

**THE WAGNALLS MEMORIAL FOUNDATION  
BOARD OF DIRECTOR'S REGULAR MEETING  
MONDAY, FEBRUARY 22, 2010**

The Board of Directors held a regular meeting on Monday, February 22, 2010 at 7:00 p.m. with the following board members present: Mr. Jared J. McGill, Chairman; Mr. David L. Wynkoop, Vice-Chairman; Ms. Theresa M. Krooner, Secretary/Treasurer; Mr. William B. Weimer, Mrs. Carol D. Middaugh, Ms. Amy L. Kruse and Mr. Kenneth E. Ellinger. Mr. John H. Rogers was absent. Ms. M. Ellen Gruber, Executive Director, and Mrs. Sandra K. Hall, Accountant, also were present.

Chairman McGill called the meeting to order at 7:00 p.m. while silent attendance was taken by Mrs. Hall. Chairman McGill then opened the meeting by leading with the Pledge of Allegiance.

**MINUTES AND FINANCIAL REPORTS:**

The Board reviewed the minutes for the January 25 regular meeting. Ms. Gruber noted that she had consulted with the Insurance Agent, per the Board's request, regarding the Memorandum of Understanding with the Bloom-Carroll School and that he had recommended a hold harmless clause that was added to the final endorsed Memorandum of Understanding attached to the minutes. Mr. Wynkoop motioned, seconded by Mr. Ellinger, to accept the minutes. The motion passed.

The Board then reviewed the Investment and Cash Projection Summary Reports as of 02/22/10, the Monthly Portfolio Gain/Loss Report as of 01/31/10, the January Financial Statements as prepared by Mr. Craig Howell, CPA, the January Check Register and bank reconciliations for the Foundation. There was discussion regarding the non-activity in the Theatre Checking Account and it was decided to close that account. Mr. Wynkoop then motioned, seconded by Mr. Weimer, to close the Theatre Checking Account and transfer the balance to the Foundation's Operating Account. The motion passed. Ms. Krooner then motioned, seconded by Mrs. Middaugh, to accept the Financial Reports and the Bank Reconciliations. The motion passed. The Board then reviewed a Cashflow Statement prepared by Mrs. Hall projecting cash needs through 12/31/10.

The Board then reviewed the 2010 Contributions to Date report as of 02/22/10. Ms. Gruber noted that more contributions have been received in 2010 compared to the same time period in 2009. Mr. Wynkoop then motioned, seconded by Mrs. Middaugh, to accept the Contributions. The motion passed.

**LIBRARY:**

The Board then reviewed the January and February PLF distributions, and a Tax Distribution report from the Ohio Department of Taxation showing that the January distribution was 15.8% lower than January 2009 and the February distribution was 23.08% lower than February 2009 with a YTD decrease of 19.77%. There was discussion regarding ways to raise additional funds.

The Board then reviewed the January Library Bank Reconciliations. Mr. Wynkoop then motioned, seconded by Ms. Kruse, to approve the Library Bank Reconciliations. The motion passed.

The Board then reviewed the January Statistical Report with Ms. Gruber noting that the numbers were up compared to December but that the December numbers were down due to the Christmas furlough.

**OLD BUSINESS:**

The Board then reviewed the year-end letter from Fairfield National Bank, investment managers for the Anton Just Trust, and a report prepared by Mrs. Hall showing the income and expenses from the conception in 1993 through 12/31/09. Mrs. Hall briefly updated the new members of the Board on the Trust's history.

**NEW BUSINESS:**

The Board discussed the 85<sup>th</sup> anniversary campaign with Ms. Gruber noting that a meeting was scheduled on Thursday morning for any Board Members interested in attending.

Ms. Gruber reported on some Library Staff changes. She reported that Elise Stone, longtime cataloger, had announced her retirement and that Linda Burgess would like to assume the cataloging position. She also reported that Molly Stek had been promoted to Patron Services Manager. The Board then reviewed the resume of Kelli Deskins who was filling the vacancy in the Juvenile Library.

The Board then reviewed the November and December 2009 Volunteer Service Hours report and the January Room Reservation Report.

There was discussion regarding moving the March meeting date since Ms. Gruber will be out of town the week of March 15, and it was decided to change the meeting to Monday, March 29.

There was discussion regarding potential Board Candidates and whether there should be a nominating committee and more formal procedures to obtain Board Members.

With that, the meeting was adjourned at 8:40 p.m.

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Sandra K. Hall, Recording Secretary

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Jared J. McGill, Chairman

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Theresa M. Krooner, Secretary/Treasurer