

**THE WAGNALLS MEMORIAL FOUNDATION
BOARD OF DIRECTOR'S MEETING
WEDNESDAY, MAY 25, 2005**

The Board of Directors held a regular meeting on Wednesday, May 25, 2005, at 7:00 p.m. with the following board members present: Mr. David L. Wynkoop, Mr. Nathan A. Kingery, Mrs. Nancy E. Fisher, Mr. John H. Rogers, Mr. Russell A. Osborn, Ms. Deblin Jennings, Mr. Darryl Meadows, and Mr. George Sheehan. Mr. James L. Long was absent. Other attendees were Mr. Carl Spencer, Executive Director, and Mrs. Sandra Hall, Assistant Director.

By 7:15 p.m., with the Chairman not present yet and the Vice-Chairman having been excused for his honeymoon, Mr. Kingery, Secretary/Treasurer, called the meeting to order. Silent attendance was taken by Mrs. Hall.

MINUTES AND FINANCIAL STATEMENTS:

The minutes for the April 25 Public meeting were reviewed. Mr. Sheehan motioned, seconded by Ms. Jennings, to approve the minutes as submitted. Motion passed.

The minutes for the April 29 Special Action Without a Meeting were reviewed. Mr. Sheehan motioned, seconded by Mr. Rogers, to approve the minutes as submitted. Motion passed.

The Board then reviewed the April Bank/Portfolio Report and Draft Statement of Activities. Ms. Jennings motioned, seconded by Mr. Osborn, to approve the Bank/Portfolio Report and Bank Register as printed. Motion passed.

The Board then reviewed the April Report of Gifts and Contributions. After a brief discussion, Mr. Osborn motioned, seconded by Mr. Sheehan, to accept the Report of Gifts and Contributions. Motion passed.

REPORTS/ACTION ITEMS:

At 7:30 p.m., Chairman Wynkoop entered and took charge of the meeting. Mrs. Fisher then joined the meeting at 7:40 p.m. Mr. Spencer updated the Board on the status of the Stone City 5K to be held that Saturday, May 28. Mr. Spencer then reported on handout #25 "Budget Planning" and noted that he had incorporated suggestions from the Finance Team in compiling this report. Mr. Spencer then reported on handout #13 "A Sample Steering Committee Organization Chart" and noted that this could be used as a template to develop a chart for Wagnalls. The Board then discussed at length the immediate need to do Fundraising and made some suggestions as to how this could be implemented. Mr. Rogers then presented information on TIFS, which could be an option for long-term Fundraising. After some discussion regarding this option, Mr. Osborn motioned, seconded by Ms. Jennings, to give Mr. Rogers discretionary authority to check into the possibility of Wagnalls being able to participate in TIFS.

There was discussion regarding the possibility of the Marketing Team (now called the Marketing & Events Team) to have a Progressive Dinner, possibly as a kickoff for a Fundraising Campaign. The Board recommended that the Progressive Dinner not be scheduled before the Fall. Mr. Sheehan volunteered to be the Chairman of the Development Team, and Mr. Wynkoop, as Board Chairman, volunteered to be a member of this Team. There was discussion regarding having a Calendar for the Board to access to keep track of meetings and events. Mr. Sheehan volunteered to setup a Hotmail account and send the access information to the Board.

Mr. Spencer informed the Board that he had received a resignation letter from a staff member and he was given approval to fill this position. He then distributed the Children's Theatre Schedule and Class Registration Form, while Mr. Sheehan briefly updated the Board on the Theatre meeting held the night before on May 24. Mr. Spencer updated the Board on the Lithopolis Area Marketing Association (LAMA) meeting on May 17.

REPORTS/ACTION ITEMS: (continued)

Mr. Spencer then reviewed the proposal submitted by Industrial Appraisal to do a full appraisal on the building and contents. Mr. Kingery motioned, seconded by Mr. Sheehan, to approve the Industrial Appraisal agreement quote of \$2,780.00 and the \$250.00 to obtain an electronic copy of the appraisal. After some discussion, it was decided not to have the Fine Art appraised due to an additional fee. Motion passed.

Mr. Spencer then informed the Board that a Wagnalls owned residence at the rear of the parking lot would be vacant in June since the current tenant was moving. There was discussion regarding the value of this property. Mr. Spencer then asked each Board Member to provide information on themselves within the next two weeks to be included in the next Newsletter, and distributed handout #22 that contained some sample biographies. He then reported on the need to replace the doors on the front of the Community Building. After some discussion regarding this, due to the lateness of the hour and the need to move on to more pressing issues, Chairman Wynkoop tabled this item. Mr. Kingery excused himself at 9:00 p.m. due to another meeting.

Ms. Jennings presented information on the Golf Outing to be held on September 25. She will inform Mrs. Hall of the date of the next Marketing & Events meeting as soon as it is scheduled. Mrs. Hall reminded the Board to delegate a contact person for each Team to let her know when meetings are scheduled. Mr. Spencer stated that the Scholarship deadline was that Saturday, and then the Scholarship Team would be meeting.

Mrs. Fisher then reported that the Library Board had approved the Library Personnel Policy at the last meeting and that the Foundation Board now needed to approve it. Mrs. Hall had distributed copies for each Board Member to review. She had also provided information regarding various options for the accrued sick time. After some discussion regarding these various options, Chairman Wynkoop asked the Board to keep in mind while reviewing the proposed Policy that the Foundation, also, might be adopting it. Mrs. Hall asked the Board to contact her if they had any questions regarding the accrued sick time options.

OTHER BUSINESS:

Mr. Spencer then presented information on various issues, including an application for the Board Member opening, document shredding, a display system installed in the Museum using grant money from Wal-Mart, and the switch to another company for security that reduced the rates that Wagnalls was paying.

Mrs. Fisher reported that the Library Board had approved the proposed By-Laws at the last Library Board meeting, and that the Foundation Board now needed to approve them. After reviewing the proposed revisions, Mr. Rogers motioned, seconded by Ms. Jennings, to approve the revised Library Board By-Laws. Motion passed.

There was some discussion regarding signage in front of the Library proposed by Chuck Wolcott, and the need to charge admission for the upcoming 05/06 Travelogue Series.

With that, Mr. Osborn made a motion to adjourn the meeting, seconded by Mr. Sheehan. Motion passed. Meeting adjourned at 10:05 p.m.

Sandra K. Hall, Recording Secretary

David L. Wynkoop, Chairman

Nathan A. Kingery, Secretary/Treasurer