

**Nominating & Corporate Governance Committee Meeting**  
January 12, 2024, 8:30 am–9:30 am



**AGENDA**

<b>TOPIC</b>	<b>FACILITATOR</b>	<b>ACTION</b>	<b>TIME</b>
1. Welcome & Call to Order	Fred Van Sickle		2
2. Opening Prayer/Poem/Positivity	Joe Thomas		2
3. Approval of November 8, 2023, Minutes	Fred Van Sickle	Approve	1
4. Check-in	Fred Van Sickle		5
5. 2024 Committee Members	Fred Van Sickle	Discuss	10
6. Policy Review	Fred Van Sickle	Discuss	15
• Identifying and Selecting Candidates for Board Membership			
• Board Orientation & Education Program			
• Removal/Dismissal of a Director from the Board of Directors			
• Board Mentor Processing			
7. Review Self Evaluation/Board Self-Assessment	Fred Van Sickle	Discuss	10
8. Board Orientation Date/Structure	Fred Van Sickle	Discuss	10
9. Board Recruitment	Fred Van Sickle	Discuss	5
• Barrett Brenton			
i. <a href="#">Linkedin</a>			
ii. <a href="#">Binghamton University</a>			
iii. Bio			

**Next Meeting:**

Thursday, April 4, 2024

8:30 am – 9:30 am

Opening Prayer/Poem/Positivity: Marty Heysham

RSVP to Kate Paterson at [kate.paterson@foodbankst.org](mailto:kate.paterson@foodbankst.org)

## Nominating and Corporate Governance Committee

November 8, 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>		
Mark Bordeau	X	
<b>Staff</b>		
Kate Paterson	X	

- 1. Welcome and Call to Order:** Chairperson Fred Van Sickle called the meeting to order at 8:01 am.
- 2. Opening Prayer/Poem/Positivity:** Fred spoke about the inspiring legacy and philanthropy of Chuck Feeney.
- 3. Approval of October 5, 2023 Minutes:**

*Maureen Ferrell made a motion to approve the October 5, 2023 minutes.  
Joe Thomas seconded. All were in favor. None opposed. Motion passed.*

#### 4. Proposed 2024 BOD Slate

Mark reviewed the proposed 2024 Board slate of officers. Shannon Matteson has agreed to stay on as Treasurer and Erin Summerlee has agreed to stay on as Secretary. Kathy Rasmussen has agreed to be Board Chair, and Fred Van Sickle has agreed to be Board Vice-Chair.

*Maureen Ferrell made a motion to approve the 2024 Board Slate as presented.  
Mary Pat Dolan seconded. All were in favor. None opposed. Motion passed.*

#### 5. Board Recruitment

Mark reported on his Board recruitment efforts, particularly in Broome County. Carlton Williams said no for now but would be interested in the future. Kim Stack Myers is very busy having just started her own Foundation. Sarah Gloss declined at this time but might be more available in the future.

Two Board candidates have sent in applications. Amanda Smith-Socaris is a physical therapist. Fred has met with her and she is enthusiastic about joining the Board. Krista Niles-Updyke is a past board member who is also currently on FBST committees. She is also on the Board for Guthrie.

*Joe Thomas made a motion to approve Amanda Smith-Socaris and Krista Niles-Updyke to the Food Bank of the Southern Tier Board of Directors.  
Maureen Ferrell seconded. All were in favor. None opposed. Motion passed.*

**6. Possible Meeting Dates in 2024**

The Committee reviewed and discussed the proposed dates for the 2024 full Board meetings. The dates discussed were February 15, April 18, June 20, August 15, October 17 and December 5.

*Maureen Ferrell made a motion to approve the proposed 2024 Board meeting dates.  
Mary Pat Dolan seconded. All were in favor. None opposed. Motion passed.*

**7. Possible Meeting Dates for the N&CG Meeting**

After discussion, the Committee chose their next meeting date as Friday, January 12, 2024 at 8:30 am. Joe offered to do the Prayer/Poem/Positivity for this meeting. Fred mentioned that we will need a new Chair for the N&CG Committee.

**Next Meeting:**

January 12, 2024

8:30 am via Zoom

Opening Prayer/Poem/Positivity: Joe Thomas

RSVP to Kate Paterson at [kate.paterson@foodbankst.org](mailto:kate.paterson@foodbankst.org)

*Minutes respectfully submitted,*

*Kate Paterson*

*Executive Assistant to the President/CEO*

# FOOD BANK OF THE SOUTHERN TIER 2024 BOD & COMMITTEE APPOINTMENTS

## Board of Directors

1. Kathleen Rasmussen, Chairperson
2. Mary Pat Dolan, Immediate Past Chairperson
3. Fred Van Sickle, Vice Chairperson
4. ~~Steve Hoyt, Vice Chairperson~~
5. ~~Shannon Matteson, Treasurer~~
6. Erin Summerlee, Secretary
7. ~~Joe Thomas~~
8. John Bayne
9. Alison Wolfe
10. Anis Fadul
11. Marty Heysham
12. Andy Fagan
13. Jamie Kaffenbarger
14. ~~Tricia Khan~~
15. Jamila Michener
16. Elizabeth Brando

## Representative of FBST Board of Directors to Diocesan Catholic Charities Board of Directors:

Alison Wolfe (pending CCDOR Board approval)

## Executive Committee:

1. Kathy Rasmussen, Board Chairperson & Committee Chairperson ex officio
2. Fred Van Sickle, Board Vice Chair & Committee Member ex officio
3. ~~Steve Hoyt, Board Vice Chairperson & Committee Member ex officio~~
4. ~~Shannon Matteson, Board Treasurer & Committee Member ex officio~~
5. Erin Summerlee, Board Secretary & Committee Member ex officio
6. Mary Pat Dolan, Immediate Past Board Chairperson ex officio
7. ~~Joe Thomas, Immediate Past Board Chairperson ex officio~~
8. John Bayne
9. Karen Dehais, Diocesan Director & Committee Member ex officio
10. Mark Bordeau, President/CEO & Committee Member ex officio

## Finance & Audit Committee:

1. ~~Shannon Matteson, Board Treasurer & Committee Chairperson~~
2. ~~Steve Hoyt, Board Member & Committee Vice Chair~~
3. ~~Tricia Khan, Board Member~~
4. Elizabeth Brando, Board Member
5. Mary Pat Dolan, Board Member
6. Dick Pirozzolo, Committee Member
7. Meghan Rose, Committee Member
8. Linda Bruckner, Committee Member
9. Bob Libby, Committee Member (if approved)
10. Kathy Rasmussen, Board Chairperson & Committee Member ex officio
11. Mark Bordeau, President/CEO & Committee Member ex officio
12. Karen Owen, Catholic Charities Finance Department & Committee Member ex officio\*
13. Erica Loomis, VP of Finance & Administration & Committee Member ex officio \*

# FOOD BANK OF THE SOUTHERN TIER

## 2024 BOD & COMMITTEE APPOINTMENTS

### Nominating & Corporate Governance (N&CG) Committee:

1. Krista Niles-Updyke, Board Member and Committee Chairperson (if approved)
2. Alison Wolfe, Board Member & Committee Vice Chair
3. Marty Heysham, Board Member
4. Maureen Ferrell, Committee Member
5. Kathy Rasmussen, Board Chairperson & Committee Member ex officio
6. ~~Mary Pat Dolan, Board Chairperson & Committee Member ex officio~~
7. Mark Bordeau, President/CEO & Committee Member ex officio\*

### Development Committee:

1. John Bayne, Board Member & Committee Chairperson
2. Jamie Kaffenbarger, Board Member & Committee Vice Chair
3. Alison Wolfe, Board Member
4. Anis Fadul, Board Member
5. Amanda Smith-Socaris, Board Member (if approved)
6. Krista Niles-Updyke, Board Member (if approved, and does she want to stay on this committee?)
7. John Alexander, Committee Member
8. Julie Monahan, Committee Member
9. Joe Thomas, Committee Member
10. ~~Mary Pat Dolan, Board Chairperson & Committee Member ex officio~~
11. Kathy Rasmussen, Board Chairperson & Committee Member ex officio
12. Mark Bordeau, President/CEO & Committee Member ex officio
13. Meghan Parsons, Chief Development Officer Member ex officio\*

### Strategy Committee (Ad-Hoc):

1. Erin Summerlee, Board Member & Committee Chairperson
2. Kathy Rasmussen, Board Member
3. Andy Fagan, Board Member
4. Jamila Michener, Board Member
5. Tess McKinley, Committee Member
6. ~~Mary Pat Dolan, Board Chairperson & Committee Member ex officio~~
7. Mark Bordeau, President/CEO & Committee Member ex officio
8. Randi Quackenbush, Director of Community Impact & Committee Member ex officio\*

### Facilities Committee (Ad-Hoc)

1. Mary Pat Dolan, Board Member & Committee Chairperson
2. Peter Dugo, Committee Member
3. Kimberly O'Connor, Committee Member
4. Dan Kazmark, Committee Member
5. Travis Virgadamo, Committee Member
6. Mark Bordeau, President/CEO & Committee Member ex officio
7. Erica Loomis, VP of Finance & Administration & Committee Member ex officio \*
8. Dave Patterson, COO & Committee Member ex officio\*

**NOTES:** \* denotes non-voting members

**Updated:** 1/5/2023

Food Bank of the Southern Tier: 2023 Board of Directors and Committee Attendance Statistics

**Board of Directors**

Member	Feb 16	May 18	Jun 15	Sept 21	Nov 30	%
Joe Thomas	1	1	1	1	1	100%
Mary Pat Dolan	1	1	1	1	1	100%
Erin Summerlee	1	1	1	1	1	100%
Tricia Khan	1	1	1	1	1	100%
John Bayne	1	1	1	1	1	100%
Alison Wolfe	1	1	1	0	1	80%
Sharon Matteson	1	1	0	1	1	80%
Marty Heysham	1	1	1	1	0	80%
Fred Van Sickle	1	1	1	0	1	80%
Kathleen Rasmussen	1	0	1	1	1	80%
Andy Fagan	0	1	1	1	1	80%
Jamie Kaffenbarger	1	0	1	1	1	80%
Anis Fadul	1	0	1	1	1	80%
Elizabeth Brando	1	1	0	1	1	80%
Jamila Michener	1	0	1	1	0	60%
Karl Krebs	1	1	n/a	n/a	n/a	
Connie Park	1	n/a	n/a	n/a	n/a	
	16	12	13	13	13	

**Executive Committee**

Member	Jan 10	Feb 7	Mar 7	Apr 4	May 2	Jun 6	Jul 3	Sep 5	Nov 7	%
Joe Thomas	1	1	1	1	1	1	1	1	1	100%
Shannon Matteson	n/a	n/a	1	1	1	1	1	1	1	100%
Mary Pat Dolan	1	1	1	1	1	1	1	1	1	100%
Erin Summerlee	n/a	n/a	1	1	1	0	1	0	1	71%
John Bayne	n/a	n/a	n/a	n/a	n/a	1	1	1	0	75%
Steve Hoyt	0	1	0	1	1	1	1	1	0	67%
Karen Dehais	0	1	0	1	1	1	0	1	1	67%
	2	4	4	6	6	6	6	6	5	

Note: Oct 3rd and Dec 5th meetings cancelled

**Finance/Audit Committee**

Member	Feb 14	May 9	Aug 8	Nov 14	%
Linda Bruckner	1	1	1	1	100%
Shannon Matteson	1	1	1	1	100%
Tricia Khan	1	0	1	1	75%
Dick Pirozzolo	0	1	1	1	75%
Meghan Rose	0	1	1	1	75%
Elizabeth Brando	1	1	1	0	75%
Steve Hoyt	1	1	1	0	75%
Karl Krebs	1	1	n/a	n/a	50%
	6	7	7	5	

**Development Committee**

Member	Jan 27	May 5	Sep 13	Nov 15	%
John Bayne	1	1	1	1	100%
Joe Thomas	1	1	1	1	100%
Alison Wolfe	1	1	1	1	100%
Jamie Kaffenbarger	1	1	1	1	100%
Amanda Smith-Socaris	1	1	1	1	100%
Krista Niles-Updyke	1	1	1	1	100%
John Alexander	0	0	1	1	50%
Anis Fadul	1	0	0	0	25%
Iulie Monahan	0	0	0	0	0%
	7	6	7	7	

**Nominating & Corporate Governance Committee**

Member	Feb 9	Apr 6	May 9	Jun 1	Aug 3	Oct 5	Nov 8	%
Fred Van Sickle	1	1	1	1	1	1	1	100%
Maureen Ferrell	1	1	1	1	1	1	1	100%
Mary Pat Dolan	1	0	1	1	1	1	1	86%
Joe Thomas	1	0	1	1	1	1	1	86%
Marty Heysham	1	1	1	1	1	1	0	86%
Alison Wolfe	1	1	1	1	0	0	1	71%
	6	4	6	6	5	5	5	

**Ad Hoc Strategy Committee**

Member	Jan 23	Apr 24	Aug 28	Oct 23	%
Kathy Rasmussen	1	1	1	1	100%
Andy Fagan*	1	1	1	1	100%
Jamila Michener	1	1	1	1	100%
Erin Summerlee	1	1	1	1	100%
Tess McKinley	0	1	0	0	25%
	4	5	4	4	

\* Note: Andy Fagan attended both as a Committee and Ex Officio member

**Ad Hoc Facilities Committee**

Member	Jan 27	Mar 10	Apr 12	Aug 18	Nov 30	%
Mary Pat Dolan	1	1	1	1	1	100%
Peter Dugo	1	1	1	1	1	100%
Kimberly O'Connor	1	1	1	1	1	100%
Travis Virgadamo	0	1	1	1	1	80%
Joe Thomas	1	0	0	1	1	60%
Dan Kazmark	1	1	0	0	0	40%
	5	5	4	5	5	

# **FOOD BANK OF THE SOUTHERN TIER**

## **Board of Directors Operating Policy and Procedure**

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### **POLICY: Identifying, Reviewing and Selecting Candidates for BOD Membership**

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The Food Bank of the Southern Tier is committed to identifying and retaining the highest quality membership for its Board of Directors (“Board or “BOD). We strive to identify a membership that represents, to the best of our ability, the communities we serve and leverages its diverse expertise, experience and history.

