

A Finger Lakes Visitors Connection, Ontario County, NY
Board of Directors Meeting – Thursday, December 7, 2023 – 3:30 p.m.
Heron Hill Winery Seneca Point Road
Canandaigua, NY 14424

Board Member Attendance:	Present	Excused	Absent
David Hutchings, Sonnenberg Gardens - Chair of the Board	X		
Lisa FitzGerald, Finger Lakes Winery Tours, Feathers, and Tails Farm - Vice Chair of the Board		X	
Charles Parkhurst, Lyons National Bank – Board Secretary		X	
Steve Fuller, Bristol Mountain - Treasurer		X	
Mike Kauffman, Eastview - Immediate Past Chair of the Board	X		
Mike Roeder		X	
Sheryl Mordini, 1795 Acorn Inn Bed and Breakfast	X		
Russ Kenyon, Boylan Code		X	
Mark Gilbride, Lazy Acre Alpacas	X		
Lenore Friend, Finger Lakes Community College	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, Tracey Burkey

Guests: Jackie Lee– Mengel Metzger Barr

Call to Order, Attendance, Welcome and Introductions. David Hutchings called the meeting to order at 3:26 p.m. All members were present at this time. He welcomed everyone. He thanked Chris Vastola for chairing the Finance Committee in Steve Fuller's absence. David introduced Jackie Lee from Mengel Metzger and Barr to give the audit overview to the Board.

Finance and Audit. Jackie Lee reviewed the 2022 year audit (ending on September 30, 2023). She noted the overlap in attendance at the Finance Committee meeting just prior to this meeting and said that she would address any questions. There were no questions about the Audited Financial Statements, the Advisory Comment Letter, or the Required Communications letter. Jackie proceeded on reviewing the 990 and CHAR 500. She stated that the 990 is primarily an informational return, a not-for-profit entity does not file a tax return so the 990 is the document that the IRS uses to collect and understand what has gone on in the organization in the past year. This document translates the financials with many more questions designed to establish that a business is exercising good governance and good management. Jackie noted that the change in the way the county administered the contracts created some additional discovery and documentation, and all was in order.

P 1 – December 7, 2023

P 6 – FYE 2024

A Finger Lakes Visitors Connection, Ontario County, NY
Board of Directors Meeting – Thursday, December 7, 2023 – 3:30 p.m.
Heron Hill Winery Seneca Point Road
Canandaigua, NY 14424

Jackie reviewed that there were no material adjustments to be made. She did note that in terms of internal controls there was a second signature that had not been on the one check for printing, and we should make sure our systems can catch that.

The CHAR-500 is a NYS tax document, there are no tax filings on this one either, but there is a flat fee to file. The CHAR-500 can only be filed online now, this was done last year, and Jackie said to expect the same format for this year.

Jackie reaffirmed that it was a clean audit and the Finger Lakes Visitors Connection staff and Linda Wiener, the accountant for the corporation were very responsive and attentive during the audit.

David Hutchings commended the team on the clean-audit report.

Sherry Brahm-French made a motion to approve the 2022 Audited Financial Statements and Advisory Comment Letter, along with the Management letter, as well as the 990 as presented. Sheryl Mordini seconded the motion, all present voted in favor.

Valerie Knoblauch thanked Jackie Lee and commended the audit team. The FLVC team had never met any members of the audit, but they were patient and enjoyable to have in the office. Valerie noted the number of changes that were undertaken this year to make our digital transfer and thanked Jackie for understanding our hiccups in the systems. Valerie noted that she had internally addressed a system change to catch a second signature and we will make that improvement into a practice. Looking forward she noted that next in line will be a transfer to QuickBooks online, the new RFPs for audit and accounting, a change in the “classes” within Quickbooks that more closely relate to the new grants and should help with reporting. There were no further questions, nor call for an executive session. Jackie Lee left the meeting at this time.

Consent Agenda. David Hutchings presented the consent agenda items which had been emailed to the Board in advance and were posted on the FLVC Board landing page.

