

THE OHIO HISTORICAL SOCIETY

BOARD OF TRUSTEES

Friday, January 14, 2005 – 10:00 a.m.

(Ohio Historical Center, Columbus, Ohio)

Trustees Present: Grant L. Douglass (President), Elaine H. Hairston (Vice- President), Robert H. Jeffrey (Treasurer), Richard D. Ruppert (Secretary), David B. Baker, Joyce E. Brown, Patricia S. Eldredge, Jon T. Elsasser, Robert F. Goldberg, Joseph W. Leonard, Ann K. Lowder, Neil R. Mortine, Richard T. Prasse, Richard C. Simpson, Marian J. Vance

Trustees Absent: Nancy S. Dix (Vice-President), Marnie C. Black, George P. Kulchytsky, 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), Representative Tyrone Yates (representing House Minority Leader), Mark Heppner (President Ohio Association of Historic Sites and Museums), Bill Muthig (representing Superintendent of Public Instruction), 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 Emeriti), 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) and Lori Loveless (Executive Assistant),

I. Call to Order

a. President's Report (Executive Committee Update)

President Douglass called the meeting to order at 10:00 a.m. and introduced new member elected members of the Board Bob Goldberg, Joe Leonard and Jon Elsasser along with gubernatorial appointed members Robert Jeffrey and Neil Mortine. President Douglass introduced and thanked ex officio trustees Mark Heppner and those representing ex officio trustees, Ese Akapfure (CJ Prentiss), Representative Tyrone Yates (Chris Redfern), Bill Muthig (Susan Zelman), Amir

Eylon (Bruce Johnson), Nate Filler (Jon Husted), Jamie Abel (Rod Chu). President Douglass welcomed Melanie Nye as the new OHS Director of Human Resources.

President Douglass noted that this is the first meeting of 2005 and the future is bright. He provided an update on Executive Committee actions noting that the Agreement between OHS and Hayes Presidential Center had been approved by the Hayes Board of Trustees, a 2% management fee on pass through funds had been approved, a Letter of Intent between OHS and the State Library had been implemented to explore collaborations on genealogy and state publications, the new OHS logo had been approved, a Corporate Marketing Sponsorship plan had been approved and the establishment of the Adena Garden Endowment had been approved.

b. Approval of Minutes (December 14, 2004)

Robert Jeffrey moved to accept the minutes as submitted. Patricia Eldredge seconded the motion, it passed unanimously.

II. Consent Agenda

President Douglass noted that a revised Consent Agenda had been distributed. The Glendower Building Deaccession has been removed from the Consent Agenda and will be addressed separately at this meeting.

Richard Ruppert moved to accept the revised Consent Agenda. David Baker seconded the motion, it passed unanimously. (A copy of the revised Consent Agenda is attached).

III. Executive Director's Report

Executive Director Laidlaw welcomed all new attendees and welcomed suggestions from all participants. He noted that talking points regarding the new OHS logo had been distributed and that roll-out of the new logo will begin March 1. Executive Director Laidlaw noted that the materials in the Board packet on Advisory & Support Groups which present changes to the by-laws require 30 days notice before action and will be voted on at the March 3 Board meeting.

Dr. Laidlaw noted that OHS currently has an FTE count of 250 and had budgeted for 278. Many positions have been filled over the past few months. He noted that visitation is down which is a major concern and emphasizes the need to refresh programs. He noted that total income is down only by 3.5% due to increased admission rates and increased rentals. Earned revenue and sales are down. He noted that Deputy Executive Director Rachel Tooker has implemented a market research project to address these issues and it is critical that OHS improve its products and services. Dr. Laidlaw provided an update on the entrepreneurial projects developed through the Business Plans project. He reported that the Membership program is offering a buy one get one free membership offer and that TIMELINE magazine is using blow-in cards and information on OHS sites. The Education programs are expanding lines of special interest on Distance Learning and the Ohio History Store program has developed an On Line Website Sales program with over 200 items in inventory, a new point of sales system, and improved product

handling. He reported the Development department has hired a new grants manager, is conducting more donor research, and processing more requests. He noted that the program to promote the Sale of Death Records is doing well and that OHS has partnered with the Columbus Dispatch to sell photos from both OHS and Dispatch archives. He noted that the Building Doctor program and Travel Ohio History.com are undergoing further study prior to implementation.

