**MINUTES**

**VIRGINIA MUSEUM OF NATURAL HISTORY**

**BOARD OF TRUSTEES MEETING**

**Saturday, August 13th, 2022**

The one hundred thirty third meeting of the Board of Trustees of the Virginia Museum of Natural History was held at 10:00 a.m. Saturday, August 13, 2022, at the Virginia Museum of Natural History in Martinsville, VA.

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| Trustees Present: | Mr. Roberto Quinones, Vice-Chair  Mr. Cord Cothren, Treasurer  Ms. Emma Ito  Ms. Lauren Woodson | Ms. Jennifer Burnett  Dr. Carole Nash  Ms. Melany Stowe  Mr. Mark Buss | |
|  | Dr. Makunda Abdul-Mbacke |  | |
| Trustees Participating Virtually, via Zoom: | Ms. Lisa Carter (Reason: Family)  Ms. Anne Burnett  (Reason: Work) | Dr. Tom Benzing  (Reason: Health Concerns) |
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| Trustees Absent: | Mr. Nathan Sanford, Secretary  Ms. Sherri Jordan | Dr. Art Evans | |
|  |  |  | |
| Staff Present: | Dr. Joe Keiper | Mr. Ryan Barber | |
|  | Mr. Ben Williams | Ms. Christy Deatherage | |
|  | Ms. Mary Zell Galen  Mr. Robbie Hendrix-Wirt | Mr. Jonathan Martin | |
|  |  |  | |
| Others Present: | Ms. Deb Love – Attorney General’s Office | | |
|  | Dr. DB Poli– VMNH Foundation Board of Directors  Group five of students from Tunstall High School’s AP U.S. Government Class | | |

**Welcome and Call to Order**

The meeting was called to order by Mr. Roberto Quinones, Vice-Chair. A roll call vote of trustees was held, and it was determined that there were nine members present, three virtual, and three absent, which established a quorum.

A motion was made to admit the virtual trustees to the meeting was the may participate remotely was made by Ms. Jennifer Burnett and seconded by Mr. Mark Buss. With no discussion, a roll call vote was held, and the motion unanimously passed.

Following, a motion was made to allow the virtual trustees to act as voting members for the Board meeting was made by Ms. Jennifer Burnett and seconded by Mr. Cord Cothren. With no discussion, a roll call vote was held, and the motion unanimously passed.

**Approval of Minutes**

Ms. Jennifer Burnett moved that the minutes of the May 2022 Board meeting be approved, and Dr. Abdul-Mbacke seconded the motion. With no discussion, a roll call vote was held, and the motion unanimously passed.

**Chair’s Report**

Ms. Lisa Carter, Chair, presented a brief report:

She completed several introductions and acknowledgements, including:

* Welcoming the newest trustee, Ms. Lauren Woodson, to the VMNH Board of Trustees
* Thanking Mr. Michael Phillips, former Board member, for his five years of board service
* Thanking museum staff for success on at the recent Dinosaur Festival
* Welcoming Board members to their new committee assignments. If Board members don’t know what committee they’re on, reach out to Joe. Additionally, committee assignments for Ms. Woodson are coming soon.
* AAM reaccreditation ad hoc committee: Ms. Carter assigned Dr. Joe Keiper with the task of inviting two Board Members, two VMNH-F board members, and key staff to form the nucleus of this committee. Invitations will follow soon.

Ms. Carter also began a new initiative of exploring a deep dive into a topic. She is open to suggestions for future meeting topics, and the next month will explore more about VMNH’s relationship with Martinsville/ Henry County. This month’s topic is “Why Waynesboro”:

Dr. Keiper reported for the Waynesboro Deep Dive:

* VMNH intends to build a branch campus of the museum at the southern end of Shenandoah National Park in Waynesboro. Process began in 2010 after VMNH received their reaccreditation from the American Alliance of Museums. (Next reaccreditation is 2025, alongside the end of the current strategic plan.) Received strong report, but exhibition space is too small and need to diversify revenue. Intention is to develop a business plan to create sustainable impact and reach more visitors in different region.
* Ms. Carter asked about if the work in Waynesboro would take away from the work in Martinsville. Dr. Keiper explained that he does not believe the museum experience will take away from visitation, and instead will drive new audiences who had positive experiences in Waynesboro to Martinsville. Dr. Keiper also intends to present a heat map of visitors to Martinsville, to display an increase of visitors from farther away. Additionally, Dr. Keiper does not believe VMNH-W will take away from VMNH’s finances and operations. The museum will be built following the Goldilocks Principle, and will be large enough to draw in visitors, but not too large to manage.
* Dr. Abdul-Mbacke asked about past VMNH branch locations that did not ultimately succeed, and what VMNH is doing differently on this project. Dr. Keiper explained that VMNH previously had two satellite locations at Virginia Tech and UVA, but those were borrowed, smaller facilities, with a small admission charge. Because the project was not a revenue generation for the universities, they were not sustainable. Dr. Ryan Barber explained that the last branch facility closed in the early 2000s.
* Dr. Carole Nash asked about the relationship with the City of Waynesboro, who owns the property, and how to build a sustainable relationship with the city. Dr. Kepier explained that the process has been started to transfer ownership over to the state. He believes the relationship is off to a good start, as the City has donated over a million dollars in land and cash. He wants to model this off the educational relationships Ms. Christy Deatherage has built with local school systems.
  + Mr. Roberto Quinones reminded that the Strategic Planning Committee intends to have VMNH staff develop a stakeholder list, to better understand all community connections.
* Dr. Keiper reminded he put together a history of the VMNH Waynesboro project, following a request at the last meeting, which will be shared with the Board.
* Dr. Keiper also highlighted that VMNH staff has recently completed a deep dive on the Danville Science Center, which has allowed staff to better understand what operations will look like in Waynesboro.

Ms. Carter began a second new initiative to introduce a different members of the staff, highlighting, Mr. Robbie Hendrix-Wirt, Visitor Services and Events Manager:

* He explained what visitor services look like at the museum, including: managing the box office, greeting guests, resetting the exhibits between parties, and evaluating visitor experiences.
* He highlighted work involved managing the box office, including: managing the cash register, restocking items, and ordering new items.
* He explained work completed for events management, including supporting reoccurring events and developing new ones with a focus on high production value.

**Treasurer’s Report**

Mr. Cord Cothren, Treasurer, presented the report and information from the Profit and Loss Statement:

* The Fiscal Year 2021-2022, which concluded June 1st, 2022, numbers were very close to projected revenues and expenses. There was enough cash for carryover into the new Fiscal Year to start payroll.
* Store sales have been going very well thanks to new strategies implemented by Mr. Robbie Hendrix.
* Education staff, led by Ms. Christy Deatherage, saw an increase in program revenue of 22%.
* There were state-wide increases in insurance costs for agencies. Mr. Jonathan Martin can give us an update on that situation.
* Overall, Fiscal Year 2021-2022 went well, and more details will be covered in current museum work by Mr. Joe Keiper and Mr. Ryan Barber. The new Fiscal Year is off to a good start.

Mr. Jonathan Martin, CFO, added:

* The structure of insurance for IT-related needs has changed to a new model to cover cyber security related needs, with all agencies across the state sharing the burden of cost. While costs have had an increase, it is out of VMNH’s control.
* Dr. Tom Benzing asked about an auditor’s report, and requested copies. Mr. Martin explained that the audit is completed every three years, and it was published online, but it could be shared with all Board members.
  + Mr. Quinones requested explanation why the Board was not informed about the audit (completed by Auditor of Public Accounts). Ms. Love explained that the representatives from the office could speak to the Board, and Ms. Love offered to talk off-line about the details.
  + Dr. Keiper additionally explained that this procedure is typically an internal process. Past complaints have included having digital copies of documents, instead of print copies.
  + Dr. Carole Nash asked if the Foundation was audited, and Dr. Keiper explained that was completed annually.
  + Both Mr. Jonathan Martin and Ms. Deb Love are happy to provide information following the meeting.

