

**The Ohio Historical Society
Board of Trustees
Thursday, March 3, 2005 – 10:00 a.m.
(Ohio Historical Center, Columbus, Ohio)**

Trustees Present: Grant L. Douglass (President), Nancy S. Dix (Vice-President), Robert H. “Tad” Jeffrey (Treasurer), Richard D. Ruppert (Secretary), Marnie C. Black, Joyce E. Brown, Patricia S. Eldredge, Jon T. Elsasser, Robert F. Goldberg, George P. Kulchytsky, Joseph Leonard, Ann K. Lowder, Neil R. Mortine, Richard C. Simpson, Mac A. Stewart, Marian J. Vance

Trustees Absent: Richard T. Prasse, Mac A. Stewart

Ex Officio Trustees Present:

John Barron (representing Governor Taft), Nate Filler (representing Speaker of the House), Ese Akpafure (representing Senate Minority Leader), Abigail DeFrance (representing House Minority Leader), Bill Muthig (representing Ohio Department of Education), Rod Chu (Chancellor, Board of Regents), Jamie Abel (Board of Regents), Michael Herschler (President, Ohio Academy of Science), Amir Eylon (representing Ohio Department of Development)

Others Present: Bill Laidlaw (Executive Director), Fritz Milligan (Legal Counsel), Rachel Tooker (Deputy Executive Director), Lucy M. Porter (Trustee Emerita), Ron Bednar [Chief Financial Officer], Todd Kleismit (Government Relations Consultant), Glenn Peters (Director of Museums), Scott Mueller (Director of Institutional Advancement), George Kane (Director, Facilities Management), Jim Strider (Director of Historic Preservation and Outreach Services), Melanie Nye (Director of Human Relations) Janet Cole CPS [Administrative Assistant/Institutional Advancement] and Lori Loveless (Executive Assistant)

I. **Call to Order** - President Douglass called the meeting to order at 10:00 a.m.

Approval of Minutes: Tad Jeffrey made a motion to approve the minutes as submitted. Jon Elsasser seconded the motion and the motion passed unanimously.

President’s Report (Executive Committee Update)

Executive Director’s Report - Executive Director, Bill Laidlaw, reported the following:

- Bill Laidlaw introduced the Society’s new logo that was introduced on Statehood Day, March 1, 2005. The board was presented with a hand carved wooden pen and pencil set with the Society’s new logo and their personal signature engraved on the box. Executive Director Laidlaw commended staff for their efforts in creating this new logo and at a very low cost to the Society. He reported new stationery, envelopes, and business cards are now available, including the beginning of incorporating new signage at sites.
- Executive Director Laidlaw noted scheduled dates where he would be speaking in various communities and encouraged board member participation at any of the meetings.

- Bill Laidlaw extended an invitation to trustees to a lecture on the Newark Lunar Alignment by Professor Richard Shiels, Wednesday, May 4 at 7:30 p.m. at the OSU Campus in Newark.
- Bill Laidlaw summarized the testimony he has prepared for the \$14.8 million budget request. He noted he would be emphasizing our education and economic development objectives, and our request to be funded adequately for our legislatively mandated responsibilities.
- Bill Laidlaw noted two concerns regarding the budget: 1) earned revenue is down and our private financial goals are not being achieved and 2) compensation levels are hurting the Society, as staff have not had a raise in three years.
- Bill Laidlaw thanked Todd Kleismitt for his assistance in obtaining our online advocacy service and the Historic Preservation staff for its lobbying efforts in Washington, D.C.
- Bill Laidlaw reported Lori Loveless was leaving the Society and honored her with a short tribute acknowledging her superb service to the Society and the Board of Trustees. He reported the Society is advertising for her replacement and looking to restructure the office.

II. **Finance and Audit Committee** – Tad Jeffrey reported the committee would continue working on the investment policy and will return for the board’s approval at the next meeting.

Ron Bednar reviewed the consolidated financial statement (pg. 9) and is still confident in his \$600,000 surplus projection from the last meeting (including investment returns) and feels OHS operations will basically be at a break-even for the year. Mr. Bednar also reported the staff are working on projecting their budgets for the '06-07 budget, based on the \$13 million recommended from the Governor’s Office and also a 5% reduction budget option.

Dr. Richard Ruppert made a motion to accept the financial report and Ann Lowder seconded the motion, motion carried.

