



SOUTH DAKOTA HISTORICAL SOCIETY FOUNDATION

BOARD OF DIRECTORS

Friday, July 25, 2014

Board Room of Woods, Fuller, Shultz & Smith, Sioux Falls

Board Members Present: John Teupel, Pat Adam, Jacquelyn Fuller, Jason Gant, Brian Gatzke, Rick Jensen, Herb Jones, Carey Miller

Board Members Absent: Vicki McLain, Connie Schroeder

Ex-Officio Present: Jay D. Vogt

Staff Present: Michael Lewis, Dorinda Daniel

Others Present: Richard Lauer

The meeting was called to order at 8:45 a.m. Central Time by Vice Chairman Herb Jones. Teupel joined the meeting at 8:55 a.m.

Conflicts of interest: None.

Approval of Minutes

Motion by Adam, seconded by Gant, to approve the minutes of the April 4, 2014, board meeting. All voted aye. Motion carried.

SERVICE PILLARS

I. People

- a. Board Development/Nominating
 - i. Board Member Resignation
Motion by Fuller, seconded by Gant, to accept with regret the resignation of Laura Archambeau. All voted aye. Motion carried.
 - ii. New board member nomination discussion
Board members are to contact Lewis with the names of potential board members. Teupel said he would like four new board members at the fall board meeting with more new members joining the board in January 2015.
- b. 2014 Board Schedule
The tentative date of the next board meeting will be Nov. 7 in Rapid City, with a social the evening before.
Lewis and Gatzke will work together on having a social in Brookings. Board members do not have to attend the event.
- c. Consulting/Board Development Update
Lewis and Teupel had met with consultant Larry Fuller and with South Dakota State Historical Society trustees Brad Tennant and Rolene Schliesman about the strategic plan. Discussions will continue about the strategic plan.
- d. Policy & Personnel
 - i. Gift Policy
Motion by Adam, seconded by Miller, to approve the gift acceptance policy. All voted aye. Motion carried.
Board members are to sign the policy and give it to Lewis or Daniel.
 - ii. By-laws



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Miller said that a committee of the State Bar Association has been working on revising by-laws for nonprofit. Those revisions will go before the legislative next session and changes will be effective July 1, 2015. She advised not changing the foundation's by-laws until after the recommendations are known.

II. Financial

a. Treasurer's Report

i. June, second quarter and Heritage Store preliminary reports.

Lewis reviewed preliminary reports with board members.

Adam suggested that staff look at the gifts given to upper level donors to determine if the gifts are appropriate.

Accountant Dianna Velder resigned her position. Lewis reported that the vacancy has been advertised, with several applicants. The lack of health insurance has been a drawback for some applicants. Board members recommended Lewis check if the foundation could offer health insurance or offer some other incentive to accept the job.

Motion by Gant, seconded by Fuller, to transfer \$5,000 from the store to the general fund. All voted aye. Motion carried.

ii. Heritage Circle Payment to the Society

Lewis said that the foundation has paid the Heritage Circle reimbursement to the South Dakota State Historical Society for the first quarter 2014.

Motion by Miller, seconded by Fuller, to transfer \$15,000 from the Heritage Fund endowment to pay through the first quarter of 2014.

Amended by Gant, seconded by Miller, that the payment shall be completed by Aug. 15. In the future, payment is to be made quarterly and be included in the quarterly financial report. All voted aye.

Motion carried.

b. Finance Committee Report

i. Foundation Investments

Richard Lauer of Lauer, Fromelt Capital Management, LTD. reviewed the foundation's investments.

c. Heritage Circle Membership Review

Board members are sent an email each month with the names of Heritage Circle members to contact to encourage them to renew their membership. Lewis reviewed with board members a handout that showed Heritage Circle renewal has been high, and said that calling Heritage Circle members has made a difference.

III. Growth

a. Badger Clark Memorial Society Merger

Teupel said that the foundation signed the formal merger agreement with the Badger Clark Memorial Society on July 1. There will be a separate account for the works of Badger Clark. A few items involving the copyrights and the reprinting of the "Skylines" book will be addressed for final resolution.

IV. Quality



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- a. SDSHS Director's Report
SDSHS Direct Jay C. Vogt reported that the Archaeological Research Center in Rapid City is in the process of moving to a new office facility in downtown Rapid City. The Archives received a grant for the digitization of newspapers. Historic Preservation is involved in a planning session to produce a five-year plan. The Museum is working on a baseball exhibit. The traveling exhibit that includes the Sioux Horse Effigy closed in Paris and will be in Kansas City. The Press is working on a book about the state's courthouses, a children's book offering in September and *Pioneer Girl*, to be released in November. Vogt said that the strategic plan for the foundation is good and the strategies are excellent.
- V. **Adjournment**
Motion by Gant, seconded by Adam, to adjourn. All voted aye. The motion carried. The meeting adjourned at 12:15 p.m.