

**FOOD BANK OF THE SOUTHERN TIER**  
Nominating & Corporate Governance Committee Meeting  
April 6, 8:30-9:30 AM

**AGENDA**

<b><u>TOPIC</u></b>	<b><u>FACILITATOR</u></b>	<b><u>ACTION</u></b>	<b><u>TIME</u></b>
1. Welcome & Call to Order	Fred Van Sickle		2
2. Opening Prayer/Poem/Positivity	Marty Heysham		2
3. Approval of February 9, 2023 Minutes	Fred Van Sickle	Approve	1
4. Check-in	Fred Van Sickle		10
5. BOD solicitation process/policy	Meghan Parsons	Discuss	10
6. Review BOD Exit Interviews	Fred Van Sickle	Discuss	5
7. BOD Recruitment <ul style="list-style-type: none"><li>• Review &amp; confirm BOD openings in 2024</li><li>• Review &amp; discuss BOD profile matrix</li><li>• Review BOD candidates worksheet</li></ul>	Fred Van Sickle	Discuss	20
8. Next Steps	Fred Van Sickle	Discuss	5

**Next Meeting**

**June 1, 2023**

**8:30-9:30 AM**

**Opening Prayer/Poem/Positivity: Alison Wolfe**

**RSVP to [kate.paterson@foodbankst.org](mailto:kate.paterson@foodbankst.org)**

Food Bank of the Southern Tier  
Nominating and Corporate Governance Committee  
February 9, 2023, 8:30 am, via Zoom

Committee Member	In Attendance	Unable to Attend
Fred Van Sickle (Chair)	X	
Maureen Ferrell	X	
Mary Pat Dolan	X	
Marty Heysham	X	
Alison Wolfe	X	
Joe Thomas	X	
<b>Ex-Officio</b>		
Natasha Thompson	X	
<b>Staff</b>		
Kate Paterson	X	

**1. Welcome and Call to Order:**

Chairman Fred Van Sickle called the meeting to order at 8:31 am. Committee and Board member Bill Powell was remembered.

**2. Approval of December 1, 2022, Minutes:**

*Maureen Ferrell made a motion to approve the December 1, 2022 minutes.  
Joe Thomas seconded. All were in favor. None opposed.*

**3. Annual Meeting Prep**

The slate of officers and new board members for 2023 was discussed. A vice-chairman of the Finance Committee is still needed, with Steve Hoyt mentioned as a possibility. New Board member Elizabeth Brando will be joining the Finance Committee. With Bill Powell's loss, the Nominating and Corporate Governance Committee might need to add a member. A networked person across the region would be valuable, perhaps someone in healthcare. Some names mentioned were Dr. Richard Terry at LECOM, Elmira NAACP head Georgia Verdier, Dr. Joseph Scofaletti, and Dr. Alexis Rittenburger. All were in favor of asking Georgia Verdier if she would serve on the Nominating and Corporate Governance Committee. Alison Wolfe offered to help make a connection with LECOM.

**4. New BOD Member Orientation**

Though the orientation usually takes place well before the Board meeting, this year's scheduling was challenging. The Orientation agenda was reviewed. Current Board members have been invited to attend as well as new members, as the meeting is a good refresher, even for veterans.

**5. 2022 BOD & Committee Meeting Attendance**

Board and Committee attendance statistics from 2022 were reviewed. Attendance looks robust given that they are very busy people, and no red flags were seen. The attendance numbers speak well of how the meetings are run and the content. Difficult to benchmark this Board's attendance with other boards as no one knew of other boards that kept these statistics.

**6. Other Business**

**Timing BOD DEI Efforts**

There was general agreement to take a short pause on the DEI initiative until the new CEO is hired.

Meeting adjourned at 9:18 am.