#### **Identifying Candidates:**

Candidacy for membership to the Board of Directors (“Board”) can occur through the following:

1. Directly from Board members
2. President/CEO, including members of the Food Bank staff
3. Public communications including The Harvester Newsletter, Food Bank website, and other public forums as determined appropriate
4. Donors or other friends of the Food Bank
5. General community members or anyone inquiring about membership
6. Other contacts or means

Board members and others engaging in recruiting efforts on behalf of the Food Bank are encouraged to utilize the **Board Member Recruitment Packets** available through the Food Bank office. Materials in the packet include:

1. Cover Letter
2. Current Board member roster
3. Annual meeting dates of the general Board and all committees
4. Committee descriptions
5. Contact information (contact card for President/CEO)
6. BOD Member Agreement

#### **Accepting and Presenting Candidates for Membership:**

Once a candidate has been identified, the Nominating & Corporate Governance Committee (“N&CGC”) should review each candidate as follows:

**Step #1:** Complete **Prospective Board Member Application Form** *available electronically or in hard copy from Food Bank office*). Attach Resume/Bio etc. and other support information as necessary.

**Step #2:** Return information sheet and support information to the President/CEO of the Food Bank

**Step #3:** President/CEO ensures information sheet is completed (*follows up if more information is required*) and prepares information packet for next N&CGC meeting to conduct preliminary review.

**Reviewing Candidates for Board Membership:**

**Step #1:** Candidates are discussed at N&CGC meeting after information packets are received by President/CEO.

**Step #2:** N&CGC conducts initial review of candidates. The N&CGC will determine if it requires additional information from the candidate or will decide whether or not the candidate should be recommended for consideration for membership by the Board.

**Step #3:** Once interest in the candidate is determined, the N&CGC, along with person presenting the candidate for consideration, determines the best approach to meeting with the candidate to discuss interest in Board membership.

**SPECIAL NOTE:** *Membership on the Board should not be promised or alluded to in any way, until the process is followed and completed. In special circumstances, the decision to forego some of the steps to complete the process can be recommended by any member of the Board for consideration or by the N&CGC .*

**Step #4:** The candidate profile is provided and the NC&G Committee announces at the next available general Board meeting that a slate of candidates will be formally presented for membership at the next general Board meeting.

If concerns about a candidate are expressed by a member of the Board, then this is presented to the President & CEO and NC&G Committee as soon as possible.

**Selecting and Approving Candidates:**

The process for selecting/voting in new members of the Board occurs as follows:

Each candidate for membership of the Board shall be placed on a slate of candidates which will be presented to the Board in its December meeting. The Board will approve the slate of candidates for Board membership at the Annual Meeting of the Board, which typically occurs in February.

If a vacancy is being filled, the candidate shall be presented at the first available meeting of the Board.



**Departure of Board Members:**

Board members who are leaving the Board, for any reason, should receive an exit interview as part of the process. This interview is typically conducted by the Chairperson of the NC&G Committee and/or his/her designee(s).

The purpose of this interview is to determine the experience the departing Board member had while serving on the Board, and to determine what, if any, opportunities for improvement there may be as a governing body, or ways to enhance the experience of future Board members.

**Revised: June 13, 2018**  
**January 4, 2024**

# FOOD BANK OF THE SOUTHERN TIER

## Board of Directors Operating Policy and Procedure

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### **POLICY: BOD Orientation & Education Program**

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Successfully recruiting new members of the Board of Directors (“Board” or “BOD”) goes beyond getting a commitment from them to serve. A well organized, formal orientation and continuing education program introduces them to a higher awareness of the Food Bank and its work as well as builds upon the initial investment they are making by becoming a member. This on-going education also plays an important role for current and long-standing Board members to keep them fully engaged.

#### **Pre-Education & Overview (Recruitment Phase):**

For ease of managing materials and information we have developed two informational packets to be used in the recruitment process. They are the Board Prospect Packet and the Confirmed Board Member Packet. Before receiving any materials, individuals interested in either Board or Committee membership are invited to the Food Bank for a tour and conversation with the President & CEO and/or a current member of the BOD.

- 1. Board Prospect Packet:** This packet provides basic information about the Food Bank’s BOD and contains the following items:
  - a. Cover letter
  - b. BOD roster
  - c. Current BOD and Committee meeting schedule
  - d. Committee descriptions
  - e. Contact Information (contact card for President/CEO)
  - f. BOD member agreement
  
- 2. Confirmed Board Member Packet:** This packet is provided to individuals who have confirmed their interest in joining the Board. (It is not provided to committee members.) Board candidates must complete all the forms and return them to the President & CEO along with a bio or resume that will be shared with the Nominating & Corporate Governance Committee. This packet contains the following documents:
  - a. Member contact information form
  - b. BOD profile form
  - c. BOD member agreement
  - d. Confidentiality/Conflict of Interest statement
  - e. Media release form

## **Orientation & Education:**

All prospective BOD members are required to attend a New BOD Member Orientation prior to their first official BOD meeting. Committee members and current BOD members are invited to attend but not required. The Orientation is held at the Food Bank and is facilitated by the President & CEO. The agenda includes the following items:

1. Food Banking 101
2. Understanding the Food Bank's Financials
3. BOD Member Roles & Responsibilities w/ BOD Chair (or other officer)
4. Review of the Board Portal
5. Meet & Greet w/ Food Bank Directors

All BOD members will receive log in information to the Board Portal located on the Food Banks website. Along with the all the information needed foreach meeting the following items will be on the Board Portal

- a. Catholic Charities of the Diocese of Rochester Organizational Chart
- b. Food Bank Bylaws
- c. BOD Operating Policies & Procedures
- d. BOD Member Agreement
- e. BOD Member Expectations
- f. Confidentiality/Conflict of Interest Statement
- g. BOD Position Descriptions
- h. Committee Descriptions & Tracking Calendars
- i. Food Bank Terminology
- j. Current BOD Roster
- k. List of Current & Past BOD Member by Term Dates
- l. Current Committee Assignments
- m. Current Food Bank Organizational Chart
- n. Current Food Bank Staff Listing
- o. Most Recent Food Bank Fact Sheets
- p. Most Recent Annual Report
- q.

## **Other Ongoing Educational Opportunities:**

### **Overview**

In order for new BOD members to have a comprehensive working knowledge about the Food Bank, they are encouraged to complete a range of activities designed to meet staff and observe or participate in the internal and external operations of the Food Bank.

### **Welcoming meeting**

The Board Chair or Executive Committee member will schedule a one-on-one meeting with each new member to welcome the new member and re-emphasize expectations of board commitment.

### **Board Committee Meeting Visits:**

Board members are encouraged to attend at least one committee meeting other than their own in the second or third year of membership.

### **Member Agency and/or Mobile Food Pantry Visit:**

BOD members should visit one or more of our member agencies or a Mobile Food Pantry distribution to see and participate in the work that is conducted “on the front lines” directly with the people that we serve.

### **Mentoring**

During the recruitment and nomination process, it may be determined that a new BOD member may benefit from having a “BOD mentor” who can counsel and further educate the new BOD member as they move through the first year of their term. A group of board members will voluntarily act as mentors and serve as such for at least one year.

### **Attendance at a Food Bank event**

The Food Bank conducts many events in the community during the year to raise awareness, gather support, and increase its visibility. Within the orientation period, a new Board member should attend at least one such event to see how we interact with the public and gain additional insight on this key part of our mission.

### **New Board Member Follow Up:**

Within the first year, new BOD members will receive a follow-up meeting request to see how their experience on the Board is progressing. It is an opportunity to provide feedback and input about enhancing the experience of new BOD members. These follow-ups will be conducted by the President & CEO.

### **Continuing Education:**

On-going educational opportunities will be offered to Board members to stay on top of current and emerging issues and trends related to the Food Bank as well as other topics related to Board leadership and other organizational issues.

These opportunities can occur through various formats and approaches. They may include:

1. Program & Service Presentations at Board and/or committee meetings
2. Board retreats
3. Presentations by “experts” in a field of interest or relevance to the Food Bank
4. Workshops or conferences as deemed appropriate
5. Relevant reading or literary materials
6. Formalizing the delivery of departmental presentations at board meetings, subjects chosen by both Board and Food Bank management. The purpose is to highlight specific programs and initiatives and give Food Bank employees exposure to the Board.

### **Evaluation:**

On an annual basis the Nominating & Corporate Governance Committee will conduct an evaluation process to determine the overall success of BOD participation and efficiency.

**Revised:** 7-12-18  
1-04-24

**FOOD BANK OF THE SOUTHERN TIER**  
**Board of Directors Operating Policy and Procedure**

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**POLICY:    Removal/Dismissal of a Director from the Board of Directors**

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1. Responsibility for the dismissal of a Director lies with the BOD.
2. During recruitment of a potential new Director and before such new Director is elected and signs the required agreements upon being elected a Director, such potential new Director shall have read all pertinent requirements of BOD membership, including the required agreements.
3. During a new Director's orientation, the BOD Chairperson or her/his designee shall review these requirements in a formal presentation to the new Director.
4. A Director should raise her/his concern about another Director's participation and work product confidentially to a member of the Executive Committee or her/his own Committee chairperson.

**Remediation/Removal Process:**

The process to remediate a Director's participation shall be as follows:

1. BOD Chairperson or BOD Vice Chairperson or designee shall have a confidential conversation with such Director by outlining the concerns. Goals for improvement shall be mutually agreed upon by such Director and the BOD Chairperson or BOD Vice Chairperson. If such mutual agreement cannot be made, the non-performing Director may opt to resign if her/his obligations cannot otherwise be met.
2. If a Director's behavior does not improve within a reasonable time, such Director shall be given the opportunity to resign, or the BOD Chairperson or BOD Vice Chairperson shall ask for such Director's resignation.
3. In the absence of such voluntary or requested resignation, the BOD Chairperson or BOD Vice Chairperson shall present to the BOD the question of removing such Director from the BOD by vote of the BOD pursuant to the Revised Bylaws of the FBST. In any event, absence from three (3) consecutive regular meetings of the BOD shall constitute cause for removal.

Revised June 13, 2018  
January 4, 2024

**FOOD BANK OF THE SOUTHERN TIER**  
**Board of Directors Operating Policy and Procedure**

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**POLICY:   Mentoring Policy**

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The Board of Directors (“Board”) of the Food Bank of the Southern Tier (“FBST”) endorses the practice of mentoring for new Board members. The process helps to keep new members fully engaged in the process, especially by providing an overview of Board member roles and responsibilities and the expectations for Board member meeting preparation and attendance.

**MENTORING PROCESS AND PROCEDURES:**

1. The Chair of the Nominating and Corporate Governance Committee (N&CG Committee) will appoint a mentor for a new Board member after speaking with both parties and others as appropriate.
2. The new mentor will read this Policy, including the “Best Practices” noted below, and become familiar with the Board orientation materials presented by the FBST staff.
3. The mentor and mentee will meet at least once before the mentee’s first Board meeting and at least one other time during the mentee’s initial six months as a Board member. Meetings may be in person, by phone or by meeting technology such as Zoom.
4. The mentor will report to the Chair of the N&CG Committee about the process and how to improve it.

**BEST PRACTICES FOR MENTORS:**

The following list of suggestions is offered for engaging with your assigned mentee:

- Be approachable, reflect a specific interest in the new member’s development, be a good listener, careful observer and work to solve problems that may arise for the new Board member;
- Share your knowledge about Board membership and meeting participation;
- Serve as a coach for initial meetings, sitting adjacent to the new member and offering additional background information when appropriate, translating acronyms and helping the mentee navigate the Board materials;
- Follow-up between meetings during the first six months of Board membership whenever possible or needed;
- Provide the mentee multiple methods to communicate with you between meetings including phone calls, in-person; email; text; FaceTime, Zoom and other ways to ensure the new Board member stays engaged and connected to the Board and its activities;
- Offer to assist with the initial assignments given to the new Board member in case there are questions about Board communication procedures or preferred methods to submit documents;
- Contact the new Board member if there appears to be a pattern of missed meetings or late Board assignments, allowing for possible competing demands on the new member’s time;

At the conclusion of the mentoring period, ask the new Board member about the mentoring process and ways in which it could be improved upon for the future.

Revised Date: September 28, 2020  
January 4, 2024

**FOOD BANK OF THE SOUTHERN TIER  
GIFT ACCEPTANCE POLICY**

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**POLICY:** Gift Acceptance

**NUMBER:** 1

**EFFECTIVE DATE:** September 15, 2006

**REVISED DATE:** July 11, 2019

**AFFECTED EMPLOYEES:** All Employees

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The Food Bank of the Southern Tier (hereinafter referred to as “FBST”) is a regional agency of Catholic Charities of the Diocese of Rochester, a not-for-profit corporation organized under the laws of the State of New York. FBST accepts gifts for charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code as recognized by the Internal Revenue Service of the United States of America. FBST solicits gifts for its charitable purposes that help fulfill its mission. FBST solicits such donations under the tax identification number: 22-2580142. This document states the policies of the FBST as related to the acceptance of gifts it is offered.

**Purpose of Policy**

FBST staff and volunteers solicit current and deferred gifts from individuals, small businesses, civic groups, corporations and foundations to support current operations and to secure the future growth and mission of FBST. The provisions set forth in this policy shall apply to all gifts received by FBST for any of its programs and services. The purposes served by the policy are to:

1. facilitate compliance by FBST with tax and other laws which pertain to charitable organizations;
2. prevent the acceptance by FBST of gifts which could result either in conflict with the mission or governing documents of FBST, incurring unacceptable liability or risk; and
3. provide the basis for good communications with prospective donors.

