



Board of Trustees Meeting

J u n e 7 , 2 0 2 3 3 : 0 0 p m

G i l k e y R o o m a n d M i c r o s o f t T e a m s

Call-in information:

509-703-4414 Conference ID: 729 660 478#

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.

| Time | Agenda Item | Responsible | Page |
|---------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------|----------------|
| 3:00 pm | Call to Order, Establish Quorum | Peter Sanburn, President | |
| 3:02 pm | ACTION: Approve Minutes 5.4.23 | Peter Sanburn, President | 2 |
| 3:05 pm | President's Report | Peter Sanburn, President | |
| 3:10 pm | Open Comment Period | Peter Sanburn, President | |
| 3:15 pm | Director's Report <ul style="list-style-type: none"> • Recognition of outgoing Trustees and Staff • CHC Update | Wesley Jessup, Director | |
| 3:25 pm | Finance Committee Report <ul style="list-style-type: none"> • ACTION: Finance Resolutions: Check Signers Resolutions Money Market Account Resolution • Variance Explanation • April 2023 P&L • Cash Flow Projections (separate attachment) | Lukus Collins, Treasurer Francis Langston, CFO | 3-5 6-8 |
| 3:35 pm | Governance Committee Report <ul style="list-style-type: none"> • ACTION: Elect Proposed Slate of Officers President – Peter Sanburn Vice President – Janet Durnford Treasurer – Lukus Collins Secretary – Laurie Arnold • ACTION: Elect Trustees for second term Lukus Collins, Greg Hesler, Laurie Arnold and Christy DeViveiros • ACTION: Elect Peter Sanburn for additional term • ACTION: Elect New Board Member Jason Brown | Debra Schultz/Vicki Butler, Co-Chairs | |
| 3:40 pm | Development Assessment Report | Creative Fundraising Advisors (CFA) | |
| 4:35pm | 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 | |
| | Meeting Schedule & Board Roster and Terms | | 9-11 |

Northwest Museum of Arts and Culture

May 4, 2023 Board of Trustees Meeting Minutes

Trustees Present: Laurie Arnold, Lukus Collins, Michael Dunn, Janet Durnford, Steve Duvoisin, Greg Hesler, Matthew Henshaw, Peter Sanburn, Gayle Terry, Dr. Frank Velázquez

Staff Present: Melissa Allard, Carolyn Black, Anna Bresnahan, Betsy Godlewski, Wes Jessup, Francis Langston, Tisa Matheson, Kate Rau, Carol Summers, Kayla Tackett, Brooke Wagner, Renee Webber

Others Present: Michael Flannery, Katherine Holmes, Melville Holmes, AAG Brandon Stallings

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

Action: Approve minutes from March 1, 2023, meeting. Dr. Velázquez moved to approve, Mr. Duvoisin seconded, and the motion was carried unanimously.

Public comments: Mr. Holmes stated that Marmot Art Gallery is hosting a release party on Friday for Ric Gendron's new book, *Small Box of Ric*.

President's report: Mr. Sanburn reported that there are still several trustees who have not yet submitted pledge forms and asked them to return as soon as possible. The fiscal year ends on June 30, and pledges must be received by then for Fiscal year 2022-23. He expressed thanks to Bank of America for supporting the Wyeth exhibition, which opens May 12th.

Director's Report: Mr. Jessup reported that the donor trip to NYC was a success with participants and also raised an estimated \$10k. The legislature approved \$2.48 million of our capital requests, including those for a new sprinkler system, re-roofing the main building, and the café remodel. Operating asks for 2 positions (C.O.O and IT Manager) were approved, as were requests for funding for the American Indian Canoe Carving project and land acknowledgement design.

Finance Committee Report: Mr. Collins reported that despite attendance being below projections, our net income is ahead of budget, and we have a healthy bottom line. The first Minecraft exhibition payment has been made.

Action: Motion to approve the Trane Continuation of Service Agreement, to be extended through February 29, 2024.. Dr. Velázquez moved to approve, Mr. Collins seconded, and the motion was carried unanimously.

