

**Schoharie County Community Action Program  
Board of Directors Meeting  
November 16<sup>th</sup>, 2015**

**Attendance:**

<b>Private Sector</b>		
Member	Position	Attendance
<i>Barbra Parsons</i>	<i>Treasurer</i>	X
Larry Phillips	Member	X
Jason Evans	Member	Excused

<b>Public Sector</b>		
Member	Position	Attendance
Anna VanDerwerken	Member	X
Earl Van Wormer III	Member	X 5:20
George McDonnell	Member	X

<b>Consumer Sector</b>		
Member	Position	Attendance
<i>Betsy Bernocco</i>	<i>Chair</i>	Excused
<i>Jonathan Litzner</i>	<i>Secretary</i>	X
<i>Dolores Jackson</i>	<i>Vice-chair</i>	X

**Staff:** Jeannette Spaulding – Executive Director, Jodi Gregory – Deputy Executive Director

**Guests:** Clenard Killikelly, Community Services Program Analyst

Meeting called to order at 5:12pm by Board Vice-Chair Dolores Jackson

**Approval of Minutes:** *Motion made by Barbara, seconded by George to accept the October minutes. Motion passed.*

**Committees of the Board:**

**Executive Committee:** No meeting held.

**Finance & Audit Committee:**

Monthly finance report reviewed. Short term note is down to \$60,000. New health insurance plans discussed. There will be a change of about \$55 per year per employee (individual). Two plans will be offered. Discussed options for COLA/SEP/health insurance contributions. Finance committee recommends a 2%COLA, 1%SEP, 90% health insurance contribution based on lowest individual premium or a \$1250 insurance opt out for eligible employees.

*Motion made by Barbara, seconded by Jonathan to accept Resolution 03-11/15, for the 2%COLA/1%SEPT, 90% health insurance contribution or \$1250 opt out. Motion passed.*

**Governance & Nominating Committee:** No meeting

**Program Planning and Evaluation Committee:** No meeting

**Personnel Committee:** No meeting

**Committees of the Corporation:**

**Fundraising:** No updates

**Community Needs Assessment:** No meeting held.

**Executive Director Report:**

Jeannette goes tomorrow for further ROMA training. Discussed department relocations within the agency. Healthy Families (WIC) is now all located in one service delivery area and Community Services is now relocated in the prior WIC clinic area. Robert is making steady progress with new servers. Hope to have the new intake data base in place by the first of the year.

**Unfinished Business:** Certificate of Incorporation - Amendments are completed and the Certificate of Incorporation and Bylaws language are consistent.

*Motion made by George, seconded by Larry to accept Resolution 04-11/15, to adopt the amendments to the Certificate of Incorporation, Motion passed.*

Bylaws discussed. Reviewed recommended changes. Board discussed setting the minimum of 4 meetings per year with the understanding that the board plans to continue to hold 8 meetings per year. However the change will provide Bylaw compliancy leeway should there be a need to hold less than 8 meetings. The board decided to keep the quorum requirement at 50% rather than the minimum requirement of one-third.

*Motion made by Anna, seconded by Larry to accept Resolution 05-11/15, to adopt the changes to the Bylaws and appendix. Motion passed.*

Succession Plan discussed. Areas in question reviewed. Board agreed to have Deputy, Assistant Finance Director, and Board Chair provide agency oversight according to terms provided in the Plan. Plan to be reviewed annually.

*Motion made by Earl, seconded by Larry to accept the succession plan as presented. Motion passed.*

**New/Postponed Business:** Personal Policy updates under review by Jaeger & Flynn HR and legal. Hoping to present a draft from our HR broker, if completed, at the January meeting.

*5:55 Motion made by Dolores to move to Executive Session to discuss personnel matters. Motion passed.*

*6:03 Executive session closed.*

*6:04 Earl made the motion to adjourn meeting, approved.*

Minutes submitted by:

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Jodi Gregory

Finance Committee- January 25, 2015 @ 4:30 PM

Next Board Meeting – January 25, 2015 @ 5:00 PM