

**A Finger Lakes Visitors Connection, Ontario County, NY
Board of Directors Meeting – Thursday, September 7, 2023 – 8:30 a.m.
The Naples Hotel 111 South Main St, Naples, NY 14512**

Board Member Attendance:	Present	Excused	Absent
David Hutchings, Sonnenberg Gardens - Chair of the Board	X		
Lenore Friend, Finger Lakes Community College – Vice Chair of the Board	X		
Charles Parkhurst, Lyons National Bank - Board Secretary		X	
Lisa FitzGerald, Finger Lakes Winery Tours, Feathers and Tails Farm - Treasurer	X		
Bob Bennett, Retired Homewood Suites by Hilton Victor - Immediate Past Chair of the Board	X		
Mike Kauffman, Eastview	X		
Mike Roeder, Ravenwood Golf		X	
Sheryl Mordini, 1795 Acorn Inn Bed and Breakfast		X	
Steve Fuller, Bristol Mountain		X	
Russ Kenyon, Boylan Code	X		
Mark Gilbride, Lazy Acre Alpacas	X		
Chris Vastola, Ontario County Board of Supervisors, Town of Canadice	X		
Lori Proper, The Lake House at Canandaigua	X		
Sherry Brahm-French, Arbor Hill Grapery & Winery		X	
Mike Darling, Crafty Ales and Lagers	X		
Todd Plouffe, Indus Hospitality Group		X	

Staff: Valerie Knoblauch, Julie Maslyn; Guest: Naples Hotel - Leeann Barton

Call to Order, Attendance, Welcome and Introductions. David Hutchings, Board chair called the meeting to order at 8:38. He introduced Leeann Barton from Barton Hospitality. Leeann and her husband run two bars in the Rochester area, Lock Stock Bar & Grill near Bristol Mountain, and the food and beverage at the Naples Hotel (The Social Restaurant & Taproom, and The Little Easy.) The Naples Hotel is one of two places that Ontario County on the Haunted History Trail, and Leeann gave us a teaser of some of their ghost stories.

Consent Agenda. David presented the consent agenda items which had been emailed to the board in advance and were posted in the board section at VisitFingerLakes.com/partners.

Lenore Friend made a motion to approve the Consent Agenda Items 1a, b. – The Minutes of July 6, 2023, and the Budget vs. Actual reports for June, July and Year to date, the Balance Sheet and P and L through 8/31/2023.

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Lenore also moved to approve the disposition of assets for the following equipment and furnishings (Cherry Cabinet, Visitor Services Desk and Chairs, 2017 Sonic Wall, 2017 Barracuda Essentials for Office, 2017 Barracuda Backup) as provided in the Auditor's Depreciation Schedule (Book Asset Detail sheet) – updated for 9/30/23; and to acknowledge the removal of the 2019 Chrysler Pacifica from the Depreciation Schedule (Book Asset Detail sheet) as a result of the trade-in of \$21,000 in connection with the purchase of the 2023 Chrysler Pacific which is added to the same schedule as a new asset. Bob Bennett seconded the motion; all voted in favor.

Committees of the Board

Finance and Audit. Valerie gave the board an overview of the work of the Finance and Audit Committee since the last board meeting, more specifically the agenda items here and the second reading of Reserve Policy #108.

Supervisor Vastola placed the motions with regard to the reserve policy in a block.

- 1. to adopt the reserve policy #108 as amended to replace the two existing reserve accounts with the following identified accounts: Emergency Operating Reserve, Building and Capital Asset Reserve, Capacity Building, Innovation and Opportunity Reserve, Marketing and Sales Asset Reserve*
- 2. To fund the reserves in the amount as calculated by the President and to authorize the President to make such bank transfers as may be necessary to facilitate the funding levels. Lenore seconded the motion; all voted in favor. See Addendum A and B*

Bob made a motion to direct the President to develop a line-item budget (and where appropriate – a long term plan) for each of the reserve funds as outlined in Policy #108. Mike Kauffman seconded the motion; all voted in favor of the motion.

Russ Kenyon made a motion to reaffirm the adoption of the budget as entered into the Public Authorities Reporting System on July 31, 2023, and posted on the [VisitFingerLakes.com/Partners](https://www.visitfingerlakes.com/Partners). Mike Darling seconded the motion. The motion passed unanimously.

Valerie commented on the Internal Control Policy, informing the board that procedures and roles are being updated in consultation with MMB as we go through the audit – and have transferred a good deal of our work and records to digital record keeping. Anticipate this policy to be changed at the December meeting.