Action Items	Responsible	Due Date
Speak to Georgia Verdier about joining N&CG Committee	Natasha	asap
Follow up with email for Board compliance doc receipt	Kate	Feb 28th

**Food Bank of the Southern Tier  
BOD Exit Interviews 2023**

**Connie Park**, leaving for a new post in New York City

Felt it was a fantastic experience. FBST is very well run, Natasha is a pro. Board high quality. Appreciated the orientation program. Felt everyone knows they are expected to make a contribution. She feels the board is well used. She appreciated the board work time and encourages doing more such activities. Encouraged us to engage Georgia Verdier as a committee member.

**Jessica Renner**, resigned because of increased job responsibilities.

Enjoyed her involvement very much, appreciates the organization's clear mission and senior management's effective communication. Governance runs well. Has had concerns about internal succession pipeline. The engagement was effective. Received the information she needed as a board member. Would be happy to mentor staff in the future.

**Conducted by Fred Van Sickle**

**FOOD BANK OF THE SOUTHERN TIER**

**Board of Directors  
2023 Membership Terms**

In accordance with Article III, Section 3, Paragraph b of the Food Bank’s by-laws, Directors shall be elected for terms of three years, which terms shall be divided as nearly as possible into three classes of Elected Directors so that each year only about one-third of the Elected Directors’ terms will expire. An Elected Director may not serve more than three consecutive three-year terms. Members are elected at the Food Bank’s annual meeting in February.

<b>Current Board Members</b>	<b>First Term Ending</b>	<b>Second Term Ending</b>	<b>Third Term Ending</b>	<b>Committees</b>
Steve Hoyt	2018	2021	2024	Executive, Finance & Audit
Joe Thomas	2018	2021	2024	Executive, Development, N&CG
John Bayne	2019	2022	2025	Development
Mary Pat Dolan	2019	2022	2025	Executive, N&CG
Alison Wolfe	2020	2023	2026	Development, N&CG
Shannon Matteson	2021	2024		Finance & Audit
Karl Krebs	2021	2024		Finance & Audit/DOR
Anis Fadul	2022	2025		Development
Erin Summerlee	2023	2026		Strategy
Marty Heysham	2023	2026		N&CG
Fred Van Sickle	2024			N&CG
Kathleen Rasmussen	2025			Strategy
Andy Fagan	2025			Strategy
Jamie Kaffenbarger	2025			Development
Tricia Khan	2025			Finance & Audit
Jamila Michener	2026			Strategy
Elizabeth Brando	2026			Finance
<b>Past Board Members</b>	<b>First Term Ending</b>	<b>Second Term Ending</b>	<b>Third Term Ending</b>	<b>Actual Term End Date</b>
Connie Park	2025			Feb 2023*
Jessica Renner	2021	2024		Dec 2022*
Grace Park	2017	2020	2023	Feb 2022*
Peter Newman	2016	2019	2022	Feb 2022
Michael Eisner	2019	2022		Feb 2022
Carin Rouleau	2015	2018	2021	Feb 2021
Lorna Swaine-Abdallah	2021			Feb 2021
Nancy Miller	2014	2017	2020	Feb 2020
Christina Sonsire	2022			Sept 2019*
Sheri Hughey	2017	2020		Feb 2019*
Mark Bordeau	2013	2016	2019	Feb 2019
David Radin	2013	2016	2019	Feb 2019
Allison Strife	2018			Feb 2018
William Powell	2012	2015	2018	Feb 2018
Stephen Fowler	2012	2015	2018	Feb 2018
Peter Cronk <i>dec.</i>	2019			May 2017*
Carol True-Palmer	2017*partial			Oct 2016*
Krista Matia	2016			Feb 2016
Joe Antos	2010	2013	2016	Feb 2016
John Alexander	2009	2012	2015	Feb 2015
Todd Reasons	2014	2017		Oct 2014*
Patricia McLellan	2015			Feb 2015
Robert Roemmelt	2012	2015		Feb 2015
John Nozell	2017			July 2014*

