

Cornell Cooperative Extension of Livingston County Board of Directors
January 25, 2022

The January 25, 2022, meeting of the Cornell Cooperative Extension Board of Directors was called to order by Sid Bosch at 7:03 p.m.

Members Present via Zoom: Sid Bosch, Dwight Knapp, Bruce Dehm, Michael Howlett, Anna Macauley, Meghan Rodwell, Mary Guldenschuh, Ailsa Emo, Timothy Hayes

Members Excused: Kirsty Northrop

Staff Present via Zoom: Jolie Spiers, John Bouwens, Jody Finkle, DeLisa Drum, DeAnna Croteau

Sid welcomed everyone. The Board of Directors went around the “Zoom room” and introduced themselves and shared a little about their background and what they bring to the BOD at CCE Livingston.

The Board of Directors voted for the election of officers and committees.

Officers

- President – Bruce Dehm
- VP – Sid Bosch
- Secretary – Anna Macauley
- Treasurer – Tim Hayes

Committees

- Executive – Bruce Dehm, Sid Bosch, Anna Macauley, Tim Hayes
- Finance – Tim Hayes, Kirsty Northrop, Meghan Rodwell
- Personnel – Sid Bosch, Mary Guldenschuh, Dwight Knapp, Anna Macauley
- Annual Meeting – Michael Howlett, Ailsa Emo

Sid made the motion to approve the officers for the 2022 year. Ailsa 2nd this and all were in favor.

Sid made the motion to approve the committees for the 2022 year. Michael 2nd and all were in favor.

Motion to approve the meeting’s agenda, Bruce Dehm, President asked for the meeting schedule to be added under the new business.

- Michael made a motion to approve the agenda with the addition of the meeting schedule. Ailsa 2nd and all were in favor.

Bruce asked for the review of the last BOD’s meeting minutes, from October 2021.

- Sid made the motion to approve the meeting minutes from October 2021. Michael 2nd and all were in favor.

Liaison Report from Dwight Knapp:

Dwight stated that business was as usual at the county. Appointments of chairpersons as some supervisors left and some new came on. Auditors are currently looking back at 2021, finding those strengths and weaknesses. Sales tax was the county's largest income source with 41.3 million dollars, this is up 5.5 million. Inflation is what has caused this increase. The county is in the process of refinancing 17.5 million dollars in debt, at a lower tax rate. This will be a considerable savings. Dwight also let us know that the budget was passed for us to have a 3% increase for 2022.

Financial Report – Treasurer Timothy Hayes:

November and December financial statements – John let everyone know that December is not finished yet, as we are working for close the year out. It usually takes about 30 days to close. Jolie stated that we are in a good financial position.

- Michael made the motion to approve the presented financials, Sid 2nd and all approved.

Bruce asked about having an audit of the books. Jolie let him know that we have been having an outside audit done, we did not do one on 2021. Cornell offers a more in-depth service and it is free.

Tim asked the board for approval of designated fund for Ag in the Classroom so that any reserve funds from 2021 (for example some Chicken BBQ money is still available) can be rolled into their program at the end of the year and held in their own designated fund for future use.

- Michael made the motion to create a designated fund for AITC, Meghan 2nd this and all were in favor.

Tim informed the BOD that John is working with CCE Yates to help them bring their finances up to speed and has entered into an MOU with them to provide these services for a rate of \$40/hour over the next 2 – 3 months. This is over and beyond his Lead duties and a 40-hour work week. Propose to allow \$30 of the \$40 to go directly to John as work related earnings, the remainder will go to the SBN to cover any increased payroll taxes, etc.

- Tim made the motion to proceed with the MOU between Yates and Livingston, as long as it causes no harm. Sid 2nd this and all were in favor.

Tim let the BOD know that we need an approved budget by March 2022 for Cornell compliance. The budget sent to the Board for their review is what we approved to send to Ian Coyle for our budget review with the County last September. No changes have been made however we now know that the County Appropriation and that will increase by 3% and that amount is not reflected in the budget yet. Propose that we approve the budget as is and use the increase toward staff salary improvements.

