

**CLARENCE SENIOR CITIZENS, INC.**

**4600 THOMPSON ROAD**

**CLARENCE, NY 14031**

**REGULAR BOARD MEETING**

**Date: October 8, 2009**

**Meeting called to order at 9:00 am by Chair Bill Westley.**

**ROLL CALL**

PRESENT: Jim Blum, Tony Bylewski, Jackie Carpenter, Paul Corbelli (in 10:30am), Mary Anne Kermis, Norm Kirchner, Roselle LaBruna, Edna Scherf (out 10:45am), Neil Struebing, Janet Vito, Bill Westley, Darrell Young.

Executive Director: Karla Madrid

Town Board Liaison: Bernie Kolber (in at 10:30am)

Excused: Maryl Bedenko, Bob Hoag, Pat Schanzer.

**PLEDGE OF ALLEGIANCE** - Mission Statement - Janet Vito

**SECRETARY'S REPORT**- Jim Blum

**Special Rule of Order**- Covering Minutes Procedure distributed in Board packet and is on file in the office.

**Minutes of June 11** - Changes and rationale for other items reviewed. Motion to approve 6/11/2009 minutes draft #3 as presented made by Blum. Second by Kermis. Motion carried unanimously.

**Minutes of September 10** - Changes and rationale for other items reviewed. Motion to include "copy on file" and dates for items submitted made by Vito. Second by Bylewski. Ayes 7 (Bylewski, Carpenter, Kermis, Kirchner, LaBruna, Scherf, Vito), Nays 3 (Blum, Struebing, Young). Motion carried.

Motion to discuss Executive Session minutes in Executive Session made by Vito. Second by Carpenter. Voting aye 5 (Bylewski, Carpenter, Kirchner, Scherf, Vito), Voting nay 5 (Blum, Kermis, LaBruna, Struebing, Young). Chair votes nay. Motion denied.

Motion to approve minutes of 9/10/2009 with changes voted made by Blum. Second by Young. Ayes 5 (Blum, Kermis, LaBruna, Struebing, Young), nays 5 (Bylewski, Carpenter, Kirchner, Scherf, Vito). Chair Westley votes aye. Motion carried.

Held Board Minutes - April and May will be brought through the new procedure.

Comment by Board member Vito that May meeting draft shows April approved. Sort out when processed.

See also "Matters for the Record" attached.

**TREASURER'S REPORT - Darrell Young**

Report received and referred for audit.

**CHAIRPERSON'S REPORT - Bill Westley**

**Nominating Committee** - Announces appointment by Executive Committee of Mary Anne Kermis as Chair of Nominating Committee.

**Board Christmas Luncheon** - Friday, December 11 @ Brookfield. Time to be determined by return time from BPO concert.

**Grant Request** - Defibrillator is being requested of E & W G Foundation. Board approval needed. Motion to approve the Executive Director requesting grant funds for defibrillators from E & W G Foundation made by Vito. Second by Bylewski. Motion carried unanimously.

**EXECUTIVE DIRECTOR'S REPORT - Karla Madrid** COF 10/08/2009

**As of 09/30/2009** - paid members 1,115; total van mileage 80,652.

**Month of September** - new members 15; total attendance 2,201, meals served 1,633, van riders 256; van miles 1,690.

**Office Associate** - Joyce DePronio has been hired as part time Office Associate.

**Dash's Tape Saver Program** - Check for \$350 received 10/05/2009.

**Disaster Emergency Shelter** - Need volunteers. Dave Bissonette, Town Disaster Coordinator, will be here early evening of November 9 to give orientation and refresher for volunteers.

**Adopt a Highway** - Need volunteers early on Saturday, November 07 to pick up along Thompson Road from Main to Greiner. Supplies will be at the Center.

**Computer Needs** - Staff report provided to Planning Committee. Added some extra ram for running FundEZ.

**Harvest Ball** - October 24, 2009. Sign up today!

**TOWN BOARD LIAISON REPORT - Bernie Kolber.**

**Parking Lot Seal Coating** - Still in plan for this year. Have been unable to do because of rain.

**Meal on Wheels Sidewalk** - Parks will try to repair two sections of sidewalk.

**Town Budget Process** - Town revenue has been down. Causes difficulty with the budget.

**Adopt a Highway Sign** - Talk to Town Highway.

**Parking Lot Exit Apron** - County may come back to improve the aprons later.

## COMMITTEE REPORTS

**MEMBERSHIP** - Pat Schanzer

COF 9/22/2009

Request to approve suggestions for publishing was referred back for more information..  
Board member comment requesting status of revision to tri-fold brochure.

**NOMINATING** - Mary Anne Kermis. No report.

**LEGISLATION & BY-LAWS** - Tony Bylewski

Draft COF 9/30/2009

Committee Chair offered detailed comments based on Committee meeting and discussions with attorney Palmer.

**Members Vote on Board Officers** - Attorney Palmer has concerns. Feels it is inappropriate for members to vote on Board officers. Normally Board votes on own officers.

**Vetting New Board Members** - Need to re-establish bridge for exchanging CSC Board candidate applications with Town.

**By-laws** - Attorney feels that the format of the original by-laws are better than the current.

**Operating Documents** - Discussion on issues going back to original 1985 documents. Finally consensus to refer the matter back to the L & B Committee to develop what we want to go to the Town about. Committee chair may discuss situation with the Town Attorney in developing what we want to talk to the Town about.

