



Board of Trustees Meeting

March 1, 2023 3:00 pm

Gilkey Room and Microsoft Teams

Call-in information:

509-703-4414 Conference ID: 500 566 843#

Our mission is to engage our audiences in the appreciation of art, history, and culture of the Inland Northwest and beyond through collection stewardship, exhibitions, and programs that enrich and inspire.

Northwest Museum of Arts & Culture
BOARD OF TRUSTEES MEETING
Wednesday, March 1, 2023
In Person in the Gilkey Room and Via Microsoft Teams

Time	Agenda Item	Responsible	Page
3:00 pm	Call to Order, Establish Quorum	Peter Sanburn, President	
3:02 pm	ACTION: Approve Minutes 2/1/23 & 2/14/23	Peter Sanburn, President	2-3
3:05 pm	President's Report	Peter Sanburn, President	
3:15 pm	Open Comment Period	Peter Sanburn, President	
3:20 pm	Director's Report <ul style="list-style-type: none"> • Campbell House 125th • Minecraft update <ul style="list-style-type: none"> ○ ACTION: Delegation of contract authority • Upcoming exhibitions in galleries B & C 	Wesley Jessup, Director Peter Sanburn, President	
3:35 pm	Finance Committee Report <ul style="list-style-type: none"> • January 2023 P&L • Variance Explanation • Cash Flow Projections (separate attachment) 	Lukus Collins, Treasurer	4 5
3:45 pm	Development Committee Report	Peter Sanburn, Chair	
3:55 pm	Governance Committee Report <ul style="list-style-type: none"> • ACTION: Executive Director's compensation 	Debra Schultz/Vicki Butler, Co-Chairs	
4:05 pm	Ad Hoc Community Engagement Committee Report <ul style="list-style-type: none"> • MAC Business Breakfast 	Frank Velázquez, Chair	
4:15 pm	Campbell House Committee Report	Christy deViveiros, Chair	
4:25 pm	Exhibitions and Collections <ul style="list-style-type: none"> • Collections Management System (CMS) Project <ul style="list-style-type: none"> ○ ACTION: Delegation of contract authority 	Kayla Tackett, Director of Exhibitions and Collections Peter Sanburn, President	
4:35 pm	If Needed May Adjourn to Executive Session	Peter Sanburn, President	
4:40 pm	End Executive Session Call Regular Meeting to Order; Take Action If Needed	Peter Sanburn, President	
4:45 pm	Adjourn	Peter Sanburn, President	

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Northwest Museum of Arts and Culture

February 1, 2023 Board of Trustees Meeting Minutes

Trustees Present: Laurie Arnold, Lukus Collins, Christy deViveiros, Michael Dunn, Janet Durnford, Greg Hesler, Matthew Henshaw, Peter Sanburn, Debra Schultz

Staff Present: Betsy Godlewski, Wes Jessup, Francis Langston, Kate Rau, Carol Summers, Kayla Tackett, Renee Webber

Others Present: Greer Bacon, Sophia Davis, Michael Flannery, Emily Yates AAG

Call to order: With a quorum present, Mr. Sanburn called the meeting to order at 3:01pm

Action: Approve minutes from January 4 2023, meeting. Mr. Hesler moved to approve, Ms. Schultz seconded, and the motion was carried unanimously.

There were no open comments.

Action: Approve to change agenda allowing for Executive Session to be called and for the Governance Report to be given at the beginning of the meeting. Mr. Collins moved to approve, Ms. deViveiros seconded, and the motion was carried unanimously.

Under RCW 42.30.110(1), trustees went into Executive Session, which ended at 3:13pm. Regular meeting reconvened at 3:14pm.

Governance Report: Ms. Schultz submitted Steve Duvoisin for consideration for the Board of Trustees.

Action: Mr. Sanburn moved to approve Mr. Duvoisin as a trustee, Ms. Schultz seconded, and the motion was carried unanimously.

President's report: Mr. Sanburn reported that trustees must complete their Washington state required training by the end of February.

Director's Report: Mr. Jessup reported that the next slate of exhibitions opens soon. Friday February 10th will be the VIP event for *Ubuhe Women: Beadwork and the Art of Independence* and *Plateau Pictorial Beadwork: The Collection of Fred L. Mitchell*. Ms. Godlewski has announced her June retirement; her position description is being rewritten and the recruitment for her replacement will begin this spring. Mr. Jessup and Ms. Godlewski have been in Olympia last week and this week meeting with legislators regarding our Operating and Capital budget requests.

Finance Committee Report: Mr. Collins reported some sizeable variances under utilities and communications due to the state changing coding for these expenses. Admissions has been around 70% of projections. Store sales and membership are compensating for low ticket sales. Bottom line looks good, which will help upfront costs of *Minecraft*.

Development Committee: Mr. Sanburn reported that the museum has hired creative fund-raising advisor Paul Johnson to help us with the transition to a new Development Director.

Foundation Report: Ms. Bacon explained the procedures for monitoring investments and reported that the Foundation board is pleased with the two investment managers.