III. **Development Board** – Rich Simpson, Chair of the Development Board, reported that a total of \$1,082,497 in pledges and gifts through January 31, 2005 has been received. He reported work continues for fundraising efforts for the Garden Path Exhibit and the second major annual fund solicitation and other special projects at sites. He also acknowledged the four approved endowments established and a fifth one to be approved in the Consent Agenda. Mr. Simpson applauded Scott Mueller and his staff for their hard work and efforts.

IV. **Results Evaluation Committee** – Rachel Tooker, COO, gave an overview of the dashboard metrics included in the board packet that shared results of OHS’s consolidated revenue, expenses, number of members, visits to the website, attendance and E-store sales. Questions brought up were how does OHS compare to last year, how well is OHS serving the public, do the numbers coincide with the budget in the minutes and could private funding be added to the dashboard. Grant Douglass added that considering ethics would help in determining what is proper to report.

- V. **Physical Structures & Locations Committee** - George Kane reported on the progress of the Site Establishment and Transfer Policy (formerly Accession/Deaccession Policy) on pages 23-32 of the board packet. Dr. Ruppert reported if there were no changes from the board to the draft policy, a final draft would be reviewed with the PS&L Committee in April and the Executive Committee in May, with final approval by the Board in June 2005.

Dr. Richard Ruppert reported on land issues regarding OHS sites Paul Laurence Dunbar State Memorial, National Road/Zane Grey Museum and Schoenbrunn Village State Memorial that need to be resolved. Dr. Ruppert also reported there are no funds to build a new storage facility in Columbus and that OHS should continue to seek funding.

- VI. **Government Relations** – Executive Director Laidlaw reported for Ted Prasse, Chair, Government Relations Committee, on the success of the State of the State reception. Bill Laidlaw reported the Society had a good representation of the OHS Board and the Development Board and they interacted with one-third of the 132 members of legislature. The reception was well attended and a valuable event.

Bill Laidlaw reported OHS staff had an effective meeting with the Legislative Service Commission which provided us with an opportunity to make corrections in the Red Book prior to the Society's testimony to the House Finance Higher Education Subcommittee. Tad Jeffrey asked ex officio's at the meeting if OHS was doing a better job at communicating at the Statehouse. The consensus was that OHS has much improved its level of communication over the past 18 months and not just at budget time.

- VII. **Human Resources** – Marnie Black reported the Society's Human Resource Policies Manual and Employee Handbook developed in 1988 is being reviewed and updated for legal compliance, consistency of policies, best practices consideration and other potential additions. Ms. Black commended Melanie Nye, Human Resource Manager, on her efforts of undertaking this important job that will affect the quality of life of those who work at OHS.

Lack of compensation and rising costs for health benefits for OHS staff was discussed. Rachel Tooker reported that flat funding presents a challenge in these areas for the '06-'07 budget. Dr. Ruppert noted these issues are a statewide problem, not just in Columbus.

- VIII. **Nominating and Governance** – Nancy Dix, Chair, Nominating and Governance Committee, reported OHS is awaiting the designation of a gubernatorial appointee, as names have been submitted. The committee will next discuss the issue of running member-elected vacancy positions unopposed and inform the Board at the June board meeting.

- IX. **Trustee Orientation** - Ann Lowder reported the Trustee Orientation Committee met with five ex-officios and OHS staff to discuss how ex-officios could help improve the partnership with OHS. Grant Douglass thanked Ann for her efforts.

- X. **Consent Agenda** - Fritz Milligan, legal counsel, noted there was a clerical error on page 47 of the board packet in the by-laws in section one, third line “the auxiliary.” Joyce Brown made a motion to approve the proposed changes to Article XIV of the Society’s By-Laws as corrected. Ann Lowder seconded the motion, motion carried. Tad Jeffrey motioned to approve the Consent Agenda and Jon Elsasser seconded the motion, motion carried unanimously.

- XI. **Executive Session** – Before adjourning to the Executive Session, President Grant Douglass thanked all in attendance and commended Bill Laidlaw and his staff for their exceptional work for OHS. President Douglass thanked Lori Loveless for her dedication and extraordinary efforts over the past three years in serving the Board and the Staff at OHS. The Board of Trustees presented Lori Loveless with a gift.

- XII. **Adjournment** – Following the Executive Session the meeting was adjourned at 1:25 p.m.