

**CACHE BOARD OF DIRECTORS  
SPECIAL BOARD MEETING MINUTES**

*Wednesday, December 18th, 2013*

*63 South Main St.*

*Board Room, 2<sup>nd</sup> Floor*

*Liberty, NY 12754*

Board of Director Meeting called to order at **8:31am** by **Rosa Mason, Chairperson.**

The meeting was held at the following location; 63 South Main Street, 2<sup>ND</sup> Floor,  
Liberty NY 12754.

**Board Members Present:**

Rosa Mason

Jesse Hinton

Anita Parkhurst

Charles Olsen, Jr.

Anthony Valle

**Board Members Absent:**

Esther Harris

**Others Present:**

Gladys Walker, Executive Director of C.A.C.H.E

Demi Cruz

**Documents distributed and reviewed during Board Meeting:**

*Exhibit A- Succession Plan Draft (December 18<sup>th</sup>, 2013 revision)*

*Exhibit B-C.A.C.H.E., Inc. Executive Director's Job Description*

*Request to take agenda out of order by Chairperson, Rosa Mason. Motion moved by Charles Olsen Jr. and 2<sup>nd</sup> by Anthony Valle. All Board Members approved. None opposed. Motion carried. Agenda taken out of order @8:42am*

**Approve Acting Executive Director: Walter Stein**

Board Members reviewed and discussed Walter Stein's Résumé attached within Draft Succession Plan (also emailed to Board of Directors after the conclusion of November's scheduled Board Meeting). There were no concerns noted during the discussion and review of résumé provided. Gladys Walker provided additional information regarding Walter Stein's responsibilities that was not included within résumé. Board members acknowledged that Walter Stein went above and beyond his current job description while enhancing and improving community relationships. Chairperson Rosa Mason entertained a motion to approve Walter Stein as Acting Executive Director of C.A.C.H.E. Inc, effective 12:01am January 1<sup>st</sup>, 2014 (ending term of current Executive Director, Gladys Walker). **Motion moved by Charles Olsen Jr, and 2<sup>nd</sup> by Anthony Valle. All Board Members approved. None opposed. Motion carried.**

**Draft Succession Plan (Exhibit A):**

Hard copy of Draft Succession Plan provided to attending Board Members. Draft Succession Plan was also emailed to all Board Members prior to Special Meeting. Draft presented by Gladys Walker to Board Members. The following was discussed at length regarding the Draft Succession Plan; *Succession Plan in Event of a Short-Term Vacancy in the Position of Executive Director* and *Succession Plan in the Event of a Permanent Change in Executive Director* (Outline of Draft Succession Plan). Board Members discussed various alternatives relating to these two areas of the Draft Succession Plan (in regards to the Acting Executive Directors Position and Acting Fiscal Officer). Acting Executive Director's salary was also discussed and determined (Walter's current salary was discussed as determining the Acting Executive Directors salary. The entry level salary of the Executive Director will be established at a later date (contingent on the final outcome of the Board's decision to appoint Executive Director of C.A.C.H.E.)

Under the Authority and Compensation of Acting Executive Director of the Draft Succession Plan, the following revisions were made and will be reflected in Final Succession Plan; line to be deleted- "*The Acting Executive Director will be offered a temporary salary increase to the entry level salary of the executive director*". Headline will also reflect the following change; Authority of the Acting Executive Director. The following Draft revisions were proposed by Board Members; Board Oversight- "*concerns and comments from Board Members will be articulated through the Board Chairperson*". Draft revisions will be reflected in Final Succession Plan.

Under the Recruitment of Permanent Executive Director, Board Members discussed the possibility of exceeding the date proposed (three months of appointing the Acting Executive Director of C.A.C.E.) in selecting the Executive Director for C.A.C.H.E. Gladys Walker reviewed with the Board of Directors the following attachments of the Draft Succession Plan; Information and Contact Inventory, Agency Organization Charts (2-reflective of an Executive Director and without an Executive Director) and C.A.C.H.E. Insurance (contained in Book Format). Under Facilities Information, deeds for Safe Dwelling and Donated home (56 Lincoln Pl.) added along with Vehicles (assets).

Chairperson Rosa Mason entertained a motion to approve the Succession Plan with the modifications discussed during Special Board Meeting with the agreement that Gladys Walker will follow up in obtaining signatures needed after final revisions are made and reflected within the Succession Plan. **Motion moved by Anita Parkhurst, and 2<sup>nd</sup> by Anthony Valle. All Board Members approved. None opposed. Motion carried.**

Chairperson Rosa Mason entertained a motion to approve the Acting Executive Director at an interim salary of \$50,000.00 as discussed and agreed on by Board Members. **Motion moved by Anita Parkhurst, and 2<sup>nd</sup> by Anthony Valle. All Board Members approved. None opposed. Motion carried.**

**Approve signers of CACHE Checks (Acting Exec. Director, Acting Fiscal Officer, & Officers of the Board):**

Chairperson Rosa Mason entertained a motion to accept the following authorization of The C.A.C.H.E. Board of Directors in allowing 2 of the following 8 signers for each check; Executive Director, Acting Executive Director, Fiscal Officer, Acting Fiscal Officer, Board Chairperson, Board Secretary, Board Vice Chairperson, and Board Treasurer. **Motion moved by Charles Olsen Jr, and 2<sup>nd</sup> by Anthony Valle. All Board Members approved. None opposed. Motion carried.**

**Any and other such business to ensure a smooth transition pending final approval of the new Executive Director: Job Description of Executive Director of C.A.C.H.E**

**(Exhibit B)**

Board Members discussed Executive Director's job description in regards to education requirements (college credits/degrees) and or experience in related field. The following revisions were recommended to reflect the final Job Description to be advertised;

*Bachelor's Degree in Business or Public Administration or related field. Five years of executive leadership experience in a non-profit including a track record of effectively leading a performance and outcome based organization and staff.*

*Associate's Degree in Business or Public Administration or related field. Five years of executive leadership experience in a non-profit including a track record of effectively leading a performance and outcome based organization and staff.*

*Working toward a degree with at least ten years of executive leadership experience in a non-profit including a track record of effectively leading a performance and outcome based organization and staff.* Chairperson Rosa Mason entertained a motion to approve the C.A.C.H.E. Executive Director's Job Description as amended. **Motion moved by Charles Olsen Jr, and 2<sup>nd</sup> by Anthony Valle. All Board Members approved. None opposed. Motion carried.**

Chairperson of Personnel Committee will have advertisement generated and prepared for public view by January 1<sup>st</sup>, 2014.

\*Let it be known that Board Secretary was excused from Special Meeting @9:50am

Motion to adjourn at 10:31am Moved by Charles Olsen Jr. and 2<sup>nd</sup> by Anthony Valle.  
Motion Carried.

**Minutes taken by: Jesse L. Hinton, Secretary of the Board of Directors**