Supervisor Chris Vastola made a motion to move the consent agenda, items 3a. Minutes of the October 5, 2023, Annual and Regular meeting; Items 3b. Financial Reports; Budget vs. Actual – September, October, November Balance Sheet as of 10/31/23, 11/30/23, P and L through October, November P and L (YOY) 11/30/23. Mike Darling seconded the motion, all present voted in favor.

Executive Committee Meeting. David Hutchings noted that there were a few open items for approval. He asked Valerie to overview these.

P 2 – December 7, 2023

P 7 – FYE 2024

A Finger Lakes Visitors Connection, Ontario County, NY
Board of Directors Meeting – Thursday, December 7, 2023 – 3:30 p.m.
Heron Hill Winery Seneca Point Road
Canandaigua, NY 14424

Calendar for Board Meetings. Valerie told the board that the board calendar schedule is being presented through the fiscal year ending in 2025. She also pointed out that for each date there is a community area in the County that is desired, and the specific location as a possibility. Locations have not been confirmed but will be after your approval. She also noted that the meetings vary between the early start of 8:30 and the later start of 3:00 p.m.

Mark Gilbride made a motion to approve the Calendar of the 2024 and 2025 Board of Directors Meetings. Sherry Brahm-French seconded the motion, all present voted in favor.

See Attachment A. Board of Directors Calendar 2024 and 2025.

Board of Directors Committees. Valerie reviewed the committees that were both mandated (Audit/Finance, Governance, Nominating and Executive). The list had the recommended appointments. Also on the list were the ad-hoc (mission specific) committees. She noted the chart had the basic work of the committee, highlighting specifically the technology committee (the FLVC server is at end of its life) and workforce development needs in the upcoming year. David Hutchings asked that the list be passed around so that people could indicate their interests in the specific tasks. The committee work will start after the new year.

Lenore Friend made a motion to approve the committees and membership as proposed by the Chair of the Board. Sheryl Mordini seconded the motion, all present voted in favor.

See Attachment B. Committees – 2024 to 2025.

Governance

Lenore Friend

Lenore Friend thanked Julie Maslyn for the summary report on the Board Self-Evaluation. She noted that all 15 members had participated in the survey. This survey is required to be completed and entered into PARIS.

An agenda noted reminded the Board that at the start of January they will be asked for their updated conflict of interest and Acknowledgement of Fiduciary Responsibility. Julie will be asking for those to be completed by the January 25, 2024 meeting.

Sheryl Mordini made a motion to approve the Board Self-Evaluation Summary results as presented by the Governance Committee. Sherry Brahm-French seconded the motion, all present voted in favor.

See Attachment C. Board Self-Evaluation

P 3 – December 7, 2023

P 8 – FYE 2024

A Finger Lakes Visitors Connection, Ontario County, NY
Board of Directors Meeting – Thursday, December 7, 2023 – 3:30 p.m.
Heron Hill Winery Seneca Point Road
Canandaigua, NY 14424

Nominating

Lori Proper and Sherry Brahm

It was noted that the nominating committee consists of Lori Proper, Sherry Brahm-French, Charles Parkhurst to date. They met last week and agreed to generate names to fill two vacancies on the board and a potential third. Valerie reminded the group that there was the un-expired term of Darren Holden through September 2025; the expired term of Bob Bennett. Valerie would share Mike's contact information with board members so that they can reach out to him.

Valerie also shared that the committee would need to address the change in status of Mike Roeder with his departure from Ravenwood. This was news to many of the board. They indicated their desire to recognize Mike for his years of service to the board. Valerie noted that Mike had been on the board since 1998. Second only in length of service to Russ Kenyon.

Finance.

Valerie noted that the finance committee had met on November 11. They had discussed several of the items mentioned during the audit report – most specifically the upcoming issuance of the RFP for accounting and for audit services.

Additionally, they had addressed the benefits policies. The current policy says that the board can revisit benefit policies annually and adjust benefits and rates. In the packets sent to the board are the recommendations for the new policies. The basics of these policies are to adjust the rate from a 70% share to a fixed rate. This was felt to be necessary because of the 12% increase against only a 5% increase in budgeted expense. There were no further questions on these changes.

Sherry Brahm-French made a motion to amend Policy #902 Medical Insurance; 903 Dental Insurance; and 904 Health Savings Account as reviewed. Mark Gilbride seconded the motion, all present voted in favor. See Attachment D benefits policy changes.

