Meeting Minutes

MetroParks Foundation
Date: March 5, 2024
Prepared by: Thomas H. Sanborn, *Secretary*
Signature: ______________________________

I. Call to Order *(Mark Wenick, President)*

A. Mark called the meeting to order at approximately 2:00 pm.
B. Roll Call:
- ☑ Mark Wenick, President
- ☑ Thomas H. Sanborn, Secretary
- ☑ Cynthia Wollet, Treasurer
- ☐ Jamie Dietz, Board Member
- ☑ Ted Schmidt, Board Member
- ☑ Lee Frey, Board Member
- ☑ Jeff Harvey, Board Member

II. Approval of Meeting Minutes

A. A motion to approve the 12-05-23 meeting minutes as prepared was made by Lee. The motion was seconded by Jeff. There was no additional discussion. The following vote:
- In favor: Mark <u>aye</u>; Tom <u>aye</u>; Cindy <u>aye;</u> Ted <u>aye;</u> Lee <u>aye</u>; Jeff <u>aye</u>;
- Against: none.
- Motion Passed

Mark suspended the agenda and identified that the election of officers needed to take place at this meeting. Mark opened the floor for motions and/or nominations. A motion to keep Mark Wenick as President, Thomas Sanborn as Secretary and Cynthia Wollet as Treasurer was made by Ted. The motion was seconded by Lee. There was no additional discussion. The following vote:
- In favor: Mark <u>aye</u>; Tom <u>aye</u>; Cindy <u>aye;</u> Ted <u>aye;</u> Lee <u>aye</u>; Jeff <u>aye</u>;
- Against: none.
- Motion Passed

III. Treasurers Report *(Cindy Wollet, Treasurer)*

A. Cindy provided a review of the financial statements that included a copy of the January 2024 PNC Financial Statements for both the short term and endowment fund being provided to all. Aaron identified that due to the meetings of the Foundation happening on the first Tuesday of the month, the most current financial reports will continue to not be available. Aaron recommended that the Board consider moving the date of the meetings to the second Tuesday of the corresponding month. Ted asked if the meeting time could also be moved to 2:30 pm. Aaron further recommended that the first meeting of the calendar year or the “annual meeting” be conducted in February as opposed to March, with the balance of the meetings to continue to take place in June, September and December. The new schedule is as outlined below:
- Annual Meeting: Second Tuesday in February @ 2:30 pm at MCMP Conference Room
- Quarterly Meeting: Second Tuesdays in June, September and December @ 2:30 pm at MCMP Conference Room

B. Chris presented and requested approval of payment for invoices received to date from Brouse McDowell totaling $5,913.00. A copy of a February 5, 2024 invoice was provided to all. A motion to approve payment of the invoices was made by Ted. The motion was seconded by Lee. The following vote:
- In favor: Mark <u>aye</u>; Tom <u>aye</u>; Cindy <u>aye;</u> Ted <u>aye;</u> Lee <u>aye</u>; Jeff <u>aye</u>;
- Against: none.
- Motion Passed

C. Chris presented and requested approval of payment for invoices received to date from HBK totaling $4,600.00. A copy of a January 31, 2024 invoice was provided to all. A motion to approve payment of a not to exceed amount of $4,600.00 was made by Cindy. The motion was

seconded by Ted. Discussion ensued about the past due amounts noted on the invoice. Mark noted that all previously approved invoices had been authorized to be paid. Mark asked Chris to follow up with PNC to confirm what had been paid to date. The following vote:
- In favor: Mark aye; Tom aye; Cindy aye; Ted aye; Lee aye; Jeff aye;
- Against: none.
- Motion Passed

D. Chris presented and requested approval of payment for invoices received to date for insurance premiums from Summit Lake Shore Insurance Agency for Directors & Officers Liability insurance totaling $492.00. A copy of the invoice dated February 21, 2024 was provided to all. A motion to approve payment of the invoices was made by Lee. The motion was seconded by Ted. The following vote:
- In favor: Mark aye; Tom aye; Cindy aye; Ted aye; Lee aye; Jeff aye;
- Against: none.
- Motion Passed

E. Cindy presented and requested approval of a reimbursement request for invoices received and paid by the MetroParks for services provided by vendors to the Foundation totaling $1,425.16. A copy of the March 5, 2024 reimbursement summary was provided to all. A motion to approve payment of the invoices was made by Ted. The motion was seconded by Lee. The following vote:
- In favor: Mark aye; Tom aye; Cindy aye; Ted aye; Lee aye; Jeff aye;
- Against: none.
- Motion Passed

F. Cindy presented and requested approval of a reimbursement request for invoices received and paid by Chris Litton for services provided by vendors to the Foundation totaling $268.75. A copy of the March 5, 2024 reimbursement summary was provided to all. A motion to approve payment of the invoices was made by Jeff. The motion was seconded by Tom. The following vote:
- In favor: Mark aye; Tom aye; Cindy aye; Ted aye; Lee aye; Jeff aye;
- Against: none.
- Motion Passed

G. Chris provided an update on PNC's Credit Card Authorization and Check Authorization Protocols. Mark indicated that both he and Cindy have been identified as signers on the check authorization protocol.

