



SOUTH DAKOTA HISTORICAL SOCIETY FOUNDATION

BOARD OF DIRECTORS

Friday, January 11, 2013

Observation Gallery of Cultural Heritage Center, Pierre

Board Members Present: John Teupel, Pat Adam, Laura Archambeau, Jacquelyn Fuller, Jason Gant, Rick Jensen, Herb Jones, Connie Schroeder

Board Members Absent: Gordon Garnos, Brian Hagg, Paul Jensen

Board Members Recused: Patty Miller

Ex Officio Present: Jay D. Vogt

Staff Present: Bill Peterson, Darcy McGuigan, Dorinda Daniel

The meeting was called to order at 9 a.m. by acting chairman Teupel. Because a severe storm was forecast for much of South Dakota that day, an abbreviated meeting took place in order to allow board members to travel home before the storm hit.

Approval of Minutes

Approval of the Nov. 9, 2012, minutes was postponed until the May board meeting.

Boys and Girls Club Print

Becky Bowers of the Boys & Girls Club of the Capital Area met with the board to request selling a print of the Capitol at the Heritage Stores. The Boys & Girls Club is selling 100 prints at \$250 each as a fundraiser. The Foundation would receive \$50 from each print sold in the Heritage Stores.

Motion by Adam, seconded by Jones, to approve the partnership with the Boys & Girls Club of the Capital Area to market prints for the Boys & Girls Club at both Heritage Stores. All voted aye. Motion carried.

McGuigan is to develop a written agreement with the Boys & Girls Club. The Foundation staff was directed to develop a flyer about the prints.

President Search

The board went into executive session at 9:15 a.m. and came out of executive session at 10:45 a.m.

Motion by Gant, seconded by Schroeder, to appoint Bill Peterson and John Teupel to negotiate with the top two candidates recommended by the selection committee within the parameters of the compensation package outlined previously. All voted aye. Motion carried.

Service Pillars

I. Financial

a. Treasurer's Report – Jason Gant

Gant noted that if it were not for the almost \$200,000 donation from Dennis and Carol Anderson, the Foundation would have ended the year in the red. When the new president comes in, the board will have to develop a plan for the Anderson money and what to do with the proceeds of land in Sully County, if the land sells.



SOUTH DAKOTA HISTORICAL SOCIETY FOUNDATION

Motion by Adam, seconded by Schroeder, to accept the treasurer's report. All voted aye. Motion carried.

- b. Finance Committee Report
 - i. 2013 Draft Budget

Peterson said that the board needs to consider three issues: the budget, employee salaries and the Pioneer Girl Project. The annual budget for the fiscal year is usually approved at the January board meeting. Because of the uncertainty of employee costs and the amount raised through fundraisers, Peterson recommended that the 2012 budget be continued until the May board meeting.

Motion by Gant, second by Schroeder, that the 2012 budget be prorated through April, with an amendment for salary increases. All vote aye. Motion carried.

Peterson recommended that the board consider an increase in pay for current Foundation employees. The last pay increase was in 2009.

Motion by Adam, seconded by Fuller, to follow the recommended pay increase for four Foundation employees, retroactive to January 1, 2013. All voted aye. Motion carried.

The Great Plains Education Foundation awarded a grant of \$80,000 for the Pioneer Girl Project, with the amount to be matched by funds raised by the Foundation. About \$45,000 was raised for the Pioneer Girl Project.

Peterson said companies/corporations have been asked for donations, but many had already spent their funds for 2012.

Motion by Jones, seconded by Gant, to transfer up to \$35,000 to match the grant from the Great Plains Education Foundation for the Pioneer Girl Project, retroactive to Dec. 31, 2012. All voted aye. Motion carried.

The match will have to be made in Dennis and Carol Anderson's names. Peterson said he will talk to Pat Miller about receiving permission from Carol Anderson for this.

McGuigan reviewed expenses for 2012. She will send board members a report on the total cost of the presidential search. An end-of-the year request for donations was sent to members. This had a response rate of 4.09 percent.

McGuigan reviewed annual fund and store information.

Motion by Adam, seconded by Schroeder, to transfer \$15,000 from the store to the Foundation. All voted aye. Motion carried.

McGuigan said that the IRS has classified the Foundation as a 509 (a)(3) supporting organization, a type of 501 (c)(3). This creates issues with large charitable foundations as they cannot donate to this type of organization. The board authorized McGuigan to keep working with the Foundation's accountant on this matter.

II. People

- a. Board Development/Nominating Committee



SOUTH DAKOTA HISTORICAL SOCIETY FOUNDATION

Motion by Schroeder, seconded by Fuller, to extend the terms of board members whose terms ended in 2012 to the May board meeting. All voted aye. Motion carried.

The board members are Adam, Archambeau, Gant, Rick Jensen, Paul Jensen and Herb Jones.

Adam will contact the board members whose terms expired in 2012 and ask if they want to continue to serve on the board.

The nominating committee will need to meet to discuss new board members and officers.

III. Adjournment

Motion by Fuller, seconded by Adam, to adjourn at 11:30 a.m. All vote aye. Motion carried.

The next meeting is scheduled to take place on Thursday, May 2, in Rapid City.