Dr. Laidlaw noted that the Kilroy Exhibit had been moved Youngstown, the Moments in Time Exhibit continues in Columbus through December and the Garden Path Exhibit is scheduled to open this Spring.

Dr. Laidlaw reported that the Physical Structures & Location Committee has approved a proposal for a storage facility which will incorporate open storage and that project has been submitted with the capital request. He noted that the OHS Collections policy is being revised with a focus on authenticity and that annual reports will be submitted to the Board. The Accessions/Deaccessions policy is under review and an example of this process is evident with the Glendower Deaccession and OHS working with the Warren County Historical Society to take over the management of this property.

Dr. Laidlaw noted that the Corporate Marketing Sponsorships have enabled OHS to better assess its assets and that OHS is seeking marketing dollars as well as philanthropic dollars.

Dr. Laidlaw noted that an All Staff Meeting will be held this coming Tuesday and the emphasis will be on education and economic development and OHS's efforts to support the Governor's initiatives. He noted OHS is following an entrepreneurial model and developing a healthy balance between public and private support. He noted the cost per citizen for Ohio history is \$1.35 per citizen whereas Minnesota has a cost of \$4.23 per citizen.

In regards to the FY '06-'07 budget, Dr.Laidlaw stated that OHS is trying to make a point of the role we play in education, knowledge creation and dissemination as well as economic development and tourism. He noted that Historic Preservation work with the federal tax credit program stimulates significant job creation.

Dr. Laidlaw noted that OHS will hold a reception for legislators following the Governor's State of the State Address at the Statehouse. Brad Lepper, OHS archaeologist, will make a presentation to Columbus Rotary on February 7 and John Zukowski will speak to Columbus Rotary on February 17 on the Westcott House in Dayton.

Dr. Laidlaw noted that regional meeting will take place in Piqua on January 25 and Toledo on April 4. An orientatation session will be held for ex officio trustees in mid February.

Elaine Hairston thanked Dr. Laidlaw and the OHS staff for the exceptional work to date and noted that there has been a transformation of culture, an effort to discern needs and a renewed effort to reach out. She noted that the progress in retail is remarkable and applauded Becky Wildman for doing a great job. Dr. Laidlaw noted

that the staff has been open to change and have made great efforts. He commended the Board for setting the stage for improvement.

IV. Financial Report

a. End of Year Giving Report

Richard Simpson, Chair of the Development Board reported that the totals through December 31, 2004 are \$693,681. Deferred gift commitments are \$260,000 and the gifts to the Garden Path Exhibit are \$45,000 to date. He noted that Will Kits have been distributed to all present and asked all to consider making a commitment.

Marian Vance reminded the Board that Trinkets & Treasures will take place this year on March 19 and encouraged all to donate items for the Silent Auction.

b. Financial Status Fiscal Year 2005

Chief Financial Officer Ron Bednar noted that the consolidated financial statement of the Ohio Historical Society and the Ohio Historical Society Foundation is showing a change of net assets of \$591,000. He directed those present to page 9 of the Board packet. Mr. Bednar reported that capital appropriations are behind and plans have been implemented to address and catch up. He noted that contracts and grants are down. He noted that Historic Preservation is behind budget due to the federal budget approval being delayed. He noted that earned revenue is down and that is being addressed through committees. He reported that site visitation and paid memberships are down.

Mr. Bednar reported that income and expense are behind budget and that individual departments are more involved and doing a good job. He noted that payroll is better than budget, capital projects are behind but will catch up and there is a \$250,000 contingency. He noted that the earned revenue shortfall will be covered by delayed hiring and that OHS will probably end year about the same as we are now in a strong financial position.

David Baker asked if the earned revenue shortfall in regards to visitation was seasonal. Deputy Executive Director Tooker stated that the reduction in attendance goes beyond seasonal shift and a staff committee working on this to see what can be done

c. Fiscal Year 2006-07 Budget Scenarios

Ron Bednar noted that OHS has heard that it will have level funding in '06-'07 but that is not official. OHS is in the process of identifying areas that will change. President Douglass noted that OHS has proven it can do more with less but knows it can do more with more and be better and more effective and that's what OHS is working towards.

