

A Finger Lakes Visitors Connection, Ontario County, NY
Board of Directors Meeting
Wednesday, December 12, 2018 – 3:00 p.m.
Six50 Brick Oven Cooking, 7217 Route 96, Victor, NY

Present

Bob Bennett
John Brahm
Suzanne Farley
Lenore Friend
Meg Joseph
Mike Kauffman
Russ Kenyon
Steve Laros
David Hutchings
Sheryl Mordini
Carl Carlson
Mike Roeder

Excused

Frank Riccio
Dan Marshall

Ex-Officio

Jodelle Raymond,
Victor Chamber

Guests

Jackie Lee and Ray Jacobi,
Mengel Metzger Barr
Linda Wiener, Tette and
Ingersoll

Staff

Valerie Knoblauch
Carol Hicks

Welcome – Chairperson Mike Kauffman called the meeting to order at 3:01 p.m. Introductions were made around the room. Matt Gill, Director of Operations for Six50 Brick Oven Cooking, presented to the board. He has been with Six50 for 2 months, with a 25-year history in the restaurant industry. Six50 is a family owned business, with three locations in the area. Matt’s focus is sourcing local ingredients, Finger Lakes wine and beer.

Valerie presented the proposed Board of Directors meeting calendar for 2019. The goal this year is to match up the meetings with an educational endeavor or other networking opportunity. She also mentioned the May 13 meeting, which will be a celebration of FLVC’s 35th year, National Tourism Week and the Legacy Awards. The board agreed conceptually and now details will be confirmed.

Finance / Audit Committee – Bob Bennett

Bob introduced Jackie Lee and Ray Jacobi of Mengel, Metzger, Barr (MMB). Jackie informed the board that the Finance & Audit Committee met prior to this board meeting and reviewed the audit for fiscal year ending September 30, 2018. This review with the full board will be a high-level overview. Jackie began with the presentation of the Independent Auditor’s Report, noting that there were no issues with the audit and MMB is providing an unmodified opinion. She noted the new paragraph on page 4, a requirement of Government Auditing Standards, which is one level above what is typically seen in an audit, and is new for this year. Ontario County has new auditors and that auditing firm has merged with MMB. The Government Auditing Standards involve testing of grants and contracts that the organization enters into – specifically the Matching Funds Grant through Empire State Development and the county contract.

Jackie reviewed the Financial Statements with the board and pointed out discrepancies from the prior fiscal year, which directly reflected the change in timing of payments from the Ontario County contract. Jackie provided an update on the Simpleview contract, which is addressed on page 14 of the auditor's report. FLVC has a signed contract with Simpleview that says the contract expired in May 2018, when actually the contract expires in May 2019. Jackie will be updating the disclosure to state the Simpleview contract won't expire until May 2019.

Jackie reviewed the report which relates to the Government Auditing Standards and is new for the organization this year. This is the report on Internal Control and there were no deficiencies or noncompliance identified.

Advisory Comment Letter – Jackie noted that the material weakness identified in last year's audit has been corrected and this is documented in the Advisory Comment Letter. There are no material weaknesses identified this year.

Form 990 – Jackie Lee reviewed the Form 990 in detail with the Audit & Finance Committee and therefore, she briefly reviewed the form with the full board. She informed the board that the Form 990 is the federal tax return required for a 501c3, is an informational return and is posted as a public document on the FLVC website. She noted Schedule L, which discloses relationships between individuals of a not-for-profit organization.

Mike Kauffman requested a motion to approve the items below. *David Hutchings made a motion to approve the following:*

1a. A motion to accept the Audit as presented by Mengel, Metzger, Barr

1b. A motion to accept the 990 as presented by Mengel, Metzger, Barr

The motions were seconded by Carl Carlson. All present voted in favor of the motions and the motions passed.

Valerie gave thanks to Jackie and her team at MMB, Linda and Carol. She noted that FLVC has renewed a five-year contract with MMB.

Jackie Lee, Ray Jacobi and Linda Wiener left the meeting at this time.

Official Business – Valerie reported that there are two new line items to the final 2019 Budget. The first line item isolates the Health Savings Account benefits. The HSA benefits are treated differently than the other employee benefits. A separate line item makes them easier to identify. The second line item is for branding and design. The principle expense in this will be a retainer with Harris Studios.