The New York State Matching Funds grant number had arrived. The final application was due on Tuesday prior to the board meeting. It is good practice to acknowledge in the minutes the anticipated level of this grant.

Lori Proper made a motion to accept the NYS Matching Funds Grant for the 2024 program in the amount of \$59,327. Mark Gilbride seconded the motion, all present voted in favor.

Finally, it was noted now that the audit is done, the next steps will be the completion of the Capital Projects five-year plan/budget and the Capital Reserve lines updated with their proper funding levels. Valerie will be seeking MMB's help to assure that this is done correctly.

P 4 – December 7, 2023

P 9 – FYE 2024

**A Finger Lakes Visitors Connection, Ontario County, NY
Board of Directors Meeting – Thursday, December 7, 2023 – 3:30 p.m.
Heron Hill Winery Seneca Point Road
Canandaigua, NY 14424**

President and Marketing Report

Valerie Knoblauch

There was no additional reporting by the President. The items that were listed on the agenda had been the focus of activity along with the audit. Updates will be provided as things change – as well as questions are welcomed.

Old Business

There was no old business to come before the board.

New Business

There was no new business to come before the board.

Good News/Announcements/Round the Table.

David Hutchings asked for good news and announcements around the table. The following tidbits were shared – mostly reflecting on new initiatives and the volume of business, as well as any changes in the marketplace activities.

Mark Gilbride is participating in a winter market in Rochester, he has been impressed with the great exposure, especially ahead of Christmas.

Bristol Mountain opened, at the end of November, and reports are that the Skiing has been spectacular.

FLCC has received a \$1M grant to connect area high schools so that many classrooms can share 1 teacher for the Gemini credits, now a school doesn't have to miss out on those classes if there is a teacher in the area that is available.

Adjourn

Sheryl Mordini made a motion to adjourn the meeting. Mark Gilbride seconded the motion and all present voted in favor. The meeting was adjourned at 4:12 p.m.

Next Meeting:

January 25, 2024 8:30 a.m. Lyons National Bank – Farmington Branch

P 5 – December 7, 2023

P 10 – FYE 2024

A Finger Lakes Visitors Connection, Ontario County, NY
Board of Directors Meeting – Thursday, December 7, 2023 – 3:30 p.m.
Heron Hill Winery Seneca Point Road
Canandaigua, NY 14424

Attachment A

Calendar Beginning: October 2023 through October 2024
Ontario County Four Seasons Local Development Corporation - d.b.a. A Finger Lakes
Visitors Connection Board of Directors Meeting Schedule
Location: General Area/Town (parenthesis item is targeted location)

DATE	TIME	Focus	Location
Thurs. 10/5/23	8:30 am – 10:00 am	Annual Meeting, Budget, Business matters – Policy Updates Final Budget	Ravenwood Golf Course, Victor
Thurs 12/7/23	3:00 p.m.	Finance Committee Meeting to review the audit	Heron Hill
Thurs. 12/7/23	3:30 p.m.	Annual Audit Presentation: Mengel Metzger Barr Board Self-Evaluation Due	Heron Hill
Thurs. 1/25/24	8:30 a.m.	County Conflict of interest due	Farmington (Lyons National Bank)
Thurs. 3/14/24	3:00 p.m.	Workforce Development Grants Updates	Canandaigua (FLCC)
Thurs. 5/16/24	3:00 p.m.	40 th Celebration Legacy Awards State of the Tourism Industry	Victor (Ganondagan)
Thurs. 6/20/24	8:30 a.m.	Budget and Plan	Geneva (HWS)
Thurs. 9/5/24	3:30 p.m.	Strategic Plan Marketing	Naples (Hollerhorn)
Thurs. 10/10		Annual Meeting, Budget, Business matters – Policy Updates Final Budget	Canandaigua (Sonnenberg)

A Finger Lakes Visitors Connection, Ontario County, NY
Board of Directors Meeting – Thursday, December 7, 2023 – 3:30 p.m.
Heron Hill Winery Seneca Point Road
Canandaigua, NY 14424