- Michael made a motion to approve the 2022 budget. Tim 2nd and all were in favor.

Jolie gave her ED report:

Senator Gallivan's office is donating 200 KN95 masks and 30 COVID test kits for staff and volunteer use. We are posting a picture of the donation on our website/social media and plan to use the supplies for staff and also 4-H and AITC volunteers especially during Ag Literacy week.

Ag Literacy volunteers are needed. In a normal year we have 30 volunteers but right now only 8 (due to COVID concerns). We'll send information on how to sign up after the meeting; please share with your networks. Thanks to Dwight for already signing up!

AITC is preparing for embryology. Last year, our first year, ~50 classrooms participated and this year we already have 74 signed up (1,500 students!). We'll be sending out a fundraising appeal to support this program, expenses ~\$8,000.

Ag Program has received two new grants for Seed to Supper (garden workshop teaching folks how to grow food with a focus on underserved populations) and Food Forest Trial Garden. Ken has plots picked out on Murray Hill for both gardens. Also working with Bill Mann and Buildings and Grounds to put up a greenhouse (they will supply labor if we supply materials). Very exciting to see our demonstration gardens starting to come together and an emphasis on more adult programming and outreach to support our already strong youth programming.

Ken and Jolie working on veteran cohort for Master Naturalist training in partnership with CCE Wyoming. First of its kind in the state. Very excited to roll this out in the late spring/early summer.

Ken and Lucille hosted a farmers market workshop earlier this month with 6 farmers markets represented. Purpose was to support markets in getting listed on Ag & Markets website and enroll in programs that allow them to accept coupons that elderly and underserved populations receive to buy fresh produce.

Three open positions: SNAP Ed nutrition educator, SBN HR Lead, SBN IT Lead. Positions open through mid-February.

New Business:

**Cornell Cooperative Extension of Livingston County
Board of Directors**

Operating Guidelines - FY 2022

Pursuant to Article XII of the Constitution of Cornell Cooperative Extension of Livingston County, the following Operating Guidelines shall serve to guide the work of the Board of Directors in their role as the Governing Body of the Association. These guidelines are intended to summarize general operating procedures, and may be amended or adjusted at any time by consensus of the Board of Directors. These Guidelines are valid only to the extent that they do not conflict with the Constitution.

1. Meetings

- a. Frequency: The Board of Cornell Cooperative Extension of Livingston County is required to meet at least five times a year.
- b. Locations: Meetings are generally held at 3 Murray Hill Drive, Mount Morris, New York 14510 at dates and times set by the sitting Board.
- c. Meeting Dates and Times: These will be posted at the Association, on the CCE Association website and sent to the newspaper of record: Genesee Valley Penny Saver.
- d. Agenda: Board Meetings shall follow an agenda, which is prepared in advance of the meeting by the Board President. Agenda items will typically include:
 - i. Call to Order
 - ii. Approval / Edits to Agenda
 - iii. Review of Minutes of the Previous Meeting
 - iv. Legislative Report
 - v. Financial Reports (as per F.O.R.M. Code 1002)
 - vi. Public Comments*
 - vii. Executive Director Report
 - viii. Committee Reports
 - ix. Program Reports – staff or regional ag team members
 - x. Old Business
 - xi. New Business
 - xii. Informational Reports
 - xiii. Adjournment
- e. Quorum: A quorum is half the membership of the Board +1. Any non-voting Board members shall not count towards the quorum. (i.e. State Extension Specialist)

** Any person wishing to speak during the Board Meeting “at the pleasure of the President” must sign into the meeting at least 15 minutes in advance of the start. Speaking “at the pleasure of the President” is limited to a three minute time period for individuals to present their comments. There shall be no replies or conversations with Board members during this time. The Board President has the authority to take any necessary measure to control the floor and spontaneous comments from the floor are not permitted.*

2. Organizational Meetings

- a. The first meeting of the calendar year (to be held prior to February 1) will be deemed the “annual organizational meeting.”
- b. The previous year’s Board President will open the meeting and preside until the election of officers takes place, at which time the newly elected Board President will preside.
- c. Agenda items for the Annual Organizational Meeting will include a set of annual resolutions, which may include the following:
 - i. Fiscal Authorizations
 - ii. Approval of Operating Guidelines
 - iii. Other authorizations as required

3. **Annual Meeting** The Annual Meeting of the Association will be held in the last quarter of the 2022 calendar year and conducted pursuant to Article X of the Constitution. The Annual Meeting notice will be provided to enrollees.

