

Point Vivian Park Association INC.

21088 Point Vivian Road
Alexandria, NY. 13607

**Board of Director's
Meeting Minutes
July 21, 2018**

July 21, 2018
Time: 4:00 PM

Location: Pavilion

Invocation & Pledge of Allegiance Richard Randall

I. Call to Order – Tim Westover, President & Chairman of the Board

Chair Westover called to order a regular scheduled meeting of the board of directors of the PVPA INC. He stated the date is July 21, 2018 and he call the meeting to order at 4:00 P.M.

II. Roll Call, and Quorum Established – Secretary Randall
Sec. Randall stated that we have at least 5 Directors in attendance, establishing a quorum.

III. Directors Attending & Directors Absent (By Sec. Randall)
Present: Directors, Westover, Randall, Kernan, Vaden, Pratt, Harris, & Hludzenski.
Absent: Directors Wittmeyer, and Beaulieu

Members in Attendance: Helen Johnson, Julie Reagan, Jen Vaden, and Nelson French.

Guests: none

IV. Adoption of the Agenda

Chair Westover stated that each Director has an agenda in front of them and asked them to review it. He then stated the meeting will be limited to 1-hour max and he plans on calling another board meeting for the 11th or 12th of August depending on Board member availability.

Chair Westover asked if the agenda needed any changes. He then made a motion to "accept the agenda without change."

Action Taken:

Motion to "accept the agenda without change" by Chair.
Seconded by Director Harris.

Vote taken and without objection the motion passed.

- V. ByLaw Section 7.07 Meetings of Board 6c – Time limits for speakers this BOD Meeting

Chair Westover stated that the members in attendance would not be given time to speakers for this meeting due to limited time. He stated he did plan for another board meeting for August 11th or 12th. He stated that should members wish to make requests of the Board, they come prepared with the request in writing. The Board has the option of considering or not. Chair Westover presented the following motion:

Action Taken

Motion:” members would not be able to speak at today’s meeting due to limited time.”

Second: Randall

Any Discussion by Board Members: No discussion

Motion: passed unanimously.

- VI. Approval of Previous Meeting(s)

Chair Westover asked if previous minutes need to be approved?

Former Sec. Kernan stated all previous minutes have been approved. He stated he just finished the Annual meeting minutes and would distribute them shortly as a draft.

Action Taken

No action required.

- VII. Reports

A. Executive Director

Chair – I would like to take a second to offer belated thank you to Roger Harris for his Presidency last year, Paul Czerwinski for his multiple tours of duty as a Director and Kelly Campbell for his Directorship terms. All have worked hard through trying times.

B. Finance Director – Director Kernan

Director Kernan reported that the review of the finances by Jada, for the past year are almost done and he will get the report to the board as soon as it is. All bills for dues are out by email with a request to confirm receiving the bill. If no response he will send paper copy though the mail. He asked about funds collected for the PVPA fund raiser, Chair Westover stated Director Beaulieu had the money and would get it to Director Kernan this week.

Action Taken: Director Kernan stated he would get together with Director Beaulieu.

C. Governance Committee Dick Randall – Report

Immediate work is on the proposed bylaw proposed changes. Copies of bylaws being amended, do not include TIC issues. He stated that several changes are member approved actions, like change of the fiscal year. Others are related to updated in the revitalization act of 2017. He stated, if time allowed he would discuss further bylaw issues before the end of the meeting.

VIII. Old Business

A. Corporate Office- Chair Westover stated he will discuss with legal issues.

B. Records report – Sec. Randall introduced the proposal and asked the Board to look at the records report to be given out at the end. The Chair wants this discussed at the next meeting where he would like to have a motion to adopt the proposal. The report titled “**Notice to board members for next board meeting**” – **Record Retention Project.**” was passed out at the end of the meeting.

Action Taken: Board members to review and be prepared to discuss and vote on record retention project at next meeting.

C. Pavilion Use Policy –Director Westover stated he will discuss with legal issues.

IX. New Business

a. Ethics Forms Signature Confirmation – Sec. Randall stated all ethics forms have been signed. He said he would like the board to review an attached form for approval based on the new guidelines of the revitalization act to be discussed at the next meeting.

Action Taken: Board members to review new form to sign and approve/disapprove the use.

Chair Westover asked for board members to list key dates that actions need to be completed by, so we do not miss deadlines.

Action Taken: Directors asked to comply with his request by next mtg.

Director Westover then read from the listed items on the Basic Guidelines for the 2018-2019 Board of Directors report and briefly discussed the items on the sheet.

Action Taken: Chair. Westover asked the board to read the report and to get back to him if they concur.

b. Comments on President’s 7-18-218 MTG with MRT, Westover, Harris and Randall met with Joe Russell. Memo for Record to be published with Meeting Minutes. (handout) Mr. Westover read and discussed the report this report in detail.

- X. Business for next meetings.
 - a. Committee Reports delayed to Aug 11 or 12 2018 BOD MTG
 - b. Realignment Recommendations – delayed to Aug 11 or 12 2018 BOD MTG
 - c. Status of meeting with Director Beaulieu and Treasurer Kernan on fund raiser money to be turned over Treasurer Kernan.
 - d. Discussion and vote on record retention project.
 - e. Approve or disapprove new ethics and conflict of interest signature form.
 - f. Listing of key dates to meet deadlines.
 - g. Feedback to Dir. Westover on reports passed out at the end of meeting.
- XI. Comments from Board Members - no action taken or needed.
- XII. Announcements – Point Vivian Apparel Sale Fund Raiser– Tom Kernan – Patty Ferrante Project Leader –
Action Taken: Secretary Randall to send out information to all members. Short time frame for forms to be returned with orders is July 28.
- XIII. Adjournment
Adjourned at 4:58 PM

Next Board meeting date August 11 or 12, 2018

Reports passed out to Director's at end of meeting:

- Basic Guidelines for the 2018-2019 BOD's.
- Comments on President's 7-18-2018 MTG with MRT to be published with Meeting Minutes.
- Copy of Point Vivian News April 2018
- Annual Conflict of Interest Statement
- Review new Director and Officer Annual Conflict of Interest Statement (proposed) (if approved, sign at meeting)