Thurs. 12/5/24	3:00 p.m.	Finance Committee Meeting to review the audit	Honeoye (Birdhouse Brewing)
Thurs. 12/5/24	3:30 p.m.	Annual Audit Presentation: Mengel Metzger Barr Board Self-Evaluation Due	
Thurs. 1/23/25	8:30 a.m.	County Conflict of interest due	Victor (Eastview Mall)
Thurs. 3/13/25	3:00 p.m.	Workforce Development Grants Updates	Bloomfield (Antique Wireless Museum)
Thurs. 5/15/25	3:00 p.m.	State of the Tourism Industry NTTW	Naples (Cumming Nature Center)
Thurs. 6/19/25	8:30 a.m.	Budget and Plan	Canandaigua (Ontario County Archives)
Thurs. 9/4/25	3:30 p.m.	Strategic Plan Marketing	Clifton Springs (Foster Cottage Museum)

A Finger Lakes Visitors Connection, Ontario County, NY
Board of Directors Meeting – Thursday, December 7, 2023 – 3:30 p.m.
Heron Hill Winery Seneca Point Road
Canandaigua, NY 14424

Attachment B

**Finger Lakes Visitors Connection
2024/2025 Appointments
Committees of the Board**

Executive Committee – Chair, David Hutchings
Members: Officers – Lisa FitzGerald, Charles Parkhurst, Steve Fuller and Mike Kauffman

Governance Committee – Chair, Lisa Fitzgerald
Members: Mike Darling, Mark Gilbride, Todd Plouffe

Nominating Committee – Chair, Charles Parkhurst
Members: Lori Proper, Lenore Friend, Sherry Brahm-French, Mike Roeder

Finance/Audit Committee – Chair, Steve Fuller
Members:, Chris Vastola, Russ Kenyon, Sheryl Mordini

Board of Directors Goals and Task Forces

Task Force	Focus		Members Proposed
Destination Master Plan	Work on Communication Plan with Ontario County, RFP, interactions, resident survey. Models, RFP, set workshop with Ontario County.		David Hutchings Mike Darling Sheryl Mordini Lisa Fitzgerald
Technology Task Force	To help replace computers, server, examine cloud storage versus others. RFP needed.		Lori Proper Lenore Friend Charles Parkhurst
Workforce Development	Propose educational plan, facilitate grants. Tend to initiatives in strategic Plan		Mike Kauffman. Lenore, Lisa, rep: Bristol Mountain, rep: Mike Darling; Rep. FLCC. David Hutchings
HR –	Job alignment, succession planning		Chris Vastola, Mike Kauffman, Lisa Fitzgerald, Mike Roeder, David Hutchings
Diversity, Equity, Inclusion, Accessibility	Define Program and Scope of Work		Sheryl Mordini, David Hutchings

**2024 - COMMITTEES and TASK FORCE RESPONSIBILITIES OF FINGER LAKES VISITORS
CONNECTION**

Name	General Responsibilities	Current Year Focus	Chair/Members
------	--------------------------	--------------------	---------------

A Finger Lakes Visitors Connection, Ontario County, NY
Board of Directors Meeting – Thursday, December 7, 2023 – 3:30 p.m.
Heron Hill Winery Seneca Point Road
Canandaigua, NY 14424