**Types of Gifts Accepted**

No gift shall be accepted where there is no charitable intent on the part of the donor. The following gifts are acceptable by FBST without prior written approval:

**I. CASH AND SECURITIES**

**A. Cash**

All gifts made by **check, cash, credit card, cashier’s check, money order, electronic funds transfer, or any other form that constitutes legal tender** will be accepted by FBST, regardless of the amount.

**All forms of payment shall be made payable to the “Food Bank of the Southern Tier.”** Under no circumstances should a check be made payable to an individual who represents FBST. If such occasion arises where a donation is received in the form of a check that is written to a representative of FBST, the individual should immediately endorse the check to the Food Bank of the Southern Tier. The check shall then be delivered to Business Services for deposit into the FBST’s account.



Business Services will provide the gift information to Development & Community Engagement for entry to the fundraising database (Raiser's Edge).

Because FBST operates as a regional agency of Catholic Charities, payments may be received via Catholic Charities and subsequently credited to FBST via internal financial controls. Catholic Charities must report accepted gifts to FBST to assure proper recording in Raiser's Edge.

### **B. Publicly Traded Securities**

Readily marketable securities, such as those traded on a stock exchange, can be accepted by FBST. Gifts of securities may be made by electronic funds transfers, or made by stock certificate, via the finance office at Catholic Charities. Stock certificates should be duly endorsed or accompanied by a stock power; and in each circumstance accompanied by an appropriate signature guarantee.

It is the policy of FBST and Catholic Charities that all readily marketable securities be sold immediately upon receipt. For FBST's internal crediting and accounting purposes, the value of the securities is the average of the high and low on the effective date of the transfer to FBST. Proceeds of sale should also be noted in the donor's record.

For gift acknowledgement purposes, it is recommended that FBST acknowledge the number of shares received and the date of the transfer. The acknowledgement letter also states the median value of the gift on the day of the transfer.

### **C. Closely Held Securities**

Non-publicly traded securities including membership interests in limited liability companies or partnership interests may be accepted after consultation with the Executive Committee and FBST general counsel.

Prior to accepting such securities, FBST shall explore methods of liquidation for the securities through redemption or sale to determine:

1. an estimate of fair market value
2. any restrictions on transfer

For purposes of gift acknowledgement, FBST should state the number of shares received and the date received. No stated dollar value will be included on the acknowledgment letter.

## **II. FOOD DONATIONS**

FBST shall accept all food donations as long as they meet the criteria of FBST's mission and will benefit those served through hunger-relief efforts. Sources of food donations that will be accepted include those received through Feeding America, food drives, individual donations, and direct corporate, food distributor, farmer, or grocer source.

For gift accounting purposes, food donations will be receipted by the number of pounds received if generated by a food drive or requested by an individual donor. Food donations will be entered into Raiser's Edge as an in-kind donation with a one dollar (\$1.00) value. The gift

acknowledgement letter informs the donor that food was received as a gift. As per IRS regulations, the donor is responsible for valuing the gift.

FBST reserves the right to reject any food donations determined to be in unacceptable condition for distribution to clients, or that may cause harm if consumed. FBST reserves the right to dispose of any accepted food donations that are at a later time determined not safe or of poor quality and should not be distributed to clients.

### **III. GOODS AND SERVICES**

#### **A. Gifts In-Kind**

Gifts in-kind are tangible gifts other than cash, marketable/private held securities or real property. Gifts in-kind will be recorded in Raiser's Edge as one dollar (\$1.00) and acknowledged without a stated value. As per IRS regulations, the donor is responsible for valuing the gift.

#### **B. Gifts of Services**

Gifts of services are contributions of actual billable service directly related to the business or profession of the provider. Gifts of services will be recorded in Raiser's Edge as one dollar (\$1.00) and acknowledged without a stated value. Evidence of a gift of service will be an invoice or canceled invoice stating the date, type of service rendered, quantity cost, total cost and amount contributed or forgiven. Written acknowledgments will contain a description of the service(s) received with no stated value.

### **IV. REAL ESTATE AND PROPERTY GIFTS**

#### **A. Real Estate and Real Property**

Gifts of real estate and real property will be accepted at the discretion of the FBST after a review of all relevant factors, including, but not limited to, the resale potential of the property and any environmental concerns or hazards. Because of the complexities and issues involved with real property gifts, they must be carefully considered and, therefore, the FBST has adopted a set of procedures to be followed (**see Appendix A**) and must be approved by the President and CEO, and the Finance Committee with consultation with legal counsel before acceptance.

In general, residential real estate located outside the continental United States will not be accepted as a gift. The Finance Committee or its designee may make exceptions to this policy if conditions warrant.

Real estate shall not be accepted to fund a charitable gift annuity under the laws of New York State. Special attention shall be given to the receipt of real estate encumbered by a mortgage, as the ownership of such property may give rise to unrelated business income for the FBST and disqualification of certain split interest gifts unless handled in a proper manner.

The donor is responsible for obtaining a proper appraisal of the property satisfactory to the FBST's counsel. The cost of the appraisal is the responsibility of the donor. Prior to acceptance of a gift of real estate, a qualified member of the FBST must make a visual inspection of the property. If the property is located in a geographically isolated area, a local real estate broker can substitute

for a member of the staff in conducting a visual inspection. FBST will request a copy of any broker's license and confirm with the broker's state of issuance that they are a broker in good standing.

Due to the expenses associated with gifts of real estate, the FBST reserves the right to establish a minimum value it will accept for real estate gifts. If the FBST deems it necessary to establish a minimum value, this Gift Acceptance Policy will be amended to reflect this change in policy. Appraisals will be required for all gifts of real property valued in excess of \$5,000. The donor must complete Section B of Form 8283 and file it with his or her federal income tax return. If a Form 8283 is required, a Form 8282 will be filed by the FBST if the property is sold within two years of receipt.

For the FBST to consider a gift of real property, the donor must provide the following documents:

1. Most current real estate tax bills
2. Current property survey
3. Current owner's title policy or title commitment
4. Current deed transfer
5. Substantiation of zoning status, where applicable
6. Letter of intent

Depending upon the value and desirability of the gift, the donor's connection with the FBST, and the donor's past gift record, the donor may be asked to pay for all or a portion of the following prior to FBST's acceptance:

1. Cost of environmental remediation
2. Maintenance costs
3. Real estate taxes
4. Insurance
5. Title insurance premiums
6. Survey costs
7. Real estate broker's commission and other costs of sale
8. Appraisal costs

In the event the FBST accepts a gift of real estate, for the FBST's internal gift crediting and accounting purposes, the value of the gift will be the appraised value of the real estate on the date it is transferred to the FBST, less the amount of any outstanding encumbrances on the property. The FBST will authorize acceptance of any gift in writing to the donor. A signed agreement should be provided to the donor detailing FBST's requirements and expectations for receiving said gift. The donor should have the signed agreement notarized and return to FBST.

## **B. Tangible Personal Property Gifts**

Gifts of tangible personal property will be accepted at the discretion of the FBST after a review of all relevant factors, including, but not limited to,

1. Does the property advance the mission of FBST?
2. Is the property marketable or can it be used by FBST or one of its agency partners?

3. Are there any undue restrictions on the use, display, or sale of the property?
4. Are there any carrying costs for the property?

If an FBST representative has concerns that a potential gift of property may have been illegally obtained he/she should bring this to the immediate attention of the president and chief executive officer, who may request proof of ownership prior to accepting the gift of property.

### **C. Gifts of Oil, Gas and Mineral Interests**

FBST may accept gifts of oil, gas and mineral interests. Such gifts will be recorded in Raiser's Edge at one dollar (\$1.00) and acknowledged without a stated value. Prior to acceptance, such proposed gifts should be reviewed by FBST's general counsel to determine whether or not FBST could be exposed to any future environmental or reclamation liability and the interest is expected to generate a reasonable return in royalties or other income.

## **V. PLANNED GIFTS**

Gifts of bequests, trusts, annuities and life estate contracts valued at less than \$25,000 shall become part of FBST's unrestricted operating account unless the donor(s) stipulates otherwise in the written instrument that creates such gifts. Gifts of bequests, trusts, annuities and life estate contracts valued at \$25,000 or greater shall become part of the FBST operating reserves unless the donor(s) stipulates otherwise in the written instrument that creates such gifts.

### **A. Bequests**

Assets transferred through bequests that have immediate value to FBST or can be readily liquidated shall be encouraged by FBST representatives. Gifts that appear to require more cost than benefit shall be discouraged or rejected. Donors who wish to make bequests should be advised that such bequests should be directed to "The Catholic Charities Food Bank of the Southern Tier." When a valuation of the gift is provided, the donor, if they are above the age of 65 at the time of documentation, will be recognized as a planned giving donor for the contribution.

### **B. Retirement Plan Beneficiary Designations**

Donors shall be encouraged to name FBST as beneficiary of their retirement plans. When a valuation of the gift is provided, the donor, if they are above the age of 65 at the time of documentation, will be recognized as a planned giving donor for the contribution. When the gift is irrevocable, but is not due until a future date, the present value of that gift may be recorded at the time the gift becomes irrevocable.

### **C. Life Insurance**

FBST will accept gifts of life insurance policies whereby FBST is named beneficiary. Should a donor specifically purchase a life insurance policy as part of a planned giving option of support and intends to deduct the insurance premiums on income taxes, then FBST should be named irrevocable owner and beneficiary of 100% of the policy. If the policy is a paid-up policy, the value of the gift for FBST for crediting and accounting purposes is the policy's replacement cost. If the policy is partially paid up, the value of the gift for FBST gift crediting and accounting purposes is the policy's cash surrender value.

If the donor contributes future premium payments, FBST will include the entire amount of the additional premium payments as a gift in the year that it is made. If the donor does not elect to continue to make gifts to cover premium payments on the life insurance policy, FBST may:

1. continue to pay the premiums
2. convert the policy to paid-up insurance; or
3. surrender the policy for its current value.

## VI. RESTRICTED GIFTS

FBST recognizes that donors may prefer, on occasion, to make gifts with restrictions that limit their use to special interests of the donor. FBST will accept and administer such restricted gifts as specified by the donor, provided the purposes for which the gifts are made is in accordance with the programs and services of the organization, and the gift(s) does not make it necessary for FBST to alter its program to comply with the stipulations of the donors.

**Gifts for partner agencies:** From time to time, a donor makes a gift to FBST and designates it for a specific hunger-relief partner agency of FBST. These funds will be accepted and set up as a line of credit for the designated agency. Out of respect for donors' wishes, all gifts regardless of size, designated for a particular hunger-relief partner agency will be accepted and administered through the proper channels. There is never a minimum gift level for a restricted cash gift.

**General designations:** Occasionally, FBST may receive gifts designated for a county or geographic region in FBST's six-county service area. Unless designated by the donor, these gifts will be accepted and received into FBST's general operating account and will be used to provide food acquisition and distribution, and program services to the designated area.

**Grants:** FBST shall accept restricted grant awards so long as such grants further the mission of the organization.

**Honor and Memorial Gifts:** FBST shall accept cash gifts made in honor of, or in memory of, a particular person or persons. Honor and memorial gifts will be considered unrestricted funds, unless the donor specifies otherwise.

**Named Gift Opportunities:** FBST may make available named gift opportunities in which a particular fund, program or project could be named in recognition and appreciation of the donor, or in honor of a person or entity of the donor's choosing or in memory of a loved one. The president and chief executive officer, in conjunction with the board of directors, shall make final decisions about all aspects of these named gift situations. An asset can be de-named only by authority of the board of directors on the recommendation of the CEO and Chief Advancement Officer in one of only two circumstances:

- Where events or information available subsequent to the approval of the designation mean that identification with the designation constitutes a significant and continuing challenge to FBST's reputation, or where the name is in opposition to the current mission and values of the organization; or

- Where a donor has failed to meet the pledge commitments as outlined in the pledge agreement and there is no mutually satisfactory agreement to revised pledge terms.

In the unlikely event that the Board determines in its reasonable and good faith opinion that circumstances have changed such that the naming chosen by the donor would adversely affect the reputation, image, mission or integrity of FBST, the Board may approve the removal of the name. Upon any such termination of a name, FBST shall have no further obligation or liability to the donor and shall not be required to return any portion of the gift. The Board may, in its sole discretion, determine an alternative recognition for the gift.

**Matching Gifts:** Whenever possible, donors will be encouraged to take advantage of corporate or foundation matching gift programs. Unless otherwise directed by the donor, corporation or foundation income from matching gifts will be designed for the same purpose as the original gift of the individual donor.

The corporate or foundation matching gift donor will receive credit and appropriate named gift recognition (or, as appropriate, will be categorized in the appropriate donor recognition level). The matching gift will not be credited to an individual or family gift, to increase recognition or naming opportunities. Exceptions may be made when the matching gift donor corporation or foundation expressly requests that their recognition value be given to the original donor. FBST may provide a “soft credit” to the individual donor.

**Soft Credits:** Soft credits can be used where deemed appropriate. For example, if an individual works for a corporation and helps secure a corporate donation, that individual may receive a “soft credit” for the amount of the gift.

**Pledges:** FBST must have a signed pledge or letter of intent before a pledge is recorded. No verbal pledges will be recognized. The pledge payment period for gifts will be up to five years. Exceptions must be approved by the board of directors.

Permanent donor recognition will be based upon the full payment of pledge commitments within a three year period (five years if the gift includes funds designated for any future purpose ).

## VII. GIFTS NOT ACCEPTED

Currently, it is FBST policy not to accept any form of Cryptocurrency.