Action: Motion to approve renewal of the Intrinium IT services contract for term April 1, 2023 - March 31, 2024. Dr. Velázquez moved to approve, Mr. Duvoisin seconded, and the motion was carried unanimously.

Governance Committee: Mr. Jessup reported that the committee is recommending the same slate of officers, noted in the agenda, which will be voted on at the June meeting.

Museum staff presented on status and progress of various Goals in the 2022-2024 Strategic Plan.. The museum is working with the AICC to establish a set meeting schedule. We have a land acknowledgment, drafted by Tisa Matheson, Gina Peone, and John Matt. Our museum is recognized for its handling of AI intellectual property.

Action: Ms. Arnold made a motion to delegate signatory authority to Mr. Jessup for the exhibition contract for Gateways: African American Art from the Key Collection, which will take place in 2028. Mr. Collins seconded, and the motion was carried unanimously.

With no further business, Mr. Sanburn adjourned the meeting at 4:47pm.

Resolution for consideration by the Board of Trustees

Be it resolved that all checks from **Washington Trust Bank account number 1000761286**, are required to have signatures of two signers. Be it further resolved that a Trustee/Officer must sign any check with an amount greater than \$10,000.

Be it resolved, that the Board of Trustees appoint the following members and/or officers of the board (with the exception of the Treasurer) as signatories to **Washington Trust Bank account number 1000761286**.

Peter Sanburn
Janet Durnford
Laurie Arnold
Debra Schultz

Be it further resolved that the Board of Trustees appoint the following staff as signatories on **Washington Trust Bank account number 1000761286**.

Wesley Jessup, Executive Director
Katherine Staib, Education Director
John Richardson, Facilities Manager
Kayla Tackett, Exhibitions & Collections Director
Carol Summers, Marketing Director
Renee Webber, Chief Operating Officer

Rationale:

The Museum updates its check and financial instrument signing authorities to accommodate changes in personnel and officers of the Board. Our banks require a formal Board approved resolution and a copy of minutes. The number of signatories on checks and the restriction requiring a Trustee to sign checks over a particular amount are current policies that are ratified annually.

Peter Sanburn, President

Eastern Washington State Historical Society
Board of Trustees

Resolution for consideration by the Board of Trustees

Be it resolved that all checks from **Washington Trust Bank account number 1001873918**, are required to have signatures of two signers. Be it further resolved that a Trustee/Officer must sign any check with an amount greater than \$10,000.

Be it resolved, that the Board of Trustees appoint the following members and/or officers of the board (with the exception of the Treasurer) as signatories to **Washington Trust Bank account number 1001873918**.

Peter Sanburn
Janet Durnford
Laurie Arnold
Debra Schultz

Be it further resolved that the Board of Trustees appoint the following staff as signatories on **Washington Trust Bank account number 1001873918**.

Wesley Jessup, Executive Director
Katherine Staib, Education Director
John Richardson, Facilities Manager
Kayla Tackett, Exhibitions & Collections Director
Carol Summers, Marketing Director
Renee Webber, Chief Operating Officer

Rationale:

The Museum updates its check and financial instrument signing authorities to accommodate changes in personnel and officers of the Board. Our banks require a formal Board approved resolution and a copy of minutes. The number of signatories on checks and the restriction requiring a Trustee to sign checks over a particular amount are current policies that are ratified annually.

Peter Sanburn, President

Eastern Washington State Historical Society
Board of Trustees

Resolution for consideration by the Board of Trustees

Be it resolved that museum management is authorized to open a money market account at **Washington Trust Bank** at an initial annual interest rate of no less than 3% and is further authorized to transfer into the money market account an initial amount of no more than \$1,000,000 from its **Washington Trust Bank account number 1000461606**.

Be it resolved that if checks are written on the money market account, the checks are required to have signatures of two signers. Be it further resolved that a Trustee/Officer must sign any check with an amount greater than \$10,000.

Be it resolved that the Board of Trustees appoint the following members and/or officers of the board (with the exception of the Treasurer) as signatories to the **Washington Trust Bank money market account**.