Mike Kauffman requested a motion to approve the items below. *Russ Kenyon made a motion to approve the following:*

- a. *Minutes of the October 17, 2018 Annual Meeting*
- b. *Minutes of the October 17, 2018 Regular Meeting*
- c. *Financial Reports: October Budget vs. Actual; November Budget vs. Actual; Balance Sheet as of 11/30/18*
- d. *Cash resource report as of 11/30/18*
- e. *2019 Budget Final*

Bob Bennett seconded the motions. All present voted in favor of the motions and the motions passed.

Executive Committee – Valerie reviewed the 2019 Board Goals:

Mission: To drive increased visitation and economic vitality by marketing and developing the assets of Ontario County as a premier leisure and meetings destination.

Goal. Issue(s)

- Bring to fruition the Foundation plan; monitor and evaluate; plan for future – or not.
- To assist in the development and communication of a financial plan which anticipates a reduction in revenue for 2020 and 2021.

Goal. Strategic Plan

- To monitor and contribute to the process of completion of the action items of the strategic plan.
- To support the research initiatives surrounding the meeting and conference market.

Goal. Board/Staff/Team (continued)

- Participate and engage with the educational opportunities provided in conjunction with the meeting schedule this year. (at least two) Ensuring “cross-community” and “cross discipline” presence.
- Follow the board norms, including confirming attendance in advance of the meeting.

Goal. Marketing and Visitor Services

- Continue to monitor and move forward the Gateway Services Plan as it is evaluated for effectiveness.

Mike Kauffman requested a motion to approve 3a, 3b and 3d below. *Russ Kenyon made a motion to approve 3a, 3b and 3d below:*

- a. Adoption of 2019 FYE calendar*
- b. Approval of 2019 FYE committees*
- c. Board Goals – 2019*

John Brahm seconded the motions. All present voted in favor of the motions and the motions passed.

Nominating Committee – Mike Roeder

Mike reported that we have two members of the board of directors to fulfill. These are the result of vacancies by the expiration of the terms of Alexa Gifford and David Linger. Valerie will be following up with the top four candidates. Lori Proper, The Inn on the Lake, was recommended to fill Alexa's spot on the board. The desire is to fill the vacancy created by David Linger's withdrawal with someone in Geneva who is connected to the community and would be a good advocate for tourism.

Governance Committee – David Hutchings

David reported that the Governance Committee is scheduled to meet on December 20, 2018. The committee will be reviewing the policies on the books, looking for any that are due for revision and / or updates. They will also review the PARIS Requirements: Annual Disclosure, Conflict of Interest, Acknowledgement of Fiduciary Duties. It was reported that new board members Lenore Friend, Steven Laros, Sheryl Mordini and Mark Gilbride completed their PARIS online training on December 5, 2018.

Strategic Planning – Carl Carlson

Carl reported that the committee will be meeting in January 2019.

President's Report – Valerie Knoblauch

Valerie reported that Melissa has developed a Partnership Program and this will be sent out to the board members via email.

Old Business – Valerie will be meeting with the Community Foundation of Rochester and Finger Lakes Area Community Endowment to discuss the Business Foundation setup. She asked Meg Joseph if she would like to attend those meetings, because of her experience with these foundations.

Research and Economic Development updates – Valerie reported that there has been a lot happening in this area, in particular to the The Inn on the Lake (TIOTL) and the Finger Lakes Resort (FLR). Valerie attended an IDA public hearing to speak on behalf of tourism and TIOTL’s request for a sales tax abatement. The IDA requires a research report on the market potential. We connected the Sands family corporation (TIOTL), with Steve Powell, Destination Services. They hired Steve to conduct the research. One of our goals has been for Economic Development to recognize the value of tourism and the input that we can give. Valerie feels that this endeavor demonstrates true progress toward that goal.

New Business – No new business was brought before the board.

Adjourn Meeting - Mike Kauffman requested a motion to adjourn the Meeting. *Russ Kenyon made a motion that was seconded by Carl Carlson to adjourn the Meeting.* All present voted in favor of the motion and the motion passed. The meeting was adjourned at 4:15 p.m. Everyone was invited to experience refreshment in celebration of the holiday.

Minutes submitted by Carol Hicks