

Port Chester Carver Center

Minutes of the Meeting

Wednesday, June 5, 2024

Present:	<i>Yvette Hammel, Amy Fisch, Eileen Cheigh Nakamura, John Callaghan, Laura Iverson, Edouard Metrailler, Felipe Orozco, Jill Maitland, Stephen O'Connor, John Overbay, Bill Furber, Daniel Sarmiento, Kelly Shaw, Scott Gottdiener, Michelle Weiss, Alisa Holland, Jackie Emmet, Erica Fritsche, Robert Kaplan, Jim Howland (remote)</i>	
Excused/Absent (A)	<i>John Overbay, Kelly Shaw, Molly Mahoney, Bryant Romano</i>	
Staff:	<i>Anne Bradner, Colleen Kane, Daniel Bonnet</i>	
SUBJECT	DISCUSSION	OUTCOME
Call to Order	Yvette Hammel , President, called the Carver Board meeting to order at 7:00 p.m.	
Welcome	Yvette welcomed the Board and briefly went through the meeting agenda.	
Consent Agenda Items	Stephen O'Connor , Secretary, reviewed that a proposed amendment to Carver's By-Laws to update Carver's mission statement to reflect the new mission statement previously approved by the Board during the strategic planning process had been circulated to all Directors in advance of the meeting. Stephen then asked for a motion to approve the consent agenda, consisting of approval of the May 8, 2024 Board Minutes and the amended By-Laws.	The motion to approve the consent agenda was approved unanimously by all Board members present.
Approval of Meeting Minutes	A motion for approval of the consent agenda was duly made and seconded.	
CEO Report	Anne Bradner , Executive Director, provided a brief update. Anne began her remarks by thanking the Scholarship Committee and updated the Board on the May 17 th celebration for the scholarship recipients and their families. Anne noted the reception was well attended with all scholarship recipients present. Anne reviewed progress on implementing various aspects of the Strategic Plan and updated the Board on planned areas of focus in the upcoming quarter, including on expanding the aquatics program, reviewing the endowment and working towards adopting a DEI policy. Anne also reported on a potential partnership with Westchester Community College on a smart scholar program to expose high school students to computer science and earn college credits.	

	<p>Anne discussed potential options for facilities updates to the parking lot and lower roof. Anne noted Carver was in the process of obtaining independent bids for work and would evaluate those bids compared to the possibility of obtaining a Westchester County grant of \$250,000 towards a project estimated by the county to cost \$700,000.</p> <p>Anne reviewed Carver’s progress in working with the Port Chester School District in providing comprehensive after school programming for the upcoming year and the different funding sources that were being pursued to subsidize the cost of the program for participating families.</p>	
<p>Advancement Update</p>	<p>Colleen Kane, Chief Advancement Officer, provided an update.</p> <p>Colleen reported that Carver had exceeded its fundraising goals for the fiscal year. Colleen reviewed progress on advancement-related items in Carver’s Strategic Plan, including areas of potential growth for fundraising, expanding the donor base and enhancing Carver’s communication strategy.</p> <p>Anne reviewed the growth in government grants received by Carver and the need to continue building out Carver’s infrastructure to complete the associated reporting.</p> <p>Anne noted the date for Carver’s annual gala for the upcoming year had been set for April 5, 2025.</p>	
<p>Treasurer’s Report</p>	<p>Eileen Cheigh Nakamura, Treasurer, provided an update.</p> <p>Eileen reviewed Carver’s FY 23 – 24 unaudited projected results against the budget and noted Carver had an excess of over \$900,000 in income over budgeted expectations. Eileen provided the board with guidance on how FY 23 -24 results were informing their FY 24 – 25 budgeting process. Eileen explained that the FY 24 -25 budget was not yet ready to be presented and updated the Board on the process of reviewing with MMJ certain practices related to recognizing revenue associated with government grants. Eileen appraised the Board that she would continue working with the finance committee, Anne and MMJ to complete the budget process.</p> <p>Eileen presented the terms for renewing Carver’s \$500,000 letter of credit (the “Letter of Credit”) with Tompkins Community Bank. Eileen noted she viewed it as prudent for Carver to renew the Letter of Credit and Board discussion ensued.</p>	<p>The motion to approve the renewing the Letter of</p>

	<p>Stephen O’Connor, Secretary, asked for a motion to approve renewing the Letter of Credit.</p> <p>A motion for approval was duly made and seconded.</p> <p>Eileen presented a request for approval of a one-time expense of approximately \$18,650 for engaging Right Click Solutions to improve Carver’s IT infrastructure. Eileen reviewed the need for the proposed system improvements, including expanding Carver’s network capacity, upgrading Carver’s firewall solution to better mitigate cybersecurity risk and cleaning up the network rack. Eileen noted that as an unbudgeted expense in excess of \$10,000, Board approval would be required to proceed.</p> <p>Stephen O’Connor, Secretary, asked for a motion to approve incurring the one-time expense to improve Carver’s IT infrastructure.</p> <p>A motion for approval was duly made and seconded.</p>	<p>Credit was approved unanimously by all Board members present.</p> <p>The motion to approve the one-time expense for improving Carver’s IT infrastructure was approved unanimously by all Board members present.</p>
<p>Executive Session</p>	<p>All non-Board members left the meeting.</p> <p>Yvette Hammel, President, reviewed the results of the CEO Performance and Compensation Review with the Board and discussion ensued.</p> <p>Stephen O’Connor, Secretary, asked for a motion to approve the suggested CEO compensation package.</p> <p>A motion for approval was duly made and seconded.</p> <p>Jackie Emmet, Nominating Committee, reviewed the recommended slate of candidates to be elected for the Board for their first term as well as the current directors standing for re-election for their second and third terms, as applicable (the “Board Slate”). Jackie also reviewed the proposed election of John Callaghan as Vice President.</p>	<p>The motion to approve the CEO compensation package was approved unanimously by all Board members present.</p>

	<p>Stephen O'Connor, Secretary, asked for a motion to approve the election of the Board Slate to two-year Board terms and John Callaghan as Vice President for a two-year term.</p> <p>A motion for approval was duly made and seconded.</p>	<p>The motion to approve the election of the Board Slate and John Callaghan was approved unanimously by all Board members present.</p>
<p>Adjournment</p>	<p>The meeting was adjourned by Yvette Hammel at 8:30 p.m.</p>	