Peter Sanburn
Janet Durnford
Laurie Arnold
Debra Schultz

Be it further resolved that the Board of Trustees appoint the following staff as signatories on the **Washington Trust Bank money market account**.

Wesley Jessup, Executive Director
Katherine Staib, Education Director
John Richardson, Facilities Manager
Kayla Tackett, Exhibitions & Collections Director
Carol Summers, Marketing Director
Renee Webber, Chief Operating Officer

Rationale:

Depositing funds in a money market account will allow the museum to earn interest on its restricted funds. Our bank requires a formal Board-approved resolution and a copy of minutes authorizing the opening of a new account.

Peter Sanburn, President

Eastern Washington State Historical Society
Board of Trustees

Explanation of Significant P&L Variances **For the Month Ending 4/30/2023**

Appropriated Fund Section

Salaries/Wages/Benefits, FYTD Variance \$-20,930: Variance predominantly due to an unbudgeted accumulated benefits payout to a retiring employee.

Utilities and Communications, FYTD Variance \$140,349: Energy incentive from Avista for last year's HVAC Controls capital project that was credited against our utility expenses.

Purchased Services, FYTD Variance \$-54,362: Once we were able to join the state government network, the state started charging us a new fee Central Technology Service fee (\$-65,382) that we were not aware of and thus did not budget for. This omission will be corrected in the upcoming budget cycle.

Travel, FYTD Variance \$-13,859: This overage is offset by revenue for Santa Fe donor trip in the Local Fund Section.

Equipment, FYTD Variance \$25,198: 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 \$-151,272: Admissions is coming in at around 70% of projections. This is consistent with other regional museums post-COVID. Also, memberships spiked during DreamWorks due to higher admission price. Some of this overage is countered in membership fees surplus.

Fundraising Events, FYTD Variance \$28,435: Received \$21,400 grant from the city for ArtFest, and starting to receive booth fees for ArtFest and ticket purchases for Gala.

Other Revenues, FYTD Variance \$80,782: Due to sales of memberships (\$80,585 surplus) due in part to higher admission prices during DreamWorks.

Grants & Contributions \$-144,552: Individual contributions (\$45,060) 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 (\$-188,978) because we've not pulled funds over to our main bank account according to budget projections.

Salaries/Wages/Benefits, FYTD Variance \$225,152: Planned hires were brought on later than planned or have not yet been hired, including new Director of Development, Director of Marketing, and IT Technician. Most of this constitutes permanent savings.

Purchased Goods & Services; FYTD Variance \$339,364: Timing differences include: Professional Services variance \$225,162 (predominantly exhibitions), supplies variance \$56,394 (Café \$23K, exhibitions \$40K), Exhibition/equipment rental expense variance **\$-24,177** (including an unbudgeted \$25,000 prepayment for a 2026 exhibition), other contractual services \$54,542 (exhibitions \$124K), and other goods and services expenses \$31,667 (marketing invoices not yet received). While this is presently being considered a timing difference, the closer we get to the end of the fiscal year, the more likely these differences are to becoming permanent savings.

Travel, FYTD Variance \$41,099: Now that we've switched almost all full-time employees to state funding, most travel is happening among state-funded rather than locally funded employees. This also contains revenue from the Santa Fe trip.

Equipment & Furnishings, FYTD Variance \$-49,700: unbudgeted art acquisition (**\$13K**), computer upgrades; furniture & AV equipment for exhibitions.