V. Report on Capital Bill

President Douglass noted that OHS is pushing hard for \$5.2 million for necessary repairs and \$12 million for a new storage facility. Dr. Laidlaw stated that early indications were that of the \$5.2 million request, \$4 million was more likely. However, the legislature adjourned without acting so OHS will again seek \$5.2 million. He stated that the bill won't be passed until late January or early February. The additional \$12 million is money we need to fulfill our responsibility to preserve treasures of the state and it is second in priority to \$5.2 million needed for essential repairs.

Dr. Laidlaw addressed the storage facility at the request of Robert Jeffrey noting that OHS has approximately 3 million artifacts and about 40% are on exhibit. He noted OHS does well but there are lots of items that aren't being seen. If the artifacts can't be seen they aren't being used to their fullest potential. The storage facility plan to utilize open storage and to create a 61,000 sq. ft. facility (twice the square footage we have now) connected to this building which will let people see the treasures and extract more knowledge. This facility will bring in more new visitors. The facility will also protect the treasures. OHS now has five storage buildings and when artifacts are moved they encounter outside elements and weather. Dick Ruppert noted that this process also will allow OHS to have its professionals review the items we have and make some decisions.

VI. Metrics

President Douglass noted that the issue of metric will be an important issue for this Board for the next few years. He stated that the key areas are: visitors, members and donors and that the associated measurements need to be clear and simple. Dr. Laidlaw noted that metrics will let the Board know if we are successful in reaching our target objectives and that metrics will have three levels of usage: Board, senior management and middle management. He noted that the most important indicators will be: measure of visitors, members and giving and that once management is able to measure results, they will be better able to set goals. He noted the goal is use this information to develop new revenue streams while focusing on our strategic objectives of education and economic development. He noted the metrics reporting will be given in a snapshot combined with financial reporting. Elaine Hairston noted that the next level is performance evaluation and focus groups.

Robert Jeffrey encouraged management to measure exhibit rotation as that is critical. Dr. Laidlaw agreed that OHS needs to shorten the time it takes to develop an exhibit.

VII. African American Hall of Fame

President Douglass noted that the legislation passed may create an unfunded mandate and OHS needs to be involved in the process. Dr. Laidlaw noted that as originally drafted, an unfunded mandate was proposed but that changes were made to the legislation so that OHS would be reimbursed and a business plan would be developed. Dr. Laidlaw noted that OHS wants to work with the sponsor, Senator Ray Miller, on this project.

Patricia Eldredge asked how this will impact the National African American Museum and Dr. Laidlaw responded that this issue will need to be addressed as NAAM is in difficult financial shape. He noted that the OHS Government Relations committee is

dealing with both NAAM and the African American Hall of Fame to try to make a positive situation from both. Dr. Laidlaw noted that Senator Miller specifically chose Columbus and the Ohio Historical Center as the site for the museum and noted that OHS is trying to work with him. He also noted that the legislation calls for the museum to be privately funded. Elaine Hairston expressed optimism and the opportunity to attract the African American audience to the Center. She also noted that one of the creative ways to enliven these areas is to connect with a university and that NAAM has Wilberforce University and Central State University.

VIII. Advisory/Support Groups

President Douglass noted that OHS is second only to the National Park Service in the number of sites it manages and that advisory and support groups are important to the sites. He noted that the proposed materials will be on the Consent Agenda at the March Board meeting.

Dick Ruppert asked if sites would be able to establish endowments that would then go through the Society and Dr. Laidlaw noted that this is not precluded in the agreements. Joyce Brown voiced concern regarding money that was designated to Cedar Bog. Discussion ensued.

Dick Ruppert noted that fundraising at Ft. Meigs has exceeded \$1 million and the funds are both designated and undesignated. He noted that all funds are held at OHS and the Ft. Meigs campaign managers have asked that OHS show where they are invested noting that they would like to see some of that money invested locally. He said that they understand the ultimate decision rests with OHS but the campaign managers can make recommendations to benefit the Fort. He noted that it's very important to recognize the sites because it makes the Society stronger throughout the state. He further noted that he felt comfortable with the way the funds have been handled.

