

## NCHS Board Meeting – September 4, 2012

Present – Dan Dietz, Sarah LaMance, Andy Whitlock, Laurie Pope, David Albright, Mike Barber, Jan Bowyer, Tom Camp, Ray DuBose, Carol Healy, Bette Hickman, Martha Ann Parks, JoAnn Ray, Gary Renno, Barbara Tumperi (13 q); Pat McGee (nv), Tom Redwine (nv), Pamela Prange (nv)

### Call to Order

Meeting called to order 7:03 pm

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Pat McKee spoke on IRS 2010 “Targeted governance of non-profits”. Form 990 organizational return of 2010. Importance of running 501C according to IRS rules. Spoke of excesses that benefit some for example – where someone on board, a major contributor profits from dealings with non-profit. Sound fashion – corporate laws provides some guidance. Good governance – “American Alliance of Museums” AAM – book “Best Practices”; AGB – book on best practices; IRS has some publications that they want to see in well run organizations.

### 3 Basic structures:

- 1) Raise money; 2) set policy / mission; 3) hire CEO;  
Best not to have CEO carry out mission or policy  
For example, separation of policy making and administrative duties  
Question: What is to be asked of board members? What is their role in organization?

In IRS 990, “Enron” and SOX – things to consider:

1. Document and retention policy – Criminalize destruction policy  
5 years - IRS documents  
2 years – employment documents  
Optional – destroy  
Never – Incorporation, 501C,  
Email policy
2. Conflict of Interest policy
3. Ethical standards policy
4. Strategic planning retreat  
10 yr., 5 yr. planning
5. “Whistle blower” policy

Pat provided examples of several documents as guides:

[www.aam-us.org/resources/ethics-standards-and-best-practices](http://www.aam-us.org/resources/ethics-standards-and-best-practices)

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Q&A Powers Festival report – Tom Redwine

Objective - Liquidation of current gift shop

\$459 sold

Not near volume of people

Expensive food

More arts and crafts

Sarah, Jan, Pam, Dan,

(Tom asked to leave meeting)

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Dan explained his reasoning about having employees attend our board meetings – beyond our Executive Director; Members are privy to minutes, for example IRS 990, but not the discussion. In our executive sessions, can be worded for what is included for executive session and who can attend those sessions.

Jan would like to move forward with defining our goals and objectives.

Nov 15<sup>th</sup> – General membership meeting

Martha Ann extended her resignation effective immediately due to her contract she is bidding for drapery.

Gary offered his resignation because he is unable to participate in board activities. Dan asked him to hold his resignation until after our October planning meeting.

### Executive Session

Minutes of August 2012 NCHS board meeting reviewed

Approved motion Mike Barber seconded Ray Dubose; motion approved by show of hands with 2 spelling modifications;

Financial Report reviewed by Laurie;

\$275 N-C COC with \$35 option to put link to our website; Approved motion SL membership + link; BH seconded; approved SOH

September Financial report approved. Motion Ray seconded Gary; approved by Show Of Hands (SOH)

### Old Business

Peniston House report by Dan

Painted interior; repaired slates on 14<sup>th</sup>; repairing roof (no re-roofing) but re-roofing garage – added \$15,000; Irrigation and landscaping – mid-September; Door hardware is still undecided (no knobs, latches) may need to put a “panic bar”; Martha Ann is doing great job on colors; Brick repaired; fans in gazebo; MA noted with ARCO one room not colored correctly; Gourmet kitchen coming along; Completed by end of September;

Horse Affair update – Dan

All horses but 4 being removed by Sept 10

Preservation Awards Picnic – Sarah

Liz and George Tedder are to receive an award for their small cemetery they have restored  
Volunteers who renovated Mary Ray school house in Raymond are to receive an award  
NCHS is to provide honey baked ham and turkey and slider roles; plus beer and wine;  
Invite all board members to respond to EVite; Thanked Jan for putting EVite together it took a lot of time

To date only 26 people have responded; 1 appetizer; 1 dish; 1 vegetable; 2 desserts;

Membership – Bette

We are pondering what to do; need to look at what we are offering for membership; if you have suggestions, please send to Bette

Jan - we should have applications everywhere – for example at Powers this past week;  
All not sold at yard sale taken to Salvation Army – Bette has forms for Laurie

#### Sesquicentennial Update – Jan

Daniel Stowell will have a presentation on Lincoln papers on Monday, November 5<sup>th</sup> at 7 Pm at Wadsworth Auditorium; Ticket \$5; Students free; Reception at Depot

#### Newsletter

Working on it

#### Events at Peniston house (while house is empty)

“Murder at the Museum” Interactive Murder (1920) Museum Theater on \$35 7 Pm Sat, October 20 (max 75), \$15 3 Pm Sun, October 21 come in costume for more fun

“Palmette” for New Year’s Eve event starting at 06:30 PM and ending after Midnight; Band plays from 07:30 till 11:30; next proposed fiber glass art; items to be auctioned off; \$150 per couple; \$75 single;

#### Other

Yard Sale made \$825.25. Dan thanked all who helped including Pam, Carol, and Tim, MA who helped at yard sale

#### New Business

Shirts – Collared (in any color as long as “White”) shirts \$35; make your order with Dan

Depot work – NCHS \$1700 for grass; City to pay for landscaping to be done in fall and resurface surrounding streets; \$5000 to redo heat pump; Additional costs for roof work needs to be done; outside to remove green paint;

Clark St - Archive A/C - \$7000 AC (heat pump and humidity control)

#### Peniston house interior decoration contract discussed

Pam recommends Panoply noting Martha Ann has spent a great deal of time in the color selections; JoAnn, Bette, Martha Ann (the bidders) bid for all windows in the house - drapery, beds,

1) Panoply \$63,904.49, 2) Ella \$49,836.45 installation, 3) 34<sup>th</sup> Madison design \$68,052.00;

Motion made by Laurie Pope to accept the committee’s recommendation to select Panoply but not to exceed Panoply’s bid; seconded by Mike Barber; Motion passed by SOH

Lewis Gizzard event at Male Museum in our Civil War room for at least 6 months;

Pam reviewed several events going at Male Museum throughout the year;

City Council showed house only George Alexander came.

Don’t forget to email Andy copies of any articles you are going to send to paper or for newsletter for the web site.

Meeting Adjourned 9:05 pm