Executive Committee	<p>Establish the Agenda for the Board Meetings</p> <p>Work with Human Resources to review staffing structure, continuity, compensation, and benefits.</p> <p>Establish board goals and facilitate the board self-evaluation process.</p>	<p>Overarching issues – Implementation of the strategic plan and task forces</p> <p>Ensure that the right resources are in place (including human resources) to advance the plans that are articulated below.</p>	<p>Chair: David Hutchings</p> <p>Vice Chair: Lisa FitzGerald</p> <p>Second Vice Chair:</p> <p>Secretary: Charles Parkhurst</p> <p>Treasurer: Steve Fuller</p> <p>Immediate Past Chair: Mike Kauffman</p>
Governance Committee	<p>Keep the board informed of best governance practices.</p> <p>Review Policies and Bylaws to ensure compliance with authorities and operational efficiency including, but not limited to PAAA, Ontario County, and NYS Not-for-profit law.</p>	<p>Review Policies from oldest to newest</p> <p>Address new policy needs.</p>	<p>Chair: Lisa FitzGerald</p> <p>Mike Darling</p> <p>Mark Gilbride</p> <p>Todd Plouffe</p>
Nominating Committee	<p>Recommend board members and ensure engagement and participation and qualifications and educational experiences necessary to be effective Board members.</p> <p>Determine need to engage additional ex-officio members.</p> <p>Nominations of leadership</p>	<p>Self-Evaluation of Board</p> <p>Filling Vacancies</p>	<p>Chair: Charles Parkhurst</p> <p>Lori Proper</p> <p>Sherry Brahm-French</p> <p>Mike Roeder</p> <p>Lenore Friend</p> <p>Russ Kenyon</p>
<p>Audit/Finance Committee</p> <p>Meets 2x per year at minimum.</p>	<p>Recommend the Auditor</p> <p>Review and establish financial management/controls – fulfill responsibilities of internal and external audit process.</p> <p>Review annual budget & fiscal integrity of the corporation.</p> <p>Oversee the audit process & completion of the 990.</p> <p>Consider Capital projects and project plan renewal</p>	<p>Address Occupancy Tax, future revenues, alternative for funding</p> <p>Check on Funding and Grants compliance.</p>	<p>Chair: Steve Fuller</p> <p>Chris Vastola</p> <p>Russ Kenyon</p> <p>Sheryl Mordini</p>

A Finger Lakes Visitors Connection, Ontario County, NY
Board of Directors Meeting – Thursday, December 7, 2023 – 3:30 p.m.
Heron Hill Winery Seneca Point Road
Canandaigua, NY 14424

Attachment C

Board of Directors Self Evaluation 2023
12/7/23

15 of 15 active board members participated in the Board Evaluation Survey via Survey Monkey.

The Self-Evaluation form asked a total of 20 questions. Most of those questions asked the board members to rank them on a scale of 1 – 5 with 5 being the highest score. Two questions were free form answers and comments.

The results from Survey Monkey are as follows:

The average rating for all questions was 4.5 out of 5

The lowest scoring question with a 4.0 out of 5 was to the following statement:

- I am willing to grow within the board structure and assume a leadership position.

The highest scoring question with a 4.9 out of 5 was to the following statement:

- I recognize that my board position is one of; oversight, fiduciary responsibility, and policy guidance, and am cognizant to this role vs that of paid staff. -

The comments reflected an appreciation for being part of the growth of tourism in Ontario County.

Board Members enjoy working with the FLVC Team and each other as Board Members, as well as interacting with other tourism professionals/businesses.

Board members also commented on the limitations of their time and how that impacts the understanding of issues and the ability to feel fully informed. Board members are interested in doing better and to be more present.

A Finger Lakes Visitors Connection, Ontario County, NY
Board of Directors Meeting – Thursday, December 7, 2023 – 3:30 p.m.
Heron Hill Winery Seneca Point Road
Canandaigua, NY 14424

Attachment D

902 Medical Insurance

Policy Statement - Finger Lakes Visitors Connection offers eligible employees medical insurance coverage. The plan provides comprehensive coverage for a wide array of medical services, including doctor office visits, hospital care, preventative testing, prescription drugs, mental health and well childcare.

Eligibility - Full-time employees are eligible to participate in the medical insurance plan the first day of the month following date of hire, provided all eligibility requirements of the plan are met. Eligible employees may also enroll in the medical insurance plan during the annual open enrollment period or at the time of a qualified change in employment or family status, as defined by the Internal Revenue Service (IRS) and the insurance carrier. Part-time and temporary employees are not eligible for medical insurance coverage but have the option of purchasing health insurance available through the Health Insurance Marketplace at their own expense.

Coverage – Medical insurance plans with 4 tiers of coverage including individual, employee and spouse (includes same-sex spouses), employee and dependents, and family are available. Other health coverage alternatives may be available to you through the Health Insurance Marketplace. For more information about health insurance options available through a Health Insurance Marketplace, visit www.healthcare.gov.

