

MONDAY, MARCH 22, 2004
**THE WAGNALLS MEMORIAL FOUNDATION
BOARD OF DIRECTOR'S MEETING**

The Board of Directors held a regular meeting on Monday, March 22, 2004, with the following board members present: Mr. Wisner, Mr. Wynkoop, Dr. Phillips, Dr. Jepsen, Dr. Haynes, and Mrs. Fisher. Other attendees were Ken Ellinger, Interim Director, and Sandra Hall, Assistant Director. Guests attending were Mr. Carl Spencer, Mr. Chris Ralston, and Mr. John Rogers.

Mr. Wynkoop opened the meeting at 7:00 p.m. and announced a change in the order of the guests. He also stated that this was a time for the Board to ask questions but no action was to be taken by the Board on the guests tonight.

APPEARANCE OF GUESTS:

Mr. Ellinger introduced Mr. Ralston, a possible attorney replacement for Mr. Young. Mr. Ralston spoke on his experience sitting on other Boards, his involvement with other Cemetery sales, and his local community affiliations and answered some questions proposed by the Board.

Dr. Jepsen introduced Mr. Spencer, the Executive Director Search Committee's recommended candidate. Mr. Spencer distributed notebooks containing materials so that the Board members could follow along through his presentation on a Listen>Learn>Lead program that he is proposing if selected as Executive Director. After his presentation, he answered some questions from the Board and Mr. Ellinger.

Mr. Ellinger introduced Mr. Rogers, a proposed Board member candidate. Mr. Rogers spoke on his business background and what he felt he could bring to the Board, and then answered some questions from the Board.

Mr. Wynkoop then thanked the guests for being present and called for a five minute break while they were being excused.

MINUTES AND FINANCIAL STATEMENTS:

The minutes for the February 23 meeting were approved as written. The February financial statements were reviewed. After a brief discussion, a motion was made by Mr. Wisner to approve the minutes and financial statements, seconded by Dr. Haynes. The motion passed.

LIBRARY REPORT:

Dr. Phillips offered comments on the Library Advisory Board regarding issues currently on its agenda. He stated that their new officers had been elected, they were putting up a sign to recognize volunteers, and starting a \$25,000 book fund campaign to replace the money being used for attorney fees. He stated that they would like to put a sign on the front yard regarding the book fund to possibly measure the donations collected, such as a thermometer. Mr. Ellinger commented that a sign fee might have to be paid to the Village and Dr. Phillips responded that some patrons were willing to pay for the materials for the sign. After a brief discussion, the following resolution was adopted:

RESOLVED that the Library Advisory Board is permitted to display a sign about the Library Advisory Board Book Fund in the front yard of The Wagnalls Memorial.

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Mr. Wisner motioned and Mrs. Fisher seconded to accept the aforementioned resolution. Motion passed.

There was general discussion on the appointment of proposed candidates to the Library Advisory Board. Mr. Wisner made a motion to accept the recommendation of the Library Advisory Board to appoint Freda Rutter and Kathy Weiser as new members to the Library Advisory Board. Dr. Haynes seconded. Motion passed.

Mr. Wynkoop then thanked Dr. Phillips for all the work that he has done with the Library Advisory Board. Dr. Phillips thanked all the Library Advisory Board members for all their work.

INTERIM DIRECTOR'S REPORT:

Mr. Ellinger spoke briefly on the decision of the Lithopolis Cemetery Board to pursue a sale, the money he has collected from sponsors of the Stone City 5K Race, and his attempt to contact Mike Noll regarding the administration of the Lamb Scholarship. Mr. Wynkoop, on behalf of the Board, told Mr. Ellinger that he has been doing a tremendous job and the Board welcomes his "thinking outside of the box".

INDIVIDUAL ITEMS:

There was general discussion regarding prospective Board members. Mrs. Fisher asked what the selection process was and if there was a deadline. Mr. Wynkoop suggested that all prospective Board members should complete an application. He suggested that the Board revisit the proposed names and try to think of any other candidates. He proposed that the Board then send an application with a letter asking if they would like to serve on the Board. Mr. Wisner answered that there is no real deadline and reminded the Board that they have operated with as few as five members and can now have up to nine members.

Mr. Ellinger commented briefly on provisions being made to secure the Rockwells in storage. There was general discussion regarding the appraisal of the Chinese Collection and Rockwells. Mr. Wynkoop asked Sandra Hall to locate the appraisal done on the Chinese Collection by Ms. Chilin Yu so that he and Mr. Ellinger could review it. Mrs. Fisher asked about the sale of the Rockwells. Dr. Jepsen stated that he has heard a few comments from people who don't want the Board to sell the Rockwells.

Mr. Ellinger commented briefly on the contribution received from Dominion Homes to be used for Scholarships and that, in the April/May Newsletter, he has blamed the excessive attorney fees related to the investigation and appeal for the possible end of the Mabel Wagnalls Jones Scholarship program.

Mr. Ellinger spoke briefly on the progress of the Grant Writer. He stated that a response has not been received from the Library Director, Erma Storts, on the Library's wish list that Heather Witt needs for a possible grant for computers. Dr. Phillips wondered if the Library Advisory Board could help out by defining the wish list in more detail that the

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grant requires. He suggested that the wish list could also include increased hours and staff.

Mr. Wisner then suggested that the Board address the situation regarding the letter from the Citizens to Preserve Wagnalls' Legacy (CPWL). After a lengthy discussion, Mr. Wynkoop asked what the pleasure of the Board was? Dr. Phillips suggested that the Board should respond and say that the Board is unable to address these issues right now but as soon as the Attorney General investigation is completed, the Board would be willing to address questions, submitted to the Board, at the following public meeting.

Mr. Wynkoop then spoke briefly on his meeting with Mr. Sunderland. He reported that Mr. Sunderland feels confident that the outcome of the appeal will be positive for the Foundation.

Mr. Wynkoop then moved on to the final order of business that being the end of Mr. Wisner and Dr. Phillips' terms as of March 31, 2004. Mr. Wynkoop, on behalf of the Board, thanked Mr. Wisner and Dr. Phillips for their time serving on the Foundation Board and all the grief they have had to deal with through the years.

Mr. Wisner stated that he was thankful for the quality of people he has worked with through the years and commended Mr. Ellinger for all that he has done. He stated that Mr. Ellinger was the definition of a volunteer. He stated that this was the "Best of times and the worst of times" and suggested to the Board that they needed to go on the offensive by starting a PAC and he was willing to donate towards that cause. He thanked the Board for letting him serve them and, in turn, each Board member thanked him.

Dr. Phillips thanked the Board for the opportunity to serve and for the education he has obtained from the experience. He stated that it had been a pleasure to be surrounded by such good people and that he was leaving with mixed emotions. He was relieved at it being over and he felt that this was a reasonable time for him to leave with new people coming on the Board with new energy. He felt confident that Wagnalls would continue on with good things happening. He felt positive that the difficult times would be ending and that the community would start giving back to keep Wagnalls going forever. He thanked the Board for letting him serve them and, in turn, each Board member thanked him.

With no further business to come before the Board, Mr. Wisner made a motion to adjourn the meeting, seconded by Dr. Phillips. The motion passed.

Sandra K. Hall
Recording Secretary

Edwin A. Wisner, Chairman

David L. Wynkoop, Secretary/Treasurer