



Board of Trustees Meeting

S e p t e m b e r 6 , 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: 587 835 274#

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, September 6, 2023
Gilkey Room and Microsoft Teams

Time	Agenda Item	Responsible	Page
3:00 pm	Call to Order, Establish Quorum	Peter Sanburn, President	
3:02 pm	ACTION: Approve Minutes 7/12/23 & 8/22/23	Peter Sanburn, President	2-3
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"> • Contract renewal for Lisa Thatcher • Harold Balazs Collection acquisition • Minecraft: The Exhibition opening 	Wesley Jessup, Director	4-5
3:25 pm	Finance Committee Report <ul style="list-style-type: none"> • P&L • Variance Explanation • Cash Flow Projections (separate attachments) 	Lukus Collins, Board Treasurer	6 7-8
3:35 pm	Development Committee Report <ul style="list-style-type: none"> • 2023 Gala 	Peter Sanburn, Chair	
3:45 pm	Governance Committee Report	Debra Schultz	
3:55 pm	Exhibitions and Collections	Kayla Tackett, Director of Exhibitions and Collections	
4:05 pm	If Needed May Adjourn to Executive Session	Peter Sanburn, President	
4:10pm	End Executive Session Call Regular Meeting to Order; Take Action If Needed	Peter Sanburn, President	
4:15 pm	Adjourn	Peter Sanburn, President	

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	Board Roster and Terms		10

Northwest Museum of Arts and Culture

July 12, 2023 Board of Trustees Meeting Minutes

Trustees Present: Peter Sanburn, Michael Dunn, Jason Brown, Frank Velazquez, Gayle Terry, Laurie Arnold, Matthew Henshaw, Lukus Collins, Greg Hesler

Others Present: Greer Bacon, Carrie Culver

Staff Present: Wes Jessup, Melissa Allard, Renee Webber, Kayla Tackett, Francis Langston, Carol Summers, Rob Worstell, Anna Bresnahan

Call to order: Mr. Sanburn called the meeting to order at 3:00 pm

President' report: Mr. Sanburn welcomed Jason Brown as our newest board member. He said that Jason's past knowledge as our AAG and his expertise will be an asset to the board. Mr. Sanburn thanked those that could attend Betsy's retirement party for coming. He said there were tears from Betsy and he was glad that the recognition she got was well-deserved.

Director's report: Mr. Jessup introduced and welcomed Carrie Culver, Assistant Attorney General, as the MAC's new AAG. He also introduced Anna Bresnahan as the MAC's new Chief Development Officer, and Rob Worstell, interim Director of Education.

Mr. Jessup noted that it is a sad week in the arts world in Spokane. Ric Gendron, of the Umatilla and Confederated Tribes of the Colville Reservation, died this week. Ric was an incredible artist known best for his public murals, including the mural at the MAC on level L1.

Mr. Jessup informed the board of an opportunity to acquire a 32-piece private collection of the late Spokane artist Harold Balazs. There is also interest from Seattle collectors and the Seattle Art Museum, but we hope the collection will stay in Spokane. We are hoping to raise the money for the collection. He will have more to say about this in September.

Action: Approve minutes from June 7, 2023. Ms. Arnold abstained from voting since she was not present at the June meeting. Dr. Velázquez moved to approve, Mr. Collins seconded, and the motion was carried unanimously.

Finance Committee Report: Mr. Collins reported positive variance for technology in May due to a correction from previously being double charged. On the local funds, we had positive revenue from the Mother's Day Tour, which exceeded the budgeted net revenue. ArtFest is in the black and we are waiting to hear if we will receive another grant, which will improve the net revenue.

Action: Approve fiscal year 2024 budget. Mr. Hesler moved to approve, Mr. Brown seconded, and the motion was carried unanimously.

