

**CACHE BOARD OF DIRECTORS
BOARD MEETING MINUTES**

*Tuesday, November 19th, 2013
63 South Main St.
Board Room, 2nd Floor
Liberty, NY 12754*

Board of Director Meeting called to order at 8:13am by **Rosa Mason, Chairperson**.
The meeting was held at the following location; 63 South Main Street, 2ND Floor,
Liberty NY 12754.

Board Members Present:

Rosa Mason
Jesse Hinton
Anita Parkhurst
Esther Harris
Charles Olsen, Jr.
Anthony Valle

Board Members Absent:

Sister Kevin John Shields, OP

Others Present:

Gladys Walker, Executive Director of C.A.C.H.E
YuLing Tang-Brown, Acting Fiscal Officer
Josephine Finn, Attorney for C.A.C.H.E
Lynn Zeronda (via phone conference)-executive session

Documents distributed and reviewed during Board Meeting:

Exhibit A- Letter of Resignation from the Board of Directors from Sister Kevin John Shields, OP

Exhibit B- Special Board Meeting Minutes 10.22.2013

Exhibit C- Fiscal Package

C1-Acting Fiscal Officer's Summary Report of the Agency Wide Budget

Exhibit D- CACHE Executive Director Job Description (draft)

Exhibit E- Executive Directors Report

E1- CACHE Succession Plan as of 11.13.13 (draft)

E2- Agency Organizational Chart as of 11.14.13

Request to take agenda out of order by Chairperson, Rosa Mason. Motion moved by Sister Kevin John Shields, OP and 2nd by Anthony Valle. All Board Members approved (5/5). None opposed. Motion carried.

Community Concerns:

There were no community concerns.

Communications Received:

Letter of resignation from the CACHE Board of Directors received from Sister Kevin John Shields, OP. Resignation letter read aloud by the Secretary of the Board, Jesse Hinton. Rosa Mason entertained a motion to accept Sister Kevin John Shields, OP's letter of resignation from the CACHE Board of Directors. **Motion moved by Anita Parkhurst and 2nd by Anthony Valle. All Board Members approved. None opposed. Motion carried.**

Approval of Minutes: October 22nd, 2013

October 22nd, 2013 Board Meeting Minutes for reviewed by present Board Members. There were no issues or concerns noted within the minutes. Rosa Mason entertained motion to accept the meeting minutes. **Motion moved by Anita Parkhurst and 2nd by Esther Harris. All Board Members approved. None opposed. Motion carried.**

Presentation of Fiscal Package: Agency Wide Budget, Individual Department Budgets, Balance Sheet for period ending 10/31/2013, Line of Credit Reconciliation, C.A.C.H.E Tax Calendar 2013

Acting Fiscal Officer, YuLing Tang-Brown presented to the Board of Directors the Fiscal Package. Included within the Fiscal Package was the Treasurer's Report, which was provided by the Board treasurer, Esther Harris. Board member discussed current total income and total expenditures. Also discussed was the application for line of credit at First Niagara will be delayed processing. The following documentation has been requested; IRS 990, CHAR500 for 2012. Discussed amongst Board Members, CACHE Accountant has filed and received an extension to file the IRS 990 and CHAR500 (the extension will allow CACHE to file the *IRS 990 and **CHAR500 on or before February 15th, 2014). Extension has been filed due to CACHE Accountant asking for additional time to complete the records (Originally due 9.30.13).

Rosa Mason entertained motion to accept Presentation of Fiscal Package by Acting FO, YuLing Tang-Brown. **Motion moved by Charles Olsen, Jr. and 2nd by Anita Parkhurst. All Board Members approved. None opposed. Motion carried.**

**IRS990-The Federal Income Tax Report for Non-Profit Organizations*

***CHAR500-State Charitable Filing for Non-Profit Organizations*

New Business and Executive Session Held:

Chairperson of the Board, Rosa Mason, entertained motion to take the meeting agenda out of order to receive evaluation report of Fiscal Training for Acting Fiscal Officer from CFO for Hire, Lynn Zeronda via Conference call and within executive session. **Motion moved by Anita Parkhurst and 2nd by Anthony Valle. All Board Members approved. None opposed. Motion carried. Executive session held @8:45am.**

Fiscal Officer Position discussed along with Personnel considerations for the same position. Unemployment Insurance Appeal also discussed in reference to a past employee. Chairperson of the Board, Rosa Mason, entertained motion to come out of the executive session. **Motion moved by Jesse Hinton and 2nd by Charles Olden, Jr. All Board Members approved. None opposed. Motion carried. Executive session ended @9:30am.**

Nominating Committee- The following Board Members have volunteered to serve on the Nominating Committee; Anita Parkhurst and Anthony Valle. Board Chairperson, Rosa Mason, appointed both Anita Parkhurst and Anthony Valle to the Nominating Committee.

Committee Reports:

Personnel Committee-Committee unable to meet prior to Board Meeting. Anita Parkhurst, head of Personnel Committee, discussed amongst Board Members the qualifications needed/job description for applicants applying for the vacant position of Executive Director of CACHE. NYSCA continues to work with CACHE in determining the best criteria to meet with regards to obtaining the said position. Dialogue has been established to which it will be considered the combination of both education and direct work related experience in a leadership role. The next meeting, it is expected that the job description be determined and voted on for final approval.

Executive Director's Report (Exhibit E)

Gladys Walker, Executive Director of CACHE, discussed amongst Board Members the current Draft of the "Succession Plan" (exhibit E1) along with Organizational Chart (exhibit E2). Two Job descriptions regarding Executive Directors position have been forwarded via email to all Board Members for review. Twenty-one applications have been received for the position of Fiscal Officer. Rosa Mason entertained motion to accept Executive Directors Report by Gladys Walker. **Motion moved by Charles Olsen, Jr. and 2nd by Anita Parkhurst. All Board Members approved. None opposed. Motion carried.**

Old Business:

There was no old business discussed.

Other:

Board member, Charles Olsen, suggested to Board Members, that a special Board Meeting during the month of December be held to appoint an acting Executive Director of CACHE due to current Director's anticipated resignation effective 12am of

12.31.2013. It has been recommended by Gladys Walker that the Board of Directors consider appointing current Director of Family Development, Walter Stein to the role of Acting Executive Director of CACHE. Board Members have requested a copy of Walter Stein's résumé, to which it shall be provided in the next few days via email. Special meeting to be scheduled for Monday, December 16th @8am.

Motion to adjourn at 9:54am Moved by Charles Olsen Jr. and 2nd by Jesse Hinton.
Motion Carried.

Minutes taken by: Jesse L. Hinton, Secretary of the Board of Directors