H. Chris provided a summary of funds raised since 2022 from paid parking at the Farm during the Canfield Fair and where those funds have been deposited. In 2022, $28,315 was raised and deposited in the General sub-account within the Short Term Account. In 2023, $30,650 was raised and deposited in the Foundation Checking Account. Aaron requested that the Board approve the creation of a Farm sub-account under the Short Term Account and move/transfer the noted balances and any accrued interest into the newly created sub-account. A motion to create the Farm sub-account under the Short Term Fund Account and to transfer board designated funds including $28,315 and accrued interest from the General sub-account and $30,650 from the PNC Checking Account into the newly created Farm sub-account under the Short Term Fund Account was made by Ted. The motion was seconded by Lee. The following vote:
- In favor: Mark aye; Tom aye; Cindy aye; Ted aye; Lee aye; Jeff aye;
- Against: none.
- Motion Passed

IV. MetroParks Executive Director Report *(Aaron Young)*

A. Aaron shared that the 2023 Annual Report was on the MetroParks website along with a copy of the presentation on the 2024 Capital Improvements.

B. Aaron presented and requested approval of the Rose Garden Endowment Annual Distribution request. Mark identified the value of the request at $9,520.21 and is for the ongoing maintenance, improvement and perpetual care of the Joanne F. Beeghly Rose Garden. A motion to approve the request was made by Ted. The motion was seconded by Cindy. The following vote:
   - In favor: Mark aye; Tom aye; Cindy aye; Ted aye; Lee aye; Jeff aye;
   - Against: none.
   - Motion Passed

C. Aaron presented and requested approval of the Golf Course Endowment Annual Distribution request. Mark identified the value of the request at $17,470.58 and is for the redevelopment of the indoor training facility located in the upstairs of the Fieldhouse. A motion to approve the request was made by Jeff. The motion was seconded by Lee. The following vote:
   - In favor: Mark aye; Tom aye; Cindy aye; Ted aye; Lee aye; Jeff aye;
   - Against: none.
   - Motion Passed

D. Aaron presented and requested approval of the Lanterman's Mill Endowment Annual Distribution request. Mark identified the value of the request at $10,117.94 and is for the ongoing maintenance, improvement and perpetual care of Lanterman's Mill. A motion to approve the request was made by Ted. The motion was seconded by Lee. The following vote:
   - In favor: Mark aye; Tom aye; Cindy aye; Ted aye; Lee aye; Jeff aye;
   - Against: none.
   - Motion Passed

E. Aaron presented and requested approval of the Park Bench Short Term Fund funding request. Aaron identified that the request is for $8,700.00 and will be used to purchase 10 benches for installation within the MetroParks. These benches can then be sold for naming rights to donors. A motion to approve the request was made by Lee. The motion was seconded by Cindy. The following vote:
   - In favor: Mark aye; Tom aye; Cindy aye; Ted aye; Lee aye; Jeff aye;
   - Against: none.
   - Motion Passed

F. Aaron presented and requested approval of the General Short Term Fund funding request. Aaron identified that the request is for $25,249.79 that was provided by an anonymous donor for improvements to trails open to equestrians at Vickers Nature Preserve. A motion to approve the request was made by Lee. The motion was seconded by Jeff. The following vote:
   - In favor: Mark aye; Tom aye; Cindy aye; Ted aye; Lee aye; Jeff aye;
   - Against: none.
   - Motion Passed

V. MetroParks Development Director Report *(Chris Litton)*

A. Chris provided a brief update on the status of the Children's Garden Campaign and further shared that a request for financial support in the amount of $2.3 million is to be submitted to Senator Sherrod Browns office. Chris will be traveling to Washington D.C. in the next few weeks to share and support the request.

B. Chris shared that the Annual Development Plan had been approved by the Board of Park Commissioners and provided a copy to all in attendance. Chris also shared some background information on the determination that the Foundation is exempt from State registration in both California and Ohio due to the sole purpose of the Foundation being that of supporting a governmental entity.

C. Chris provided a brief update on the current status of online giving. The majority of donations the last month have come from online gifts with those gifts being deposited in the PNC Checking account. Discussion ensued as to the schedule of when those funds should be distributed to their final donor driven sub-accounts. Chris will communicate with PNC on the requirements of determining that schedule.

VI. MetroParks Board President Report

A. Lee shared that the challenges that the MetroParks is currently facing are not new and that they have not impacted giving. Lee shared that the MetroParks is currently looking at ways to improve our public relations and image through use of our website, social media and local media in the promotion of positives within the MetroParks.

VII. Unfinished Business

A. Cindy provided an update on the responses to the 2023-2025 Audit RFP. A summary of the proposals that were received was provided to all. Cohen & Company submitted the lowest proposal at $16,500 for the 2023 audit, $16,500 for the 2024 audit and $16,500 (+) minor cost of living adjustment for the 2025 audit. A motion to accept the proposal from Cohen & Company for audit services for 2023 to 2025 was made by Ted. The motion was seconded by Tom. The following vote:
   - In favor: Mark aye; Tom aye; Cindy aye; Ted aye; Lee aye; Jeff aye;
   - Against: none.
   - Motion Passed

B. Aaron shared a few thoughts on the Foundation restructuring and the impacts the new structure might have on the daily functionality of the Foundation. Mark shared that his recent conversations with Brouse McDowell indicated that we are still several months away from being able to schedule a hearing with the probate court and that we are still waiting on our new IRS designation. Mark recommended that we consult Brouse McDowell on the details of our new functionality in preparation for the change.

VIII. Next Meeting

A. Quarterly Meetings: 2nd Tuesday of the Month @ 2:30 pm in Administration Building
   - **Annual Meeting February of each Year**
   - **March 5, 2024**
   - **June 11, 2024**
   - **September 10, 2024**
   - **December 10, 2024**

B. Annual Report to be provided to the MCMP Board in December of each year.

IX. Adjournment

A. A motion to adjourn at approximately 3:38 pm was made by Lee, Seconded by Jeff. There was no further discussion. The following vote:
   - In favor: Mark aye; Tom aye; Cindy aye; Ted aye; Lee aye; Jeff aye;
   - Against: none.
   - Motion Passed