara Root (Chair), Matt Agle, Sam Basile, Kathryn Franco, Carla DiCanio-Clarke, Amelia Kermis
 - iv. **Capital Project** – Amelia Kermis (Chair), Matt Agle, Sam Basile, Jack McGowan, Carla DiCanio-Clarke, Brett Kreher
 - v. **Development** – Jack McGowan (Chair), Matt Agle, Gail Wells, Sara Root, Amelia Kermis

Motion was made by Brett Kreher and seconded by Amelia Kermis to adjourn. Motion passed unanimously. Approval by all attendees included via role call:

- i. Gail Wells
- ii. Sara Root
- iii. Amelia Kermis

- iv. Jack McGowan
- v. Carla DiCanio-Clarke
- vi. Li Shen
- vii. Sam Basile
- viii. Kathryn Franco
- ix. Matt Agle
- x. Brett Kreher

Meeting was adjourned at 9:12 PM.

Respectfully submitted,
Sara Root

**Indicates item needing Board action.*

DATES AHEAD:

Board of Directors Meeting
Location TBD

February 22nd (Tues), 7 PM

**CORNELL COOPERATIVE EXTENSION OF ERIE COUNTY
2022 ANNUAL APPROVALS**

- i. Memorandum of Agreement with Cornell *(approved 12.21.21)*
- ii. Designation of Association Program Areas
 1. Agriculture and Natural Resources
 2. 4-H Youth Development
 3. Community Health and Nutrition
 4. Consumer Horticulture-Master Gardeners
 5. Sustainable Energy, and Climate Change Mitigation
- iii. Participation in the Cornell Vegetable Program, Lake Erie Regional Grape Program, SWNY Dairy, Livestock and Field Crops Team
- iv. Operating Guidelines 2022 *(attached)*
 1. Rules of Order for committees *(attached)*:
 - a. Master Gardeners
 - b. 4-H Program
 - c. Agriculture
- v. Appointments & Authorizations:
 1. Banking relationship with *M&T Bank, Five Star, Key Bank*
 2. Credit card accounts with *Five Star Visa, Tops Markets, Wegmans*
 3. *Diane Held, Kimberly Krywalski, and Board Treasurer* to open and close bank accounts, and open or close investment accounts with board approval.
 4. *Diane Held and Kimberly Krywalski* to make transfers between bank accounts and to enter into arrangements with *M&T Bank, Five Star, Key Bank* for products and services offered by the Bank to facilitate the banking process such as but not limited to online banking, automated clearing house transfers, remote deposits, and to initiate transactions for the investment account.
 5. *Diane Held and Kimberly Krywalski* to be given information on the bank accounts as requested.
 6. *Constance Ebel* to make deposits.
 7. *Sharon Bachman, Tammi Kron, Lynn Riley* as Assistants to the Treasurer for check signing. Check amounts greater than \$5,000 require 2 signers.
 8. Petty cash limits: \$150 association; \$100 Master Gardeners
 9. *Tim Bojanowski* as Records Management Officer.
 10. Executive Director or Board President to sign agreements and contracts needed to continue current programs and activities.
 11. Executive Director or Operations Manager to sign ST-119 Sales tax exempt form
 12. *Diane Held, Nicole Maline, Xyricka Ferry, Melissa Kimbrell, Molly Vigrass, Sara Jablonski, Tim Bojanowski, Christi Smith and Kimberly Amey* (WSBN HR staff) as payroll representatives; *Diane Held* as supervisor to approve payroll vouchers.
 13. Board President or *Diane Held* to sign payroll authorization forms.
 14. Executive Director to spend up to \$5,000 without prior approval and spend \$5,000-7,500 with approval by the Treasurer for necessary unbudgeted expenditures. Unbudgeted expenditures over \$7,500 require Board approval.
- vi. NYS Archives Schedule MI-1 for Record Retention *(attached)* and authorization of *Connie Ebel* as Records Retention Officer.
- vii. Travel & Mileage reimbursement rate policy *(attached)* \$.585/mile
- viii. Set board meeting dates and time for 2022 as the fourth Tuesday of each month at 7 pm, except August when no meeting is held.

- ix. For staff, the Juneteenth holiday will be observed on June 20th; the December 24th holiday will be observed on December 23rd; the December 25th holiday will be observed on December 26th; and the January 1st holiday will be observed on January 2nd.
- x. Designate The Buffalo News as the official paper for meeting notices.