**Executive Director’s Report**

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

The majority of information will be provided in committee reports, but he presented several highlights:

* Operations and revenue are off to a strong start. While VMNH may not necessarily have 6,000 visitor months all month long like in July, still expect strong visitation this year.
* Due to staff turnover and appropriation increases, VMNH will be seeing new staff soon.
  + Ms. Jessica Davenport, Exhibits Manager, recently left for a new position, and Mr. Ryan Barber is heading the search for a new person for the role.
  + Dr. Ariana Kuhn will be starting in October, as the new Curator of Herpetology and will be introduced to the Board in November.
  + VMNH has funds to hire a biological technician, who will spend 50% of time in herpetology and 50% of time in other areas of biology.
  + Due to increase in appropriation, VMNH will be hiring a new Buildings and Grounds staffer, who will receive training related to HVAC upgrades and solar technology.
* The Douglas Ave. upgrades is continuing to make strong progress. The entire roof, many support structures, and drainage system have been replaces from the maintenance reserve funds. The next step will be to upgrade the HVAC system, and that will allow the space to serve as a collections storage facility for years to come.
* The contract for the VMNH-Waynesboro project was just signed yesterday, and an announcement will be made next week about the start of the Detailed Design process. The team will work rapidly to get a first cost estimate this autumn, before getting into the exhibition details. The pre-plan will be modified to the needs of the museum, and there remains time for input from staff, Board members, community groups, and other interested parties.
* The Cultural Heritage Monitoring Lab has received significant funding from the federal governments. Thanks to an increase in appropriations, Capt. Bill Welsh has been moved from grant funding to a permanent, full-time position.
* VMNH received a grant from the Institute of Museum and Library Services (IMLS) to increase VMNH’s STEM Lab capabilities.
  + Mr. Ben Williams explained that the museum is purchasing 10-12 microscopes for students and visiting researchers. For accessibility needs, monitors will also connect to these microscopes.
* VMNH has received the initial approval for a National Science Foundation (NSF) grant, which the museum partnered with the University of Lynchburg. This process came out of the University Partnerships Committee, which will support the Wyoming Dinosaur Dig for three years and support a student program. This effort will not only provide student training, but will also process items excavated from prior digs.
  + VMNH is also pursuing a grant with Howard University, to form consortium for student paleontology training.
    - Dr. Carole Nash asked if VMNH will be expanding relationships with HBCUs, and Dr. Keiper said those efforts would continue.

Mr. Jonathan Martin shared updates about the Energy Service Company (ESCO) project:

* Project includes addition of solar panels on the roof, new electric vehicle chargers, improvements to the building’s installation and weatherization, HVAC upgrades, improving the refrigerant catalyst in the building’s chillers, upgrading the heat pump, and the installation of LED lightbulbs.
* Project is nearly complete, but still waiting on various approvals, supplies for the chillers, approval from the Department of General Services (DGS) to pour concrete pad for EV chargers.
* Dr. Keiper invited any Board members to see the solar panels on the roof, and explained that the project started with Mrs. Ellen Jessee, a museum member, who encouraged the museum to pursue solar energy. Her efforts eventually led to the grant from the Virginia Department of Energy that Mr. Martin applied for. Once the system is function, the museum will hold a ceremony to celebrate the building’s green future.
* Ms. Carter asked about media coverage of the project, and Dr. Keiper explained more details about the future event. Mr. Barber explained that a press release and other marketing efforts will be completed.