## VIII. PRIVACY AND CONFIDENTIALITY



Members of FBST’s board of directors and development staff may have access to information about donors and prospective donors that is, or may be, of personal and confidential nature, including financial information. FBST wishes to protect the privacy and trust of its benefactors, friends, donors, and prospective donors.

Discussions concerning donors and prospective donors are considered to be private and strictly confidential. Information concerning financial capability, past giving, giving patterns, specific gifts, and personal disclosures about giving interests are considered private and strictly

confidential. All discussions, documents and reports of gifts shall be marked and kept confidential, and the use of information shall be limited to purposes related to the business and affairs of FBST.

Board members, FBST employees and volunteers should not use donor cultivation and solicitation activities to develop their own businesses or to make a solicitation on behalf of another business, organization, or enterprise.

All donor information should be properly secured. Paper copies of donor records and prospect files should be kept in locked filing cabinets. Donor management software shall have restricted access and will be made available to the Development & Community Engagement staff, the appropriate Business Services staff, and the President & CEO.

**Volunteer access to donor information:** Generally, volunteers should not be used to complete gift entry. However, if such utilization of volunteers becomes necessary to maintain gift acknowledgment goals whereby a volunteer may have access to privileged information, the volunteer will be required to read and sign a confidentiality statement prior to such access.

**Anonymity:** Donors who wish to give their gift(s) anonymously will be given this option. Anonymous gifts will be reflected in all published lists and other forms of donor recognition as “anonymous gift.” If more than one anonymous gift designation exists within the reporting period for any published lists, the gifts should be listed as “anonymous gifts (#).” # refers to the number of anonymous gifts received during that time period.

The identity of anonymous donors and their contributions shall be made known only to the president and chief executive officer, chairperson of the board, other designated board members, and development staff as needed.

## **IX. ETHICS**

### **A. Conflict of Interest**

FBST urges all donors to seek the advice of their own legal counsel and/or financial advisors in matters relating to their gifts, the tax and estate planning consequences of such gifts, and any reporting requirements attached to gifts. No FBST personnel are authorized to make any representations or to furnish any assurances or advice to donors relative to the tax consequences of a gift.

### **B. Bequests and Trusts**

FBST shall not act as an executor for a donor’s estate nor shall it act as a trustee for any trust other than, in an appropriate circumstance such as a charitable remainder trust, when FBST is the sole remainder beneficiary.

### **C. Year End Gift Receipting**

For a donor’s tax purposes, any gifts received after the end of the calendar year must be postmarked by December 31 to be considered as received for that year.

## **X. USE OF LEGAL COUNSEL**

FBST shall seek the advice of legal counsel in matters relating to acceptance of gifts when appropriate. Review by counsel is recommended for proposed transactions involved:

1. transfer of interests in closely-held entities
2. gifts of proposed real estate
3. proposed transfers under which FBST will be named as a Trustee
4. gifts involving contracts, such as bargain sales or other documents requiring FBST to assume an obligation. This does not refer to general grant contracts which are reviewed by the FBST grants manager, and president and chief executive officer.
5. transactions involving a potential conflict of interest that may invoke IRS sanctions
6. other instances in which use of counsel is deemed appropriate by the president and chief executive officer and/or the board of directors.

## **XI. CHANGES TO GIFT ACCEPTANCE POLICY**

The FBST Gift Acceptance Policy has been reviewed and approved by the board of directors. This policy may be amended only by action of the board of directors. Responsibility for the administration of this policy lies with the president and chief executive officer.



## APPENDIX A

### FOOD BANK OF THE SOUTHERN TIER POLICY AND PROCEDURE FOR POTENTIAL GIFTS OF REAL ESTATE

#### 1. AUTHORITY TO NEGOTIATE

The President and CEO of the Food Bank of the Southern Tier (FBST) will have the overall authority to handle inquiries, negotiate with donors, assemble documentation, retain appraisers, surveyors, realtors and other technical consultants, and prepare agreements on behalf of the Diocese. However, the Finance Committee of the FBST or its designee must formally accept any gift of real estate prior to its transfer.

#### II. EVALUATION OF POTENTIAL GIFTS

**A. Property and Report Form:** Upon initial inquiry, potential donors will be asked to complete a property inquiry form and return it to the FBST with appropriate maps and documentation. (A sample is included as Appendix B.)

**B. Liens, Mortgages and Encumbrances:** Property which is subject to liens, unpaid mortgages, deeds of trust, judgment liens, unpaid taxes or assessments, mechanics' liens or other encumbrances will be accepted only in exceptional circumstances and upon advice from the FBST legal counsel. If accepted, property, which is subject to encumbrances, will be evaluated as a "bargain sale" (a bargain sale is an arrangement whereby a donor offers property to the FBST for an amount less than its current fair market value.) Properties subject to encumbrances will be considered for acceptance only if evaluation convincingly demonstrates that the property can be sold at a price that exceeds the aggregate amount of the encumbrances and any costs associated with satisfying them.

**C. Field Evaluation:** If initial information indicates that an offer is serious and if the property seems potentially profitable, a member of the FBST staff or an authorized representative will visit the property. A representative may be a local realtor or person as the CEO may deem appropriate. The purpose of the visit will be to determine the nature and type of the property and to identify any potential problems not evident from initially supplied information that would prevent the FBST's sale of the property.

**D. Market Evaluation:** Whenever practicable, arrangement will be made to have a realtor analyze the property to evaluate the existence of a market for such property. The CEO may at his/her option, request that the donor provide such an evaluation from a realtor acceptable to the CEO.

**E. Expense Budget:** The FBST staff will prepare for the Finance Committee a budget outlining all the projected expense associated with the acceptance of any proposed real estate gift.

### **III. RESPONSIBILITIES OF THE DONOR**

A. The donor will be responsible for obtaining a qualified appraisal complying with IRS regulations for the purpose of establishing the value of the gift for federal income tax purposes, including the preparation of Form 8283 (“Noncash Charitable Contributions”). See Treas. Reg. 1.170A-13(a).

B. For nonresidential property, the donor must obtain, typically at the donor’s expense, an environmental audit satisfactory to the FBST. No property will be accepted if there is a likelihood of any liability that could attach to the FBST as a result of its taking title to the property.

C. The donor must furnish the FBST with evidence of title that shows that title to the property is free and clear except for current real estate taxes and restrictions of record that would not create any economic burden to the FBST.

D. It is the donor’s responsibility to prepare the deed and other instruments that are necessary to transfer the property to the FBST. All related transfer documents must be reviewed by the FBST legal counsel prior to acceptance.

E. Prior to acceptance of the property, the FBST and the donor must agree in writing on arrangements for paying expenses associated with the property, such as commissions, real estate taxes, utilities, insurance and maintenance costs. Generally, the FBST will not advance funds for the payment of such expenses.

F. Donors will be encouraged to discuss contemplated bequests of real estate before finalizing their wills. Property that is bequeathed to the FBST will be evaluated in accordance with this Policy and Procedure like all other gifts of real property.

### **IV. PROCEDURE FOR ACCEPTING REAL ESTATE**

A. After the requirements of this Policy and Procedure have been satisfied, only the Finance Committee or its designee will have the authority to accept a gift of real property.

B. The CEO may refuse any offered gift of real property that is judged not to be in the best interests of the FBST.

C. Prior to or upon transfer of title to the FBST, the donor and the FBST will sign an agreement (approved by legal counsel) stating the terms of the gift, which shall specify that there are no restrictions on the FBST’s right to use or convey the property.

D. Prior to agreeing to accept the gift of real estate, the FBST will obtain title certification. At the time of acceptance, the FBST will obtain title insurance in an amount equal to the appraised value of the property. When deemed appropriate, the FBST may accept written indemnification by the donor in lieu of title insurance.

E. The FBST will not seek exemption from real estate taxes for donated real estate, unless the property is put to use furthering the FBST's charitable purposes and mission.

## **V. MARKETING AND SALE OF REAL ESTATE**

A. After accepting a real estate gift, arrangements will be made to sell the property through a qualified real estate professional.

B. While it anticipated that in most circumstances the sale price will equal or exceed the appraised value of the property, the terms of the sale will take into account current market conditions, availability of financing and other factors. Any offer that is below seventy percent (70%) of the appraised value must be approved by the Finance Committee or its designee.

C. In the case of a sale within two years of the date of the gift, the FBST will report the actual sales proceeds to the IRS on Form 8283 ("Donor Information Return.")

## **VI. REAL ESTATE GIFTS BY BEQUEST**

A. Donors will be encouraged to discuss contemplated bequests of real property before finalizing their wills. Property that is bequeathed to the FBST will be evaluated like all other gifts.

B. Upon becoming aware that the FBST has been named to receive a gift under any will that has been admitted to probate or any trust arrangement, the CEO will contact the executor, trustee, or other legal representative of the estate, and determine if the FBST's gift consists of land or, if the FBST is a residuary beneficiary of the estate, whether the residue passing to the FBST will contain any land.

C. If the FBST will or may receive land in satisfaction of the gift, the CEO will ask the executor, trustee, or other legal representative to conduct an environmental study similar to the one that the FBST would require if it were to receive an inter-vivos gifts. If the executor, trustee, or other legal representative has not made the study and if it does not do so, the FBST should make its own study or decline to accept the gift.

## **VII. WHAT FBST WILL NOT DO**

A. Except in extraordinary circumstances, the FBST will not pay for legal assistance, appraisals or other services on behalf of the donor.

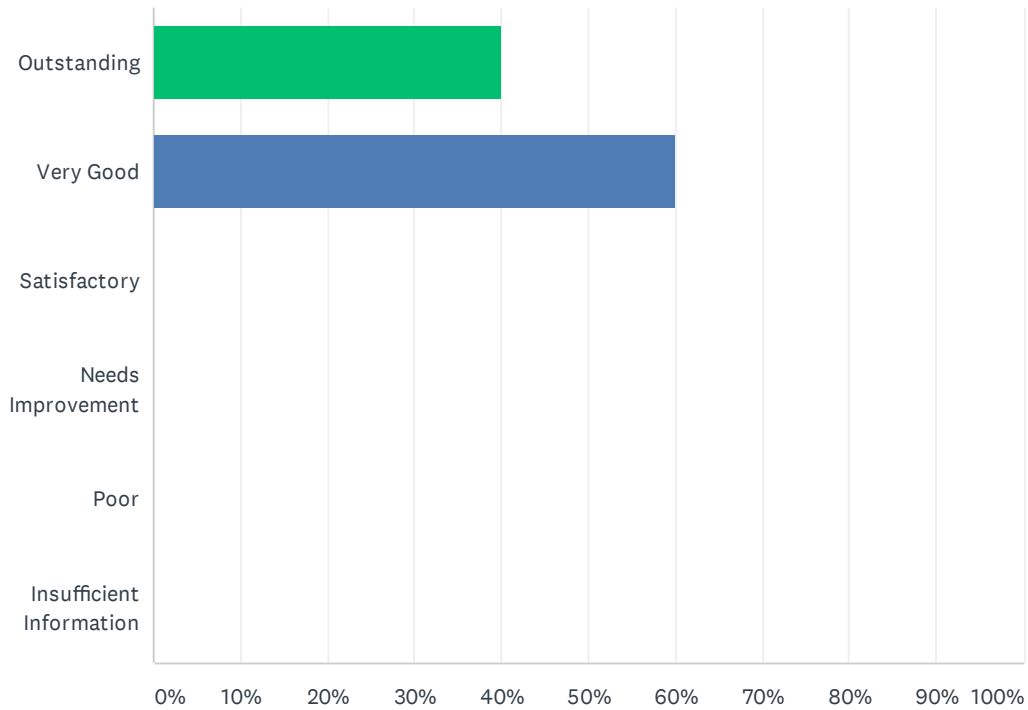
B. The FBST will not establish or corroborate the value of any property for the purpose of substantiating the donor's income tax charitable deduction.

## **VIII. FBST CHECKLIST OF DESIRED ITEMS IN CONNECTION WITH CONSIDERATION OF ACCEPTANCE OF REAL ESTATE DONATION**

1. Exact legal name of donor and federal identification number.
2. Description of property (copy of deed).
3. Description of any buildings or other structures located on the property.
4. Boundary survey of property with location of all structures, easements and encumbrances appearing on the face of the survey.
5. Information regarding existing zoning status.
6. Information on all ingress/egress for the property.
7. Description of prior use of the property.
8. Description of use of surrounding property, with specific disclosure of any storage tanks or potential environmental factors affecting the property.
9. Description of any contemplated or anticipated condemnations, right-of-ways or other actions by municipalities that may affect the subject property.
10. Phase I environmental report on the property, including environmental report on any structures located on the real estate, unless waived by counsel for a gift of residential property.
11. Evidence of title, such as title examination and report, title insurance commitment, or schedule describing any liens, encumbrances, or title matters affecting the property.
12. Copy of appraisal showing the fair market value of the property current within 60 days.
13. Disclosure of amount of existing real estate taxes, insurance premiums, and assessments attributable to the property.
14. Discussion with proposed donor regarding any special arrangements for donor's fund or other sources to address ongoing expense for taxes, insurance, assessments, maintenance, grass cutting, security, utilities, and similar items.

