**MINUTES**

**VIRGINIA MUSEUM OF NATURAL HISTORY**

**BOARD OF TRUSTEES MEETING**

**Saturday, August 12th, 2023**

The one hundred forty second meeting of the Board of Trustees of the Virginia Museum of Natural History was held virtually at 10:05 a.m. on Saturday, August 12, 2023.

|  |  |  |
| --- | --- | --- |
| Trustees Present: | Mr. Mark Buss, Vice-Chair  Ms. Anne Burnett  Ms. Jennifer Burnett  Ms. Melany Stowe  Ms. Sherri Jordan | Dr. Art Evans  Dr. Carole Nash  Ms. Lauren Woodson  Mr. Roberto Quinones  Dr. Tom Benzing |
|  |  |  |
| Trustees Absent: | Ms. Lisa Carter  Mr. Nathan Sanford  Mr. Cord Cothren | Dr. Makunda Abdul-Mbacke  Ms. Emma Ito |
|  |  |  |
| Staff Present: | Dr. Joe Keiper | Mr. Ryan Barber |
|  | Mr. Jonathan Martin | Ms. Christy Deatherage |
|  | Mr. Ben Williams  Ms. Mary Zell Galen  Dr. Adam Pritchard | Mr. Zach Ryder  Ms. Bethany Fisher |
|  |  |  |
| Others Present: | Mr. Bill Kirby– VMNH Foundation Board of Directors  Ms. Cynthia Marquez– Office of the Attorney General | |

**Welcome and Call to Order**

The meeting was called to order by Mr. Mark Buss, Vice-Chair. A roll call vote of trustees was held, and it was determined that there were ten members present and five absent, which established a quorum.

Mr. Mark Buss welcomed Cindy Marquez from the Attorney General’s Office to the meeting.

**Approval of Minutes**

Dr. Carole Nash moved that the minutes of the May 2023 Board meeting be approved, and Dr. Art Evans seconded the motion. A voice call vote was held, and the minutes were approved unanimously.

**Chair’s Report**

Mr. Mark Buss, Vice-Chair, presented a brief report:

* Congratulated the VMNH Foundation on a great year.

**Staff Profile**

Mr. Mark Buss introduced Ms. Bethany Fisher, Museum Experiences Manager, to highlight her experience working for VMNH:

* Ms. Fisher comes from Central Florida, and previously worked in the zoos.
* She is working on museum branding, graphic design, and exhibit development throughout the museum.

**Deep Dive**

Ms. Christy Deatherage, Education Manager, presented a deep dive on the Live Animal Program:

* The VMNH Animal Ambassador Program started in 2009 with one snake and turtle. Now, VMNH has about 35 species of live animals at the museum.
* The Live Animal Policy is current under review by the Research and Collections Committee.
* Some animals are displayed in classrooms, basement of the museum, labs, and office spaces, while many travel for educational programs. Some animals are not on exhibit to the public.
* VMNH with veterinarians and permitting organizations to sufficiently care for the animals.

**Nominating Committee Report**

Ms. Melany Stowe, Nominating Committee Chair, presented the report:

* As of June 2024, three Board members will be completing terms: Sherri Jordon, Roberto Quinones, and Carole Nash. Board members need to contact Mary Zell Galen if they wish to be re-appointed.
* Mr. Mark Buss: The Board will select a new slate of officers next year.

**Treasurer’s Report**

Mr. Jonathan Martin, CFO, presented the report and information from the Profit and Loss Statement in place of Mr. Cord Cothren, Finance Committee Chair:

* VMNH had strong revenue and admissions in the past year, showing the museum’s good momentum during pandemic recovery. Educational classes and workshops are significant revenue drivers. Expenses occurred as expected.
* Excited about *Masters of the Night* exhibit next year, which VMNH is able to fund with help of continued visitation.
* Mr. Mark Buss: What happens to positive balance at end of fiscal year? Mr. Jonathan Martin: The balance is carried over through special funds account and the museum uses this account as a safety net.
  + Mr. Roberto Quinones: Is there any potential situation when money does not come back to museum? Mr. Jonathan Martin: Not that he’s aware of, but situation would likely be major global event. Dr. Joe Keiper: VMNH had to previously prepare a report about leftover money during an economic downturn, and Secretary’s Office still allowed funds to be carried over. The VMNH Foundation also has an emergency reserve and additional protected funds.

