Meeting Minutes

MetroParks Foundation
Meeting Date: September 10, 2024
Approved by: Mark Wenick, President

Signature: ______________________________

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

A. Mark called the meeting to order at approximately 2:30 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 06-11-24 meeting minutes as prepared was made by Jamie. The motion was seconded by Cindy. Mark requested that the Board Member listing document be updated to reflect Tom Sanborn's new term. The following vote:
- In favor: Mark aye; Cindy aye; Jamie aye; Ted aye; Jeff aye
- Against: none.
- Motion Passed

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

A. Cindy provided a review of the financial statements for both the short term and endowment funds that included a copy of the July 2024 PNC Financial Statements being provided to all. PNC will provide a more detailed version of the recap schedule behind the distribution columns.

B. Mark noted that on each fund summary, fee expenses get appropriated to each sub-account. Mark asked if the Board wanted to change the current methodology regarding payment of these fees which has been for the payment for 100% of the fees to come out of the general fund. A change could be done to require payment of the fees on the basis of each sub-account. A motion to allocate payment of fees associated with general operations expenses upon the balances of the respective funds retroactive to January 1, 2024 was made by Jamie. The motion was seconded by Ted. Board members agreed that this method was a more appropriate method to allocate fees to the correct sub-accounts. The following vote:
- In favor: Mark aye; Cindy aye; Jamie aye; Ted aye; Jeff aye;
- Against: none.
- Motion Passed

C. Cindy presented and requested approval of payment for invoices received to date from Brouse McDowell totaling $1,707.00. A copy of an August 8, 2024 invoice inclusive of a past due invoice dated July 8, 2024 was provided to all. A motion to approve payment of the invoices was made by Jamie. The motion was seconded by Jeff. There was no additional discussion. The following vote:
- In favor: Mark aye; Cindy aye; Jamie aye; Ted aye; Jeff aye;
- Against: none.
- Motion Passed

D. Cindy presented and requested approval of payment for invoices received to date from HBK totaling $425.00. A copy of a July 31, 2024 invoice was provided to all. A motion to approve payment of the invoices was made by Ted. The motion was seconded by Jamie. There was no additional discussion. The following vote:

- In favor: Mark aye; Cindy aye; Jamie aye; Ted aye; Jeff aye;
- Against: none.
- Motion Passed

E. Cindy presented and requested approval of payment for invoices received to date from Cohen & Co. totaling $9,700.00. A copy of an August 30, 2024 invoice and an April 30, 2024 was provided to all. Discussion continued regarding the changes in estimated fees from Cohen that refelected the changes in audit details required by the State who conducts the MetroParks audit. Future audits should not require as much work now that the first one has been completed under Cohen. A motion to approve payment of the invoices was made by Ted. There was no additional discussion. The motion was seconded by Jamie. The following vote:
- In favor: Mark aye; Cindy aye; Jamie aye; Ted aye; Jeff aye;
- Against: none.
- Motion Passed

F. Cindy presented and requested approval of payment for invoices received to date from Noble Creatures Cask House totaling $1,737.57. A copy of an August 25, 2024 invoice was provided to all. Ticket sales for the event brought in $4,360.00 and after expenses resulted in $2,622.43 in profit. A motion to approve payment of the invoices was made by Jamie. The motion was seconded by Jeff. There was no additional discussion. The following vote:
- In favor: Mark aye; Cindy aye; Jamie aye; Ted aye; Jeff aye;
- Against: none.
- Motion Passed

G. Cindy presented and requested approval of a reimbursement to Chris Litton for payment of invoices received to date from Kristen Leigh Photography totaling $556.50. A copy of a July 19, 2024 invoice was provided to all. A motion to approve payment of the invoices was made by Jamie. The motion was seconded by Ted. There was no additional discussion. The following vote:
- In favor: Mark aye; Cindy aye; Jamie aye; Ted aye; Jeff aye;
- Against: none.
- Motion Passed

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

A. Aaron asked the Board their thoughts on how to proceed with managing the annual endowment funding requests related to land acquisition. Aaron stated that the goal is to be able to move faster on potential land acquisitions and he questioned if the annual endowment funding requests could be made with the funds being deposited into the short-term land preservation accounts. An example is the Andrews Endowment where a funding request has not been made since 2021. Ted suggested that we request Myra at PNC create carryover sub-accounts for the Land Preservation Endowments that would allow us to track the annual requests that were not spent in the year requested. Ted also suggested that the Board create a policy that mirrors the MetroParks policy that authorizes Aaron to negotiate land acquisitions giving consideration to the availability and use of these funds during negotiations. Mark stated that he will talk with Myra about creating these carryover sub-accounts. All agreed with Aaron's desire to become more nimble and better able to address future land acquisitions in a timely manner.