**Development/Marketing Committee Report**

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

* Overall revenue, as shown on the advancement report, is growing and diversified. VMNH is looking to support research, education, and exhibitions, through membership, annual giving, etc. Thanks to the Foundation, VMNH is in a strong place.
* In terms of visitation, not quite at pre-pandemic levels, but showing very strong trends. No longer seeing high and low spikes in visitation, which occurred earlier in 2020 and 2021.
* Museum store sales, both overall and per-visitor, remain very strong. Mr. Robbie Hendrix-Wirt has worked to identify what visitors want to purchase and keeping those items in stock.
* While the program was paused during the pandemic, the exhibit rentals program continues to generate strong revenue. The Dinosaur Maze rental brought in $15,000 revenue in FY 2022, and look to rent more exhibits through 2025. This revenue is invested back into improving the rental exhibits and in-house exhibitions.
* Endowment growth also remains strong. The endowment is getting close to the million dollar mark. Ten years ago, the endowment was only at $20,000, and this progress was made by new gifts, earned revenue, and estate planning. Once the endowment reaches that mark, the museum will hold a celebration.
* Provided information about past and future events:
  + The Dinosaur Festival report was sent to the Board. The event set record attendance for both Friday and Saturday. Event was also a learning experience, particularly for hosting larger events. New additions included a green screen and photo booth, on-site t-shirt printing, etc. Festivals are also a strong fundraising draw, which leads to increase donations to support the event.
  + October 29th will be Bonez and Booz. The event will be a similar format to the Dragon Festival, but a fall festival kind of feel.
* Several partnerships, grants, and donor prospects are making good progress.
* Ms. Melany Stowe asked the diversity and inclusion portion of the advancement report, and suggested looking at the students served through school programs. Ms. Christy Deatherage explains that VMNH captures evaluation information for their programs, and looking for ways to collect demographic information to better know who the programs are servings.
  + Dr. Makunda Abdul-Mbacke suggested using the school’s demographics, instead of trying to collect information from individual teachers.
  + Ms. Stowe also suggested the need to recruit local job candidates from the region, especially children who were products of local school system.
    - Dr. Carole Nash highlighted JMU’s Grow Your Own program, where they work to encourage historically underrepresented students to pursue careers in academia. VMNH could pursue a similar program
  + Dr. Keiper reminded Board about the relationship with Hooker Furnishings, where they underwrite the Museums for All program, which allows anyone with an EBT card to receive free admission to the museum. Over 1,000 visitors at Dinosaur Fest took advantage of this program.
    - Dr. Abdul-Mbacke encouraged the staff to highlight programs like this in the press
    - Dr. Keiper explained previously there was a discount with an EBT card, but this made free and allowed for huge increases
    - Mr. Ryan Barber reminded that this program was initiated by the IMLS’s Museums for All program, but VMNH’s model with a corporate partnership is innovative
* Mr. Roberto Quinones asked about the sustainability of bringing staff with grant funded positions, and what the museum is doing to ensure being able to keep them around for the long-term. Dr. Keiper explained that VMNH has a history of bringing people through grants, and then to permanent rolls, including with Capt. Bill Welsh and Ms. Lucy Treado. Dr. Jackson Means was initially brought on in a post-doc type role, but with budget adjustments, were able to bring him on long-term.
* Dr. Tom Benzing drew the attention of the Board to Part 5A, as it shows visitors from the Shenandoah Valley and Northern Virginia was about 1%. He suggested that the Waynesboro Branch will likely not impact Martinsville’s visitation, and instead better allow the museum to reach all Virginia’s citizens.

**Research and Collections Committee Report**

Mr. Ben Williams, Science Administrator, presented the report, in place of Dr. Art Evans, Research and Collections Committee Chair:

* Before beginning Mr. Williams’ report, Dr. Joe Keiper shared about the progress made by Research and Collections (R&C) over the past 12 years. When Dr. Keiper began at the museum, the R&C Department had four PhDs, two retirees coming in to complete work, one technician, a registrar, and a collections manager. Three of these PhDs were on Q-time, meaning they voluntarily took a 20% salary cut to save a positon. Dr. Keiper worked with Gov. McDonald’s Office to bring back all curators full-time, and then worked to grow staff. VMNH now has seven PhDs in different positions, staff for CHML, several technicians, a collections manager, and registrar.
* Mr. Williams highlighted the value of Research and Collections. He explained a recent paper published by Dr. Nancy Moncrief about mouse ear clippings from the 1980s. She worked with another researcher who supplied recent day ear clippings to study if Lyme disease has increased in prevalence in Virginia, and the research showed it has. Projects like this are only possible with natural history collections.
* Additionally, Mr. Williams reported on recent research:
  + Dr. Kal Ivanov and Dr. Jackson Means working on several millipede-related papers with collaborators in South America.
  + Dr. Hayden Bassett is completing training exercises at the Smithsonian Institute as part of the Monuments Men army training.