Development Committee Report: Mr. Sanburn encouraged board members to sign up for the Gala which is September 23rd then turned it over to Ms. Bresnahan. She noted that 321 people have signed up so far, so we have 29 seats available for the Gala. Tickets were mailed and should be in everyone's mailbox now. Ms. Bresnahan noted that the Minecraft VIP reception will be on Friday, September 15th.

Exhibitions and Collections report: Ms. Tackett said that Gallery A will feature *First Impressions*, an exhibition featuring women printmakers from early to mid-20th century from the state of Washington. We are getting this exhibition from the Cascadia Museum. Humaira Abid's exhibition ends August 6th, The Kienholz exhibition (*The Jesus Corner*) ends August 13th and Wyeth ends August 20th. *Minecraft: The Exhibition* will take up 3 galleries and will open to the public September 16th. Ms. Tackett said she will be reaching out to Ms. Culver on lots of upcoming contracts.

With no further business, Mr. Sanburn adjourned the meeting at 3:40 pm.

Northwest Museum of Arts and Culture

August 22, 2023 Board of Trustees Special Meeting Minutes

Trustees Present: Jason Brown, Michael Dunn, Janet Durnford, Peter Sanburn, Debra Schultz, Gayle Terry, Frank Velázquez

Staff Present: Melissa Allard, Wes Jessup, Francis Langston, Kate Rau, Kayla Tackett, Rob Worstell

Others Present: Carrie Culver, AAG

Call to order: With a quorum present, Mr. Sanburn called the meeting to order at 12:17pm

Action: Dr. Velázquez moved to correct the minutes from 3/1/2023 by removing the phrase, “Mr. Sanburn moved to sign the quality assurance portion of the Soft Skin contract,” and replacing it with “Mr. Sanburn moved to approve Mr. Jessup to sign the multi-year Skin Soft contract.” Mr. Dunn seconded, and the motion was carried unanimously.

With no further business, Mr. Sanburn adjourned the meeting at 12:21pm.



A CONTRACT BETWEEN LISA THATCHER AND THE EASTERN WASHINGTON STATE HISTORICAL SOCIETY

I. BACKGROUND

The Eastern Washington State Historical Society (hereafter referred to as MAC) wishes to contract for lobbying services before the state legislature, other state level authorities, and state agencies.

II. PROGRAM GOALS

MAC wishes to retain Lisa Thatcher (hereafter referred to as LHT) as the lobbyist to assist MAC with state legislative lobbying. Work would include contact with legislators, statewide elected officials, state agency personnel, and cooperation with other lobbyists. LHT will report to and work at the direction of Wesley Jessup.

III. RESPONSIBILITIES, TERMS, AND CONDITIONS

A. LHT shall be responsible for filing all necessary Public Disclosure forms except the filings required by an employer of lobbyists. MAC will be responsible for filing all necessary forms as an employer of a lobbyist and any necessary PAC forms.

B. MAC will retain LHT on a monthly retainer of \$4,100.00 per month. In addition LHT shall be paid, by submitting itemized vouchers, for airline tickets and transportation costs associated with trips to Spokane. C. The term of the contract shall be from October 1, 2023 thru September 30, 2024 and is renewable.

D. This agreement may be terminated by either party by giving a thirty (30) day written notice. In the event of a cancellation by either party, services provided by LHT to MAC shall be paid in full by MAC upon submission of an invoice. Files, materials, and reports compiled to that point in time by LHT shall be forwarded to MAC upon request.

E. All correspondence, papers, documents, and materials received or developed by LHT in the course of performing the duties herein or as an incident thereto, shall immediately upon receipt, preparation or acquisition become the exclusive property of MAC unless otherwise specifically agreed to in writing, with the exception that a file copy of all work involved may be retained by LHT.

F. LHT shall not without prior written approval of MAC either during the term of this agreement or at any time thereafter, directly or indirectly disclose or give to any person, firm, corporation, agency or political subdivision of the state or the federal government or anyone else any information acquired in the performance hereunder (including but not limited to the material described in E. above).

G. LHT shall perform all services as an independent contractor and shall not be considered in any respect an employee of MAC.

