

**A Finger Lakes Visitors Connection, Ontario County, NY**  
**Annual Board of Directors Meeting**  
**Wednesday, October 17, 2018 – 8:00 a.m.**  
**Ontario County Municipal Building, 20 Ontario Street, Canandaigua, NY**

**Present**

Bob Bennett  
John Brahm  
Suzanne Farley  
Lenore Friend  
Meg Joseph  
Mike Kauffman  
Russ Kenyon  
Steve Laros  
Dan Marshall  
Sheryl Mordini  
Frank Riccio  
Mike Roeder

**Excused**

Carl Carlson  
David Hutchings

**Guests**

**Absent**

**Staff**

Valerie Knoblauch  
Carol Hicks  
Christen Smith  
David Lee

**Welcome** – Mike Kauffman called the meeting to order at 8:02 a.m. Introductions were made around the room. For the benefit of the new board members, Valerie noted that today there will be two meetings – the annual meeting to elect new officers and conduct official business, followed by the regular board meeting.

**Nominating Committee Report** – The board members were provided with a 2018 committee list. Mike Roeder and Suzanne Farley represented the nominating committee and reported that Audrey Carrier and Alexa Gifford will not be renewing their terms which expired September 30. Mike Kauffman and Mike Roeder received a note from David Linger that he will not be renewing his position. The nominating committee will need to be reconstructed to fill these vacancies. We have confirmation from Mark Gilbride of Lazy Acre Alpacas that he would like to serve on the board. Valerie requested that the Nominating Committee bring forth his name to fill the expired term of Audrey Carrier. *Suzanne Farley moved the following:*

- a. *The nomination of Mark Gilbride, Lazy Acre Alpacas, West Bloomfield to fill the expired term of Audrey Carrier. This term to run through 2021.*
- b. *The renewal of the expired terms of John Brahm, Carl Carlson and Michael Kaufmann with their new terms to run through 2021.*
- c. *Election of Officers for 2019, proposing the current officers continue in their positions. Mike Kauffman, Chair; Bob Bennett, Vice-Chair; David Hutchings, Secretary; Frank Riccio, Treasurer.*

*The motions were seconded by Russ Kenyon. All present voted in favor of the motions.*

**Executive Committee Report** - Valerie reported that last year we had to reschedule several meetings because of the timing of the reporting to the county and PARIS, regarding the budget.

Valerie referenced the board calendar for 2019 FYE and suggested a survey of board members, to find out what times work best. In the meantime, the December meeting needs to be put in place at this time, for the audit presentation. Russ Kenyon *made a motion for December 12 as the next board meeting, for the presentation of the audit. The motion was seconded by Dan Marshall.* All present voted in favor of the motion and the motion passed. Location to be determined.

In prior years, the board chair has assigned members to committees. Valerie asked the board members to look at the committee list and give feedback on which committees they are interested in. This year there will also be an Economic Development Task Force and a Gateways Task Force. We will need to activate these committees before the December meeting.

**Audit/Finance Committee Report** – Frank Riccio reported for the Audit/Finance Committee and requested a motion to approve the items below. *John Brahm made a motion to approve the following:*

- a. *Approval of 2019 Budget*
- b. *To enter into a contract with Ontario County for the Calendar Year 2019 in the amount of \$1,046,874.64*
- c. *Authorizing the President and CEO to apply for New York State Matching Funds and other grants to achieve the revenue goals as set forth in the budget for 2019*
- d. *Credit Card Update/Report with no changes since the last report.*

*The motion was seconded by Mike Roeder. All present voted in favor of the motion.*

Russ Kenyon inquired if we have increased the reserve accounts in anticipation of the loss of occupancy tax from the closing of the Inn on the Lake. Valerie pointed out the budget line item titled *Miscellaneous and other reserves*, which shows the \$6,971 that we are required to put in (per the formula). Valerie referenced the balance sheet for those levels of funding.

**Annual Official Business – Financial** – Frank Riccio requested a motion to approve the items below. *John Brahm made a motion to approve the following:*

*Confirmation of Depositories*

- a. *Canandaigua National Bank – Checking*
- b. *Canandaigua National Bank – Savings*
- c. *Canandaigua National Bank – NYS Matching Funds*
- d. *Five Star Bank – Multi-County Cooperative Marketing Account*
- e. *Community Bank – Emergency Operating Reserve Account*
- f. *Lyons National Bank – Capital and Fixed Assets Account*
- g. *Citibank Credit Card -*
- h. *Line of Credit – Five Star Bank - \$75,000 revolving*

*The motion was seconded by Meg Joseph. All present voted in favor and the motion passed.*

**Governance Committee** – Valerie reported for the Governance Committee. The Sexual Harassment policy has been sent to all board members. The staff completed their acknowledgements. It is unclear at this point if the board members of a not-for-profit need to sign this acknowledgement and Valerie will get confirmation from Amanda. We are required to provide training and will devote time for that training.

The following policies need to be adopted as required by the Public Authorities Accountability Act (PAAA). *Meg Joseph made a motion to approve the following policies:*

*Harassment, Whistleblower, Procurement Policy, Loans to Board members.  
Recommendation to review all as is – and to ensure updates to the Harassment Policy as these come through HR.*

*The motion was seconded by Bob Bennett. All present voted in favor and the motion passed.*

**Confirmation of Official Media Outlets** - *Frank Riccio made a motion; seconded by Suzanne Farley to approve the following media outlets:*

- a. Daily Messenger, Finger Lakes Times*
- b. PAAA postings on VisitFingerLakes.com*

Russ Kenyon asked if we should add web-based outlets to the list. Valerie added the PAAA postings to this list to address the issue that people are moving away from print media. Finger Lakes One was mentioned as a media outlet and FLVC will research, to determine if they should be added to the list. This will be looked at again at the December meeting. All present voted in favor of the motion and the motion passed.

**Old Business** - No old business was brought before the board.

**New Business** - No new business was brought before the board.

**Adjourn Annual Meeting** - Mike Kauffman requested a motion to adjourn the Annual Meeting. *John Brahm made a motion that was seconded by Mike Roeder to adjourn the Annual Meeting.* All present voted in favor of the motion and the motion passed. The meeting was adjourned at 8:36 a.m.

Minutes submitted by Carol Hicks