**PERSONNEL** - Neil Struebing

COF 9/01/2009

**Objectives** - Reviewed and several in process.

**Administrative Manual** - Review of changes proposed related to last year involving removal of Personnel Section due to approval of separate Personnel Policy Manual, addition of Volunteer Job Descriptions section with previously approved Volunteer Coordinator position description, and addition of section covering the approved Policy on Job Openings  
Proposed revision to eliminate requirement for Board approval of non resident hires in the Items That Apply to all Staff Members section since it is covered in the new Job Opening policy.  
Minor revisions in Operating Policies and renumbering due to changes.  
Motion to refer the matter back to the Committee and bring a complete Administrative Manual to the Board by Vito. Second by Carpenter.  
Voting Aye 1 (Vito), Voting nay 9 (Blum, Bylewski, Carpenter, Kermis, Kirchner, La Bruna, Scherf, Struebing, Young). Motion denied.

Motion to approve the proposed changes to the Administrative Manual made by the Committee.  
Voting aye 7 (Blum, Bylewski, Carpenter, Kermis, Kirchner, Struebing, Young), voting nay 0, voting abstain 3 (LaBruna, Scherf, Vito). Motion carried.

**Employment Application** - Motion to eliminate "for disparagement, defamation, slander or libel" from the Applicant's Statement of the Employment application made by the Committee.  
Motion carried unanimously.

**Non Resident Hiring** - Bookkeeper - Motion to approve hiring non resident Bookkeeper made by Vito. Second by Carpenter. Motion carried unanimously.

**Job Descriptions** - Motion to approve updates to four job descriptions made by Committee. Jobs are Bookkeeper, Program Coordinator, Program Associate, and Office Manager. Discussion on minimum qualifications and Program Associate qualifications and duties. voting aye 5 ( Blum, Carpenter, Kermis, Struebing, Young), voting nay 5 (Bylewski, Kirchner, LaBruna, Scherf, Vito), Voting abstain 1 (Corbelli). Chair votes aye. Motion carried.

**Job Opening Policy** - Motion to discuss Job Opening Policy and revisit hiring of Program Coordinator made by Vito. Second by Corbelli. Discussion on policy procedures being appropriately followed. Voting aye 3 (Carpenter, Corbelli, Vito), Voting nay 6 (Blum, Bylewski, Kermis, Kirchner, Struebing, Young), voting abstain 1 (LaBruna) Motion denied. (to revisit policy for hiring of Program Coordinator)

**“Discussion Excerpts” (from Janet Vito Matters for the Record)**

Janet Vito - Decision made by E.D., Personnel Chair, and Chair of the Board and that is not following what should have been done. Everything was not properly brought to the board and the board did not have the opportunity to review 5 candidates to make an informative decision.

Paul Corbelli - What is up right now is that we did not look at those applicants at all - **Motion is to re-discuss - is that what I am doing? -**

**Chair - yes, OK -**

Paul Corbelli - it seems that we did not receive, anyone on the board here, received or looked at any of the applications - that is the thing that is missing - Sure there was a vote on the final thing, but skipped part of the procedure - is this going to be a continual thing where we keep skipping? **The issue is the procedure was not followed.**

Janet Vito - The board is to review - we did this for the hiring of the previous E.D. and Program Coordinator and that is the policy - and - we have an Executive Committee, some board members who have bypassed the protocol and cannot do that to the board.

Edna Scherf - questioned the policy - read policy ...per bylaws

Janet Vito - clarified - very similar to policy for E.D. to hire staff - **procedures were not followed to give the board the opportunity to do their due diligence and a decision was made on hiring the Program Coordinator and the position was not filled appropriately.**

**PLANNING** - Jim Blum

COF 9/24/2009

**Computer Systems** - Staff offered needs to the Planning Committee. Should Planning Committee follow up on an external audit of both office and member computer systems as well as overall network?

Motion to request the Planning committee to develop a specification for an external audit of both office and member computer systems made by Blum. Second by Bylewski.

Motion carried unanimously.

**PROGRAMS/PUBLICITY** - Edna Scherf No report.

**FINANCE** - Maryl Bedenko            No report.

**MEMBERSHIP COMMENTS ON AGENDA ITEMS (3 minute maximum, 30 minute total)**

Ruth Haas - What Administrative Manual are you working to?

Rosemond Ruhland - Did you put scarecrows in the hollow?  
- You should get out information about the contest.

**OLD BUSINESS**

**Board Governance** - Board member Bylewski reviewed the principles that were included with the Board packet. Board members are requested to review them, become self educated, and submit questions and feedback. Comment requesting comparison with past Board training information.

**Performance Evaluation Committee** - Board member commented previous Board minutes note the evaluation was due in June. Discussion regarding schedule followed by review of plan by Chair. Board to review in December and PEC Committee to review with Executive Director after Board approval.

**NEW BUSINESS**

None -

**GOOD OF THE CENTER (1 minute maximum, 15 minute total)**

Violet Oldenski - Would like to compliment Karla on use of the Town Youth van.  
I suggest you get together on a firm reciprocal agreement with them.

Tony Bylewski - Would like to recognize Violet Oldenski for her positive letter to the Clarence Bee.

Janet Vito - Would also recognize Violet Oldenski's letter in the Silver Streak.

Paul Corbelli - Would like to see thank you letters sent to volunteers, especially those on blood pressure and Larry Vito on band exercise.

**EXECUTIVE SESSION** - Motion to go into Executive Session to consider work history of a specific employee under 105(1f) at 11:15 am by Vito. Second by Carpenter.  
Ayes 5 ( Bylewski, Carpenter, Corbelli, LaBruna, Vito), Nays 5 ( Blum, Kermis, Kirchner, Struebing, Young). Chair Westley votes nay.  
Motion denied.

**ADJOURNMENT** - Motion to adjourn at 11:18 am by Young. Second by Struebing.  
Motion approved by unanimous consent.

**Next Meeting** - November 12, 2009

Jim Blum, Secretary