Robert Grissom	2016			Feb 2014*
Richard Wardell <i>dec.</i>	2007	2010	2013	Feb 2013
David Orlovsky	2012	2015		Dec 2012*
Krista Niles-Updyke	2007	2010	2013	Feb 2014
Mary Pat Dolan	2008	2011	2014	Feb 2014
Michael Judd	2015			Feb 2013*
Tara Masters	2014			Feb 2014
Betsey Bacelli	2014			June 2012 *
Joseph Simmons	2012			Feb 2012
Joanne Aloï	2013			May 2011*
Brigid Allinger	2011			Feb 2011
Molly Lane	2011			Feb 2011
Robert Ivers	2008	2011		Feb 2011
Sister Marie Castagnaro	2007	2010		Feb 2010
Ian Harrop	2006	2009	2012	Feb 2010*
Charlie Burke	2010			Aug 2009*
Ray Denniston <i>dec.</i>	2009			Sep 2008*
Marianne Zuk	2009			Apr 2008*
Mary Meisner	2011			Feb 2008*
Anthony DeSanctis	2009			Dec 2007*
Anthony Ciccariello	2008			Dec 2007*
Thomas Gaige	2009			Nov 2007*
Jean Owens	2007			Feb 2007
Joseph Slavik	2006			Feb 2006
Jason Arnold	2006			Jan 2006
Beth Wasson	2007			Dec 2005*
Kathy Stein	2006			Jun 2005*
Russell Minier	2006			May 2004*
Michael Capalupo	2006			Jan 2004*
Cynthia Cave-Gaetani	2006			Nov 2003*

\* denotes unfinished term

Diocesan Representative	Yrs. served
Anthony Barbaro	2003- 2019
Laura Opelt	2019 - 2020
Jack Balinsky	2020 - 2021
Karen Dehais	2022 -

**Food Bank of the Southern Tier**  
**2023 Board & Committee Member Profile Worksheet**  
**Expertise /Skills/Personal Data**  
**16/16 Responses**

<b>Age</b>	<b>Total</b>	<b>%</b>
21-35	1	6%
36-50	3	19%
51-65	8	50%
Over 65	4	25%
Prefer to not answer		

<b>Gender</b>	<b>Total</b>	<b>%</b>
Male	9	56%
Female	7	44%
Self/other		

<b>Race/Ethnicity</b>	<b>Total</b>	<b>%</b>
African American/Black	1	6%
Asian/Pacific Islander	1	6%
Caucasian	13	76%
Hispanic/Latino	1	6%
American Indian/Indigenous	1	6%
Other Race/Ethnicity		
Prefer to not answer		

<b>Religious Affiliation</b>	<b>Total</b>	<b>%</b>
Roman Catholic	5	31%
Other Christian	3	19%
Jewish		
Muslim		
Hindu		
Buddhist		
No Affiliation	8	50%
Other		
Prefer to not answer		

<b>Community &amp; Civic Organizations</b>	<b>Total</b>	<b>%</b>
Faith Based Organizations	2	13%
Civic Organizations		
Professional Organizations	5	31%
Local Government		
Other Boards of Directors	12	75%
Community Volunteer	6	38%
Other	3	19%

<b>Occupation Areas &amp; Expertise Areas</b>	<b>Total</b>	<b>%</b>
Accounting	5	31%
Administration/Management	9	56%
Banking/Trusts/Investments	3	19%
Development/Foundation/Fundraising/Philanthropy	5	31%
Education	4	25%
Financial Management	5	31%
Food Industry	2	13%
Government	2	13%
Health	3	19%
Human Resources	2	13%
Law/Legal	2	13%
Marketing /Public Relations	4	25%
Physical Plant		
Real Estate	1	6%
Retail/Grocery	1	6%
Social Services	2	13%
Strategic Planning	7	44%
Technology	2	13%
Other Audit, Pub. Policy, Regional food systems	3	19%

**County Representation**

Broome	2	12.5%
Chemung	5	31%
Schuyler		
Steuben	3	19%
Tioga		
Tompkins	6	37.5%
Other		

**FBST BOD/Committee Representation**

Board of Directors	16	100%
Executive Committee	5	31%
Finance/Audit Committee	5	31%
N&CG Committee	3	19%
Development Committee	4	25%
Strategy Committee	3	19%
Facilities	1	6%