## Q1 I understand the strategic vision for the organization.

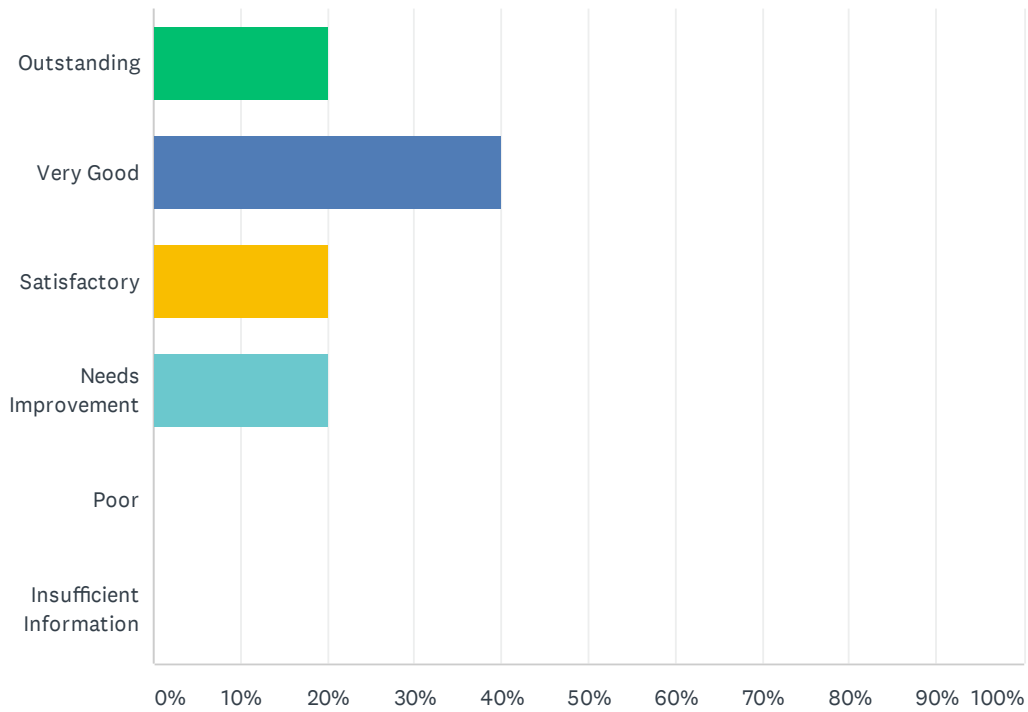
Answered: 10 Skipped: 0



ANSWER CHOICES	RESPONSES
Outstanding	40.00% 4
Very Good	60.00% 6
Satisfactory	0.00% 0
Needs Improvement	0.00% 0
Poor	0.00% 0
Insufficient Information	0.00% 0
Total Respondents: 10	

## Q2 The Board has an adequate amount of Director diversity (race, ethnicity, gender, age, skills and disciplines, community constituencies).

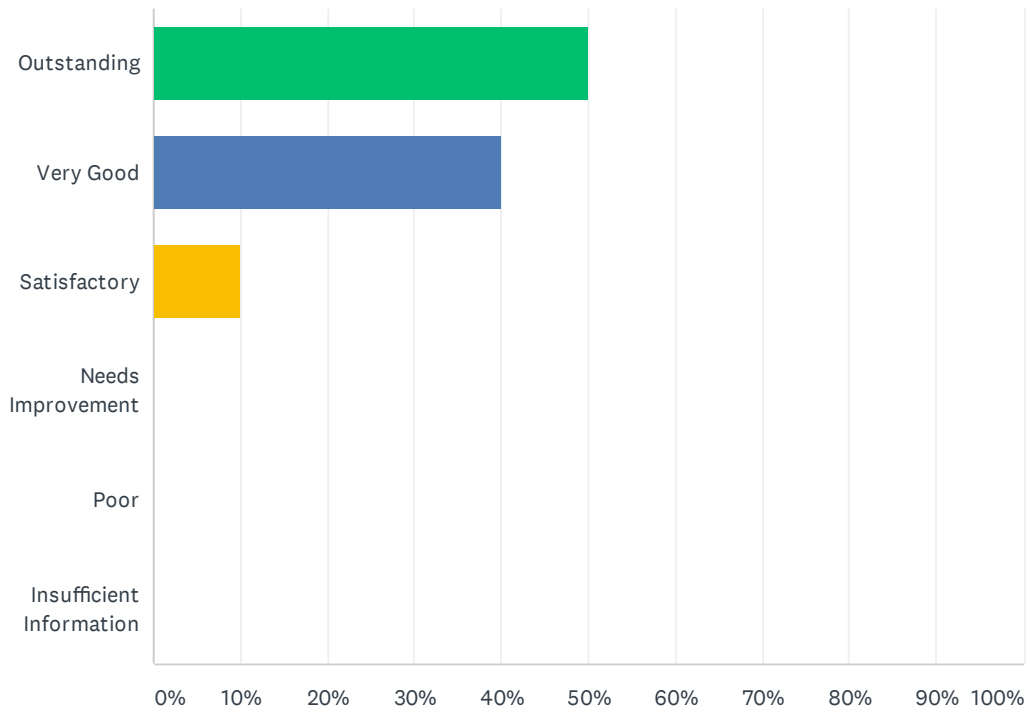
Answered: 10 Skipped: 0



ANSWER CHOICES	RESPONSES	
Outstanding	20.00%	2
Very Good	40.00%	4
Satisfactory	20.00%	2
Needs Improvement	20.00%	2
Poor	0.00%	0
Insufficient Information	0.00%	0
Total Respondents: 10		

### Q3 I am provided sufficient information and updates regarding the Board’s policies, procedures and by-laws.

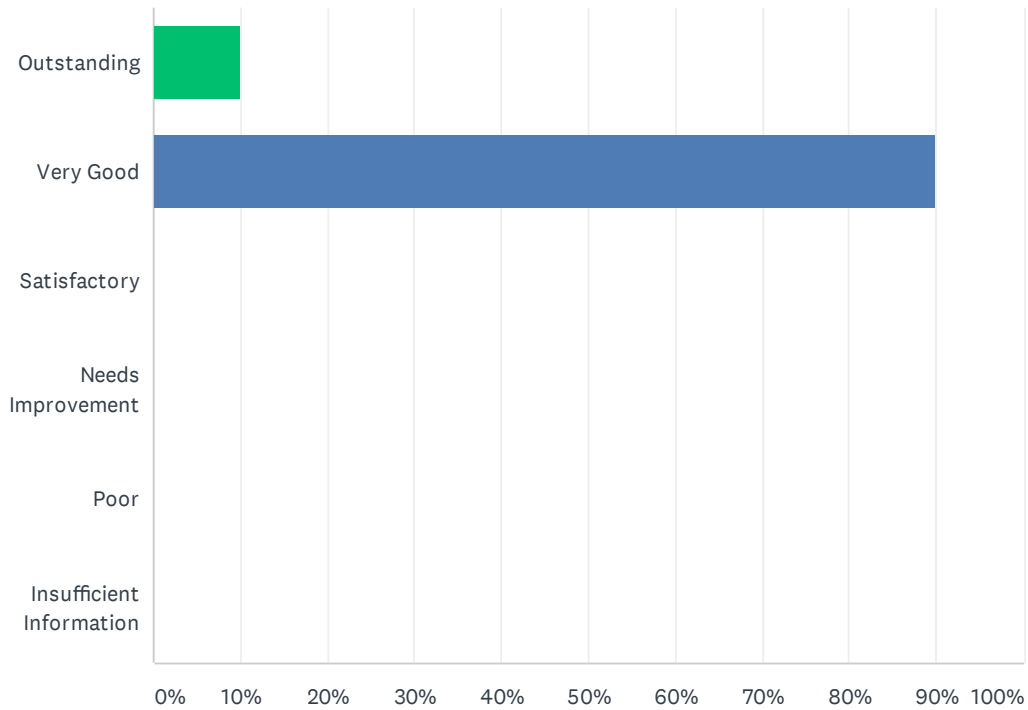
Answered: 10 Skipped: 0



ANSWER CHOICES	RESPONSES	
Outstanding	50.00%	5
Very Good	40.00%	4
Satisfactory	10.00%	1
Needs Improvement	0.00%	0
Poor	0.00%	0
Insufficient Information	0.00%	0
Total Respondents: 10		

### Q4 The Board’s decision-making process is consistent and organized.

Answered: 10 Skipped: 0

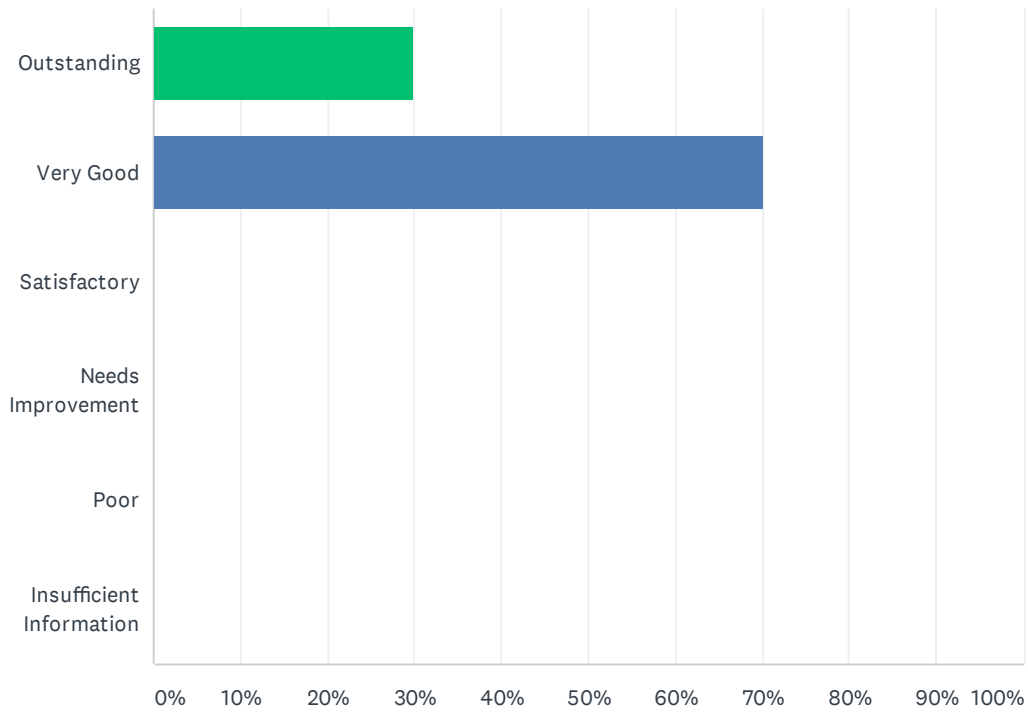


ANSWER CHOICES	RESPONSES
Outstanding	10.00% 1
Very Good	90.00% 9
Satisfactory	0.00% 0
Needs Improvement	0.00% 0
Poor	0.00% 0
Insufficient Information	0.00% 0
Total Respondents: 10	



## Q5 Decisions are made at the appropriate level (Board vs. President/CEO and/or Staff levels)

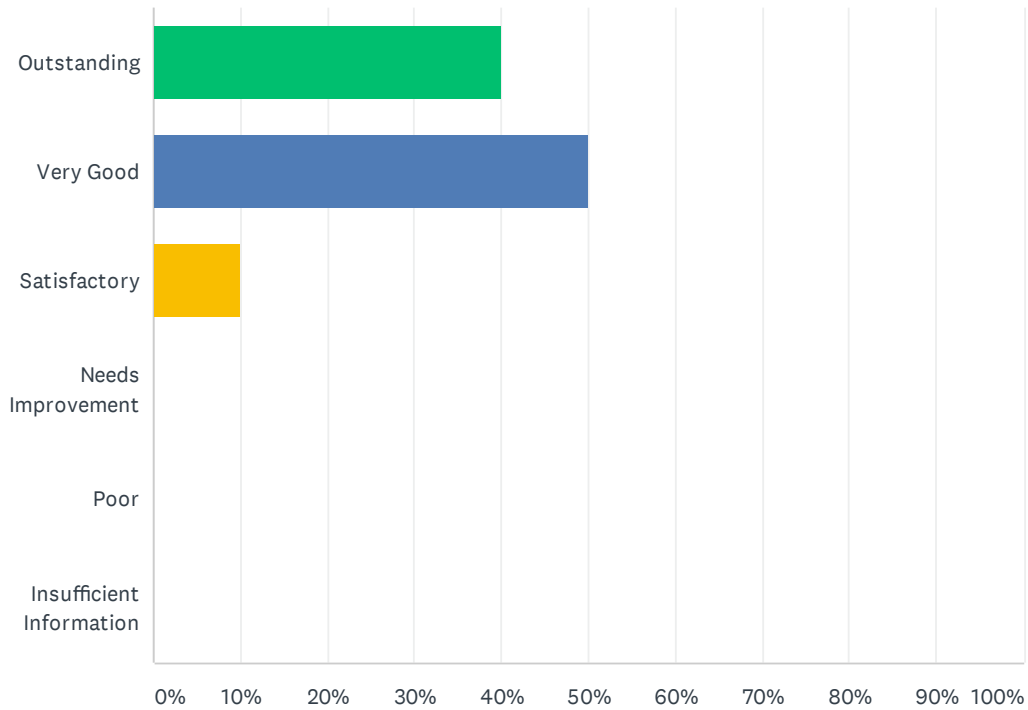
Answered: 10 Skipped: 0



ANSWER CHOICES	RESPONSES	
Outstanding	30.00%	3
Very Good	70.00%	7
Satisfactory	0.00%	0
Needs Improvement	0.00%	0
Poor	0.00%	0
Insufficient Information	0.00%	0
Total Respondents: 10		

## Q6 The process for evaluating the President/CEO is transparent and fair.

Answered: 10 Skipped: 0



ANSWER CHOICES	RESPONSES	
Outstanding	40.00%	4
Very Good	50.00%	5
Satisfactory	10.00%	1
Needs Improvement	0.00%	0
Poor	0.00%	0
Insufficient Information	0.00%	0
Total Respondents: 10		