H. Neither this agreement nor any other rights or obligations under this agreement shall be assigned or otherwise transferred by LHT without the prior consent of MAC.

IV. AGREEMENT

Both parties, being free from duress, enter into this agreement of free and good will for their mutual benefit. Both parties agree that the statement of program goals and contract terms, as listed above, are in sufficient detail to constitute a contract in spirit and in fact and is entered into mutually on

the _____ day of _____ 2023.

LISA THATCHER

EASTERN WASHINGTON
STATE HISTORICAL SOCIETY

BY _____

BY _____

DATE _____

DATE _____

Eastern Washington State Historical Society

Income Statement
For the month ending 06/30/2023

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:	268,392	230,552	(37,840)	2,745,030	2,703,309	(41,721)
Utilities & Communications:	19,866	19,335	(531)	94,326	237,110	142,784
Insurance	177	270	93	123,966	125,699	1,733
Purchased Services	92,787	195,818	103,031	1,114,797	1,294,724	179,927
Travel	3,813	3,900	87	32,710	20,330	(12,380)
JA, JB, JC Equipment	9,321	2,450	(6,871)	59,591	65,400	5,809
Total Operating Expenses	394,357	452,325	57,968	4,170,420	4,446,572	276,152
Net Income	Current Mo. Actual	Current Mo. Planned	Variance	Fiscal YTD Actual	Fiscal YTD Planned	Variance
TOTAL Net Income, Appropriations	(394,357)	(452,325)	57,968	(4,170,420)	(4,446,572)	276,152

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						
Revenue	Current Mo. Actual	Current Mo. Planned	Variance	Fiscal YTD Actual	Fiscal YTD Planned	Variance
04/20/000020 Admissions	17,618	28,965	(11,347)	339,988	502,694	(162,706)
04/20/000021 Fundraising Events	27,676	0	27,676	111,924	3,000	108,924
Other Revenues	58,762	87,349	(28,587)	602,772	528,335	74,437
Contributions & Grants Received in the Museum	111,116	128,960	(17,844)	1,089,429	1,501,652	(412,223)
Total Revenue	215,172	245,274	(30,102)	2,144,112	2,535,681	(391,569)
Operating Expenses	Current Mo. Actual	Current Mo. Planned	Variance	Fiscal YTD Actual	Fiscal YTD Planned	Variance
Salary/Wages/Benefits:	23,134	70,414	47,280	516,623	810,409	293,786
Communications & Utilities	1,689	600	(1,089)	16,130	23,450	7,320
Purchased Goods and Services	177,340	78,492	(98,848)	1,317,807	1,626,985	309,178
Travel	3,042	1,510	(1,532)	16,931	61,669	44,738
Equipment & Furnishings (JA/JB/JC/JM)	14,392	0	(14,392)	69,691	500	(69,191)
Total Expenses	219,596	151,016	(68,580)	1,937,182	2,523,013	585,831
Net Income	Current Mo. Actual	Current Mo. Planned	Variance	Fiscal YTD Actual	Fiscal YTD Planned	Variance
TOTAL Net Income, Local Funds	(4,425)	94,258	(98,683)	206,930	12,668	194,262

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

For the Board's Information:	Current Mo. Actual (New)	Current Mo. Planned	Variance	Balance Available
Contributions & Grants Restricted Acct	54,522	66,000	(11,478)	1,655,280
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 6/30/2023**

Appropriated Fund Section

Salaries/Wages/Benefits, Variance \$-41,721: Variance mainly due to an unbudgeted accumulated benefits payout to a retiring education staffer.

Utilities and Communications, FYD Variance \$142,784: Energy incentive from Avista for last year's HVAC Controls capital project that was credited against our utility expenses.

Purchased Services, FYTD Variance \$179,927: Due almost entirely to lower usage of professional services than planned, with \$154,180 of the variance coming from Exhibitions. These funds are anticipated to be spent in FY24.

