

**The Ohio Historical Society
Board of Trustees**

Friday, June 15, 2007 – 10:30 a.m.
(Adena Mansion & Gardens, Chillicothe, Ohio)

Trustees Present: Richard Ruppert (President), David Baker (Vice President), Jon Elsasser (Vice President), Robert H. Jeffrey (Treasurer), Marian Vance (Secretary), Cathy Crain, Jan Devereaux, Grant Douglass, Pat Eldredge (Emeritus), Bob Goldberg, Linda Herrnstein, George Jones, Priscilla Mead, Lucy Porter (Emeritus), and Ted Prasse

Regrets: Marnie C. Black, Tom Johnson, Joseph Leonard, Ann Lowder, Neil Mortine, Rich Simpson, & Mac Stewart

Ex Officio's

Present: Bret Crow (representing Ohio Board of Regents), Michael Herschler (representing Ohio Academy of Science), William Muthig (representing Ohio Department of Education)

Staff Present: Bill Laidlaw, Rachel Tooker, Jackie Barton, Ron Bednar, Connie Bodner, Beth Case, George Kane, Todd Kleismit, Melanie Nye, Jim Strider, Janet Cole CPS and Fritz Milligan (Legal Counsel)

I. Call to Order

President's Report – President Ruppert called the meeting to order at 10:35 a.m. welcoming board members and ex-officios to Adena Mansion & Visitor Center in Chillicothe. Dr. Ruppert welcomed first time attendee, Bret Crow, representing the Ohio Board of Regents. Dr. Ruppert's report included: a status report on a recent visit by several board members to Moundbuilders Country Club regarding improved access, the board's commitment to bringing the Rockwell Exhibit to the Ohio Historical Center, creation of a new ad hoc committee and request for volunteers to serve on said committee to review the Collections Storage facility plans and praise for the Human Resource Committee for their excellent work on the Employee Information Manual (EIM) presented in the consent agenda.

Executive Director's Report Executive Director Bill Laidlaw thanked trustees for traveling to Chillicothe to Adena, home of Thomas Worthington, Ohio's sixth governor. Dr. Laidlaw gave an overview of the Society's financial status. He reported while the Society has not been able to live up to its aggressive revenue goals, there has been a significant improvement over last year's performance. Dr. Laidlaw announced the Society has been named one of two top content award winners for distance learning, received two Teaching American History Grants, four Ohio students received medals at the National History Day contest and Janet Oberlieson won the Garden Club Award. Dr. Laidlaw announced the success in saving Spruce Hill, a Hopewell Site, from going to auction. He thanked Brad Lepper,

Curator of Archaeology, who flew to Washington D.C. to testify on OHS's behalf of this historic site. Dr. Laidlaw circulated a copy of Chris Zacher's and former OHS Board President, Richard Sisson's book, *The American Midwest: An Interpretive Encyclopedia* and informed members of its availability on Amazon's web site. Dr. Laidlaw reported a replica of the Society's most recent collections, the 1791 Orders of March, Battle & Encampment for St. Clair's Army" and the November 1, 1791 manuscript listing the return of the 2nd US Regiment's seven companies taken at Ft. Washington, following the retreat from the Wabash were available for review in the board meeting room. Dr. Laidlaw recognized Todd Kleismit, the management team and several board members for their exceptional efforts in seeking additional funding for the FY08-09 biennial budget. Dr. Laidlaw thanked Dick Ruppert and Ted Prasse for sponsoring the lunch and dinner for the June board meeting in Chillicothe.

II. Financial Reports

Ron Bednar, CFO, reviewed the ten months actuals ending April 30, 2007 and forecasts for the remainder of FY07. He reported the Society is showing an operating income of \$385,000, which is \$476,000 over budget due to the exceptional performance of the Society's investment income, which is at \$500,000 or \$373,000 over budget. He reported unrealized gains of \$1,159,000, \$827,000 over budget, leaving a change in net assets that exceeds budget by \$1,303,000. Visitation is up 9% for the year but membership is down by over 700 members in the past year.

Mr. Bednar reported staff is in the process of preparing the FY08-09 budget based on the funding approved by the House, which is an increase of \$611,000 over the prior year appropriation. However, \$140,000 of this increase was targeted to administer a new historic tax credit. Mr. Bednar indicated the budget process was started with a goal of balancing the budget in FY08, but without additional funding, it will mean the Society will either have to increase revenue, reduce spending or propose a deficit budget. Mr. Bednar reported if state funding remains level for FY09, a deficit budget will be a certainty. The Society will continue its efforts to increase funding at the state level.

