

Food Bank of the Southern Tier
 Board of Directors Meeting
 May 16, 2019
 4:00-6:00pm

Board Member	In Attendance	Unable to Attend
Nancy Miller (Chair)		X
Alison Wolfe	X	
Carin Rouleau	X (zoom)	
Christina Sonsire	X	
Grace Kelly	X	
Joe Thomas	X	
John Bayne	X	
Mary Pat Dolan		X
Michael Eisner		X
Peter Newman	X	
Steve Hoyt	X	
Jessica Renner	X	
Karl Krebs	X	
Lorna Swaine-Abdallah	X	
Shannon Matteson	X (zoom)	
Anis Fadul		X
<i>Ex-Officio</i>		
Natasha Thompson	X	
Tony Barbaro		X
<i>Staff</i>		
Meghan Parsons	X	
Tim Currie	X	

Annual Meeting

1. Welcome & Call to Order

Joe Thomas called the meeting to order at 4:08 PM.

2. Opening Prayer

Peter Newman led the opening prayer.

3. Approval of February 28, 2019 Minutes

*Karl Krebs made a motion to approve the February 29, 2019 minutes.
 Grace Kelly seconded. All were in favor. None opposed.*

4. CCDOR Update

Carin Rouleau provided an update on the All Boards Convening event held on May 8 in Geneva. The keynote speaker was Monsignor Gregory Mustaciulo, CEO of the newly created Mother

Cabrini Health Foundation. She also shared her experience in the Racial Equity workshop and encouraged the BOD to view the \$100 Race video.

5. BOD Education- LEAD NY

Natasha shared a presentation on her experience in the LEAD NY program over the last two years.

6. Committee Updates

a. Advocacy

Natasha shared that Lorna Swaine-Abdallah is now the only BOD member on the Advocacy Committee since Sheri Hughey resigned and Mark Bordeau termed out. We should consider adding additional BOD members to the Advocacy Committee. The committee discussed its plans for 2019 and determined that it might be beneficial to find a member who represents the Ag community. They also plan to continue building relationships with elected officials on the state and local levels.

b. Nominating & Corporate Governance Committee

Grace Kelly provided an update on the committee's recruitment activities and asked the BOD members to share the names of potential recruits with her. She went on to discuss the newly revised Conflict of Interest policy and recommended that it be accepted by the BOD.

*Grace Kelly made a motion to accept the updated Conflict of Interest Policy.
Karl Krebs seconded. All were in favor. None opposed.*

c. Finance Committee

Steve Hoyt reviewed the 2018 Audit with the group. He noted that we saw a \$600K deficit which was anticipated and mainly driven by expenses related to the Truck Campaign and program expansion as part of the original Capital Campaign. He noted that the auditor was very complementary towards staff and confirmed that the Food Bank is in a strong financial position overall. A question was posed regarding whether or not we should be concerned about running deficits two years in a row. Steve responded that we have a solid operating reserve and plan to increase fundraising revenue. Another question was posed regarding Medicaid billing and Natasha explained that we currently do not bill Medicaid and therefore don't have to worry about changes in regulations.

*Steve Hoyt made a motion to approve the 2018 Audit.
Karl Krebs seconded. All were in favor. None opposed.*

Steve reviewed the March financial statements. Tim Currie shared that we are tracking normally for this time of year except for food due to increased TEFAP inventory. No questions were posed.

Steve went on to review the Q1 adjustments. Tim reviewed the reasons behind the largest adjustments including the addition of a position in Development & Community Engagement, unanticipated repairs to a compressor, building expenses due to restructure, and increased Turkey Drive expenses as a result of additional funds raised in 2018. He explained that increased TEFAP inventory is realized as both a revenue and an expense, which means it is essentially neutral.

*Steve Hoyt made a motion to approve the Q1 Adjustments.
Peter Newman seconded. All were in favor. None opposed.*

d. Development Committee

John Bayne provided a brief update of the Development Committee's activities and reminded BOD members to submit their 2019 pledge form to Meghan. He reiterated that the amount was not as important as getting 100% participation. Meghan reviewed the Q1 fundraising report with the BOD. She also encouraged everyone to participate in the upcoming Giving is Gorges campaign.

7. CEO Report

Natasha reviewed her CEO report with the group. A question was posed regarding the Speaker's Bureau. Natasha shared that we are currently facilitating a class in Bath and that all BOD members will receive an invitation to graduation in June.

8. COO Report

Tim reviewed his COO report which focused mainly on the Truck Campaign.

9. Other Business

A BOD member requested a copy of the 2019 calendar of events & campaigns. Natasha shared that a copy is posted in the BOD Portal and agreed to send a link.

A question was posed regarding the performance of Communis and whether or not we should invite them to one of our Finance Committee meetings. Tim replied that we can invite them and expressed concern regarding the fund's recent performance.

10. Executive Session

There was no request for an Executive Session

The meeting adjourned at 5:43 PM.

Minutes respectfully submitted by,

Natasha Thompson
President & CEO