An update was also given on the grants. FLVC has received the first installment of the NYS Subgrant for Meetings and Conferences. This has been deposited into the Five Star Account (multi-county) and all finances related to this grant will be contained within this account.

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Governance Committee Report. The only additional policy items for this committee are the HR recommendations which are coming through the Executive Committee.

Nominating Committee Report. Lori Proper gave the report. The nominating committee focused on board membership and leadership for 2024 to be approved at the October Annual meeting. They are suggesting officers as follows: Chair, David Hutchings; Vice Chair, Lisa Fitzgerald; Secretary, Charles Parkhurst; Treasurer, Steve Fuller. Mike Kauffman will return to the Executive Committee as immediate past chair since Bob is leaving the board.

Other Renewals: David Hutchings – 3 year term, expiring on 9/30/2026; Lenore Friend – 3 year term, expiring on 9/30/2026; Steve Fuller – 3 year term, expiring on 9/30/2026; Mike Roeder – 3 year term, expiring on 9/30/2026

Vacancy – to expire on 9/30/25 – replacing Darren Holden

Other: Bob Bennett, who has been on the board since 2006, will be leaving the board. A new member will be identified to fill the term which expires on 9/30/26. The vote on these items will be at the annual meeting on October 5.

Lisa FitzGerald joined the meeting at this time.

Executive Committee Report. There was a brief overview of the Executive Committee's actions.

Supervisor Vastola made a motion to approve the chair's appointments to the HR Committee as an ad-hoc committee and to appoint the following members: Lenore Friend, Lisa Fitzgerald, Mike Kauffman and Mike Roeder, and Chris Vastola.

Supervisor Vastola moved to recognize and applaud Jessica VanDeMar on the completion of the Destinations International PDM (Professional in Destination Management) certification.

He also made a motion to recognize and applaud Valerie Knoblauch on her recognition with the 2023 New York State Tourism Industry Association's Excellence in Leadership: Career/Lifetime Achievement.

These motions were seconded by Russ Kenyon. After a round of applause all voted in the positive on the motions, and the motions passed.

Further discussion was held about #908 Annual Leave Policy in the Employee Handbook which was also here for a second reading. Valerie highlighted additional updates provided to us through HR One to maintain our compliance with current NYS employment regulations.

Mark Gilbride made a motion to adopt policy #908 Annual Leave Policy to replace #908 Flexible PTO. Mike Kauffman seconded the motion; all voted in favor of the motion.

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Bob made a motion to adopt the Employee Handbook with the revisions supplied by HR One and the inclusion of the Annual Leave Policy #908 and removal of the Flexible PTO policy. Mike Darling seconded the motion; all voted in favor of the motion.

Marketing Report –Director’s Update Report to be furnished.

Visitor Services –Director’s Update Report to be furnished.

President’s Report. Valerie Knoblauch updated the Board on grants and grant letters of support that have been requested of us. She supplied letters of support as recommended by the executive committee, tying the strategic plan items and projects which tied in there to stronger endorsements. She supplied a total of three letters of support for this project.

Valerie gave an update on RFP’s that we have sent out – two painting RFP’s (interior and exterior building), both of which have a date of 9/29/2023 to have sealed bids submitted, and a selection of vendor date of 10/10/2023. The Marketing RFP for the NYS Sub Grant has been sent out to 7 agencies, Tracey is the co-lead on this.

Old Business. *Mike Kauffman made a motion to enter into Executive Session for the purposes of personnel at 9:21 am, Mike Darling seconded, and all present voted in favor.*

Upon return to open session, Chris Vastola made a motion to return to regular session of the board. That motion was seconded by Mike Darling. The motion was affirmed unanimously.

No additional business was brought before the Board.

Call for adjournment. Lisa FitzGerald made a motion to adjourn the meeting. A second was offered by Lori; David Hutchings adjourned the meeting at 10:10 a.m.

Next Meeting:

October 5, 2023. 8:30 am – 10:00 – Ravenwood Golf Course, Victor

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Addendum A
Reserves Policy

108. Reserves Policy

The purpose of the Reserves Policy for Ontario County Four Seasons Local Development Corporation (d.b.a. A Finger Lakes Visitors Connection - FLVC) is to ensure the stability of the mission, programs, employment, and ongoing operations of the organization, as well as to provide capacity building and innovation for unique opportunities that may arise or are envisioned in a destination development plan.

The Reserves Policy will be implemented in concert with the other governance and financial policies of FLVC and is intended to support the goals and strategies contained in these related policies and in strategic and operational plans.

Reserve funds are not intended to replace a permanent loss of funds or eliminate an ongoing budget gap.