4. Board Committee Structure

The purpose of committees is to study and report back to the full Board on subjects that (a) are fundamental to the Association’s core functions and also (b) that the Board has selected as priorities. These are expected to meet at least as frequently as necessary to fulfill their mission.

Like the Board, all committees are required to follow guidelines set forth by Open Meetings Law, to include proper public notification of meetings and documentation of meetings through minutes provided to the board for their review.

<https://www.dos.ny.gov/coog/openmeetlaw.html>

Standing Committees

The standing committees of the Board of Directors shall be established each year. The Board President is ex-officio (without voting rights) on each committee. This does not apply to the Executive Committee. Typically, the standing committees and function are:

- Executive Committee - comprised of the Officers of the Board and may also include Past Board President (if still on the board); may act on behalf of the board, if necessary
- Personnel Committee - provides input on personnel and HR related needs of the Association

- Finance Committee - provides fiscal oversight and guidance to Association

Ad Hoc Committees

Other ad hoc committees may be established as required (i.e. Annual Meeting, capital projects/financial development; strategic planning; Executive Director search committee; Diversity, Equity, and Inclusion, etc.) The President may appoint these. These committees may or may not be required to follow all elements of Open Meetings Law, depending on composition and scope of decision making. Ad hoc committees may be disbanded as outcomes are accomplished or circumstances for their creation have changed.

Advisory Committees

As per the Constitution, advisory committees can establish each year at its organizational meeting as it deems necessary to carry out the work of the association. Consideration must be made to be inclusive of all program areas being delivered within the Association. Their purpose is to ensure that the Association's programs of research-based education are relevant and based on current community needs and issues; and that community stakeholders are engaged in determining, implementing, and evaluating the programs that are conducted by the Association. The advisory committees will

- review Association's programs/areas – including content, impact, reach, and fee structure, and suggest ways to improve them and broaden their reach. As necessary, may offer observations and recommendations to the board to help them fulfill their responsibility of setting program priorities and evaluating the program portfolio.
- consider whether there are emerging community needs that our programs can and should try to meet.
- provide first-hand experience by attending programs.

Program Advisory Committees for CCE of Livingston County proposed for 2022 include:

- Ag Advisory Committee
- 4-H Advisory Committee

Additional Program Advisory Committees may be appointed as needed throughout the year

5. Nominating Committee

This is a committee of the Association, not a committee of the Board. Its purpose is to find, evaluate, and present to the Association a slate of Board members each year, as well as conduct the Annual Board Election. The Board President of the Association shall annually appoint a committee of at least 5 people who represent the broad interests of County residents and the work of the Association. A majority of the Nominating Committee must be non-Board members of the Association and the President will designate the Chair of the committee.

6. Organization of the Association

The Board of Directors shall retain an Executive Director, who shall be responsible for the leadership and management of the Association. The Board of Directors delegates the authority for the day-to-day management of the affairs of the Association to the Executive Director. The Executive Director is responsible to the Board and is expected to carry out the policies and expend the resources of the Association as directed by the Board.

The Executive Director shall recommend an organizational structure for implementing the programs of the Association.

7. General Provisions

Other general provisions will be established as necessary.

Dwight made the motion to approve the 2022 operating guidelines, Sid 2nd and all were in favor.

Cornell Cooperative Extension of Livingston County Board of Directors

2022 Annual Fiscal Authorizations

A. Agreement with Livingston County (AR) Payment of 2022 Appropriations

Suggested Motion:

The Board of Directors will approve the Board President to authorize the AR agreement between Livingston County and Cornell Cooperative Extension of Livingston County.

Appropriated sum of **\$ 527,500** shall be paid in equal installments to the bonded Treasurer of Cornell Cooperative Extension. (Increase of \$15,000 from 2020 and 2021.)