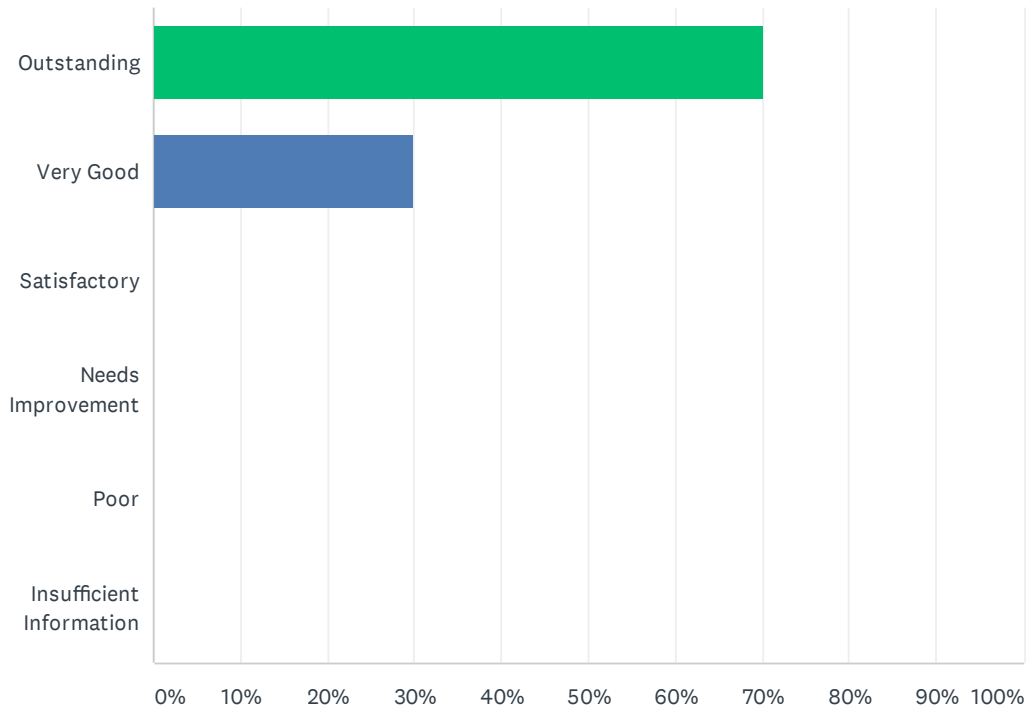
## Q7 COMMENTS:

Answered: 3 Skipped: 7

#	RESPONSES	DATE
1	The process for evaluation of the President is fair, but the inputs are usually weak.	1/14/2020 9:35 PM
2	I think the Board is well run and interacts well with the senior FBST team. I feel we are helpful and supportive too - I hope the staff feels the same way.	1/14/2020 4:10 PM
3	I'm on several boards and this board stands out as being among the most functional and effective.	1/8/2020 12:07 PM

### Q8 The Board receives regular reports from each of the committees.

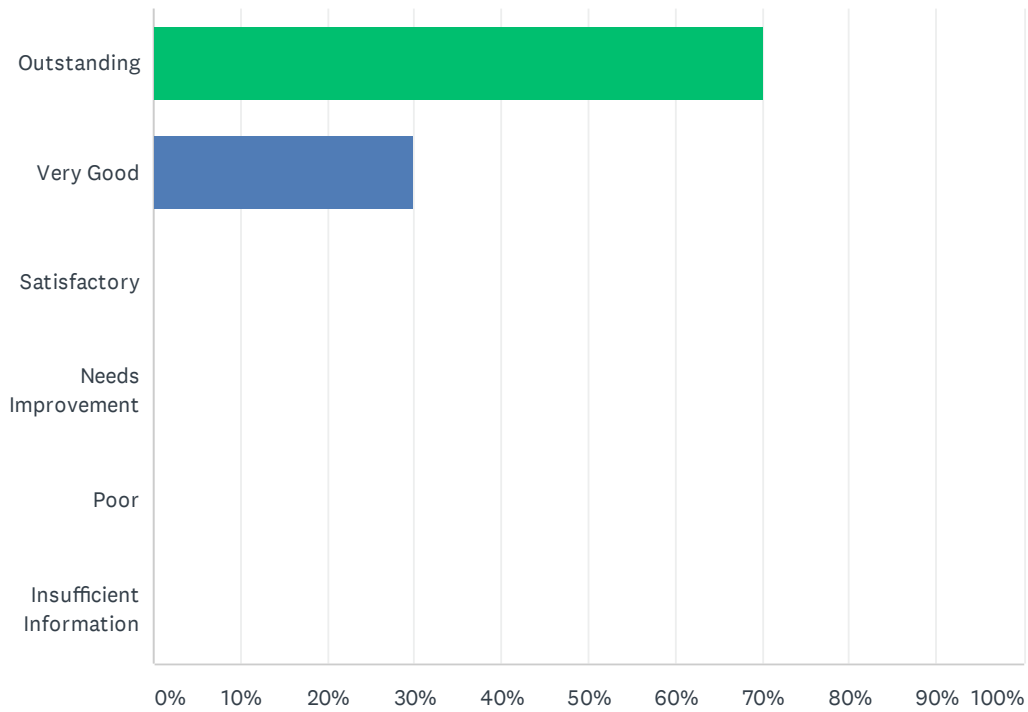
Answered: 10 Skipped: 0



ANSWER CHOICES	RESPONSES
Outstanding	70.00% 7
Very Good	30.00% 3
Satisfactory	0.00% 0
Needs Improvement	0.00% 0
Poor	0.00% 0
Insufficient Information	0.00% 0
Total Respondents: 10	

## Q9 Meeting materials are available on the secure FBST Web portal and via an e-mailed word document.

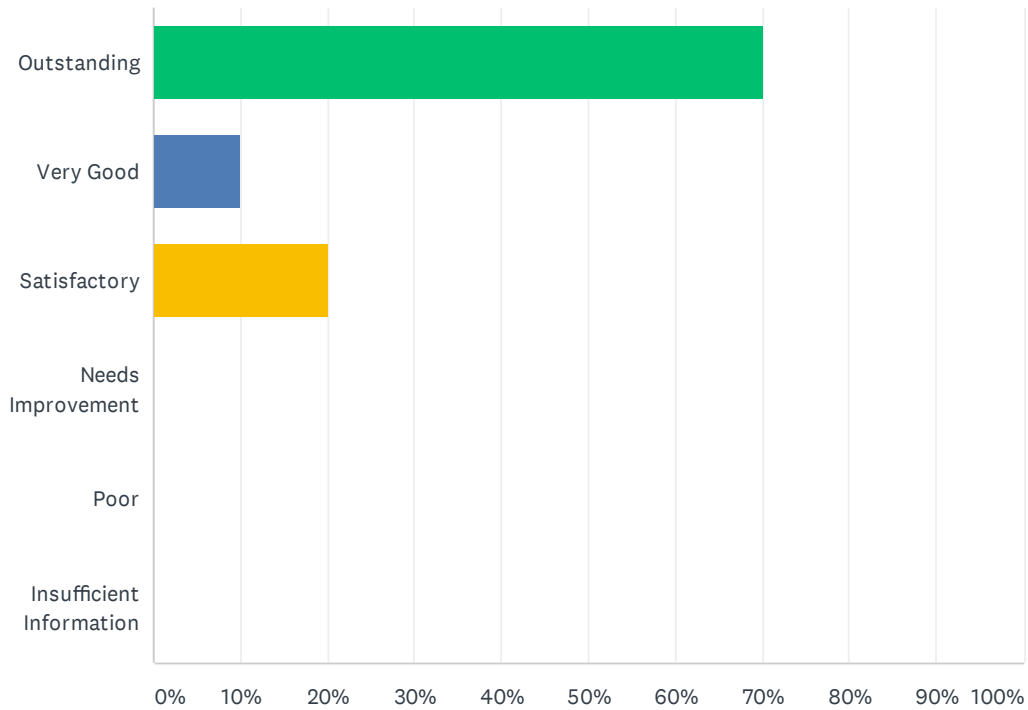
Answered: 10 Skipped: 0



ANSWER CHOICES	RESPONSES	
Outstanding	70.00%	7
Very Good	30.00%	3
Satisfactory	0.00%	0
Needs Improvement	0.00%	0
Poor	0.00%	0
Insufficient Information	0.00%	0
Total Respondents: 10		

### Q10 All Directors have an opportunity to speak at meetings.

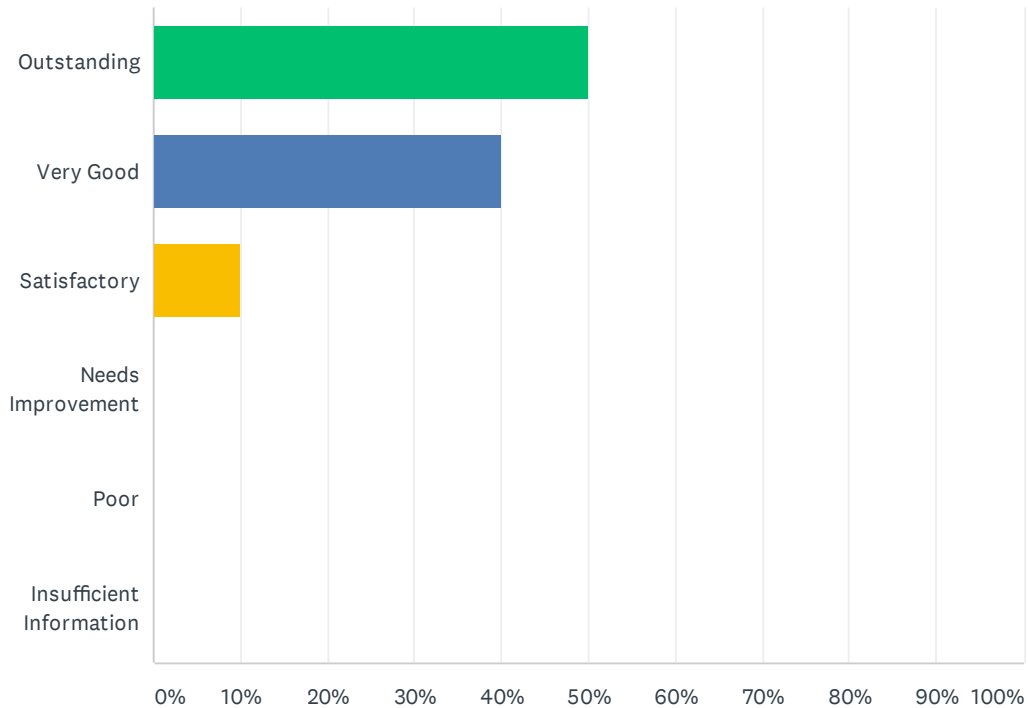
Answered: 10 Skipped: 0



ANSWER CHOICES	RESPONSES	
Outstanding	70.00%	7
Very Good	10.00%	1
Satisfactory	20.00%	2
Needs Improvement	0.00%	0
Poor	0.00%	0
Insufficient Information	0.00%	0
Total Respondents: 10		

## Q11 Directors are encouraged to offer opinions based on their personal/professional expertise and experience in order to facilitate discussion and decision making at Board meetings.

Answered: 10 Skipped: 0



ANSWER CHOICES	RESPONSES	
Outstanding	50.00%	5
Very Good	40.00%	4
Satisfactory	10.00%	1
Needs Improvement	0.00%	0
Poor	0.00%	0
Insufficient Information	0.00%	0
Total Respondents: 10		

## Q12 COMMENTS:

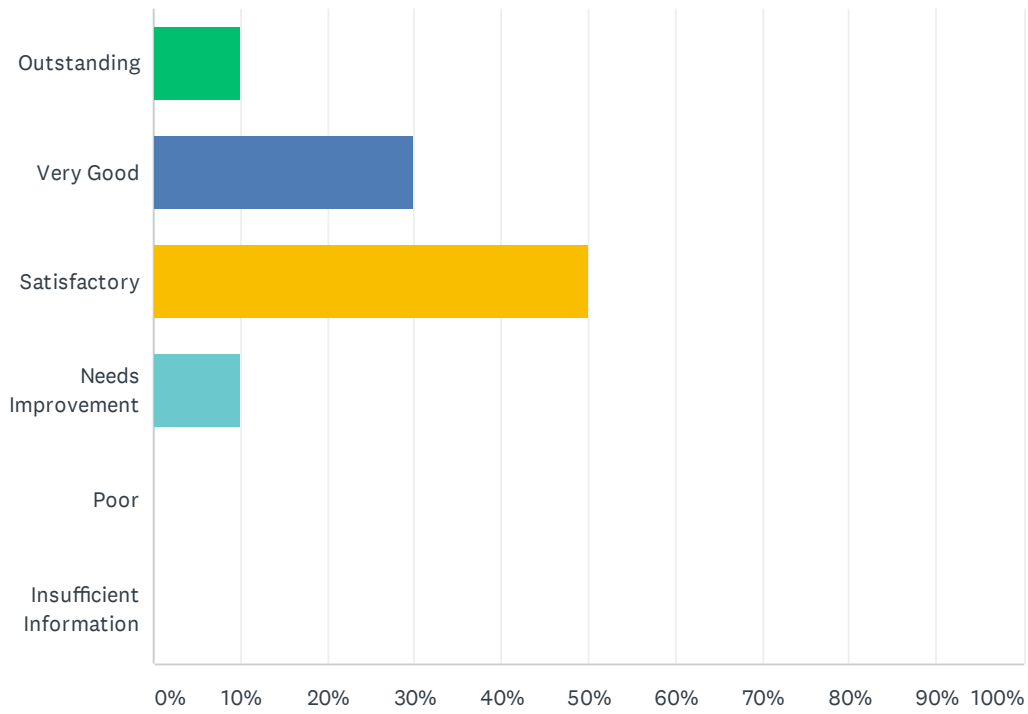
Answered: 2   Skipped: 8

#	RESPONSES	DATE
1	We have a great board with extraordinarily talented people & great administrative & board leadership. We need to continue to work on board engagement & information sharing between meetings & board engagement.	1/15/2020 9:05 AM
2	The FBST has a strong, independent board and I believe all members are free to express opinions and concerns.	1/8/2020 5:09 PM



