



CLRC Board Meeting Agenda & Minutes

2:00 pm February 23, 2023

[ZOOM LINK](#)

Agenda

- Welcome
- Minutes from December 15, 2022 Meeting - page 2
- Financials through January 31, 2023
 - BOD Financials: Deposit Detail, Check Register, Credit Card Detail, Balance Sheet
 - Budget vs Actual - P&L's for Operating, HLSP and MISIP grants
- President's Report
- Committee Reports: *Education, Nominating, Planning & Review Committee, LRS Committee, Legislative Committee*
- Directors' Report
- Resolutions:
 - Remote Work
 - Board Management Plan
 - 360 Review
- Adjournment



Minutes from the 12/15/22 CLRC Board of Trustees Meeting (Zoom)

Attendance: Shay Foley, Kathryn Smith, Travis Olivera, Sam Berry-Sullivan, Nancy Howe, Marc Wildman, Kathleen Salsbury, Jieun Yeon, Scott Warren, Amanda Travis, Courtney Hicks, Rebecca McLain, Aileen Judd, Abigail Smith, Allison Comes

Excused absence: Rebecca Maguire

Meeting called to order at 2:02pm

Scott Warren moves to approve minutes from 10/25 special meeting of BOT ; seconded by Katheen Salsbury

Approval of October 25th Minutes

Treasurer's Report

Operating

- Cazenovia College has paid their dues, should we return them?
 - The dues are for the remainder of the fiscal year ending in the summer; - Cazenovia will be closing its doors after the fiscal year ends
 - If they request their dues back we will refund them

- Finance Committee flagged the CampusShip costs going over budget: - Finance Committee feels we can overspend in that line in the interest of keeping this service for members
 - Mid-York is willing to take on additional expenses to keep this service if necessary
 - CLRC is in talks with UPS who is willing to significantly reduce shipping rates: possibly of use in negotiations with CampusShip

- FinComm also flagged New Initiatives expenditure: we are halfway through the year, but have used almost all of the funds; likely to overspend on this line

Motion made to accept financials as presented by Rebecca McClain, seconded by Amanda Travis; So moved

President's Report



- Goal for 2023 to review and revise policies, procedures, BOT Bylaws; Call to create Planning and Review Committee to be charged with this
 - Volunteers: Kathryn Smith to be Chair
 - Members: Shay Foley , Travis Olivera, Nancy Howe
- Decision to keep members of P&R Board members since main charge is reviewing and revising the BOT Bylaws
- Marc Wildman and Fran Dingle working on current list of Committees and their charges - We will need a new Treasurer come 10/2023; purview of Nominating Committee

Resolutions:

1. WHEREAS the Board is aware that the workplace norms for on-site and remote work in our discipline are changing; and

- WHEREAS the Board is aware that clarity regarding the norms and requirements for remote work is essential for the well-being of organization and its employees; and - WHEREAS the Board is aware that remote work as an ADA accommodation is different from remote work due to an emergency, and also different from having a standing system of remote work, or ad hoc arrangements based on work duties; and - WHEREAS the CLRC bases decisions regarding workplace operations on what will best enable the workforce and Board to effect the different initiatives and goals in the Plan of Service;

- BE IT RESOLVED that the Board directs the Executive Director to prepare a recommended "CLRC Remote Work" policy based on the needs of the membership, the Plan of Service, and the workforce; and

- BE IT FURTHER RESOLVED that such recommended plan be accompanied by a short memo setting for the bases for the recommendations, and setting forth any budgetary or other considerations the Board will need to support to put the policy into effect; and

- BE IT FURTHER RESOLVED that such recommended plan also have a proposed "rollout announcement" so the Board can be assured the implementation will further the Board's goals for workforce relations;

Both to be submitted no later than January 30, 2023, so the Board may review and make decisions at the February 2023 meeting. In preparing said materials, the Executive Director may request feedback as needed from the Planning and Review Committee.

