

MONDAY, JANUARY 26, 2004
**THE WAGNALLS MEMORIAL FOUNDATION
BOARD OF DIRECTOR'S MEETING**

The Board of Directors held a regular meeting open to the public on Monday, January 26, 2004, with the following board members present: Mr. Wisner, Mr. Wynkoop, Dr. Phillips, Dr. Jepsen, Dr. Haynes and Mrs. Fisher. Other attendees were Traci Coffman, Ken Ellinger, Interim Director, Sandra Hall, Assistant Director, and Shawn Rickly, Maintenance Director.

The meeting began at 7:05 p.m. with devotion and Pledge of Allegiance. Mr. Wisner then asked Traci Coffman to come forward and he administered the Oath of Director. Following this process, she was welcomed as a new member of the Board of Directors. Mr. Wisner called the meeting to order and the roll call was taken by having the members of the Board of Directors introduce themselves. All members of the Board of Directors were present. Mr. Wisner then gave instructions for public comment, followed by opening comments from Ken Ellinger, Interim Director. Mr. Wisner addressed the changes to the Articles of Incorporation, the application and qualifications for prospective Board Directors (a copy of the qualifications document is made a part of these minutes), and the Development Committee that is to be formed.

MINUTES AND FINANCIAL STATEMENTS:

The corrected minutes for the December meeting and financial statements were reviewed. A motion was made by Mr. Wynkoop to approve the minutes and financial statements, seconded by Dr. Jepsen. Motion passed.

Mr. Wisner then moved on to the issue of revising the Interim Director's Job Description. Following discussion, Mrs. Fisher made a motion, seconded by Dr. Phillips, to adopt the revised job description as included in these minutes. Motion passed.

INTERIM DIRECTOR'S REPORT:

Mr. Ellinger presented the proposal from Wells Pest Control. Following discussion among the Board and members of the audience regarding the ant infestation, Dr. Haynes made a motion, seconded by Dr. Phillips, to accept the proposal. Motion passed.

Mr. Ellinger presented proposed changes to the Room Rental policy and fee structure. Mrs. Fisher suggested clarification on the issue of allowing alcohol due to confusion on the wording of the Pricing Schedule. Mr. Ellinger stated that wine and/or champagne would be allowed in the Community Building only for wedding receptions. No other alcohol is allowed for any other type of event in any of the other rooms. Mr. Wisner asked if we would need to have a license to permit alcohol on the premises but Mr. Ellinger said not according to our insurance company. Following this discussion, Mr. Wynkoop moved, seconded by Mrs. Fisher, to accept the revised Room Rental policy and fee structure. Motion passed.

Mr. Wisner opened discussion on the Trimmer Insurance letter regarding deleting coverage on the Welte Organ and reducing the Umbrella limit to save on the annual premium. After discussion among the Board and members of the audience regarding the value of the pipe organ, Mr. Wisner suggested that further investigation needed to be done before a decision was made. Mrs. Fisher moved to reduce the Umbrella limit from \$3 million to \$1 million, seconded by Dr. Jepsen. Dr. Phillips questioned the amount of general liability on the policy. The motion held while Mr. Ellinger went to look at the policy. He returned and responded that there was currently \$2 million. Motion passed.

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LIBRARY REPORT:

Mrs. Fisher offered comments on the Library Advisory Board regarding the receipt of the first LLGSF check, the increase in Library hours, and the hiring of Sandi Plinke as Clerk/Treasurer. She introduced Charles Wolcott and Terri Shehan as new Library Advisory Board members, and also Patty Drodofsky as a current member who was seated in the audience.

EXECUTIVE SEARCH COMMITTEE REPORT:

Dr. Jepsen offered comments on the Executive Search Committee regarding the advertising of the position, the receipt of over 100 applications and resumes which have been reviewed, and that the interview process has started. Dr. Jepsen named the members of the Executive Search Committee.

INDIVIDUAL ITEMS:

Mr. Wisner moved on to the adoption of the Annual Holiday Calendar. He asked Sandra Hall if the holidays were the same as usual and she responded that it was the same seven paid holidays. Dr. Phillips moved to accept the 2004 Holiday Calendar as presented and Dr. Haynes seconded. Motion passed.

Mr. Wisner commented on the investment projections, budget, and the Consulting Group hired to oversee the investment portfolio. He reported that the 2002/2003 990PF tax form should be out in the next few weeks. He described the process by which interested people can apply for a position on the Board of Directors. They can complete an application, which will be available in the Library or Foundation office, or they can send a letter with a paragraph explaining why they would like to serve, and include two references. Applications were distributed during the meeting

Mr. Ellinger commented on the request for contributions and volunteers that was printed on the back of the agenda. He spoke on the 15% increase in utilities, the cost of everything going up, and that Wagnalls would love to have participation from the community.

PUBLIC COMMENT:

Comments from the public included a commendation to Mr. Ellinger for opening the meetings and adding women to the Board, a question of whether the Board still had the cards that were submitted at the last public meeting because an answer had never been received, and discussion regarding a possible partnership with Bloom Township Trustees to get equipment to help with the newsletter mailing. There was also discussion regarding advertising the public meetings and the Board received several good suggestions from the audience, such as the possibility of announcing the meeting in the newspaper at no charge for public entities, putting a streamer on the webpage, and having area businesses and the Library display on their marquees. Other comments included getting an appraisal on the artwork and putting them in a fire proof safe. Mr. Ellinger responded that Wagnalls was looking at having an appraisal done and talked briefly on the safety of the Rockwell

paintings. Addressing a comment on the information regarding the use of alcohol and dancing that was sent out in the newsletter, Mr. Ellinger clarified and Sandra Hall noted that the revised policy was available. The last public comment concerned whether the revised Articles of Incorporation were going to be available to the public and Mr. Wisner responded that they would be as soon as the forms are returned to Wagnalls.

After closing comments by Mr. Ellinger, Dr. Jepsen motioned to adjourn the meeting, seconded by Mr. Wynkoop. The motion passed.

Sandra K. Hall
Recording Secretary

Edwin A. Wisner, Chairman

David L. Wynkoop, Secretary/Treasurer