B. Agreement with Cornell University (BR)

Suggested Motion:

The Board of Directors will approve the Board President to authorize the BR agreement with Cornell University to provide general oversight of program and operations as per State Law 224 and agreement with USDA.

We will receive:

- Smith Lever Funds of \$16,000
- State 224 of \$66,780 + \$11,226 (first increase in 224 funds by NYS State Legislature in 20 years)

We will pay Cornell University:

- Association Services of \$10,250 (same as 2021)
- Unemployment payment of \$894 (\$1,229.68 in 2021)
- Workman's Comp of \$7,031.87 (decrease of ~ \$200 from 2021/2020 due to no claims)
- Cornell Initial Deposit for payroll of \$32,576 (decrease of \$11,520 from 2021 due to reduction in staffing; adjustments are made based on changes in payroll and amount needed for 1 month's salary payment to Cornell)
- General Liability Charges of \$12,526 as determined through worksheets of PW Wood. (~\$900 increase from 2021).

C. Agreement with Cornell Cooperative Extension NWN Y Dairy Livestock & Field Crops Team

Suggested Motion:

The Board of Directors will approve to continue membership in the NWN Y Dairy Livestock and Field Crops Team for 2022 with Executive Director signing forthcoming MOU.

Nine county team (Orleans, Niagara, Genesee, Monroe, Wayne, Ontario, Wayne, Seneca, and Wyoming Counties) providing expertise in Dairy, Field Crops, Farm Business Management, Livestock and Small Farms. To pay \$40,000 (20% reduction due to extra contribution by CCE Admin until 2023 when it will go back to \$50,000).

D. Opening & Closing of Bank Accounts

Suggested Motion:

The Board of Directors will approve the opening and closing of bank accounts and authorize the Board President and Board Treasurer to sign required forms.

E. Authorization for Investment Accounts/Authorization to initiate transactions

Suggested Motion:

The Board of Directors will approve the opening and closing of investment accounts and authorize the Executive Director, Jolie Spiers; Board President, Bruce Dehm; and Board Treasurer, Timothy Hayes to be the authorized signers on the account.

F. Authorized Financial Institutions

Suggested Motion:

The Board authorizes the following current banking institutions:

Five Star Bank, checking and savings
Community Bank N.A., checking (NWNYS Dairy Team)
CD's in various banks based on best rates.

G. Signing Checks - name of authorized signers

Suggested Motion:

The Board authorizes the following signers for bank accounts, as designated:

Five Star Bank Checking Account (605320136) and Community Bank N.A. (4230221907)
Timothy Hayes, Board Treasurer
Mark Wittmeyer, Youth Development Team Leader
DeAnna Croteau, Parenting Educator

Checks over \$2,500 require two signatures.

H. Vouchers for payment - authorized signers

Suggested Motion:

Vouchers for program/grant expenditures shall be verified by the staff person initiating the expenditure and approved by the appropriate program leader, supervisor or the Executive Director.

I. Voucher limits

Suggested Motion:

Vouchers approved by program leaders and supervisors shall not exceed \$1,000. Vouchers over \$1,000 shall require the approval of the Executive Director.

Excluding the voucher for the Cornell bill, vouchers signed by the Executive Director shall not exceed \$10,000. Vouchers exceeding \$10,000 shall require the approval of the Executive Director and the Board Treasurer.

The Executive Director is authorized to sign the voucher for the Cornell bill up to \$75,000.

J. Vouchers to be paid to Executive Director - name of authorized signers

Suggested Motion:

Vouchers to be paid to the Executive Director shall be authorized by the Board Treasurer or Board President.

K. Authorizing Payroll - name of authorized individuals

Suggested Motion:

Jolie Spiers
DeLisa Drum
DeAnna Croteau
Mark Wittmeyer

L. Authorizing Officers of the association

Suggested Motion:

Appointment of Records Management Officer – DeLisa Drum, Operations Coordinator
Appointment of Safety Officer – DeLisa Drum, Operations Coordinator

M. Executing Program Contracts - name of authorized individuals, stipulate dollar amounts and time period

Suggested Motion:

To authorize the Executive Director, Jolie Spiers to sign all program contracts, up to \$100,000. Contracts over this \$100,000 threshold shall require the signature of CCE-Livingston Board President. CCE-Livingston will only partake in contacts that are 3 years or less. If a contract is signed for longer, board approval is required.