For clarification of purpose of the expenditures of the reserve funds, the funds shall bear the names of their primary purpose and be attended to with yearly review and planning.

Emergency Operating Reserve

Purpose: The Emergency Operating Reserve is intended to provide an internal source of funds for situations such as a sudden increase in expenses, one-time unbudgeted expenses, or unanticipated loss in funding.

Amount: The minimum amount designated as Operating Reserve will be maintained in an amount sufficient for ongoing operations and programs for a period of four months. The Operating Reserve serves a dynamic role and will be reviewed and adjusted in response to internal and external changes. The calculation of average monthly operating costs includes all recurring, predictable expenses such as salaries and benefits, occupancy, office, travel, program, and ongoing professional services. Depreciation, in-kind, and other non-cash expenses are not included in the calculation. The calculation of average monthly expenses excludes some expenses such as one-time or unusual, or capital purchases.

Planning and Reporting: The amount of the Emergency Operating Reserve Fund target minimum will be calculated each year after approval of the annual budget, reported to the Finance Committee and Board of Directors, and included in the regular financial reports, such as the balance sheet.

It is the intention of Finger Lakes Visitors Connection for Operating Reserves to be used and replenished within a reasonably short period of time.

Building and Capital Asset Reserve

Purpose: There shall be reserve funds for building repair, preservation, or accessibility, as well as furniture, fixtures, and equipment (including technology) necessary for the effective operation of the organization and programs. It is good judgement and fiscal management to ensure that there is an adequate reserve to update and acquire the fixed assets of the Corporation.

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Amount: The reserve is targeted to be at minimum \$100,000 and shall not exceed \$200,000. This shall be calculated by designating 40% of the depreciation schedule and/or one time designation from other unrestricted funds, grants, or donations.

Planning and Reporting: An assessment of building and capital asset needs will be made at minimum every three years and integrated into an updated capital needs and improvement plan which targets necessary and intended improvement projects.

Marketing and Sales Asset Reserve

Purpose: There shall be reserve funds for marketing and sales tools and software purchases, such as website development and redevelopment, specialty software packages, which require multi-year commitments and exceed 25% of annual marketing expense. This shall not include annual contracts for service agreements, such as social media marketing, public relations marketing, or sales lead generation and related tools.

Amount: The reserve is tied to the strategic marketing long range plan with multi-year cost and estimate updates and committed contract review. The board may also make special designations from other unrestricted funds, grants or donations.

Examples: Website revamp is a capitalized expense that is estimated at minimum 3 years; at maximum 5 years. Another example is trade show investments and branding.

Capacity Building, Innovation and Opportunity

Purpose: Reserves will provide for capacity building, innovation, and market opportunities to advance the mission of the organization. The Reserve may also be used for one-time, nonrecurring expenses that will build long-term capacity, such as staff development, research and development objectives.

The Capacity Building, Innovation and Opportunity Reserve is intended to provide funds to meet special targets of opportunity or need that further the mission of the organization which may or may not have specific expectation of incremental or long-term increased income.

As reference, examples of 2020 through 2023 opportunities for such a fund include matching funds needed to apply for certain federal or state grants related to COVID rebuilding or new market opportunities such as international marketing, trade show cooperatives, and Market NY CFAs through cooperative marketing partnerships or state programs.

Examples: Targeted markets (geographical – like Canadian or International – usually in cooperation with I Love NY and at the expense of being disadvantaged to our competitive marketers within the region), Seasonal Campaigns, Executive Search, Grant Matching.

Amount: The goal amount shall be established as 10% of the five-year sliding annual marketing budget minus personnel costs.

Accounting for Reserves. The Reserve Funds will be recorded in the financial records as Board Designated Reserves and by reserve fund name. The Funds will be funded and available in cash or cash equivalent funds. Reserves, where practical, will be maintained in a segregated bank account or investment fund, in accordance with investment policies.

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Funding of Reserves

The Emergency Operating Reserve will be funded with surplus unrestricted operating funds. The Board of Directors may from time to time direct that a specific source of revenue be set aside for Operating Reserves. Examples could include one-time gifts or bequests, special grants, or special appeals.

The Building and Capital Assets Reserve will be funded by setting aside an initial designated amount of cash equal to 40% of depreciation in the annual budget.

The Marketing and Sales Asset Reserve will be funded by identifying strategic needs and integrating the capital plan to include a designated amount timed to meet the need.

The Capacity Building, Innovation and Opportunity Reserve will be funded with occasional special designations made by the Board of Directors.