**Executive Director’s Report**

Dr. Joe Keiper, Executive Director, presented his report:

* VMNH has not yet received the Commonwealth’s budget and will feel more comfortable when budget is published.
* Good year for staffing, with Dr. Arianna Kuhn, Mr. Marshall Boyd, Ms. Bethany Fisher, and remote analysts added to the team. Research and Collections is more than twice the size it was 10-12 years ago. VMNH also hired its first Diversity Intern for the summer.
* VMNH makes strong fundraising progress. When moved into new building, fundraising brough 7% of total operation budget. Now, brings in over 16% of our budget. Slow, steady growth of the endowment with the continuation of diversifying revenue streams has strengthened the museum.
* Foundation budgeted a staff professional development fund. Several staffers will attend conferences and the Building and Grounds team will shadow operations at another institution.
* VMNH attended the Art and Architectural Review Board (AARB) meeting. The Jean S. Adams Educational Pavilion received its final approval and is now waiting on a sub-contractor. Waynesboro Branch Campus also passed, following a debate about museum’s exterior panel color scheme. AARB understood the economic development benefits of the project.
* VMNH has recently switched to DonorSnap, increasing VMNH’s fundraising capabilities. Trustees were asked to support the museum’s Discovery Champion Fund to help grow the endowment.

**Development/Marketing Committee Report**

Mr. Ryan Barber, Deputy Director, presented the advancement report:

* Strong working relationship with Foundation, with grants, partnerships, and new donor relationships in the pipeline. One upcoming grant is with the Community Foundation of Western Virginia, which will double support of the Museums for All program. Program is already supported by Hooker Furnishings and Carter Bank and Trust.
* Working with curators on a variety of federal grants and programs.
* On the advancement report, overall institutional earned revenue is up over 8% from FY 22 to FY23. Museum will continue pushing to earn a variety of revenue.
* Continued growth to the endowment, both through investment growth and new gifts. Very active management from Stifel, with regular updates at Foundation Board meetings.
* Strong turn out to recent Dino Festival, with nearly 1,000 participants in Museums for All program. Bonez and Booz is scheduled for October as an evening event.
* FY23 was a record for festival visitation and revenue set in FY19. Festivals continue to be a strong draw for membership sales, visitation, grants, and outreach.
* Several new projects, including new membership brochures, annual report, and updated version of *Experts in the Field*. Museum is also working on next Virginia Explorer edition for an early 2024 publication.
* *Dinosaur Discoveries* exhibit is open through January. Masters of the Night, a bat exhibit, will be open through 2024. VMNH is looking at hosting a Smithsonian traveling exhibit about water for 2026. VMNH will have the option to request a donation of the exhibit to the museum after the museum stops traveling.
* Mr. Mark Buss: Spoke about Annual Report at the Executive Committee meeting. He will work to draft a statement from the Board, and will be shared with the full Board for feedback.
* Dr. Carole Nash: Complimented map of visitation by Zip code and asked about creating a similar map for donors. Mr. Ryan Barber: VMNH does not have a map at this time but could develop one.
  + Mr. Roberto Quinones: Suggested overlaying both the donor and visitation maps.
* Ms. Sherri Jordan: Asked if there are any new partnerships or individual donors VMNH is targeting this year. Mr. Ryan Barber: The Foundation Board develops this list and it can be shared with the Board of Trustees.
* Dr. Joe Keiper: reminds Board that VMNH has three staffers in Charlottesville, and we could pursue corporate support for our programs there. Other opportunities can be hard to find, including a recent proposal from the Elster Foundation. VMNH worked on a letter of support with Sen. Kaine’s Office, and has continued to receive support to paleo program.

**Research and Collections Committee Report**

Dr. Art Evans, Research and Collections Committee Chair, presented the report:

* Reminds Trustees to review research and collections report.
* Museums Collections Policy was last reviewed in 2013. In 2022, the policies were reviewed by Board of Trustees as part of museum reaccreditation in 2025. First review was completed in January, and second was completed in July. Museum’s Live Animal Policy is new.
* R&C Committee has unanimously approved both policies for adoption today.
* Committee also discussed the concept of developing centers of excellence. While lab structure is more desirable for now, VMNH will develop centers organically. Full Board might want to consider modifying centers of excellence in strategic plan.

Following a review of museum policies, Ms. Anne Burnett moved that the revised Collections and Live Animal Policies be approved, and Dr. Art Evans seconded the motion. A voice call vote was held, and the policies were approved unanimously.

The following discussion continued during the Research and Collection Committee Report:

* Mr. Roberto Quinones: Asked if Virginia artifacts and collections take priority of things not from Virginia, as the museum has limited space, staffing, and funding.
  + Dr. Art Evans: Reminded that this question came from a discussion about need to expand collections storage, including the Douglas Ave. facility. Dr.
  + Dr. Tom Benzing: Thinks this is a discussion that will continue throughout the Research and Collections committee.
  + Roberto Quinones: Wants to think strategically about this issue, as it’s important to plan for financial and space issues.
* Dr. Joe Keiper: When hiring all curators, ensures all curators need to have a Virginia focus. VMNH still provides academic freedom to research their own interests. Even if only accessioned Virginia material, VMNH would still have space issue. The museum should start to make a temporary plan until expansion is possible. Douglas Ave. has roof and drainage issue finished and will start process to upgrade HVAC in July 2024.
  + Ms. Anne Burnett: Suggest sending out HVAC RFP in winter, as prices and response time will be better. Dr. Joe Keiper: would love to make that happen, as long as there’s no state limitation.
  + Mr. Mark Buss: Want to review charter to see if there’s any language to expand beyond Virginia.
* Mr. Roberto Quinones: Wants to encourage staff to explore revenue generation for support of museum.
  + Dr. Art Evans: Reminded code and mission show that VMNH interprets Virginia’s natural heritage in a global context, so it’s not an immediate issue.