Legal counsel Fritz Milligan noted that the materials provided will be the rules for groups formed in the past plus the two new entities described. President Douglass noted that this would accommodate previous groups at Cedar Bog and the group Conestoga with the goal to put groups into either category: support or advisory. Discussion ensued and President Douglass noted that Fritz Milligan will incorporate any changes before the materials are finalized.

IX. Information Session

Rachel Tooker made a presentation regarding the restructuring of the organization.

X. Glendower Building Deaccession

President Douglass noted that this item had been pulled from the Consent Agenda because it is the first site to go through the deaccessioning process in recent times and it is important.

Rachel Tooker noted that the deaccessioning process is important to the Board because when a property is accessioned it is placed in public trust. She noted that the Warren County Historical Society requested the transfer of the Glendower property and OHS then undertook a considerable review which showed that WCHS is

a fine organization. OHS discussed operating needs with WCHS and a public meeting was held. There was considerable support from both the public and the legislature for the transfer. The site has local significance but would not meet current accessioning requirements. OHS has agreed to invest money to make required repairs prior to the transfer. Ms. Tooker noted that the outstanding issue would be a review of the collections associated with the property but that today's decision would be on the property transfer only.

Ann Lowder moved the Board of Trustees requests that the Ohio General Assembly authorize the transfer of the property of the Glendower State Memorial to the Warren County Historical Society subject to the condition of the Offer to Purchase as prepared by the Ohio Department of Administrative Services. Patricia Eldredge seconded the motion, it passed unanimously.

Dick Ruppert added that this transfer had been reviewed and approved by the Physical Structures and Locations Committee. Rachel Tooker noted that in regards to the collections, these were originally transferred from WCHS to OHS so it makes sense to return them. She stated that the relationship with WCHS is great and OHS will continue to work closely with them.

XI. Executive Session

Before adjourning to Executive Session President Douglass thanked all those in attendance and commended Dr. Laidlaw and the staff for their efforts. He noted that the next months will be busy as the budget process continues. He asked the Trustees to be patient and give support and call Executive Director Laidlaw or himself with any questions or suggestions.

Dick Ruppert made a motion to adjourn to Executive Session. David Baker seconded the motion, it passed unanimously.

XII. Adjournment

Following the Executive Session the meeting was adjourned at 3:05 p.m.

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CONSENT AGENDA - REVISED

All items may be approved in one motion with no discussion.

Any Board member may ask for any consent item to be exempted from the main motion.
That item will be moved, discussed and voted on separately

A. Procedures Governing Records of State Agencies Transferred to the State Archives of Ohio

Disposition: Action

Background: Has been reviewed by Executive Committee - December 14, 2004 (See topic introduction – tab a)

Motion: That the Board approve the proposed revised *Procedures Governing Records of State Agencies Transferred to the State Archives of Ohio*

B. Open Meetings/Open Records Policies

Disposition: Action

Background: Reviewed by Executive Committee – December 14, 2004 (See topic introduction – tab b) to fulfill obligation from House Select Committee Response.

Motion: That the Board review and approve the Open Meetings/Open Records policies.

C. Glendower Building Deaccession

Disposition: Action

Background: Reviewed by the Physical Structures & Locations Committee on January 10, 2005 (See topic introduction – tab c)

Motion: The Board of Trustees of the Ohio Historical Society requests that the Ohio General Assembly at its earliest convenience authorize the transfer of the property known as Glendower State Memorial to the Warren County Historical Society subject to the conditions of the Offer to Purchase as prepared by the Ohio Department of Administrative Services.

D. Endowments - Adena

Disposition: Action

Background: Reviewed by Development Board and Finance Committee on January 6, 2005. (See topic introduction – tab d)

Motion: That the Board approves the The Randall Worthington Endowment, The Worthington Family Endowment and The William Nolan Endowment.

E. Wahkeena Nature Preserve Dedication

Disposition: Action

Background: Reviewed by Physical Structures & Locations Committee on January 10, 2005 (see topic introduction – attached)

Motion: The Board Trustees of the Ohio Historical Society authorizes the dedication of parts of Wahkeena State Memorial as described on the proposed Articles of Dedication as a State Nature Preserve and authorize the Executive Director to sign the Articles of Dedication and any other documents necessary for the dedication.