With no further business, Mr. Sanburn adjourned the meeting at 3:58pm.

Northwest Museum of Arts and Culture
February 14, 2023 Board of Trustees Special Session

Trustees Present: Vicki Butler, Lukus Collins, Christy deViveiros, Michael Dunn, Steve Duvoisin, Janet Durnford, Greg Hesler, Matthew Henshaw, Peter Sanburn, Debra Schultz, Gayle Terry, Frank Velázquez

Staff Present: Melissa Allard, Kate Rau, Renee Webber

Others Present: Emily Yates AAG

Call to order: With a quorum present, Mr. Sanburn called the meeting to order at 3:00pm. Mr. Sanburn thanked the trustees for making time for this special session, which is to evaluate the performance of a public employee.

At 3:01pm, the trustees convened for an Executive Session for 15 minutes.

Executive session ended at 3:16pm and the Board of Trustees meeting reconvened. No action was taken during the executive session.

Action: Approve the Governance Committee's recommendation to increase the salary of the Executive Director, Wes Jessup, to the maximum amount allowed in Plateau 3, as articulated in the State Official Salary Structure by the Office of Financial Management. Ms. Schultz moved, Dr. Velázquez seconded, and the motion carried unanimously.

With no further business, Mr. Sanburn adjourned the special session at 3:18pm.

Eastern Washington State Historical Society

Income Statement
For the month ending 01/31/2023

Appropriated Funds Summary						
Revenue	Current Mo. Actual	Current Mo. Planned	Variance	Fiscal YTD Actual	Fiscal YTD Planned	Variance
Total Revenue	0	0	0	0	0	0
Operating Expenses	Current Mo. Actual	Current Mo. Planned	Variance	Fiscal YTD Actual	Fiscal YTD Planned	Variance
Salary/Wages/Benefits:	215,490	224,466	8,976	1,549,762	1,543,122	(6,640)
Utilities & Communications:	21,507	19,335	(2,172)	2,044	137,905	135,861
Insurance	177	270	93	122,284	123,619	1,335
Purchased Services	77,593	75,883	(1,710)	607,671	567,171	(40,500)
Travel	2,807	1,210	(1,597)	23,900	10,300	(13,600)
JA, JB, JC Equipment	183	2,150	1,967	15,325	39,750	24,425
Total Operating Expenses	317,757	323,314	5,557	2,320,986	2,421,867	100,881
Net Income	Current Mo. Actual	Current Mo. Planned	Variance	Fiscal YTD Actual	Fiscal YTD Planned	Variance
TOTAL Net Income, Appropriations	(317,757)	(323,314)	5,557	(2,320,986)	(2,421,867)	100,881

Full Year Budget*
0
Full Year Budget
2,668,127
237,110
125,699
1,062,434
20,330
65,400
4,179,100
Full Year Budget
(4,179,100)

Local Fund Summary						
Revenue	Current Mo. Actual	Current Mo. Planned	Variance	Fiscal YTD Actual	Fiscal YTD Planned	Variance
04/20/000020 Admissions	16,158	14,310	1,848	254,765	391,376	(136,611)
04/20/000021 Fundraising Events	22,312	0	22,312	39,576	3,000	36,576
Other Revenues	47,837	34,412	13,425	350,270	310,271	39,999
Contributions & Grants Received in the Museum	127,675	177,959	(50,284)	696,210	736,732	(40,522)
Total Revenue	213,981	226,681	(12,700)	1,340,821	1,441,379	(100,558)
		226,681				
Operating Expenses	Current Mo. Actual	Current Mo. Planned	Variance	Fiscal YTD Actual	Fiscal YTD Planned	Variance
Salary/Wages/Benefits:	50,210	69,828	19,618	297,169	456,216	159,047
Communications & Utilities	2,127	1,250	(877)	15,965	16,350	385
Purchased Goods and Services	54,069	107,869	53,800	836,315	1,110,817	274,502
Travel	603	1,110	507	7,489	46,144	38,655
Equipment & Furnishings (JA/JB/JC/JM)	660	0	(660)	23,548	500	(23,048)
Total Expenses	107,669	180,057	72,388	1,180,486	1,630,027	449,541
Net Income	Current Mo. Actual	Current Mo. Planned	Variance	Fiscal YTD Actual	Fiscal YTD Planned	Variance
TOTAL Net Income, Local Funds	106,312	46,624	59,688	160,335	(188,648)	348,983

Full Year Budget
502,694
3,000
528,335
1,501,652
2,535,681
Full Year Budget
810,406
23,350
1,626,981
57,669
4,500
2,522,905
Full Year Budget
12,776

* As adjusted by supplemental budget

For the Board's Information:	Current Mo. Actual (New)	Current Mo. Planned	Variance	Balance Available
Contributions & Grants Restricted Acct	113,056	50,000	63,056	1,431,754
Endowment Distributions - Foundation - Restricted*	0	28,460	(28,460)	116,895
Endowment Distributions - Foundation - Unrestricted*	0	19,500	(19,500)	369,287

* These funds have not yet been recognized by the Museum, and thus do not show up on financial reports generated by the State financial system.

