

Minutes from Board of Directors Meeting December 11, 2008

The 4 pm meeting was held by phone conference call due to weather conditions. The following members participated: Joe Picco, Frank Comfort, Bill Ransom, Barbara Lester, Tom Shannon, Susan Storch, Robert Hogan, Lowell Coolidge and Marilyn Bok. A quorum was present. Dora McCarty, Leo Parchesky, and Deb Bastian were unable to participate.

Approval of Minutes: Tom Shannon moved the approval of the minutes of October 9, 2008 and the December Board report. It was seconded by Frank Comfort and carried.

Board Governance Issues: Action Items

- 1. New Contract Approval for Canton Area School District** – Marilyn stated she had forgotten to place this item on our last Board Agenda. Lowell Coolidge moved the approval of the contract establishing a Pass-Through Fund for the school activities of the Canton Area School District. It was seconded by Frank Comfort and carried.
- 2. Recommendations of the Finance/Investment Committee** –
 - a. Adoption of Fee Schedule for 2009** – Marilyn stated the recommendation of the F&I Committee was for no changes for 2009 fees except that the CFTT would now take a quarter of the total fee each quarter. This will help offset some of the cash-flow problems experienced by the CFTT in 2008. Susan Storch moved acceptance of the recommendation. It was seconded by Frank Comfort and carried.
 - b. Investment & Spending Policy Changes** – The following changes to the I&S Policies were recommended by the F&I Committee:
 - VII. Withdrawal Policy;
 - A. Withdrawals for Grant Making; #2 shall read:

“For the purpose of this formula, the asset base will be equal to a ~~three~~ four year moving average of quarterly market values, ending the third quarter of each year.” **NEW** “*No grants will be allocated from a fund that has slipped below the required minimum fund balance at the end of the third quarter unless the contract for the fund allows invasion of the principle for grant payouts.*”
 - B. Withdrawals for Operations
“The Board may use a percentage of the Foundation’s asset base for operations. The same conditions outlined above (2-4) in grant-making apply to operations. For purposes of applying the yearly administrative fee, the amount in each fund as of ~~December 1~~ September 30 each year will be used as the base on which to apply the fee. **NEW** - *No fees will be allocated from a fund that has slipped below the required minimum fund balance at the end of the third quarter of that fiscal year.* The yearly administrative fee levied by the CFTT on funds under its management will be withdrawn from the funds by December 31 of each year.”
 - Tom Shannon moved the Board accept the recommendation of the F&I Committee and amendment of the I&S policies. It was seconded by Lowell Coolidge and carried.
- c. Funds for Charitable Purposes for 2009** – Marilyn drew Board member’s attention to the 16 Quarter Calculations for Grant Allocations that showed which funds had dropped below their minimums as of 9/30/08 (Elizabeth Alamo, Bradford Co. Unrestricted, Spalding Memorial Library, and Tioga Point Museum). This was the date the Board agreed to use as their cutoff date for calculating grant payouts and admin fees levied. Susan Storch moved the Board accept the recommendation of the F&I Committee and award grants in 2009 to: \$638 from Ben Franklin Trust; \$695 from Carantouan Greenway; \$2,000 from Finkle Rosenberg; \$583 from Jordan Wilcox; \$354 from Sullivan Count Unrestricted; \$379 from CFTT Endowment; and \$2715 from AASD Academic Achievement. It was seconded by Barbara Lester and carried.
- d. Adoption of Budget for 2009** – Marilyn stated the F&I Committee was recommending a budget that was not balanced. To balance the budget they recommend under expenses deleting the administrative assistant position until funds for such a position become available. On the income side they recommended that the Board raise an additional \$11,200 to bring the budget in balance. Frank

Comfort moved the Board accept the recommendations of the F&I committee to bring the budget for 2009 in balance. It was seconded by Susan Storch and carried. Different ideas for raising these funds were suggested: soliciting the gas companies, approaching the local banks asking them to continue supporting the operating fund in addition to the capital campaign since a lot of people just substituted their donation to the capital campaign in place of the annual donation to the operating fund.

- 3. Meeting Dates for 2009** – The Board agreed on a motion by Tom Shannon, seconded by Bob Hogan and carried to continue meeting on the second Thursday of the month at 4 pm at the Foundation office for the months of Feb., April, June, August, October, and December. They also agreed to have a Board retreat in March and the annual meeting in May. A list of the dates, time of places of these meetings is attached to these minutes and made a part of them.
- 4. Adoption of Goals for 2009** – Marilyn presented a draft set of goals for 2009 which the Board made more explicit. Joe Picco moved the adoption of the amended goals. It was seconded by Bill Ransom and carried. A copy of the revised goals are attached and made part of these minutes.
- 5. Renewing COF Membership for 2009** – Susan Storch moved the CFTT join the COF for 2009. It was seconded by Bill Ransom and carried. Marilyn was instructed to pay our \$500 dues.
- 6. Authorize Sending Out Year-End Financial Statement for all Funds** – Marilyn stated that year-end statements on all funds need to be authorized. They would be accompanied by a cover letter containing an explanation of market performance for 2008. Tom Shannon moved the CFTT send out year-end financial statements. It was seconded by Joe Picco and carried.
- 7. Committee Assignments for 2009** – Marilyn stated she had made committee assignments for 2009 and all committee positions are filled. She stated if someone would like to change assignments with someone else from their county to please arrange the change and let her know about it.
- 8. Honoring Senator Madigan** – Marilyn reported she had called Arnie Kriner from Senator Madigan’s office but had not received a call back. She asked if another Board member would be willing to follow-up on this issue. Lowell Coolidge offered to follow-up with Arnie about starting a scholarship or some other kind of fund in Roger Madigan’s name to honor him on his retirement. It could be a scholarship for internships for government, political science, history, etc. majors.

