

**WASHINGTON STATE HISTORICAL SOCIETY
BOARD OF TRUSTEES
MINUTES**

ENTITY: WSHS Board of Trustees
DATE: Saturday, September 23, 2017
LOCATION: Washington State History Museum
TRUSTEES PRESENT: Larry Kopp, President, Alex McGregor, Treasurer, Sally Barline, Carol Coe (representing Superintendent of Public Instruction Chris Reykdal), Sen. Jeannie Darneille, Rashelle Davis (representing Governor Jay Inslee), David Devine, Suzie Dicks, Jim Garrison, John Hughes, Sen. Sam Hunt, Krist Novoselic, Ryan Pennington, Bill Sleeth, Sheryl Stiefel, Rep. J.T. Wilcox, Secretary of State Kim Wyman
STAFF PRESENT: Jennifer Kilmer, Director; Susan Hesselgrave, Executive Assistant to the Director; Mary Mikel Stump, Director of Audience Engagement
GUESTS PRESENT: Natalie Bowman

- I. Call to Order and Introductions
Called to order at 9:00 AM, President Larry Kopp presiding. The meeting commenced with a tour of the new exhibit, *Washington, My Home*, in the Great Hall.

- II. Consent Items
 - a. Minutes June 15, 2017 Meeting [Exhibit 1]
President Larry Kopp requested corrections of the board meeting date and paragraph VII.a in reference to Columbia magazine to reflect the decision to refer planning to an ad hoc committee. John Hughes moved to accept the minutes as amended, the motion was seconded and approved.
 - b. Future Board Meeting Schedule [Exhibit 2]
Sheryl Stiefel gave a brief overview of the venue for the March 7, 2019 meeting, the UW Libraries Conservation Center.
 - c. Director's Report [Exhibit 3]
Director Jennifer Kilmer gave a brief explanation of frequently used acronyms, and provided answers regarding her speaking engagements with community groups and fellow institutions, such as Fort Lewis Museum. John Hughes moved to approve Exhibits 2-3 as presented. The motion was seconded and approved.

III. Policy, Planning & Governance

a. Finance Committee – Alex McGregor, Chair, Jennifer Kilmer

- i. Station Camp funds have been returned to the State. This ends up being a net zero ledger item. OFM has agreed to use some of the refunded funds to pay off some debt WSHS has been carrying for back payroll owed.
- ii. For the new biennium, there is a significant cost increase for payroll, for two reasons: state-mandated pay raises, only some of which are covered by state funds, and lack of a capital budget, necessitating transfer of those FTE's to the operating budget.
- iii. To achieve a balanced budget, the museum store has been closed and some planned exhibits have been cut from the schedule. We have also increased admission and facilities rental rates, while maintaining all of our free/reduced admission programs (Blue Star, libraries, etc.).
- iv. Supplemental budget: We will be submitting a series of decision packages:
 1. To cover all payroll
 2. To cover all building costs
 3. To replace critical needs (positions that were eroded with the cuts during the recession).
- v. Investments: There has been good performance this quarter. We conducted an RFP/review process for WSHS assets manager. Our most recent account manager, Laird Norton, was included in that process. After scoring process, Washington Trust Bank has been selected as assets manager. An Investment Resolution was presented for adoption, noting the selection of Washington Trust Bank and naming the authorized signers on the investment account: Alex McGregor, Treasurer, Jennifer Kilmer, Director, and Teresa Mattson, Financial Services Director. John Hughes moved to adopt the Resolution as presented, seconded by Jim Garrison, and approved. (See Attachment A, Investment Resolution)
- vi. Lord Mansion – Jennifer Kilmer
Discussion regarding status of Lord Mansion. It has been on the market to lease since May. We have received minimal response. Limited parking and design (mansion, not traditional office space) may be barriers. At this point it is surplus property to WSHS, as we no longer have any staff or operations housed there. We continue to rent out the coach house. The option of selling the property was discussed. Due to its being state property, there is a very specific process to undertake for that. Discussion covered needed repairs to the porch, community response, and where would sales proceeds go. The building is on the Historic Registry. Bill Sleeth raised a concern regarding transitioning the building ownership thoughtfully, with its historic significance in mind. A legislator mentioned that it may be possible to add a budget proviso to have the effect of selling the building and placing the proceeds in the WSHS endowment. Jennifer Kilmer will provide a follow-up email to the board, with updates on specific

process/steps that are mandated. Sheryl Stiefel made a motion for WSHS to pursue divestment of the Lord Mansion property and to empower the Executive Committee to move that process forward. Jim Garrison seconded. The motion was passed: 16 ayes, 1 nay.

b. Development – Krist Novoselic, Chair

Board members are encouraged to make a contribution. Last year we raised \$30,000 from the Board and was greatly appreciated. The goal this year is \$50,000. Pledges and commitments are welcomed as soon as possible. We also request board members to open doors to grantors and funders. If board members have connections, please let the Development Committee know. For instance, last year a visit to the Seahawks, thanks to a board connection, resulted in a \$30,000 gift.

c. Governance – Sheryl Stiefel, Chair

- i. Presentation of Board Candidates: Ryan Pennington has agreed to serve as VP-West. Introduction of trustee candidate Natalie Bowman. [Exhibit 6]. Introduction of legislative trustee candidate Rep. Zack Hudgins (not present). (See Attachment B, Zack Hudgins Biography.) An Election Resolution was presented for confirmation by the Board of Trustees and was adopted unanimously. (See Attachment C, Election Resolution.)
- ii. Committee Assignments: Board members were asked to record their committee assignment preferences on the forms provided and return them to Susan Hesselgrave at their earliest convenience.

d. Strategic Planning – Jennifer Kilmer

- i. The WSHS Strategic Goals [Exhibit 8] were presented for confirmation by the Board of Trustees. John Hughes made a motion to approve as presented, seconded by Larry Kopp. The motion was approved unanimously.
- ii. Columbia magazine – John Hughes. The ad hoc committee of John Hughes, Bob Carriker, Julianna Verboort, Jennifer Kilmer, Susan Rohrer, Laura Berry, Mary Mikel Stump and Maria Pascualy met on July 13th, 2017 to discuss future planning for the magazine. They are exploring outsourcing options. Director Kilmer indicated satisfaction with Columbia's current printing house, stressed RFPs were imminent for pagination vendors, and a new editor perhaps on a contractual basis was being explored and considering digitization for scholarly use. Audience building for Columbia magazine was stressed by Trustees Garrison, Novoselic, and (former publisher) Hughes who also indicated various methods for combining audiences with others, adding a digitized audience expanding additional version and gaining advertisers, while keeping the quality print version.
- iii. Jennifer Kilmer announced the resignation of Mark Vessey, who has been the WSHS coordinator of History Day. WSHS will be rehiring someone for this

project. She noted WSHS' gratitude to both Christina Dubois (Columbia editor) and Mark Vessey for their years of service and strong advocacy for their programs.

- iv. Discussion: Audience building for Columbia magazine; capacity limitations due to lack of IT staff; successful increase in museum audience diversity
 - v. Sam Hunt suggested outreach to legislators by providing free copies of Columbia Magazine, promotion of membership in the Society.
- IV. Preview of Upcoming Exhibits – Mary Mikel Stump, Director of Audience Engagement presented information about upcoming exhibits including Witness to Wartime, Loyal Opposition, Glasnost and Goodwill, Toytopia, McNeil Island, and Make/Do.
- V. Good of the Order
No items were brought forward.

President Larry Kopp adjourned the meeting at 12:00 PM.