



Cornell Cooperative Extension  
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## Board of Directors Meeting Agenda

Date: 03-13-2024

Time: **6:00 PM – 7:30pm**

Place: Walton High School Auditorium

### **Call to Order:**( 6: 08 PM )

- I. Welcome (including visitors) and Call to Order
- II. Introduction of Board Members, Roll Call
- III. Discussion and Appointment of new board members to fill vacant positions.
  - a. Nominate Jason Mondore
    - i. All in favor: 6:13 PM
  - b. Nominate Tim Gutliph
    - i. All in favor: 6:14 PM
- IV. Motion to go into executive session to discuss personnel and legal matters related to specific individuals

*Vote:*

*Motioned by: Bud Gladstone*  
*Seconded by: Carol Michalski*  
*Discussion: none*  
*Motion Carried: 6:14 PM*

- V. Finance Update
  - a. 2022 Compliance Audit
  - b. 2022 Full financial Audit
- VI. President's Report- Betty Scott

Elections of Officers: Proposed candidates:

President – Betty Scott  
Vice President -Carol Michalski  
Secretary- Donna Jones  
Treasurer- Brad Taggart

**Action- Accept nominations from the board and vote**

- **Motion: Bud Gladstone**
- **Second: Jason Mondore**
- **All in favor: 7:35 PM**

VII. Board President Appointments –

- Appointment of the following committees:

Camp:

Polly Dellacrosse  
Doug Whittaker  
Carol LaTourette  
Lindy Taggart  
Cathy Scofield

4-H Issue:

Stacy Palmatier  
Libby LePinnet Kelly

Ag Issue:

Brad Taggart  
Joyce Gray  
Carolyn Scobie

HE Issue:

Carol Michalski  
Christina Losie

Personnel

\*Donna Jones  
Christina Losie (HE)  
Libby Kelly(4H)  
Tim Gutliph  
Carolyn Scobie (AGR)

Finance

\*Andrea Balcom.  
Jason Mondore  
Stacy Palmatier(4H)  
Carol Ann Michalski (HE)  
Brad Taggart(AGR)

Long Range

\*Member at large  
\*Erin Johnson  
Rachel Patterson Collins(4-H)  
\*TBA (HE)  
Joyce Gray (AGR)  
Wayland Gladstone-  
(Supervisor Rep)

Chair appointments for each committee:

Personnel: Libby Kelly(4H)  
Finance: Brad Taggart  
Long Range: To be determined

VIII. Member and Other Reports and Updates:

- a. Supervisor Representative Comments- Bud Gladstone & Betty Scott

b. Board Members and Others (Visitors if requested)

IX. Committee Reports:

a. Finance Committee:

- b. Action** - (1) Add Board Treasurer as signers on all bank accounts  
(2) Board approval requirement for checks above \$40,000  
(3) Board approval requirement for WAC checks about \$60,000

Motion: Andrea Balcom

Second: Carol Michalski

All in favor: 7:39PM

Motion to approve December 20, 2023 Board meeting minutes.

*Vote:*

*Motioned by: Donna Jones*

*Seconded by: Erin Johnson*

*Discussion:*

*Motion Carried: 7:39PM*

Motion to approve Executive Committee meeting minutes, February 23, 2024

*Vote:*

*Motioned by:*

*Seconded by:*

*Discussion:*

*Motion Carried:*

Motion to approve Executive Committee meeting minutes, March 1, 2024

*Vote:*

*Motioned by: Libby LePinnet Kelly*

*Seconded by: Donna Jones*

*Discussion:*

*Motion Carried: 7:40 PM*

**Finance:**

1) Motion to keep funds at Wayne Bank

2) Motion to maintain current credit cards (Sidney Federal Credit Union), and work with Wayne Bank to start application for non-profit credit cards.

- **Tim Gutliph requested to abstain**

Vote:

*Motioned by: Jason Mondore*  
*Seconded by: Stacy Palmatier*  
*Discussion:*  
*Motion Carried: 7:41PM*

**Policies – motion to adopt edits to the 505 Travel policy:**

1. 505 Travel (the edits – to simplify the current policy to remove in/out travel status and deducting regular commuting miles for travel reimbursement were approved by the Executive Committee on Nove 17, 2023)

**A Review & Authorize annual policy/plans under the following consent agenda:**

- Review and authorize 2024 CCE Volunteer Agreement & Code of Conduct
- Review and authorize 2024 Confidentiality Agreement
- Review and authorize 2024 Acknowledgement of Risk Waiver
- Acknowledge review & receipt of FORM Code 104; Organizational & Financial Leadership in Extension Associations; Financial Responsibilities of Associations Board of Directors
- Review and authorize 2024 MI-1 Record Retention Policy per FORM Code 1705: Retention of Records
  - Motioned: Carol Michalski
  - Seconded: Bud Gladstone
  - Motion Carried: 7:43 PM

**B Authorizations given to President and/or Executive Director:**

- Memorandum of Agreement with Delaware County (AR) – in-progress
- Memorandum of Agreement with Cornell University (BR) – in-progress (delegated to BOD President)
- Subcontracts within the CCE System
- All other contracts including with other Associations, Agencies and Funders.
  - Motioned: Brad Taggert
  - Christina Losie
  - All in favor: 7:43 PM

**C Other Authorizations and appointments**

- Designation of official newspaper for announcements – The Reporter, Delhi, NY
  - Holiday Schedule for 2024
  - Appointment of Stacey Young as assistant to the secretary The assistant secretary shall not serve as an officer nor be eligible to vote.