DISCUSSION ITEMS – Board Governance Issues

- 1. Correspondence Report** – Frank stated that most of the information was generic and there was nothing he wanted to bring to the Board’s attention. Bob reported on the letter of thanks we received from the COF for renewing our membership for 2008. Joe Picco took the correspondence for February
- 2. Cleanup Issues** – Marilyn reported that Bob Hogan has the three forms he needs to complete and will have them in to her by the end of next week.
- 3. Update on Operating Fund Income for 2008** – Marilyn shared with the Board the downward trend in yearly operating funds over the last two years. She stated that donors had substituted their yearly operating fund donation for their capital campaign donation thus causing a lack of operating funds.

In 2008 the CFTT operating fund costs. Since the

	2005	2006	2007	2008
Operating Fund	\$9,318	\$18,211	\$8,629	\$7,661
Capital Campaign	\$0	\$0	\$8,561	\$16,013

had to use reserves to cover CFTT now has a

formal office its operating costs have gone up. The Board asked Marilyn to break out donations and funds by county.

- 4. Update on Capital Campaign for Operating Funds** – Bill Ransom reported there has been no new pledges since our last meeting. We have 31 pledges to date totaling \$46,110 or 15.4% of our goal. Payments to date amount to \$24,574. He once again asked for Board members help in obtaining pledges.
- 5. 2008 Profit & Loss, Balance Sheet, Accounts Receivable, Investments, Budget vs. Actual Income and Expenditures to Date** – The Profit and Loss Statement for all transactions since we started shows total income of \$809,783 and net ordinary income of \$729,467. For 2008 the total income was \$339,750 and net ordinary income was \$314,609. The Balance Sheet as of 12/4/08 showed total Current Assets of \$633,609

with \$62 in our C&N checking account, \$10,960 in our C&N operating fund savings account, \$74,480 in our C&N endowment fund account, \$241,720 in our Vanguard & American Endowment Accounts, \$15,389 in Vanguard Money Market Account, and \$250,659 in CDs. Accounts Receivable totaled \$21,536. Total Income received in 2008 was \$339,750. Operating expenses for 2008 total \$24,907. The Budget vs. Actual report shows that for 2008 to date we have raised 62.8% of budgeted operating income and spent 61.0% of budgeted expenses. The Board on a motion by Joe Picco moved we accept the reports as presented and filed them for audit. It was seconded by Bill Ransom and carried. Tom Shannon moved the payment of bills (VISA, Verizon, COF, WATS Broadcasting, and Chamber of Commerce). It was seconded by Susan Storch and carried. Marilyn reported the recommendation from the Finance/Investment Committee was to stay the course on investments.

Adjournment: The meeting adjourned at 5:10 pm.

Next Regular Meeting Date: Will be on Thursday, February 12, 2008 at CFTT Office, 104 W. Lockhart Street, Unit 2 starting at 4:00 pm.

Respectfully submitted as a true and accurate copy of the minutes of the December 11, 2008 Board meeting.

Joseph Picco, Secretary

Date

CFTT Board Meeting Dates for 2009

Date	Month	Day	Time	Location
12	February	Thursday	4 pm	CFTT Office
12	March	Thursday	4 pm	Retreat with dinner at the CFTT Office
9	April	Thursday	4 pm	CFTT Office
21	May	Thursday	8 am	6 th Annual Meeting Towanda Country Club
11	June	Thursday	4 pm	CFTT Office
13	August	Thursday	4 pm	CFTT Office
8	October	Thursday	4 pm	CFTT Office
10	December	Thursday	4 pm	CFTT Office

Goals for the CFTT for 2009

The five main areas of focus for the Board for 2009 are:

- 1. To become better known in the four counties by distributing brochures in all lawyers and accountants offices and CFTT's Annual Report in all libraries in the four counties*
- 2. To increase the operating income by \$12,000 over 2008's income*
- 3. To start a quarterly electronic newsletter*
- 4. To increase the amount of funds under management*
- 5. Obtain pledges for \$250,000 more in operating funds.*

These are other goals the Board set for itself for 2009:

1. Do a minimum of 12 news releases; distribute posters and some display boards in all four counties to become better known in our communities.
2. Grow the number of our endowment funds by 25%.
3. Continue developing relationships with professional advisors.
4. Continue using the results of our needs assessment to set grantmaking priorities for CFTT.
5. By December 31, 2009 have funds to hire a part-time Administrative Assistant.