N. Charge Accounts with Local Businesses - authorizing charge accounts with local businesses & names of those authorized to charge items.

Suggested Motion:

The Board authorizes the following local business charge accounts and approves CCE-Livingston staff to use the charge accounts for business purposes:

Walmart
Exxon Mobil
Five Star

O. Petty Cash - authorization of petty cash custodians & review of balances

Suggested Motion:

The custodian of the petty cash shall be DeLisa Drum, Operations Coordinator. In the event DeLisa Drum is unavailable, Courtney Weimar, Communications Coordinator shall be custodian. The balance of cash on hand shall be \$150 on hand.

P. Mileage Reimbursement Rate - approval

Suggested Motion:

The mileage reimbursement rate should be directly tied to the rate recommended by the IRS. The 2022 IRS rate is \$.585 per mile.

Motion made to accept the following Financial Delegations and Authorizations for the Year 2022 by Sid, Tim 2nd and all were in favor.

2022 CCE Staff Holiday Schedule

January 17 th , Monday Martin Luther King Day	October 10 th , Monday Columbus Day
February 21 st , Monday Presidents' Day	November 11 th , Friday Veteran's Day
May 30 th , Monday Memorial Day	November 24 th & 25 th Thursday & Friday Thanksgiving
June 20 th Monday Juneteenth	December 23 th and 26 th Friday and Monday Christmas Holiday
July 4 th , Monday Independence Day	December 30, Friday New Year's Eve
September 5 th , Monday Labor Day	

Michael made the motion to approve the 13 holiday schedule for the staff, Sid 2nd and all were in favor.

2022 BOD Meeting Schedule

Wednesday, February 23

Tuesday, March 22

*Tuesday, April 26 **

Wednesday, April 27th – Board of Supervisors Lunch 11am @ Interfaith Center Geneseo

Tuesday, May 24

Tuesday, June 28

Tuesday, July 19

*Tuesday, August 23**

Tuesday, September 27

*Tuesday, October 25**

Thursday, November 10

Tuesday, December 6

*indicates to hold these in case we need a full year of meetings.

Tim made the motion to approve the BOD meeting list for 2022, Anna 2nd the motion. All were in favor (8) Abstain (1)

Jolie let the BOD know that we need an approval of MOU with Putnam County, the Lead Association with E.D. going over specific problems, programmatic adjustments. \$100 per hour no more than 3 hours per month.

- Jolie will share the 1 page document.

The approval of a 3% increase in pay for the three remaining staff members who have not seen a raise. Jolie is not including herself in a raise due to LEAD NY costs. Michael made sure that we do not consider this a Cost of Living Adjustment (COLA) as that is 5.9% for 2022.

- Michael made the motion to approve the 3% raise and Anna 2nd this, all were in favor.

A motion is needed to approve CCE Tompkins to Delete Data in Maha.

- Sid made the motion to approve CCE Tompkins to delete the data of Livingston CCE that was placed into Maha. Tim 2nd this motion, and all were in favor.

IT Security Insurance Policy Review, this expense has been \$1500 and is now increased to \$2800. Michael suggested that we look into free programs. In order to help the staff recognize potentially harmful emails. Speak to Courtney to find out if Cornell still sends Phishing emails and if this can be done here at Livingston CCE.

Dwight brought to the attention of the BOD, that we needed to discuss the Ag District #3, this is the final district for the 3 year program. Dwight made a motion to approve the Contract #3 for Ag District, Michael 2nd this and all were in favor.

Informational Reports: Bruce and Jolie will meet 2 weeks before the next meeting, the agenda will be out to the BOD, one week before meeting.

All meeting minutes will be back to BOD, by the end of the week,

Anna made the motion to adjourn then meeting at 9:33pm, Michael 2nd and all were in favor.