Premium Payment - Finger Lakes Visitors Connection contributes a fixed amount for individual coverage. Employees are responsible for the remaining portion of the insurance premium for the plan and tier selected. Organization contributions to the medical plan will be reviewed on an annual basis and are subject to change.

Cancellation of Coverage - An employee who is not participating in the Section 125 pre-tax premium plan may elect to cancel the medical insurance coverage at any time. The appropriate insurance cancellation form may be obtained from the Office Manager. Cancellation becomes effective on the first of the month following the date the completed cancellation form is submitted to the Office Manager.

Continuation of Coverage - If a covered employee, spouse, and/or dependents lose their group medical insurance coverage due to certain qualifying events, they may be eligible to temporarily continue such coverage at their own expense (See *Continuation of Benefits*).

A Finger Lakes Visitors Connection, Ontario County, NY
Board of Directors Meeting – Thursday, December 7, 2023 – 3:30 p.m.
Heron Hill Winery Seneca Point Road
Canandaigua, NY 14424

903 *Dental Insurance*

Policy Statement - Finger Lakes Visitors Connection offers dental insurance coverage for eligible employees.

Eligibility - Full-time employees are eligible to participate in a group sponsored dental insurance plan on the first day of the month following date of hire, provided all eligibility requirements of the plan are met. Eligible employees may also enroll in the dental insurance plan during the annual open enrollment period or at the time of a qualified change in employment or family status, as defined by the Internal Revenue Service (IRS) and the insurance carrier. Part-time and temporary employees are not eligible for dental insurance coverage.

Coverage – One dental plan with 3 tiers of coverage including individual, employee and spouse (includes same-sex spouses), and family is available.

Premium Payment - Finger Lakes Visitors Connection contributes a fixed amount for individual coverage. Employees are responsible for the remaining portion of the insurance premium for the tier selected. Organization contributions to dental insurance will be reviewed on an annual basis and are subject to change.

Cancellation of Coverage - An employee who is not participating in the Section 125 pre-tax premium plan may elect to cancel the dental insurance coverage at any time. The appropriate insurance cancellation form may be obtained from the Office Manager. Cancellation becomes effective on the first of the month following the date the completed cancellation form is submitted to the Office Manager.

Continuation of Coverage - If a covered employee, spouse, and/or dependents lose their group dental insurance coverage due to certain qualifying events, they may be eligible to temporarily continue such coverage at their own expense (See *Continuation of Benefits*).

904 *Health Savings Account*

Eligibility – Full-time employees enrolled in a high deductible health plan through Finger Lakes Visitors Connection may elect to make pre-tax contributions to an individual health savings account for qualified medical expenses.

A Finger Lakes Visitors Connection, Ontario County, NY
Board of Directors Meeting – Thursday, December 7, 2023 – 3:30 p.m.
Heron Hill Winery Seneca Point Road
Canandaigua, NY 14424

Establishing an HSA Account – The employee may set up their HSA account at any financial services institution offering HSA services as chosen by the Employer. Employees must complete an enrollment form authorizing the payroll deduction and providing direct deposit information. HSA funds must be payroll deducted and direct deposited into an employee's account.

Employees must designate a beneficiary upon establishing their account, and for any subsequent beneficiary changes. The Organization cannot make changes that are not initiated by the employee in writing. The Organization will not be responsible for the result of an employee's failure to designate a current beneficiary or failure to comply with current HSA regulations.

Contributions – The Organization provides a dollar for dollar match up to the IRS annual maximum for Individual employee limit who is enrolled in Finger Lakes Visitors Connection's medical insurance plan. This amount is subject to change and is reviewed on an annual basis.

Account Management - HSA accounts are governed by the Internal Revenue Service guidelines and are subject to maximum contribution limits. Employees are responsible for complying with all Internal Revenue Service Regulations governing use of funds in their account for paying qualified medical expenses. Employees who violate the IRS regulations for medical expense reimbursement are subject to penalties and fines imposed by the IRS.

Separation from employment- An HSA account is owned by the individual employee and an employee retains ownership to account funds upon separation from employment. Payroll deductions cease with the last paycheck an employee receives. However, the employee can continue to contribute directly to their HSA following separation from employment.