### Q13 The Board has criteria against which it evaluates and monitors its performance.

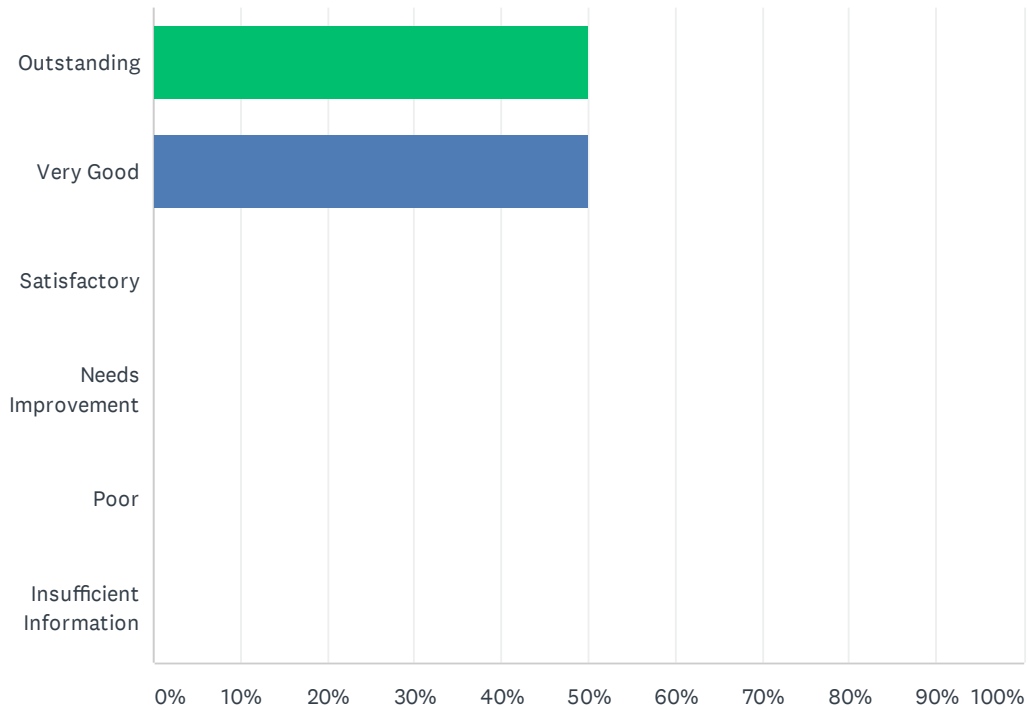
Answered: 10 Skipped: 0



ANSWER CHOICES	RESPONSES	
Outstanding	10.00%	1
Very Good	30.00%	3
Satisfactory	50.00%	5
Needs Improvement	10.00%	1
Poor	0.00%	0
Insufficient Information	0.00%	0
Total Respondents: 10		

### Q14 There is open and honest communication among Directors.

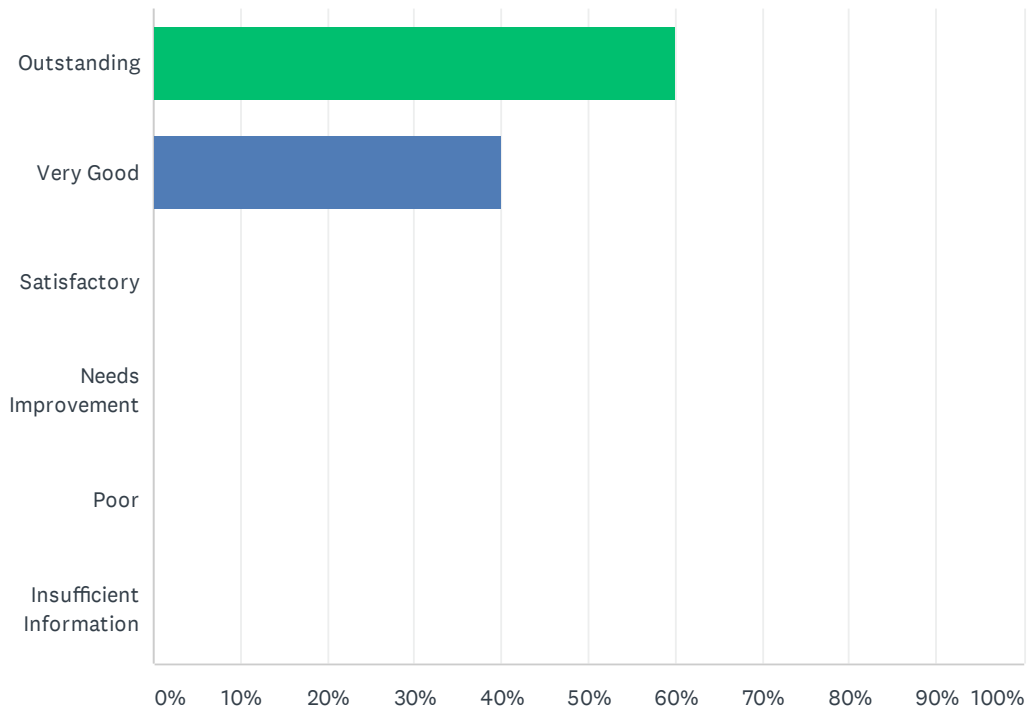
Answered: 10 Skipped: 0



ANSWER CHOICES	RESPONSES
Outstanding	50.00% 5
Very Good	50.00% 5
Satisfactory	0.00% 0
Needs Improvement	0.00% 0
Poor	0.00% 0
Insufficient Information	0.00% 0
Total Respondents: 10	

## Q15 There is open and honest communication between the Board and the President/CEO and Staff.

Answered: 10 Skipped: 0



ANSWER CHOICES	RESPONSES	
Outstanding	60.00%	6
Very Good	40.00%	4
Satisfactory	0.00%	0
Needs Improvement	0.00%	0
Poor	0.00%	0
Insufficient Information	0.00%	0
Total Respondents: 10		

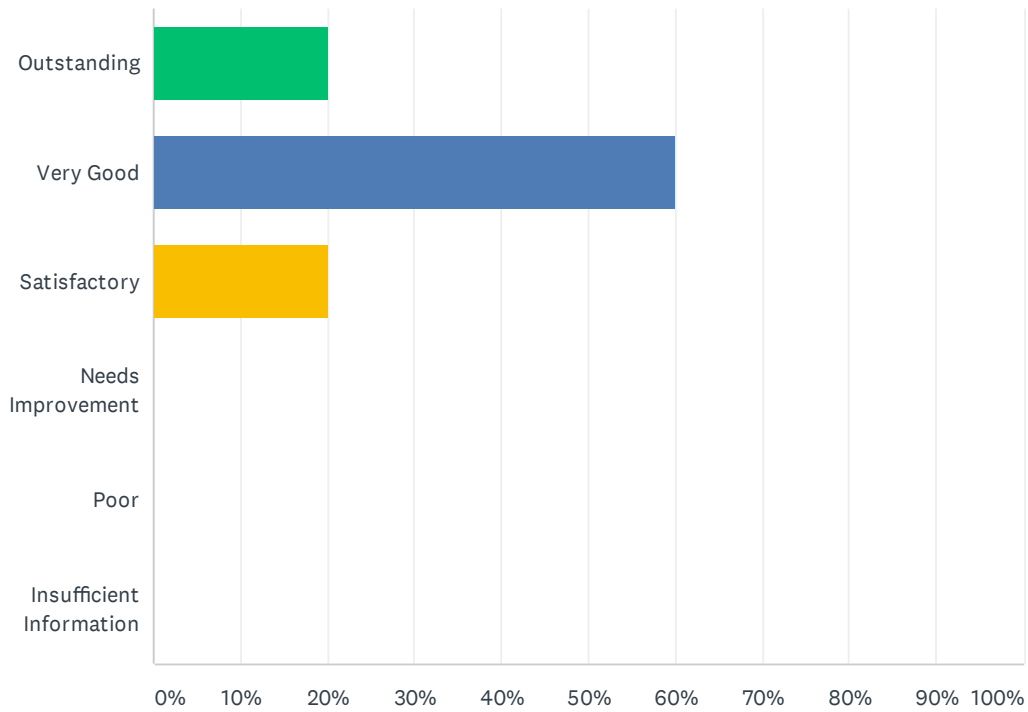
## Q16 COMMENTS:

Answered: 0 Skipped: 10

#	RESPONSES	DATE
	There are no responses.	

## Q17 The Board is given timely continuing education to broaden its information base in order to develop policy.

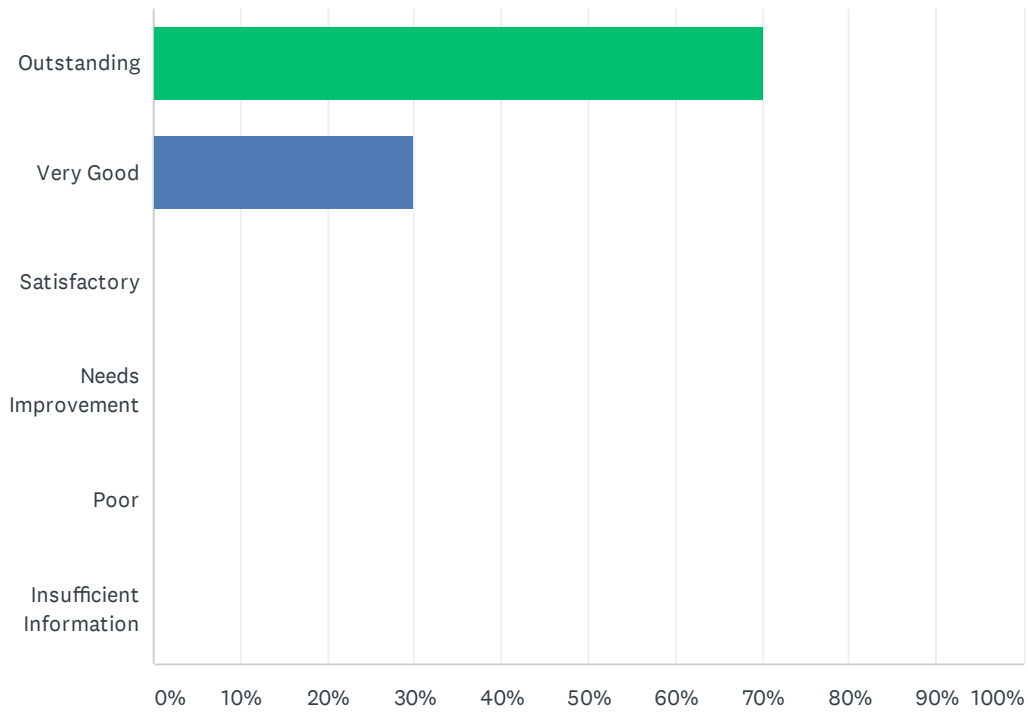
Answered: 10 Skipped: 0



ANSWER CHOICES	RESPONSES	
Outstanding	20.00%	2
Very Good	60.00%	6
Satisfactory	20.00%	2
Needs Improvement	0.00%	0
Poor	0.00%	0
Insufficient Information	0.00%	0
Total Respondents: 10		

## Q18 Directors are given ample opportunity to participate in FBST events and activities.

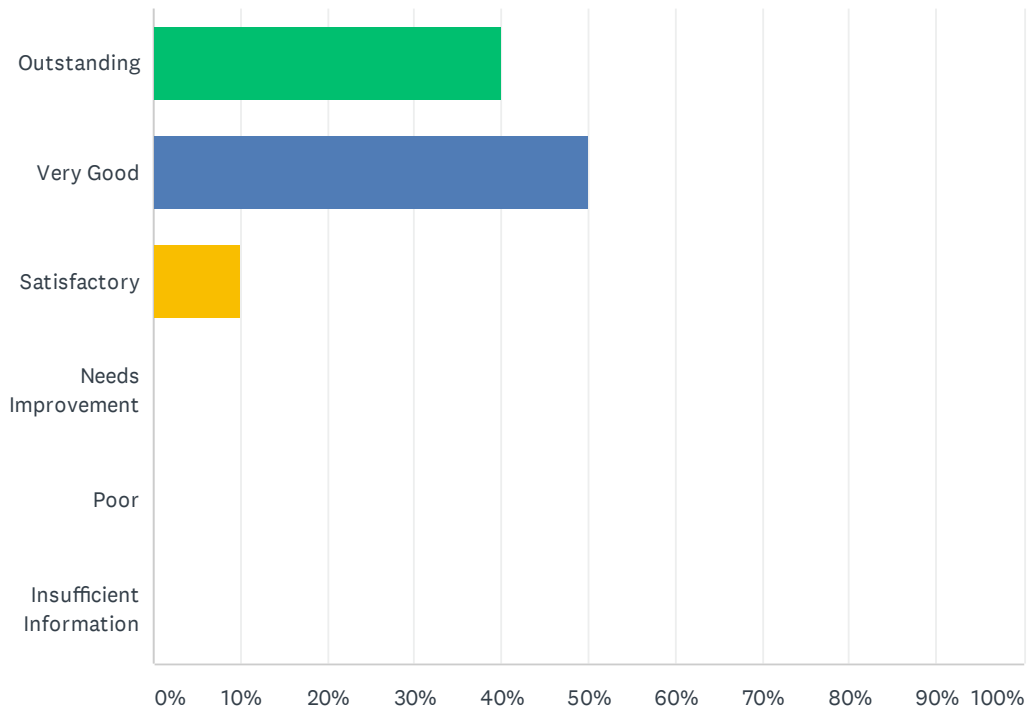
Answered: 10 Skipped: 0



ANSWER CHOICES	RESPONSES	
Outstanding	70.00%	7
Very Good	30.00%	3
Satisfactory	0.00%	0
Needs Improvement	0.00%	0
Poor	0.00%	0
Insufficient Information	0.00%	0
Total Respondents: 10		