III. Government Relations Committee

Ted Prasse, Chair, thanks trustees and staff for their efforts and support in seeking additional support and funding for the Society. Todd Kleismit, Director of Government Relations reported OHS staff and trustees have met with, emailed or mailed letters on behalf of the Society to boost funding. The Senate Finance Committee unveiled its changes to the state budget on June 5, boosting funding for OHS by more than \$400,000 annually: \$300,000 for the State Archives; \$100,000 for site and museum operations. Mr. Kleismit reported staff will continue to seek additional funding and enact legislative language to support the Society for seeking state health coverage for employees and for funding projects such as the Civil War Sesquicentennial.

IV. Human Resources

In Marnie Black's absence, Melanie Nye, Director of Human Resources updated the board on the process for revising the Employee Information Manual (EIM). She reported the new EIM resulted after revising the Society's 1988 employee handbook. The purpose of the new EIM is to support the Society's efforts to achieve: 1) legal compliance, 2) reaccreditation through the American Association of Museums (AAM), 3) continuity of policies, 4) use of contemporary language, and 5) incorporation of best practices. Ms. Nye reported that while the Human Resource and Executive Committees have reviewed all policies and procedures in detail, the board has been asked to review only the statement of policies included in the board packet. Ms. Nye noted the Reduction in Force policy is not included in the proposed EIM policy and will be forthcoming. Ted Prasse moved that the existing Personnel Policy of the Society be revoked effective July 1, 2007, that the policies found in the proposed Employee Information Manual be adopted in its place, and that the Executive Director be authorized to adopt procedures implementing the policies which shall be included in the Employee Information Manual. Cathy Crain seconded and the motion carried unanimously.

V. Physical Structures & Locations Committee

George Kane, Director of Facilities Management, reviewed the principles and criteria and the prioritization of the FY-09-10 capital request. Mr. Kane reported the PS&L and Executive Committees previously approved principles and criteria for ranking capital projects and then staff summarized the results for board approval. Jon Elsasser moved to approve the proposed sorting of projects by biennium, Priscilla Mead seconded and the motion carried unanimously.

VI. Nominating Committee

Bob Goldberg, Chair, moved the following statement of responsibility of members of the Board of Trustees and Development Board be added to the Nominating Committee's Charge "As we are a non-profit organization depending on significant non-governmental contributions, it is the responsibility of all members of both the Ohio Historical Society Board of Trustees and the Development Board to make annual commitments to the Ohio Historical Society, including the annual fund." George Jones seconded the motion and it carried unanimously.

The Society's legal counsel, Fred C. Milligan, circulated at the meeting a petition to the board requiring the vote of approval from at least ten board members to implement a change in the Society's by-laws. The petition was signed and approved by ten voting board members. A change in the constitution requires approval of the members and notification at least 30 days prior to the Annual Meeting. This notification will be sent out with the ballot in late August. The two changes reflect a desire to change the start date for the newly elected Board of Trustees to coincide with the beginning of the fiscal year and the second is to clarify the Board's role with respect to the Executive Director. Dick Ruppert moved to approve the changes in the Constitution and By-Laws of the Ohio Historical Society as approved by the

Executive Committee at its March 28, 2007 meeting. Priscilla Mead seconded the motion and it carried unanimously.

VII. Miscellaneous

Over fifty nominations were received for the Tiffin Award. The Executive Director and a team of senior managers met and recommended the award be given to Ralph Ramey this year. Tad Jeffrey moved that Ralph Ramey be designated as the Tiffin Award recipient for 2007. Marian Vance seconded and the motion carried unanimously.

VIII. Consent Agenda

President Ruppert asked if anyone had questions regarding the consent agenda. Hearing none, Priscilla Mead moved that all items in the consent agenda be approved. Items requiring action included approval of the February 16, 2007 minutes and approval of the Code of Ethics. Bob Goldberg seconded and the motion passed unanimously.

There being no business further required, Ted Prasse moved the board meeting be adjourned at 12:10 p.m. Cathy Crain seconded and the motion carried unanimously.

Education Session – Review of the South Central Sites

Linda Herrnstein introduced OHS site managers who gave informational overviews of the respective OHS sites they oversee. Jane Rupp presented information on Adena Mansion & Gardens, Logan Elm and Story Mound sites; Tom Shisler presented information on Wahkeena Nature Preserve; Keith Bengston presented information on Fort Hill, Seip and Serpent Mounds; and George Kane, Facilities Management Director, presented information on Buckeye Furnace, Leo Petroglyph and Our House sites.

Dr. Ruppert presented Certificates of Appreciation to Sarah Sheets, president of the Our House Friends Group, and Carol Wallace, Our House site manager, to the Friends of Our House Association and Babs Sabick, president of the Ohio Association of Garden Clubs (Wahkeena), for providing exemplary community involvement and support and for their dedication in the preservation of these historic sites.

The education session adjourned at 2:20 p.m.

Respectfully submitted by Janet Cole CPS.