

**THE WAGNALLS MEMORIAL FOUNDATION
BOARD OF DIRECTOR'S PUBLIC MEETING
MONDAY, JULY 25, 2005**

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

Chairman Wynkoop called the meeting to order at 7:15 p.m. Silent attendance was taken by Mrs. Hall. Chairman Wynkoop then welcomed the members of the public in attendance, and invited them to complete the public survey. There was one addition to the agenda, that being a discussion on the Board Candidates. Mr. Sheehan submitted a Proposal to Amend the Code of Regulations to increase the number of the Board from seven to eleven Directors. This Proposal to Amend the Code of Regulations has been made a permanent part of these minutes. After a discussion concerning this proposed change, Mr. Sheehan indicated that he would be sending another document in five days asking the Board to vote on the proposed amendment. This would meet the required 5-day notice as defined in the current Code of Regulations. After this discussion on the Board Candidates, the meeting continued as listed.

MINUTES AND FINANCIAL STATEMENTS:

The minutes for the July 13 meeting were approved as written.

The Board then reviewed the June Statement of Activities. Mr. Long motioned, seconded by Mr. Rogers, to approve the June Statement of Activities as printed. Motion passed.

The Board then reviewed the May and June Report of Gifts and Contributions. There was a typo, noted by Mr. Sheehan, on the June Report, that being a "t" instead of an "r" on his title, which Mrs. Hall corrected. After this correction, Mr. Sheehan motioned, seconded by Mr. Long, to approve the May and June Report of Gifts and Contributions. Motion passed.

REPORTS/ACTION ITEMS:

Mr. Spencer then reported that the Wagnalls Family Theatre 2005/2006 Season Schedule had been set with the first performance being "The Homecoming" in November and December, then "How to Eat Like a Child" in March and "Oliver!" in May. He also noted that season tickets and memberships were available now.

Mr. Spencer then updated the Board on the sale of the rental property. He distributed a Corporate Resolution to Sell Real Estate. After a brief discussion, Ms. Jennings motioned, seconded by Mr. Sheehan, to adopt the Resolution to Sell Real Estate and accept the offer made by the potential buyers, as presented. Motion passed with 5 ayes and 1 abstain by Mr. Rogers. This Resolution has been made a permanent part of these minutes.

Mr. Spencer then notified the Board that the Office Divider Wall Unit in the Museum was available for sale, if anyone was interested in purchasing it.

Mr. Spencer reported that there had been a change to the Village Homecoming schedule and that now it was on Saturday, September 17. This event, in conjunction with the Village and Lithopolis Area Marketing Association, will honor Emma Wagner who began the Lithopolis Antique Mart in 1980. He also reported that other upcoming programs at Wagnalls included "Santa" on September 10, Lithopolis Area Fine Arts Association Series beginning September 17, Travelogue Series beginning October 23, and Movies in the Auditorium this Fall.

REPORTS/ACTION ITEMS (continued):

Mrs. Hall then presented ideas on how the "Cruisin' for Wagnalls" benefit cruise scheduled for January 15, 2006, could be promoted to attract bookings. These ideas included going on the cruise and/or asking friends and family to consider going (Wagnalls receives \$170.00 for each cabin sold), volunteering to help promote by distributing information at the Farmer's Market in Canal Winchester, compiling a contact list of people who might be interested so that they can be contacted, and making it a group event, such as an anniversary, birthday, etc.

TEAM REPORTING:

Mr. Sheehan, reporting for the Development Team, updated the Board on the Fundraising database updating that he and his wife, Terri, were doing. He also reported on his investigation regarding the cost of the brochure that he had shown at a prior Board Meeting, and then Mr. Spencer reported on a local printer who is willing to help put together a brochure at a discounted price.

Ms. Jennings, reporting for the Marketing & Events Team, reported that the Car/Truck Swap was postponed until sometime in August, that the brochures for the Golf Outing on September 25 would be available soon, and that the Progressive Dinner planned for October 2 will be re-scheduled. She also reported that a Photo Expo was being planned for the Spring of 2006 and a Holiday Walk in December 2006.

Mr. Spencer, reporting for the Library, thanked Mrs. Hall for her help in setting up a display and getting volunteers to staff the Museum during extra hours this week. He reported that the "dragon" was hidden in the Museum this week as part of the Summer Reading Program. He distributed a brochure that Deb Silvia, Administrative Assistant, had made to assist visitors in the Museum, and reported that Terri Sheehan, Financial Assistant, had arranged for Dick Weiser to display his Carousel animals during the Stone Hearth Holidays.

With no further business to come before the Board, a motion was made by Mr. Rogers to adjourn the meeting, seconded by Mr. Sheehan. The motion passed.

Meeting adjourned at 8:30 p.m.

Sandra K. Hall, Recording Secretary

David L. Wynkoop, Chairman

Nathan A. Kingery, Secretary/Treasurer

Proposal to Amend
The Code of Regulations of
Wagnalls Memorial Foundation

Pursuant to Section 6.01- Amendments, of the Code of Regulations of Wagnalls Memorial Foundation, it is hereby proposed that Paragraph B of Section 2.02 be amended as follows:

Section 2.02. Provisions Relating to Directors.

A. . . .

B. Number and Residency. The Directors shall comprise no less than seven (7) nor more than ~~nine (9)~~ *eleven (11)* individuals. At least two (2) of the Directors shall be residents of the Village of Lithopolis and at least two of the Directors shall be residents of Bloom Township in Fairfield County.

This proposal is presented to the Board of Directors at its regular meeting on July 25, 2005.

George M. Sheehan II
Director