## Q19 Directors routinely receive updated information that is pertinent to effective Board operations.

Answered: 10 Skipped: 0



ANSWER CHOICES	RESPONSES	
Outstanding	40.00%	4
Very Good	50.00%	5
Satisfactory	10.00%	1
Needs Improvement	0.00%	0
Poor	0.00%	0
Insufficient Information	0.00%	0
Total Respondents: 10		

## Q20 COMMENTS:

Answered: 1 Skipped: 9

#	RESPONSES	DATE
1	FBST does a good job keeping us updated on the industry, the actual operations and public policy	1/14/2020 4:12 PM



## Q21 What are the greatest strengths of this Board?

Answered: 9 Skipped: 1

#	RESPONSES	DATE
1	Talented, experienced & committed individuals. Willingness to contribute time & expertise.	1/15/2020 9:51 AM
2	Commitment Diversity Background of members	1/14/2020 7:38 PM
3	Passion for the Food Bank and what it is trying to accomplish. Plus, they bring a broad set of experiences that provides lots of ideas and input for discussion.	1/14/2020 4:15 PM
4	Strong Commitment, Passion for the mission	1/14/2020 2:31 PM
5	1. Everyone believes in the mission 2. Everyone works to do more	1/12/2020 3:12 PM
6	A strong mix of individuals and openness of the group to listen to the opinions and ideas offered.	1/9/2020 9:15 AM
7	Board members are passionate about the FBST and almost every member contributes in some way to the board meetings and the organization.	1/8/2020 5:13 PM
8	Meetings are well organized and we discuss items that are very relevant. Decision making is at a governance level.	1/8/2020 12:09 PM
9	Very diverse individuals that are not afraid of speaking up their opinions	1/8/2020 11:38 AM

## Q22 What could this Board do differently to increase its effectiveness and value to the Food Bank?

Answered: 8 Skipped: 2

#	RESPONSES	DATE
1	Commit that all members are active in annual & special needs giving; members commit to sharing information & opinions during meetings; help in admin supporting staff when needed or asked; and be conscious of opportunities to advocate for the work of FBST in daily life, & encourage others giving when able.	1/15/2020 9:51 AM
2	Ensure Board members are fulfilling obligations to participate in events, make connections to the community, completing actions outside of the Board meeting	1/14/2020 7:38 PM
3	N/A	1/14/2020 2:31 PM
4	1. Be clearer about next steps for FBST	1/12/2020 3:12 PM
5	No immediate ideas	1/9/2020 9:15 AM
6	The board could work on team building so that the members can get to know each other better (which builds trust) and increased participation in FBST events.	1/8/2020 5:13 PM
7	continue our focus on board education and striving to have a diverse representation.	1/8/2020 12:09 PM
8	Establish key performance metrics (KPIs) that can be quickly reviewed at every meeting	1/8/2020 11:38 AM

## Q23 What should be the key strategic focus of this board over the next five years?

Answered: 8 Skipped: 2

#	RESPONSES	DATE
1	While we hope Natasha stays forever, there needs to be a discussion on succession planning; There needs to be a plan for the likelihood of needing to replace or adjust from a change in the TFAP windfall; Continue to call for metrics & dashboards in key program areas. Insure staffing & program structure is supported by regular income & fundraising; Keep an eye out for big picture items e.g Status of DOR bankruptcy; & as a question should we look at opportunities for consolidation with other FB's or perhaps other programs.	1/15/2020 9:51 AM
2	Succession planning of key roles; expanding food distribution, ensuring minimal financial risk	1/14/2020 7:38 PM
3	Keeping the Food Bank on strong financial footing. It has been a struggle.	1/14/2020 4:15 PM
4	Meeting the needs of the communities it serves	1/14/2020 2:31 PM
5	1. Find new people who need FBST 2. Continue to develop tools to improve service	1/12/2020 3:12 PM
6	Ensuring the geographic coverage remains accurate for the needs of the community; that access remains ready available.	1/9/2020 9:15 AM
7	The FBST could increase its involvement and close the gap where government assistance has been decreased or removed.	1/8/2020 5:13 PM
8	meeting the food needs of our community	1/8/2020 12:09 PM

**FOOD BANK OF THE SOUTHERN TIER**  
**Board of Directors**  
*New Member Orientation*  
*Tuesday, February 14, 2023*  
**9:00-10:30**

**AGENDA**

I.	Welcome & Introductions	5
II.	Presentations	
	a. Catholic Charities Overview w/ Karen Dehais	5
	b. Food Banking 101 General w/ Natasha Thompson	10
	c. Community Impact Department Overview w/ Randi Quackenbush	10
<hr/>		
<i>10 MINUTE BREAK</i>		
	d. Development & Community Engagement w/ Meghan Parsons	10
	e. Understanding Food Bank Financials w/ Erica Loomis	10
	f. Warehouse Operations Overview w/ Dave Patterson (video)	10
III.	BOD Member Expectations w/ Joe Thomas	5
IV.	Accessing the BOD Portal w/ Kate Paterson	5
V.	Questions & Adjourn	5

Barrett P. Brenton, PhD, currently serves as a Faculty Engagement Coordinator for Binghamton University's Center for Civic Engagement where he facilitates linking faculty with community-engaged teaching and research opportunities locally and abroad. He serves on committees of community organizations focused on food, health, and environmental justice.

Previously he was a tenured full Professor of Anthropology (retired) and Faculty Coordinator for Academic Service-Learning and Community-Based Research at St. John's University in New York City. While there he also served as the Director of the Center for Global Development and MA in Global Development and Social Justice; Coordinator of the Anthropology program; Faculty Advisor for the Ozanam Scholars Social Justice program; and Senior Fellow, Vincentian Center for Church and Society. Previously, he served as President of the Society for the Anthropology of Food and Nutrition, and of the Northeastern Anthropological Association; former coeditor of the international journal *Ecology of Food and Nutrition*; elected to the status of Fellow of The Society for Applied Anthropology; and appointed as a member of the American Anthropological Association's Presidential Task Force on World Food Problems.

As a specialist on the anthropology of sustainable food systems, nutrition, health, climate change, and environmental justice, his cross-cultural and applied fieldwork experience has focused on engagement with Indigenous communities in North America, South America, and sub-Saharan Africa, and in urban NYC and Upstate NY rural underserved communities. In addition to numerous papers presented at national and international conferences, he has an extensive publication record in the areas of food security, nutrition, health disparities, and sustainable global development.

His commitment to creating sustainable and resilient food systems to climate change through food justice and food sovereignty advocacy stems from his experience of working and growing up in rural farming communities in Iowa and Nebraska. He earned his MA and PhD in Nutritional Anthropology from the University of Massachusetts-Amherst and BA in Anthropology from the University of Nebraska-Lincoln.

# Resumé

## BARRETT P. BRENTON, Ph.D.

Faculty Engagement Coordinator  
Center for Civic Engagement, Binghamton University  
Binghamton, NY U.S.A. 13902-6000  
Office: 607-777-2859; Cell: (718) 747-4242; [bbrenton@binghamton.edu](mailto:bbrenton@binghamton.edu)

### AREAS OF PROFESSIONAL INTEREST

Community-Engaged Learning and critical pedagogies of civic engagement; Nutritional/medical anthropology; food security, food sovereignty and the right to food; epidemiology of diet-related disease; health disparities, environmental nutrition and sustainable food systems, Indigenous knowledge systems and environmental justice.

### EDUCATION

- 1994 Ph.D. Anthropology: University of Massachusetts-Amherst.  
Dissertation Title: Hopi Foodways: Biocultural Perspectives on Change and Contradiction.  
1987 M.A. Anthropology: University of Massachusetts-Amherst.  
1984 B.A. Anthropology, *cum laude*: University of Nebraska-Lincoln.

### ACADEMIC/ADMINISTRATIVE PROFESSIONAL POSITIONS

- 2022-Present Charles E. Scheidt Faculty Fellow in Mass Atrocity Prevention, Binghamton University  
Faculty Affiliate, Human Rights Institute, Binghamton University  
2019-Present Affiliated Senior Research Scholar – Anthropology, Binghamton University  
Affiliated Faculty – Anthropology, Public Health, Environmental Studies, Sustainable  
Communities, Binghamton University  
2018-Present Faculty Engagement Coordinator, Center for Civic Engagement, Binghamton University,  
2012-2018 Professor of Anthropology (Retired), St. John's University, Queens, NY.  
2014-2018 Faculty Advisor, Ozanam Scholars Community-Engaged Social Justice Program. Vincentian  
Institute for Social Action, St. John's University, Queens, NY.  
2012-2018 Graduate Program Director, MA Global Development and Social Justice.  
St. John's University, Queens, NY.  
2012-2018 Director, Center for Global Development. St. John's University, Queens, NY.\n2012-2018 Coordinator, Anthropology Program. St. John's University, Queens, NY.  
2007-2017 St. John's College Faculty Coordinator for Academic Service-Learning, Community-Based  
Research, and High Impact Practices. St. John's University, Queens, NY.  
2008-2012 Associate Director, Center for Global Development. St. John's University, Queens, NY.  
2002-2012 Associate Professor of Anthropology, St. John's University, Queens, NY.  
1996-2002 Assistant Professor of Anthropology, St. John's University, Queens, NY.  
1994-1996 Visiting Assistant Professor of Anthropology, Grinnell College, Grinnell, IA.

### COMMUNITY PROFESSIONAL SERVICE

#### Binghamton University (Abridged)

- Chair, Binghamton University Food Pantry Advisory Committee
- Co-Convener, Food Justice Working Group, Project of the Human Rights Institute
- Steering Committee, Sustainable Communities Transdisciplinary Area of Excellence (TAE)
- Steering Committee, Binghamton 2 Degrees Climate Change Initiative
- Co-Convener, Native American and Indigenous Studies (NAIS) Working Group

#### Local/Regional/International (Abridged)

- Steering Committee, Broome County Food Council
- Member, Underserved Communities Working Group, Broome County Food Council
- Member, SUNY Food Pantry Sustainability Workgroup
- Member, Higher Education Institutions Food Security Initiatives Network, Partners for Campus-Community Engagement (PCCE)

## Resumé

- Member, American Anthropological Association Task Force on World Food Problems
- Research Consultant on International Food Security and Global Health Projects in partnership with Catholic Relief Services (Brazil, Zambia); US AID (Kenya); the University of Witwatersrand (South Africa), Vincentian Institute for Social Action (Ecuador, U.S.)
- Faculty Expert on Food Security and Sustainable Development for the Vatican's Permanent Observer Mission of the Holy See to the United Nations

### SELECTED PUBLICATIONS (since 2015)

- 2023 -*Transformations of Global Food Systems for Climate Change Resilience: Addressing Food Security, Nutrition, and Health*. Co-edited with Preety Gadhoke and Solomon H. Katz. CRC Press: Boca Raton, FL.
- 2022 -Attitude and Practice Correlates of Food Security Transition during COVID-19. *Annals of Epidemiology*. 75:84-84. [with Nadia Koyratty et al.]
- 2020 -A Tale of Two Cities During the COVID-19 Pandemic: Evaluating Food Insecurity in Chicago and New York City. *Journal of Racial and Ethnic Health Disparities*. 10(4):1703-1720. [with J. Mazzeo et al.]
- 2021 -A Multi-Site Analysis of the Prevalence of Food Security in the United States, before and during the COVID-19 Pandemic. *Current Developments in Nutrition*, Volume 5 (12):1-18. [with Meredith T Niles et al.]
- 2019 -*Minga*, participatory action, and social justice: Framing a decolonization process for principled experiential learning among Indigenous Shuar Communities in Amazonian Ecuador. *Journal of Experiential Education* 42(2):185-200. [with P. Gadhoke et al.]
- Health Consequences and Perceptions of Organic Food: A Synthesis of the Scientific Evidence. In *Organic Food, Farming, and Culture*, pp.191-201, edited by Janet Chrzan and Jacqueline A. Ricotta. New York: Bloomsbury. [with Preety Gadhoke]
- 2018 -Development and Validation of a Social Cognitive Theory-Based Assessment Tool and Implications for “Promoting Food Security and Healthy Lifestyles” in a Complex Urban Food Ecosystem. *Ecology of Food & Nutrition* 57 (4): 261-281. [with P. Gadhoke et al. ]
- Informing the Design of a Food Security and Public Health Nutrition Pilot Intervention for Clients of a Community-Based Organization Contending with Urban Poverty. *Journal of Hunger and Environmental Nutrition* 14 (5): 629-642. [with P. Gadhoke et al.]
- 2017 -Mapping Food Systems and Landscapes: GIS Methods for Nutritional Anthropology and Food Studies. In *Research Methods in the Anthropology of Food and Nutrition*, pp. 134-153, edited by John A. Brett and Janet Chrzan. Oxford, U.K.: Berghahn Books.
- Childhood, Food, and Health: Self-Expressions of Transition and Identity. *Neos: Journal of the Anthropology of Childhood and Youth* 9(2):10-12. [with P. Gadhoke]
- Food Insecurity and Health Disparity Synergisms: Reframing the Praxis of Anthropology and Public Health for Displaced Populations in the United States. In *Responses to Disasters and Climate Change: Understanding Vulnerability and Fostering Resilience*, pp. 129-138, edited by Michele L. Companion and Miriam S. Chaiken. Boca Raton, FL: CRC Press. [with Preety Gadhoke]
- Erasure of Indigenous Food Memories and (Re-) Imaginations. In *Food Cults: How Fads, Dogma, and Doctrine Influence Diet*, pp. 205-218, edited by Kima Cargill. Lanham, MD: Rowman & Littlefield. [with Preety Gadhoke]
- 2015 -Children in transition: Visual methods for capturing impressions of food landscapes, family, and life among homeless youth. *NEOS: Journal of the Anthropology of Childhood and Youth* 7 (2):8-9. [with P. Gadhoke]

### REFERENCES – Upon Request