Eastern Washington State Historical Society

Income Statement
For the month ending 04/30/2023

| Appropriated Funds Summary | | | | | | |
|-----------------------------------------|-----------------------|------------------------|-----------------|----------------------|-----------------------|---------------|
| | Current Mo. Actual | Current Mo. Planned | Variance | Fiscal YTD Actual | Fiscal YTD Planned | Variance |
| Revenue | | | | | | |
| Total Revenue | 0 | 0 | 0 | 0 | 0 | 0 |
| Operating Expenses | | | | | | |
| Salary/Wages/Benefits: | 235,232 | 225,887 | (9,345) | 2,242,233 | 2,221,303 | (20,930) |
| Utilities & Communications: | 18,014 | 19,335 | 1,321 | 58,091 | 198,440 | 140,349 |
| Insurance | 177 | 270 | 93 | 123,612 | 125,159 | 1,547 |
| Purchased Services | 102,102 | 92,795 | (9,307) | 905,578 | 851,216 | (54,362) |
| Travel | 1,062 | 1,210 | 148 | 28,839 | 14,980 | (13,859) |
| JA, JB, JC Equipment | 13,752 | 10,450 | (3,302) | 35,602 | 60,800 | 25,198 |
| Total Operating Expenses | 370,338 | 349,947 | (20,391) | 3,393,956 | 3,471,898 | 77,942 |
| Net Income | | | | | | |
| TOTAL Net Income, Appropriations | (370,338) | (349,947) | (20,391) | (3,393,956) | (3,471,898) | 77,942 |

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

| Local Fund Summary | | | | | | |
|-----------------------------------------------|-----------------------|------------------------|-----------------|----------------------|-----------------------|------------------|
| | Current Mo. Actual | Current Mo. Planned | Variance | Fiscal YTD Actual | Fiscal YTD Planned | Variance |
| Revenue | | | | | | |
| 04/20/000020 Admissions | 22,543 | 24,357 | (1,814) | 308,148 | 459,420 | (151,272) |
| 04/20/000021 Fundraising Events | 12,079 | 0 | 12,079 | 33,495 | 5,060 | 28,435 |
| Other Revenues | 45,772 | 38,002 | 7,770 | 482,414 | 401,632 | 80,782 |
| Contributions & Grants Received in the Museum | 91,226 | 187,960 | (96,734) | 971,140 | 1,115,692 | (144,552) |
| Total Revenue | 171,619 | 250,319 | (78,700) | 1,795,197 | 1,981,804 | (186,607) |
| Operating Expenses | | | | | | |
| Salary/Wages/Benefits: | 52,842 | 71,162 | 18,320 | 444,320 | 669,472 | 225,152 |
| Communications & Utilities | 3,076 | 1,250 | (1,826) | 14,281 | 19,600 | 5,319 |
| Purchased Goods and Services | 38,909 | 106,144 | 67,235 | 1,075,909 | 1,415,273 | 339,364 |
| Travel | 2,402 | 1,510 | (892) | 12,075 | 53,174 | 41,099 |
| Equipment & Furnishings (JA/JB/JC/JM) | 22,662 | 0 | (22,662) | 50,200 | 500 | (49,700) |
| Total Expenses | 119,892 | 180,066 | 60,174 | 1,596,785 | 2,158,019 | 561,234 |
| Net Income | | | | | | |
| TOTAL Net Income, Local Funds | 51,728 | 70,253 | (18,525) | 198,411 | (176,215) | 374,626 |

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

* As adjusted by supplemental budget

| | Current Mo. Actual (New) | Current Mo. Planned | Variance | Balance Available |
|------------------------------------------------------|-----------------------------|------------------------|----------|----------------------|
| For the Board's Information: | | | | |
| Contributions & Grants Restricted Acct | 33,149 | 125,000 | (91,851) | 1,590,309 |
| Endowment Distributions - Foundation - Restricted* | 14,798 | 28,460 | (13,662) | 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.