Use of Reserves. Use of the Reserves requires three steps:

1. Identification of appropriate use of reserve funds. The President and staff will identify the need for access to reserve funds and confirm that the use is consistent with the purpose of the reserves as described in this Policy. This step requires analysis of the reason for the shortfall or opportunity, the availability of any other sources of funds before using reserves, and evaluation of the time period that the funds will be needed and replenished.
2. Authority for use of up to \$25,000 of Reserves is delegated to the President in consultation with the Treasurer and/or Chair of the Finance Committee. The use of Reserves will be reported to the Executive Committee/ Board of Directors at their next scheduled meeting, accompanied by a description of the analysis and determination of the use of funds and plans for replenishment to restore the Reserve Fund to the target minimum amount. The President must receive prior approval from the Executive Committee/Board of Directors for use of Reserves in excess of \$25,000 and in alignment with alignment with the Procurement Policy.
3. Reporting and monitoring. The President is responsible for ensuring that the Reserve Funds are maintained and used only as described in this Policy. Upon approval for the use of Reserve Funds, the President will maintain records of the use of funds and plan for replenishment, if required. He/she will provide regular reports to the Finance Committee or Board of Directors of progress to restore the Fund to the target minimum amount, if required.

Other:

The Board may reverse or amend the budgeted reserve amounts or this Policy at its discretion at any time.

Date: January 30, 2008

Update: September 7, 2023

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Addendum B

Recommendation to Fund Reserves per Policy #108.

	2023	2024
Emergency Operating	\$529,670 *	\$360,000
-Amount sufficient for ongoing operations and programs for a period of 4 months		
 Building and Capital Asset Reserve	 \$231,765 **	 \$105,000
-40% of depreciation schedule \$100,000 base - \$200,000 ceiling		
 Capacity Building, Innovation and Opportunity	 \$37,500 - \$43,600	
-10% of five year sliding annual marketing budget minus personnel costs.		
 Marketing and Sales Asset Reserve		
\$50,000*		
- funds for marketing and sales tools and software which exceed 25% of annual marketing expense		
<hr/> TOTAL	<hr/> \$761,435	<hr/> \$525,500***

*Website overhaul

** numbers pulled from 2022 Audit

*** after commitment to Virtual Museum and Tourism Master Plan Funding, both of which have been committed but not paid

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Addendum C

908 Annual Leave

Policy Statement – Finger Lakes Visitors Connection provides each employee with paid annual leave. This policy (Annual Leave) replaces Flexible PTO, vacation, and sick time not associated with New York State Paid sick leave. The intent is to make one type of paid leave, called annual leave, out of these three elements, with one set of rules to administer. Each employee shall earn paid annual leave prorated per pay period on an hourly basis for regular time worked. Other paid periods, such as disability and workers compensation are not eligible for annual leave approval and are subject to other policies herein.

Entitlement

- a. Each employee shall earn paid annual leave prorated per pay period on an hourly basis for regular time worked. Other paid periods for time not worked, such as holidays, paid family leave, disability and workers compensation are not eligible for annual leave approval. For the purpose of computing annual leave, years of service shall mean continuous years of employment with FLVC.

Years of Service	No. of Days	Hours (37.5 and 40)	
1	15.5	116.25	124
5	20.5	153.75	164
12	21.5	161.25	172
14	22.5	168.75	180
16	23.5	176.25	188
18	24.5	183.75	196
20	25.5	191.25	204
30	30.5	228.75	244

- b. New employees shall receive 5 days (in appropriate hourly equivalent amount) of annual leave in advance from their total annual allotment listed above. Employees in the first year of service shall then begin to accrue additional annual leave in their sixth month of service. Until the full amount indicated above has been credited in the employee’s annual leave bank.
- c. Annual leave will be credited each pay period and advancement to the next level of accruals will occur in the pay period of the employee’s anniversary full-time date of hire. All computations shall be based on the hours specified.
- d. Part-time and temporary employees are not eligible for annual leave hours but do accrue paid sick leave under the New York paid sick leave law (see Paid Sick Leave policy).
- e. Benefit Year is the organization’s fiscal year.

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Application and Scheduling

- a. Employees shall be permitted to use annual leave in segments of at least one-quarter hour at any time, provided that reasonable advance notice is given to supervision, and further provided that use of annual leave will not impair efficiency of operations.
- b. Employees with greater seniority shall have first choice of leave periods if there are overlapping requests that cannot be accommodated. This is also provided that less senior employees who have received approval for leave more than 90 days in advance of the start of said leave shall have preference over more senior employees who apply thereafter.