B. Aaron provided an update on the donation of real estate from donors Robert Fox Sr. and Kristine Fox. The donation includes a residence and several out buildings/garages on approximately 40.475 acres in Canfield Township with addresses of 3915, 3945 & 3645 S. Canfield-Niles Road, Canfield, Ohio 44406. The donors have indicated that the appraisal is complete. A copy has not yet been received by the MetroParks. Aaron engaged Commerce Title to do a title search and he indicated that work is still pending. Discussion continued on the best methods of accepting of the property, the need to insure the property and the methods of which are available to then resell the property. Jamie indicated that he has a working relationship with the donors and would reach out to them to discuss their thoughts on moving forward. Aaron indicated that once the property is received it is to be sold with the financial proceeds going towards the Children's Garden Campaign. In return for the donation, naming rights will be given to the Donor who have choses the name of The Anthony J. Fox Family Foundation Children's Garden. Aaron requested that the Board approve the acceptance of the donation. A motion to accept the property donation was made by Ted. The motion was seconded by Jeff. There was no additional discussion. The following vote:

- In favor: Mark aye; Cindy aye; Jamie aye; Ted aye; Jeff aye;
- Against: none.
- Motion Passed

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

A. Chris provided a brief update on the Children's Garden Campaign. In addition to the previously discussed land donation, the campaign is the beneficiary of a $75,000 gift through the CFMV. Ted asked who has provided the largest gift to the campaign and not including the land donation, it would be the $250,000 contingency pledge from the Youngstown Foundation.

B. Chirs provided a brief recap of the Mill Creek Micro Fest Fundraiser that was held at Noble Creatures Cask House. As previously noted and discussed, ticket sales for the event brought in $4,360.00 and after expenses resulted in $2,622.43 in profit.

C. Chris shared that the charged parking for visitors to the Canfield Fair brought in $31,348.18.

VI. MetroParks Board President Report

A. Jeff spoke due to Lee's absence and provided a brief update on the recent court case regarding the Save the Deer group's requested removal of Board members. A final decision is still pending.

B. Jamie commented about his discussions with a client/donor who ran into Jeff at VNP who had nothing but good things to say about their encounter as well as their experience with the MetroParks.

VII. Unfinished Business

A. Cindy provided a brief review of the draft 2023 Audit with a copy being provided to all. Cindy suggested that Cohen come to the December meeting to formally present the audit. A switch from a modified cash basis to a GAAP basis occurred for 2023 which resulted in some of the increase in fee from Cohen. There were a few challenges regarding a pledge donation over time and how it was reported but a second review was able to address the challenges with a result that was satisfactory to all involved. PNC helped to tie down the values and support Cohen's work. Additional internal oversight and controls were recommended in the audit as the Foundation moves forward. Mark requested that the Board accept the draft audit figures for 2023. A motion to accept the draft audit figures for 2023 was made by Ted. The motion was seconded by Jamie. There was no additional discussion. The following vote:

- In favor: Mark aye; Cindy aye; Jamie aye; Ted aye; Jeff aye;
- Against: none.
- Motion Passed

VIII. New Business

A. Mark presented a transfer request from the checking account to the Farm Short Term Fund in the amount of $61,753.18 which is for the parking proceeds during the Canfield Fair for the years

2023 & 2024. A motion to approve the transfer request was made by Jamie. The motion was seconded by Ted. There was no additional discussion. The following vote:

- In favor: Mark aye; Cindy aye; Jamie aye; Ted aye; Jeff aye;
- Against: none.
- Motion Passed

IX. 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.

X. Adjournment

A. A motion to adjourn at approximately 4:13 pm was made by Jamie, Seconded by Jeff. There was no further discussion. The following vote:
- In favor: Mark aye; Tom aye; Cindy aye; Jamie aye; Ted aye;
- Against: none.
- Motion Passed