**Education and Public Programs Committee Report**

Dr. Makunda Abdul-Mbacke, Education Committee member, presented the report, in place of Mr. Nathan Sanford, Committee Chair:

* General positive trend, with not being where the museum was pre-pandemic, but strong improvements from last year.
* Outreach programs have continued to grow, with Ms. Christy Deatherage and her team holding 41 programs in the prior quarter, compared to 94 programs pre-pandemic in 2019.
* At-the-museum programs have had strong growth, with 60 programs in the last quarter serving a little over 1,700 people. Last year, they held 12 programs in the same quarter only serving 70 people. Pre-pandemic in 2019, they held 95 programs serving almost 2,500 people. Next quarter is projected to be even better.
* Several upcoming Department of Education and Public Programs activities/ events include:
  + Microscopy Exploration Lab, which received grant funding providing opportunities for students to work in a lab.
  + Contacts have been signed with Martinsville City and Henry County Public Schools for the 2022-2023 school year. They are offering flexible programs based on the needs of the school.
  + JMU Kidwinds Partnership, which provides opportunities for students to learn about sustainable and turbine energy.
  + Continue to receive grants, including the Boxley Grant, providing resources for teachers, and the Edgar Thurman Charitable Foundation, for scholarships.

**Facilities (Operations) Committee Report**

Ms. Jennifer Burnett, Facilities (Operations) Committee Chair, presented the report:

* Most material was previously covered in prior reports, as Board has already heard about the ESCO and Douglas Ave. roof projects.
* Lengthy discussion occurred about the Douglas Ave. project at the Board Retreat, and Board is eager to see where the building can go moving forward.
* Dr. Joe Keiper shared problems at the Dinosaur Festival on the first day. With 500 visitors in the building, the facility lost water (toilets, drinking water, sinks, fire suppression, etc.). Mr. Tim King and his team were able to resolve the issue, but Dr. Keiper has challenged the staff to develop a Public Programming/ Festival Continuation of Operation Plan.

**Waynesboro Advocacy Committee Report**

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

* He thanked Dr. Keiper for the deep dive, and reminded the Board about the good news surrounding the contract.
* While the committee has not regularly been meeting, the Design Teams have been hard at work. Dr. Benzing has spent times at natural history museums across the country, along with several committee members, in order to identify exhibit design ideas.
* The WAC has stayed active to show a presence in Waynesboro, including preparing for the next lecture series at the Wayne Theatre. The committee is also making presentations to community groups, including the AARP Waynesboro Chapter, Waynesboro Arts Club, and other groups. The VMNH curators are participating with the OLLI program at UVA. All these efforts are to show the community what will be possible once a permanent branch is established in Waynesboro.
* The committee’s next meeting is on Sept. 6th at 1pm in Waynesboro, and they will be rolling out more active ways to participate in the design at the meeting.

**Strategic Planning Committee Report**

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

* They discussed the Waynesboro project, including creating a stakeholder list of everyone involved in both Martinsville and Waynesboro. They want to leverage this list at future events, in order for both boards to attend to discuss the project in an informal setting.
* The committee discussed a list of questions in ways to build off of the momentum of the retreat, to ensure ways the committee can move forward.
* The committee is also preparing for the AAM reaccreditation and DEI efforts, but these tasks are also responsibilities for the full board.
* More questions and brainstorming will be shared in the future.
* Dr. Joe Keiper asked how many Board members had no yet been to the VMNH-Waynesboro site, and encouraged them to make the visit in the future along with VMNH staff. Multiple trips will be planned to accommodate different schedules.

**Executive Session**

Mr. Mark Buss moved that the Board meet in executive session. Mr. Cord Cothren 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 five minutes, Ms. Jennifer Burnett moved that the Board reconvene in open session; Mr. Mark Buss seconded the 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)**

Following the return from Closed Session, Ms. Jennifer Burnett moved that the Board follow the action based on the decision of the Board in Closed Session and authorized the members of Vice-Chair to take all actions to implement the decisions made during the session. Mr. Roberto Quinones seconded the motion. With no discussion, a roll call vote was held and the motion unanimously passed.

**Announcements**

Mr. Roberto Quinones presented three resolutions for their service to VMNH:

* Ms. Jennifer Burnett for her service as chair of the Board of Trustees
* Mr. Michael Phillips for his five years of service to the Board of Trustees
* Ms. Jessica Davenport for her 15 years of service working for the Virginia Museum of Natural History

Ms. Mary Zell Galen asked all Board members looking for travel reimbursements to please see her for information.

Ms. Lisa Carter, Chair, thanked Mr. Quinones for leading the meeting in her absence.

**Adjournment**

With no further business to come before the Board, Mr. Roberto Quinones adjourned the meeting at 12:20 pm.

Respectfully submitted,

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Nathan Sanford Lisa Carter

Secretary Chair