Travel, FYTD Variance \$-12,380: This overage is offset by revenue for Santa Fe donor trip in the Local Fund Travel line item.

Local Fund Section

Admissions, FYTD Variance \$-162,706: Admission revenues came in at around 70% of projections. This is consistent with other regional museums post-COVID. Also, memberships spiked during DreamWorks due to higher admission pricing. Some of this negative variance is countered by membership's positive variance.

Fundraising Events, FYTD Variance \$108,924: Received an unbudgeted \$21,400 grant from the city for ArtFest and earlier-than-planned ticket purchases for September's Gala.

Other Revenues, FYTD Variance \$74,437: Due to sales of memberships (\$86,282 surplus) and educational programs (\$53,163 surplus). Our corporate membership program (\$-24,000) never got off the ground, and the café (\$-31,281) didn't re-open when expected.

Grants & Contributions Variance \$-412,223: Individual contributions (\$32,423) 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 (\$-326,552) because we've not pulled funds over to our main bank account according to budget projections. We also didn't pull over as many endowment distributions (\$-118,094) as we had originally planned on doing.

Salaries/Wages/Benefits, Variance \$293,786: Planned hires were brought on later than planned or have not yet been hired, including new Director of Development (June 2023), Director of Marketing (expected October 2023), and IT Technician (September 2023).

Purchased Goods & Services; Variance \$309,178: Professional Services variance \$203,299 (predominantly exhibitions), supplies variance \$59,647 (Café \$29K, exhibitions \$31K), Exhibition/equipment rental expense variance **\$-23,182** (including an unbudgeted \$25,000 prepayment for a 2026 exhibition), other contractual services \$22,286, and other goods and services expenses \$44,350.

Travel, FYTD Variance \$44,738: Now that we've switched most full-time employees to state funding, most travel is happening among state-funded rather than locally funded employees, so to get a better idea of the true variance, one should net this against the **\$-12,380** travel variance in the appropriated section. This also contains revenue from the Santa Fe trip.

Equipment & Furnishings, Variance \$-69,191: several unplanned expense areas: art acquisition (\$13K), several new computers; gallery and office furniture & AV equipment for exhibitions.

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 Collins, Lukus (1 st)	03/04/2020	Treasurer	Treasurer & Balance Sheet Strategist, STCU
2 Hesler, Greg (1 st)	05/06/2020		Vice President, General Counsel and Chief Compliance Officer for Avista Corporation
3 Arnold, Laurie (1 st)	05/06/2020	Secretary	Director, Native American Studies, Associate Professor of History, Gonzaga University
<u>TERM EXPIRING JUNE 30, 2024</u>			
4 Sanburn, Peter (2nd)	06/01/2016	President	Retired Business Executive
5 Durnford, Janet (2nd)	07/18/2018	Vice President	Senior Strategist, Oracle
6 Henshaw, Matthew (2nd)	06/20/2018		Director of Curriculum and Instruction, Spokane Public Schools
7 Louie, Jeanie (1 st)	09/01/2021		American Indian Cultural Council
8 Schultz, Debra (2nd)	02/01/2017		Retired Business person/Retired educator
9 Velázquez, Frank (2nd)	09/26/2018		Spokane Regional Health Director
<u>TERM EXPIRING JUNE 30, 2025</u>			
10 Terry, Gayle (1 st)	03/04/2022		Broker/Realtor, Windermere Manito
11 Dunn, Michael (1 st)	06/01/2022		Retired Educator
<u>TERM EXPIRING JUNE 30, 2026</u>			
12 Duvoisin, Steve (1 st)	02/01/2023		Duvoisin Group CEO
13 Brown, Jason (1 st)	07/12/2023		Partner, Stevens Clay, P.S.
<u>Ex-Officio / Staff</u>			
Flannery, Michael			President, MAC Foundation Board of Trustees
Allard, Melissa			Executive Assistant, IT Liaison
Bresnahan, Anna			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 Operations Officer