**Education and Public Programs Committee Report**

Ms. Christy Deatherage, Education Manager, presented the report in place of Mr. Nathan Sanford, Committee Chair:

* Committee discussed the numbers served for the prior quarter, as part of Education report. VMNH wrapped up school programs, started summer camps, and worked on various other summer programs.
* VMNH hosts Homeschool Science and Engineering Academy, and program has shown continued growth. VMNH has also duplicated homeschool program with area private schools. VMNH has homeschool open house next week.
* VMNH educators will attend the VAST Conference in the fall, which will occur during the next Board meeting.
* Dr. Carole Nash: Asked about fee structure for the programs. Christy Deatherage: For homeschool programs, it’s a minimal fee. ($7 per student per session.) Use same fees for private academies. For outreach programs, VMNH uses a sliding scale depending on number of programs offered. The Education Department works with Ryan Barber to offer scholarships for programs.
* Dr. Joe Keiper: Complimented museum staff for offering similar programming during festivals with thousands of people.
* Dr. Tom Benzing: Decided to join the committee as part of the exhibits. Glad that Bethany Fisher is also participating and wants to ensure Waynesboro exhibits is meeting goals for teachers.

**Facilities Committee Report**

Dr. Tom Benzing, Facilities Committee Chair, presented the report:

* Met earlier this month, with focus on Jean S. Adams Education Pavilion and Douglas Ave. rehab.
* Museum also has opportunity to consider taking Martinsville YMCA next door and use maintenance reserve funds to manage the building.
* Jean S. Adams has contract in place, and construction will begin September 1. *Pelagornis* will hang in the pavilion.
* Dr. Art Evans: Asked for the time frame of the YMCA building. Dr. Joe Keiper: This is a new potential project, as a new YMCA building will be constructed a mile away. VMNH was asked in interest in buying building, and Dr. Joe Keiper is concerned that budget request for building would not be well received. Martinsville has community foundation that could potentially support the transfer of this building.
* Mr. Mark Buss: asked to table discussion until November. Dr. Art Evans: Requested an email update until then.

**Waynesboro Advocacy Committee Report**

Dr. Tom Benzing, Waynesboro Advocacy Committee Chair, presented the report:

* Three sets of minutes from past meeting. Welcomed LeAnn Binger to Board replacing Gene Smith.
* Competed Art and Architecture Review Board meeting, which went well.
* Scheduled four meetings with exhibit design with Riggs Ward.
* Committee’s current challenge is to convince the Governor and Legislators to include this project in the biennium budget. Trustees need to emphasize that this project supports the economic development of Waynesboro, and will bring visitors to Waynesboro. $41 million total budget cost. VMNH is updating economic feasibility study to include in talking points. Trustees should have received a message on July 20th with this call to action. The time is now to make sure this project is supported.
* Mr. Mark Buss: Will provide suggested wording to the Board of Trustees to better connect with governor’s priorities. Dr. Joe Keiper: Economic study update will be completed by the end of the month.

**Strategic Planning Committee Report**

Mr. Roberto Quinones, Strategic Planning Committee chair, shared the report:

* Task force created to be ready to act on reaccreditation, and work will start soon.
* Annual report will include both flashy updates on museum’s work, and including what VMNH is required to include as a Board to the state.
* Mark Buss: Requested that committee changes and plans can happen outside of current meeting.
* Ms. Cindy Marquez: Provided additional guidance about collection items from outside of Virginia.

**Closed Session**

Mr. Mark Buss moved that the Board meet in executive session. Ms. Melany Stowe seconded the motion. With no discussion, a roll call vote was held and the motion unanimously passed.

***Motion to go into closed session pursuant to Code of Virginia pursuant to Virginia Code Section 2.2-3711.A.1 to discuss personnel matters, namely assessment and evaluation of the Executive Director.***

**Conduct roll call vote (Secretary)**

Following an executive session of thirty-seven minutes, the Board reconvene in open session without a formal motion. With no discussion, a roll call vote was held and the motion unanimously passed.

***Motion to end closed session pursuant to Code of Virginia pursuant to Virginia Code Section 2.2-3711.A.1 to discuss personnel matters, namely assessment and evaluation of the Executive Director.***

**Conduct roll call vote (Secretary)**

**Announcements**

Mr. Mark Buss reminded about the Board about the upcoming meeting on Saturday, November 18, 2023.

Dr. Tom Benzing announced that the next lecture in the Wayne Theatre Speaker series will occur on Tuesday, September 12, 2023.

**Adjournment**

With no further business to come before the Board, Mr. Mark Buss adjourned the meeting at 12:14 am.

Respectfully submitted,

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Nathan Sanford Lisa Carter

Secretary Chair