Scheduling – Leave requests must be submitted in writing to the President or his or her designee as follows:

<u># of Days Requested</u>	<u>Required Notice</u>
1 – 4 Consecutive Days	24 hours
5 or more Consecutive Days	2 weeks

Every effort is made to authorize leave requests in accordance with employee requests, taking the date the request is received, operating requirements, and length of employment into account. Due to business needs, the Organization may limit the number of employees taking leave at any given time. In addition, the Organization reserves the right to designate when some or all of an employee's leave is taken.

Notification Procedures - It is understood that sudden illness and certain situations covered by the New York paid sick leave law may not allow for ample notice to an employee's supervisor of the need for absence. However, an employee is asked to provide as much notice as possible when requesting use of annual leave for sickness or emergency situation. The employee will not be required to provide confidential details of the reason for the absence.

Accumulation

Employees are encouraged to take annual leave yearly. In no case will an employee accrue more than 10 days (37.5 hour week = 75 hours; 40 hour week = 80 hours) over the amount of annual leave to which the employee is entitled and set forth in the chart under *Entitlement*. If the amount of accrued leave exceeds 10 days over the amount of the annual leave to which the employee is entitled, any accrued days beyond that maximum amount shall be forfeited or available as articulated in the advance leave policy.

Advance Use

Advance use is permitted in the transitional year of this policy. After that year, no advance use of annual leave is permitted except for new hires as indicated in Entitlement – B.

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Termination

On separation of service, employees will be paid for all annual leave earned but not taken. If the employee has been advanced unearned annual leave they will reimburse the company.

Annual Leave Exchange Program

Employees who have accumulated more than the hourly equivalent of ten days annual leave may relinquish up to five whole day segments of annual leave in excess of ten days (that may be accrued for carry-over) for the cash equivalent according to the following terms:

- a. Leave balances shall be calculated at the beginning of the first payroll in September, according to payroll records (in ADP)
- b. Employees will request the annual leave exchange payment on forms developed for this purpose by the Employer, and shall be submitted in tandem with the timesheet for the second payroll period in September. The company has no responsibility to seek these forms, and accumulation will be forfeited as noted above in Accumulation.
- c. Time relinquished is payable at the rate effective at the beginning of September, and is not returnable to the employee.
- d. Payments will be made during the last payroll in September of the same year, except in the case of separation from service, in which case employees will be paid in the normal manner.
- e. To qualify for the program, employees must have had no periods of unpaid leave in the twelve-month period immediately preceding the application.

New York State Paid Sick Leave Law.

This policy is inclusive of the New York paid sick leave law, which allows employees to use their accrued leave for “sick and safe” reasons allowed under that law, as described below:

- Sick Leave: For mental or physical illness, injury, or health condition, or preventative care of the employee or the employee’s family member, regardless of whether it has been diagnosed or requires medical care at the time of the request; and
- Safe Leave: For certain needs related to the employee or the employee’s family member being the victim of domestic violence, a family offense, sexual offense, stalking, or human trafficking. Examples include, obtaining services from a domestic violence shelter, rape crisis center, or other services program; participating in safety planning; temporarily or permanently relocating; meeting with an attorney or participating in legal proceedings; filing a report with law enforcement or meeting with a district attorney’s office; enrolling children in a new school; or taking other actions to increase the safety of the employee or employee’s family member.

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Certification of Absence - An employee who misses three or more consecutive workdays due to sick or safe reasons as defined by the New York paid sick leave law, may be required to provide certification from the employee's health care provider or applicable agency. The certification must include approval for the employee to return-to-work with or without work restrictions. Certification may also be required for certain shorter absences if abuse is suspected. Documentation will not be required where prohibited by law or regulation.

Holiday During Scheduled Annual Leave time - If an Organization-observed holiday falls on an employee's normally scheduled workday and the employee is on an authorized leave, the day is counted as a paid holiday and not a leave day. No allowance is made for sickness or other paid absence occurring during a scheduled leave.

Leave of Absence – Annual leave accrues while an employee is on a paid leave of absence but does not accrue while an employee is on an unpaid leave of absence. For the purpose of this policy, paid leave is defined as leave during which an employee is using credited, unused annual leave.

Separation from Employment - An employee in their first year of employment is not eligible to receive payment for unused, accrued annual leave.

Non-Retaliation - It is unlawful for an employer or any other person to deny, interfere with, or fail to pay for annual leave when used for reasons under the New York paid sick leave law. The Company prohibits retaliation or discrimination with respect to terms and conditions of employment because an employee inquires, requests, or uses annual leave for such reasons.

Reference Link: In the transfer of policy from Flexible PTO to Annual Leave, the following link shall provide reference to policy interpretation.

<https://ontariocountyny.gov/DocumentCenter/View/34108/CSEA-Contract-2022-2025>