**MINUTES**

**VIRGINIA MUSEUM OF NATURAL HISTORY**

**BOARD OF TRUSTEES MEETING**

**Saturday, November 18th, 2023**

The one hundred forty third meeting of the Board of Trustees of the Virginia Museum of Natural History was held at the Frontier Culture Museum at 10:30 a.m. on Saturday, November 18, 2023.

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| Trustees Present: | Mr. Mark Buss, Vice-ChairMs. Anne BurnettMs. Jennifer BurnettMr. Nathan SanfordMr. Cord Cothren | Dr. Art EvansDr. Carole NashMs. Lauren WoodsonDr. Tom Benzing |
| Trustees Virtual: | Mr. Roberto Quinones (distance) | Dr. Makunda Abdul-Mbacke (work) |
| Trustees Absent: | Ms. Sherri JordanMs. Lisa Carter | Ms. Emma ItoMs. Melany Stowe |
| Staff Present: | Dr. Joe Keiper | Mr. Ryan Barber |
|  | Mr. Jonathan Martin (virtual) | Ms. Christy Deatherage  |
|  | Mr. Ben Williams Mr. Joel Clifton (virtual) | Ms. Mary Zell Galen (virtual) |
| Others Present: | Mr. Bill Kirby– VMNH Foundation Board of Directors Ms. Cynthia Marquez– Office of the Attorney GeneralMr. Len Poulin– VMNH Foundation Board of DirectorsMr. Len Doran  |

**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 nine members present, two virtual, and four absent, which established a quorum.

**Approval of Minutes**

Dr. Tom Benzing moved that the minutes of the August 2023 Board meeting be approved, and Ms. Jennifer Burnett 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:

* Dr. Joe Keiper: Introduced Mr. Len Poulin and Mr. Bill Kirby of the VMNH Foundation Board of Directors. Also introduced Mr. Len Doran, a supporter of Waynesboro project and a former board member of Frontier Culture Museum.

**Staff Profile**

Mr. Mark Buss introduced Mr. Joel Clifton, Trades Technician/ISO, to highlight his experience working for VMNH:

* Primary role is working on Building and Grounds team, including assisting with exhibits and building maintenance.
* Serves as the agency IT resource, providing support with IT and VITA
	+ Information Security Officer (ISO) working with Dr. Joe Keiper to ensure museum’s cybersecurity.
	+ When started with VMNH, museum had own servers. Now, VITA runs all servers and is all cloud-based.

**Deep Dive**

Mr. Ben Williams, Science Administration, presented a deep dive on collections and museum acquisitions:

* Ways VMNH acquires specimens:
	+ Curators work in the field and collect items related to their areas of interest.
	+ Research associates frequently donate items.
	+ Orphan collections often make it to VMNH, including a natural history collection donated by the Danville Science Center.
	+ Scientists retire or pass away.
	+ Items donated by the general public.
* Sometimes items donated have no scientistic/ research value. Many items go to the teaching collection, but museum’s research collection needs items with associated data.
* When item is donated, VMNH gives it a Deed of Gift form. Form then goes to curator, and they fill out a Record of Incoming Material form. Forms go to registrar, and every quarter the list of new acquisitions is sent out to Research and Collections committee. R&C Committee then votes to accept items, and then executive director and the R&C Committee sign off on items.
* Dr. Tom Benzing: Asked the total of number of collections items?
	+ Mr. Ben Williams: Maybe 10 million items, plus or minus a thousand.
* Dr. Carole Nash: Is there a procedure to put a financial amount on a donation?
	+ Dr. Joe Keiper: VMNH does not evaluate the value of collections or appraise items.

**Nominating Committee Report**

Mr. Mark Buss, Vice-Chair, presented the report in place of Ms. Melany Stowe, Committee Chair:

* Slate of new officers will be nominated in February. The Board will vote on the slate in May.

**Treasurer’s Report**

Mr. Cord Cothren, Finance Committee Chair, presented the report:

* Really strong first quarter, shown in the financial reports. The admissions and retail sales have been the highest since 2008.
* Dr. Joe Keiper: Under revenue, the restricted gifts are lower, because VMNH is about to transfer money from the VMNH- Foundation to the museum.