Motion to discuss by Travis Olivera; seconded by Courtney Hicks

Discussion

- Concern about WFH impacting insurance
- The staff will continue with current arrangement (WFM 2 days, in office 3 days) until Marc's



official policy is voted on by the Board in February

2. Resolution regarding organization of board materials

- WHEREAS the Board is keenly aware of its mandate to continually identify and serve the needs of its members; and
 - WHEREAS the Board wishes to ensure the trustees have assured and regular access to the materials needed to perform their fiduciary duties;
 - BE IT RESOLVED that the Executive Director shall identify and prepare a "Board Materials Management Plan" plan for the routine and assured update of:
 - List of current trustees and terms
 - Lists of current committees and committee charges
 - Draft Board minutes
 - Approved Board minutes
 - Board packets (agendas, reports, draft resolutions)
 - Committee materials (committee agendas, minutes, reports)
 - Plan of Service
 - Annual Reports
 - Budgets
 - Member surveys
 - Board routine task calendar (budget, annual report, Plan of Service assessments, audit, insurance review, annual confirmation of committee charges, officer election, committee appointments, nominations, trustee election, member updates, etc.)
- such Plan to include a) a recital of which position(s) have primary responsibility for the update of the posted materials; b) where the physical copies are organized and housed; c) any additional resources needed to effect the Plan.
- BE IT FURTHER RESOLVED that the Executive Director shall consult with the Executive Committee as needed, and in particular the Secretary, in developing this proposal, to be submitted for inclusion in the Board packet no later than February 10, 2023, so the Trustees may review and make decisions at the February 2023 meeting.

Kathryn Smith move, Nancy Howe seconded to begin discussion

Discussion:

- Marc indicated that a Board 'page' or portal will be created by Ryan, then maintained by Fran

Vote called: Resolution passed unanimously

3. Resolution regarding 360 review for Executive Director

- WHEREAS the Board is committed to providing the Executive Director with opportunities for professional development;



- BE IT RESOLVED that the Board shall undertake to set up a "360 Review" of the Executive Director, with the following scope:

The CLRC seeks a quote from a qualified human resources professional to administer and deliver a final copy of a "360 Review" of the organization's Executive Director. Qualified professionals will need to supply the contact information for CLRC to obtain recommendations from at least 2 other research- focused organizations, for whom similar work was performed. To submit, please send qualifications, proposal, and contact information for at least two recommendations to

Kathleen Salsbury ksalsbur@mwpai.edu; 315-797-0000 ext. 2228;
310 Genesee Street, Utica, NY 13502 by 12/30/2022

- A budget not to exceed \$2,000 is designated for this initiative.

- Quotes shall be sought in confidence by the Executive Committee, who shall select a qualified provider by February 15, 2023, with a goal of completion in time for the May 2023 Board meeting.

Kathleen Salsbury moves to discuss, Scott Warren second

Discussion:

- Marc raises CLRC staff concern over lack of feedback from Board members after some interviews with them
 - Kathleen clarifies that CLRC staff reached out of their own accord and the feedback was never solicited formally
 - Kathleen raises point that situations like this are within the purview of the Personnel Committee
 - Shay raises that there are procedures in the CLRC Employee Handbook for how to formally raise concerns and seek resolution

Vote to pass resolution is unanimous

- Vote to ask Marc to share the full report from OneGroup human resources company with the Board as soon as he receives it

Kathleen Salisbury moved, Second by Nancy Howe

Vote passes unanimously
MEMORANDUM:

TO: CLRC Board of Directors
FR: Sam Berry-Sullivan



DATE: December 15, 2022

In January 2023, the Planning and Review Committee will meet to clarify who is indicated by the terms member, members, and membership in the context of the CLRC Trustees' Bylaws. As defined in section III.2.B a "Voting Member" for purposes of approving the revised bylaws is a board member.

Board Meeting Schedule:

- Finance Committee will now meet at 9:30am instead of 10:30am; Fran will edit the meeting schedule document
- Fran will send Google Calendar Invites once the schedule is confirmed

Kathleen Salsbury moves to approve, Travis Olivera seconds

Vote to approve unanimous

Other Business:

- Board will discuss meeting format at February meeting
 - Need expressed for continued hybrid modality of meetings to accommodate far flung Board members
- Shay mentioned that having the CLRC offices in Syracuse is not a very central location for the membership, given that many of the members do not live or work near it - Marc said that moving the office to Utica would deter future CLRC staff recruitment

Adjourned at 3:25