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 | | |

| Name | Date Elected | Position | Affiliation/Notes |
|-------------------------------------------|---------------------|-----------------|---------------------------------------------------------------------------------------|
| <u>TERM EXPIRING JUNE 30, 2023</u> | | | |
| 1 Sanburn, Peter (2nd) | 06/01/2016 | President | Retired Business Executive |
| 2 Butler, Victoria (2nd) | 03/01/2017 | | Writer and Editor |
| 3 Collins, Lukus (1 st) | 03/04/2020 | Treasurer | Treasurer & Balance Sheet Strategist, STCU |
| 4 Hesler, Greg (1 st) | 05/06/2020 | | Vice President, General Counsel and Chief Compliance Officer for Avista Corporation |
| 5 Arnold, Laurie (1 st) | 05/06/2020 | Secretary | Director, Native American Studies, Associate Professor of History, Gonzaga University |
| 6 Christy deViveiros (1 st) | 07/01/2020 | | Campbell House Committee Chair |
| <u>TERM EXPIRING JUNE 30, 2024</u> | | | |
| 7 Schultz, Debra (2nd) | 02/01/2017 | | Retired Business person/Retired educator |
| 8 Durnford, Janet (2nd) | 07/18/2018 | Vice President | Senior Strategist, Oracle |
| 9 Henshaw, Matthew (2nd) | 06/20/2018 | | Director of Curriculum and Instruction, Spokane Public Schools |
| 10 Velázquez, Frank (2nd) | 09/26/2018 | | Spokane Regional Health Director |
| 11 Louie, Jeanie (1 st) | 09/01/2021 | | American Indian Cultural Council |
| <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 |
| <u>TERM EXPIRING JUNE 30, 2026</u> | | | |
| 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 |
| Webber, Renee | | | Chief Operating Officer |

EWSHS Trustee Contact List

| Trustee | Work | Home | Mobile | Email |
|------------------------------------|----------------|----------------|----------------|--------------------------------------|
| Laurie Arnold - Secretary | | | (773) 895-9438 | hilaurie@yahoo.com |
| Victoria Butler | | (202) 543-9216 | (202) 731-9274 | vabtmc@aol.com |
| Lukus Collins - Treasurer | (509) 344 2395 | | (405) 371 2574 | lukusc@stcu.org |
| Christy deViveiros | | | (509) 879-9553 | dalenchristy@gmail.com |
| Janet Durnford - Vice President | | | (509) 954-8077 | janet.durnford@oracle.com |
| Michael Dunn | | | (509) 701 1742 | mdunn3410@wsu.edu |
| Matthew Henshaw | (509) 354-4632 | | (425) 223 2418 | matthewh@spokaneschools.org |
| Greg Hesler | (509) 495-2208 | | (509) 570-2629 | greg.hesler@avistacorp.com |
| Jeanie Louie | (208) 686-2085 | | (208)-568-1121 | jlouie@cdatribe-nsn.gov |
| Gayle Terry | (509) 747-1051 | | (509) 389-2069 | gayle@gayleterry.com |
| Peter Sanburn - President | | (509) 838-2231 | (509) 389-0504 | psanburn@hotmail.com |
| Debra Schultz | | | (509) 995-7611 | debram2106@gmail.com |
| Frank Velazquez | | | (509) 850-5357 | fvelazquez@srhd.org |
| Steve Duvoisin | | | (509) 951 0544 | steve@duvoisin.com |
| Ex-Officio | | | | |
| Donna Weaver, MAC Foundation Chair | | | (509) 990-3400 | dlw@weavermail.net |
| Annette Pierre, AICC | | | (509) 768-3839 | akpierre@kalispeltribe.com |
| Ex-Officio Staff: | | | | |
| Melissa Allard | | | (509) 951-4528 | melissa.allard@northwestmuseum.org |
| Betsy Godlewski | (509) 363-5304 | (509) 838-6832 | (509) 939-6942 | betsy.godlewski@northwestmuseum.org |
| Wesley Jessup | (509) 363-5308 | | (970) 820-9731 | wesley.jessup@northwestmuseum.org |
| Francis Langston | (509) 363-5326 | (509) 315-4855 | | francis.langston@northwestmuseum.org |
| Katie Staib | (509) 363-5349 | | (206) 854-7765 | katie.staib@northwestmuseum.org |
| Carol Summers | (509) 363-5325 | | (509) 747-6218 | carol.summers@northwestmuseum.org |
| Renee Webber | (509) 363-5324 | | | renee.webber@northwestmuseum.org |
| Kayla Tackett | (509) 363-5338 | | (812) 272-7471 | kayla.tackett@northwestmuseum.org |