Explanation of Significant P&L Variances **For the Month Ending 1/31/2023**

Appropriated Fund Section

Utilities and Communications, FYTD Variance \$135,861: Energy incentive from Avista for last year's HVAC Controls capital project that was credited against our utility expenses.

Purchased Services, FYTD Variance \$-40,500: The state's change in method of allocating interagency expenses for data processing (-\$47,688) was incorrectly projected by the State.

Travel, FYTD Variance \$-13,600: This overage is offset by revenue for Santa Fe donor trip.

Equipment, FYTD Variance \$24,425: Timing difference due to not ordering some items when originally planned, and a few delays caused by lingering supply chain issues.

Local Fund Section

Admissions, FYTD Variance \$-136,611: Admissions is coming in around 70% of projections. This is consistent with other regional museums post-COVID.

Fundraising Events, FYTD Variance \$36,576: \$21,400 grant from the city for ArtFest.

Other Revenues, FYTD Variance \$39,991: Membership sales (\$51,307) more than offset loss of café sales (\$-21,733) due to café closure. Art Source (\$11,126) has a positive variance due increased painting sales.

Grants & Contributions \$-40,522: Individual contributions (\$49,987) are deposited in our main bank account immediately, but restricted donations, which are deposited in a restricted bank account, are not recognized on the P&L until we pull them over to the main bank account. Our restricted account balance has been growing, but we've not yet needed to pull funds over. Therefore, we are showing a negative variance for grants and contributions (\$-123,036) because we've not pulled funds over to our main bank account according to budget projections.

Salaries/Wages/Benefits, FYTD Variance \$159,047: Planned hires were brought on later than planned or have not yet been hired.

Purchased Goods & Services; FYTD Variance \$274,502: Timing differences include: Professional Services variance \$134,091 (exhibitions), supplies variance \$58,022 (store \$26K, exhibitions \$32K), Exhibition/equipment rental expense variance \$-48,784 (including a \$25,000 2026 exhibition prepayment), other contractual services \$76,808 (exhibitions), and other goods and services expenses \$43,545 (marketing invoices not yet received).

MAC Board of Trustees 2023 Meeting Schedule

January 4, 2023	3:00-5:00	Gilkey Community room
February 1, 2023	3:00-5:00	Gilkey Community room
March 1, 2023	3:00-5:00	Gilkey Community room
No meeting for April		
May 3, 2023	3:00-5:00	Archives Library
June 7, 2023	3:00-5:00	Gilkey Community room
July 12, 2023	3:00-5:00	Gilkey Community room
(moved due to 4 th of July holiday)		
No meeting in August		
September 6, 2023	3:00-5:00	Gilkey Community room
October 4, 2023	3:00-5:00	Gilkey Community room
November 1, 2023	3:00-5:00	Gilkey Community room
No meeting in December		



2020-2023 Eastern Washington State Historical Society Board of Trustees

Name	Date Elected	Position	Affiliation/Notes
<u>TERM EXPIRING JUNE 30, 2023</u>			
1 Butler, Victoria (2nd)	03/01/2017		Writer and Editor
2 Collins, Lukus (1 st)	03/04/2020	Treasurer	Treasurer & Balance Sheet Strategist, STCU
3 Hesler, Greg (1 st)	05/06/2020		Vice President, General Counsel and Chief Compliance Officer for Avista Corporation
4 Arnold, Laurie (1 st)	05/06/2020	Secretary	Director, Native American Studies, Associate Professor of History, Gonzaga University
5 Christy deViveiros (1 st)	07/01/2020		Campbell House Committee Chair
<u>TERM EXPIRING JUNE 30, 2024</u>			
6 Sanburn, Peter (2nd)	06/01/2016	President	Retired Business Executive
7 Durnford, Janet (2nd)	07/18/2018	Vice President	Senior Strategist, Oracle
8 Henshaw, Matthew (2nd)	06/20/2018		Director of Curriculum and Instruction, Spokane Public Schools
9 Louie, Jeanie (1 st)	09/01/2021		American Indian Cultural Council
10 Schultz, Debra (2nd)	02/01/2017		Retired Business person/Retired educator
11 Velázquez, Frank (2nd)	09/26/2018		Spokane Regional Health Director
<u>TERM EXPIRING JUNE 30, 2025</u>			
12 Terry, Gayle (1 st)	03/04/2022		Broker/Realtor, Windermere Manito
13 Dunn, Michael (1 st)	06/01/2022		Retired Educator
14 Duvoisin, Steve (1 st)	02/01/2023		Duvoisin Group CEO
<u>Ex-Officio / Staff</u>			
Flannery, Michael			President, MAC Foundation Board of Trustees
Allard, Melissa			Executive Assistant, HR & IT Liaison
Godlewski, Betsy			Director of Development
Jessup, Wesley			Executive Director, EWSHS
Langston, Francis			Chief Financial Officer
Staib, Katie			Director of Education
Summers, Carol			Director of Marketing
Tackett, Kayla			Director of Exhibitions and Collections