

**THE WAGNALLS MEMORIAL FOUNDATION  
BOARD OF DIRECTOR'S MEETING  
WEDNESDAY, JULY 13, 2005**

The Board of Directors held a regular meeting on Wednesday, July 13, 2005, at 7:00 p.m. with the following board members present: Mr. James L. Long, Mr. Nathan A. Kingery, Mrs. Nancy E. Fisher, Mr. John H. Rogers, Mr. Russell A. Osborn, Ms. Deblin Jennings, and Mr. George Sheehan. Mr. David L. Wynkoop was absent. Other attendees were Mr. Carl Spencer, Executive Director, and Mrs. Sandra Hall, Assistant Director. Guest attending was Sandi Plinke, Library Clerk/Treasurer.

Due to the Chairman's absence, Mr. Long, Vice-Chairman, called the meeting to order at 7:10 p.m. Silent attendance was taken by Mrs. Hall.

**MINUTES AND FINANCIAL STATEMENTS:**

The minutes for the May 25 meeting were reviewed. Ms. Jennings motioned, seconded by Mrs. Fisher, to approve the minutes as submitted. Motion passed.

The Board then reviewed the May Bank Register/Portfolio Report. Mr. Sheehan motioned, seconded by Mr. Rogers, to approve the Bank/Portfolio Report and Bank Register as printed. Motion passed.

The Board then reviewed the June Bank Register/Portfolio Report. After a brief discussion, Mrs. Fisher motioned, seconded by Mr. Sheehan, to approve the Bank/Portfolio Report and Bank Register as printed. Motion passed.

**REPORTS/ACTION ITEMS:**

After a brief discussion regarding the necessity for the Board to adopt a Bank resolution to authorize Mr. Long, Vice-Chairman, along with Mr. Wynkoop, Chairman, Mr. Kingery, Secretary/Treasurer, and Mr. Spencer, Executive Director, to sign checks on the Foundation's checking accounts. Mr. Sheehan motioned, seconded by Ms. Jennings, to adopt this resolution, a copy of which has been made a permanent part of these minutes. Motion passed.

After a brief discussion regarding the necessity to have a checking account for the Theatre Company, Mr. Sheehan motioned, seconded by Mr. Rogers, to authorize Mrs. Hall to proceed in opening up a checking account for the Wagnalls Theatre Company. Motion passed.

Mr. Sheehan updated the Board on the Theatre Company's Board meetings. He reported that the Theatre Company's Bylaw committee was having a Bylaw meeting on July 26 and the next regular Theatre Company Board meeting would be on August 2.

Mrs. Hall updated the Board on the status of setting up the House Accounts at area businesses so that the Theatre Company could make purchases, and also the purchase of QuickBooks to account for the Theatre Company's financial records, that she would be getting set up soon.

There was discussion regarding the recommendation of the Finance Action Team to sell the vacant Wagnalls rental property. After this discussion, Mr. Kingery motioned, seconded by Mr. Osborn, to give Mr. Spencer discretionary authority to list this rental property for sale. Motion passed with six ayes and one nay from Mr. Rogers.

Mr. Kingery reported that the Executive Action Team had not held a meeting yet.

Mr. Spencer and Mr. Sheehan began reporting on the Development Action Team but this discussion was tabled at 8:00 p.m. when Sandi Plinke, Library Clerk/Treasurer, arrived to present the proposed 2006 budget

**REPORTS/ACTION ITEMS: (continued)**

for approval by the Foundation Board. The Library Board had previously approved it. After Mrs. Plinke's presentation, Mrs. Fisher motioned, seconded by Mr. Rogers, to approve the proposed 2006 Library budget as presented. Motion passed. The Board then thanked Mrs. Plinke for her hard work in preparing this budget to send to the County Commissioners and she was excused.

Mr. Spencer and Mr. Sheehan completed their report on the Development Action Team regarding updating the databases, and then they distributed some sample fundraising information for the Board to review.

Mr. Osborn reported that the Finance Action Team was recommending that the Board implement an Administrative fee on the earmarked funds. After a brief discussion, Mr. Osborn motioned, seconded by Mr. Kingery, to implement a 1% Administrative fee to be assessed quarterly against the earmarked funds. Motion passed.

Mr. Osborn and Mr. Long reported on the Governance Action Team regarding the Board Member open seat and the applications that they had received.

Mrs. Fisher reported that the Library Board had approved the proposed Personnel Policy and now it needed to be approved by the Foundation Board. She also stated that a recommendation on how to address the Accrued Sick Time prior balances had been made during the June 22 Foundation meeting in which there was not a quorum to conduct any business. This recommendation was made by the Members in attendance for the full Board to support Option 2 as outlined, that being to have 100% of the reported accrued sick time fixed at the current dollar amount for each of the 11 employees involved. The Board will cover long-term illness needs beyond what the current policy covers to the extent the employee has hours in "their account". The Foundation will not pay out any monies if someone leaves this year, but they will re-visit this issue in one year to see what the funding situation is like and may at that time decide to reinstate the payout of accrued sick time when someone leaves. After a discussion regarding this recommendation, Mr. Sheehan motioned, seconded by Ms. Jennings, to accept the recommendation. Motion passed with six ayes and one nay from Mr. Long.

Mr. Sheehan then motioned to adopt the proposed Library Personnel Policy, seconded by Mrs. Fisher. The motion passed.

Ms. Jennings and Mr. Rogers reported on the Marketing & Events Action Team. Ms. Jennings updated the Board on the upcoming Golf Outing on Sunday, September 25, the Progressive Dinner on Saturday, October 1, and an option for Wagnalls to participate in an ADAMH "Poker Run". She also reported that the Tri-County Kiwanis had volunteered to help during the Progressive Dinner and Golf Outing. Mr. Rogers asked if it would be possible for the Foundation to purchase a Recognition Board to display in the Memorial. The Board asked the Marketing & Events Team to prepare a recommendation to present at the next Board meeting. Mr. Rogers then presented information regarding a car/truck swap. After his presentation, Mr. Rogers motioned, seconded by Mr. Osborn, to allow the Wagnalls parking lot to be used on Sunday, July 31, 2005 from 1-5 p.m. for a car/truck swap. Motion passed.

Mr. Spencer presented information regarding the necessity to purchase a license for the Movie Series. After his presentation, Mr. Sheehan motioned, seconded by Mr. Rogers, to authorize the purchase of this license. Motion passed.

Mr. Long reported that the Scholarship Committee had selected the 05/06 Scholarships. He gave kudos to Claire Whitten for all of her hard work on this committee.

**REPORTS/ACTION ITEMS: (continued)**

Mr. Spencer reported that the Strategic Council had not started meeting yet.

**OTHER BUSINESS:**

Mr. Spencer reported that Great Escapes Travel had requested a \$5,000 deposit again to hold seats for the January 15, 2006 cruise to benefit Wagnalls. After some discussion, Mr. Rogers motioned, seconded by Mr. Osborn to authorize an advance of \$2,500 for the January 15, 2006 cruise, only if Great Escapes Travel will match this with their own \$2,500. Motion passed.

Mr. Spencer then reported to the Board that the cubicle in the Museum was available for sale now that the Financial Assistant was sharing the Administrative Assistant's office.

With that, Mr. Osborn motioned to adjourn the meeting.  
Meeting adjourned at 10:30 p.m.

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Sandra K. Hall, Recording Secretary

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David L. Wynkoop, Chairman

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Nathan A. Kingery, Secretary/Treasurer