

BINGHAMTON AUXILIARY SERVICES CORPORATION

Board of Directors Annual Meeting

Friday, March 4, 2022 at 12:00 p.m.
Couper Administration Building Room 148

Agenda

1. Call to Order (Lerman) and Roll Call (Bennett)
2. Public Comment Period (Pursuant to NPC § 605 and Public Officers Law §§ 100–111) (Lerman)
3. Board Member Comment Period (Lerman)
4. Action Item: Approval of Minutes of December 3, 2021 Meeting (Bennett)
5. Action Item: Approval of January 31, 2022 Financial Report (Bennett)
6. Information Item: Director's Report (Ellison)
7. Adjournment (Lerman)

Public Instructions on Addressing the Binghamton Auxiliary Services Corporation Board of Directors: Members of the public are welcome to address agenda items that come before standing and special meetings of the Board. Comments should pertain to the agenda or Corporation-related matters and not to specific issues that are the subject of collective bargaining, individual grievances or appeals, or litigation. Written comments are also welcome and will be distributed to the members of the Board. The purpose of public comments is to provide information to the Board, and not to evoke an exchange with Board members. Questions that Board members may have resulting from public comments will be referred to appropriate staff for response. In fairness to all speakers who wish to speak, and to allow the Board to hear from as many speakers as possible, while at the same time conducting the public business of their meetings within the time available, the President of the Board will determine and announce reasonable restrictions upon the time for each speaker, and may ask multiple speakers on the same topic to limit their presentations. In most instances, speakers will be limited to no more than three minutes. The totality of time allotted for public comment at the board meeting will be 30 minutes, and speakers will be scheduled for appropriate time in accord with the numbers upon sign up. Speakers are requested to make the best use of the public comment opportunity and to follow the rules established.

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Board of Directors Annual Meeting

Friday, March 4, 2022 at 12:00 p.m.
Couper Administration Building Room 148

Agenda (Revised)

1. Call to Order (Lerman) and Roll Call (Bennett)
2. Public Comment Period (Pursuant to NPC § 605 and Public Officers Law §§ 100–111) (Lerman)
3. Board Member Comment Period (Lerman)
4. Action Item: Approval of Minutes of December 3, 2021 Meeting (Bennett)
5. Action Item: Approval of January 31, 2022 Financial Report (Bennett)
6. Action Item: Approval of Formation of LLC (Ellison)
6. Information Item: Director's Report (Ellison)
7. Adjournment (Lerman)

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Board of Directors Meeting Minutes - Approved 4/29/22

Friday, March 4, 2022 at 12:00 p.m.
Couper Administration Building Room 148

Call to Order: President Tara Lerman called the meeting to order at 12:02pm

Roll Call: Darcy Fauci, Tara Lerman, Deanne Ellison, Jesse Wheeler, Rachel Turner, David Hatami, Chris Wright, Ashley Teeter, Janice Bennett.

Public Comment Period: Deanne introduced Paola Mignone, Assistant Vice President of Residential Experiences and Auxiliaries.

Board Member Comment Period: none

Approval of December 3, 2021 Meeting Minutes: Moved by David Hatami, seconded by Rachel Turner, to approve minutes, motion carried.

Approval of January 31, 2022 Financial Report: Janice Bennett reported that we are on track with our financials. Moved by Jesse Wheeler, seconded by Darcy Fauci, to accept the report, motion carried.

Approval of Formation of LLC: Deanne explained that we had been asked by the University to run the Binghamton Tennis Center which is in the process of being purchased through the Binghamton University Foundation. With the loss of the tennis courts over the next year BASC to the baseball stadium project the tennis team needs a new home. The BASC intends to maintain the tennis center as a membership facility while also housing the Binghamton University tennis team. Deanne further explained that she was seeking the approval of the board to set-up an LLC to insulate the BASC and the University from liability with the BTC. The LLC authorizes and empowers the BASC Executive Director or his or her designee to negotiate, finalize, execute, deliver and modify as is necessary, advisable, and prudent, all contracts, agreements, orders and documents pertaining to the maintenance and operation of the business, facility and programs therein. And that the BASC Executive Director and each of the officers of the Corporation is authorized, empowered and directed to take all such action on behalf of the Corporation as they may deem necessary, appropriate, or advisable to carry out the intent and purposes of the operation of the center. Moved by David Hatami, seconded by Jesse Wheeler, to approve the formation of an LLC for the Binghamton Tennis Center, motion carried.

Director's Report: Deanne reported that the banking contract would be up for RFP in 2023. She will start to prepare that paperwork for the RFP in the coming months.

Adjournment: Moved by Tara Lerman. Meeting adjourned at 12:24 pm

Respectfully submitted by: Janice Bennett, Treasurer & Secretary