Vote:

*Motioned by: Libby LePinnet Kelly*  
*Seconded by: Christina Losie*  
*Discussion:*

*Motion Carried: 7:44PM*

**D Authorized signers for Treasurer on bank accounts, loans, and other financial transactions including signing checks:**

- President
- Vice President
  - Motion: Bud Gladstone
  - Second: Erin Johnson
  - All in favor: 7:45 PM

**D Authorized support staff to act as assistants to the treasurer (selected by treasurer) (ex: open and close bank accounts with Board approval:**

- Stacey Young  
*Vote:*

*Motioned by: Carol Michalski  
Seconded by: Libby LePinnet Kelly  
Discussion:  
Motion Carried: 7:45PM*

**E Authorize limits on Transactions and Accounts:**

- The Executive Director or her designee may authorize transfers for payroll, up to \$150,000.
- Limit of \$100,000 transferred from one account to another without signature of a board member.

**F Authority to be signature on disbursement (A/P) vouchers:**

- ~~Dr. Mandeep Virk Baker – Executive Director – Removed from this motion~~
- Dale Dewing
- Ashley Silano-Moore
  - Motion: Bud Gladstone
  - Second: Libby LePinnet Kelly
  - Carried: 7:45 PM

**G ~~Authority to Executive Director, Program Team Leaders and Program Leaders:~~**

- ~~Establish performance appraisal process for association employees.~~
- ~~Maintain up to date position descriptions for each authorized position.~~
- ~~Assure adherence to established policy.~~

**H RESOLUTION FOR BANKING ACCOUNTS**

I HEREBY CERTIFY to the following bank (Wayne ) that at a meeting of the Board of Directors of Cornell Cooperative Extension Association of Delaware County, a not-for-profit Organization organized under the laws

of the State of New York duly called (a quorum being present) and held at the office of said organization at 47-49 Stockton Avenue Walton, NY 13856 on the 13<sup>th</sup> day of March 2024. THE FOLLOWING resolutions were duly adopted and are now in full force and effect:

RESOLVED, that the above banks be designated as depositors of this organization and that all checks, notes, drafts, bills of exchange, acceptances, undertakings or other orders for the payment of money from the accounts of this organization with the said Bank, including any payments by the Bank which might exceed the amount of funds of the organization then on deposit, may be honored by the said Bank when signed on behalf of this organization by any one of its following officers and/or employees, to wit:

\_\_\_\_\_  
Betty Scott, President

\_\_\_\_\_  
Kim Holden

\_\_\_\_\_  
Carol Michaelski, Vice President

\_\_\_\_\_  
Paul Cerosaletti

\_\_\_\_\_  
Brad Taggart, Treasurer

\_\_\_\_\_  
Carla Hegeman Crim

\_\_\_\_\_  
Dale Dewing

RESOLVED, that the above Banks, are hereby authorized to pay any such orders and also to receive the same for credit of or in payment from the payee or any other holder without inquiry as to the circumstances of issue or the disposition of the proceeds even if drawn to the individual order of any signing officer or tendered in payment of his individual obligation.

RESOLVED, that the foregoing powers and authority will continue until written notice of revocation has been delivered to the above Banks.

RESOLVED, that the secretary to this organization be and he/she is authorized to certify to the above Banks, the foregoing resolutions and that the provisions thereof and in conformity with the charter and by-laws of this organization.

I FURTHER CERTIFY that there is no provision in the charter or by-laws of said organization limiting the power of the board of directors to pass the foregoing resolutions and that the same are in conformity with the provisions of said charter and by-laws.

IN WITNESS WHEREOF, I have hereunto set my hand as secretary of said organization this 13th day of March 2023.

Vote: items A – H

*Motioned by: Christina Losie*

*Seconded by: Carol Michalski*

*Discussion:*

*Motion Carried: 7:48 PM*

**New Business:**

- Review and authorize 2024 CCE Delaware County Affirmative Action Diversity and Inclusion Plan

*Vote:*

*Motioned by: Carol Michalski*

*Seconded by: Carolyn Scobie*

*Discussion:*

*Motion Carried: 7:49 PM*

2024 Board & Committee Meeting Schedule (6:30-8:30 pm):

<b>Date</b>	<b>Description</b>
March 13, 2024	Reorganization Board Meeting
May 15, 2004	Board Meeting
July 17, 2024	Board Meeting
September 11, 2024	Board Meeting
November 22, 2024	Board meeting
November 22,2024	Annual meeting (after the board meeting)
Committee meetings	(4:00 – 5:00 pm)
April (week of 22 – 26)	Personnel Committee
May 23, 2024	Finance Committee
June (week of 24 <sup>th</sup> – 28 <sup>th</sup> )	Long Range Committee
July 25, 2024	Finance Committee
August (week of 26 – 30)	Personnel Committee
September 26, 2024	Finance Committee
October (28 <sup>th</sup> -31 <sup>st</sup> )	Long Range Committee

April 10, 2024	Executive Committee (if needed)
June 12, 2024	Executive Committee (if needed)
August 21, 2024	Executive Committee (if needed)
October 9, 2024	Executive Committee (if needed)
December 11, 2024	Executive Committee (if needed)

**Adjourn:** Time: ( 7:49PM )

*Vote:*

*Motioned by: Bud Gladstone*

*Seconded by: Libby LePinnet Kelly*

*Discussion:*

*Motion Carried: 7:49PM*

Public comments: (allow 2 minutes/person for public comments)