**FOIA Presentation for Board Members**

Ms. Cindy Marquez, from the Office of the Attorney General (OAG), presented to the Board:

* Reminded Board that November 30 is her last day, but she will make sure museum is taken care of by the OAG.
* Explored the museum’s statutory authority for the board, including expanding the museum and managing the executive director’s salary.
* Explained the Virginia Freedom of Information Act.
	+ Dr. Joe Keiper: VMNH has had few FOIA requests in the past, and none were followed up on. One fell through because requester did not have Virginia residency. Another FOIA request was dropped when cost for staff work was shared with the requester.
* Discussed the requirements of opening all meetings to the public and limitation of only two board members discussing museum business.
* Reminded Board about the electronic meeting requirement, as the VMNH BOT already voted to adopt the electronic meeting policy.
* Explained the circumstances that meeting can be in closed session.
	+ Board cannot vote on anything in closed session, all official voting must happen in open session.
	+ Closed sessions discussions must not be discussed with anyone else.
* Reminded Board about Conflict of Interest policy, as they are not allowed to accept any services or gifts for their work with VMNH. If in doubt, ask the OAG or Dr. Joe Keiper.
* Reminded that trustees cannot vote on any decisions have a personal interest in.
* Reminded that Board must update the annual financial disclosure filing form before February 1st of each year.
* Mr. Mark Buss: Asked Ms. Marquez to expand on information from yesterday.
	+ Ms. Marquez: Board must send an annual report to the governor’s office annually. If the state statue says send it to the governor, you send it to governor.
* Mr. Nathan Sanford: Asked about electronic meetings, and if VMNH needs to vote to allow electronic participants to participate each meeting?
	+ Ms. Marquez: As long as chair of Board/ committee approves it, they can participate without a vote each meeting.
* Mr. Roberto Quinones: Are fines to full Board or directed to individual involved?
	+ Ms. Marquez: Fines are sent to whoever violated the law. The individual must pay it, not the museum.
* Mr. Len Poulin: Are following the rules the responsibilities of BOT or members of VMNH Foundation?
	+ Ms. Marquez: Foundation does not have these rules because they are a private 501(c)3 nonprofit and the rules are not applicable to them.

**Executive Director’s Report**

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

* A lot will be covered in committee reports, but the start of new fiscal year has gone very well. Recent museum successes include:
	+ A meeting with the governor’s team about the movement for funding to the capital pool for VMNH-Waynesboro. High hopes to be included in governor’s budget in December, but if not, have plans for budget adjustments to be submitted to the Senate and House of Delegates.
		- VMNH team met with former Delegate Steve Landis who developed checklist for the team to follow.
	+ VMNH now has construction trailer up in preparation for work on the Jean S. Adams Education Pavilion. Will have soft opening in spring, and grand opening later.
	+ VMNH received the VMFA artmobile and is parking it at the museum lot in Waynesboro. Working to fill it with exhibits and have a branded wrap. The ribbon cutting will be on December 8th and will be there for LL Bean pop-up event the following weekend.
		- Will also have trailer open to public for Riverfest in April and other future events.
* Wants to commend staff for all work mentioned in committee reports, and VMNH reminds Board that VMNH has a talented staff.

**Development/Marketing Committee Report**

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

* As far as trailer wrap, a company in Roanoke is doing all printing. The goal is for the wrap to be installed the week after next.
* The advancement report shows several grants in process for different science outreach initiatives. Recent success is Monogram Community Foundation, Boxley Materials Company, etc.
* *Museums for All*, a program for families with EBT cards just received grant from the Community Foundation Serving Western Virginia, allowing VMNH to increase the program’s funding by over 50%.
* First quarter was a success for revenue and sales as it was best first quarter ever. Visitation is still lagging, but sixth best first quarter ever.
* Endowment continues to grow, and close to $900,000. Will hold celebration after reaching million-dollar mark.
* Memberships are higher than in last 10 years. People see the value for festivals, and staff to great job selling them.
* Next exhibit opening is February 10th, with *Masters of the Night* exhibit opening. Opening day celebration is the same day as board meeting and anticipates a good turnout.
* This board asked for report on geographic distribution of donors: Most donations come locally, but most dollars come from outside the area.
* Foundation continues to be a good partner, including a fund for staff professional development. Staff has used for conferences and continuing education programs.
	+ Foundation is key partner for enabling curators work, such as making CHML possible.
* Held Bonez and Booz event over Halloween, with 2,600 attendees with almost 1,000 attending through the Museums for All program.
* Mr. Mark Buss: Does VMNH share all this information across the institution?
	+ Dr. Joe Keiper: Hold periodic staff meetings and give everyone a chance to know what’s going on.
* Dr. Joe Keiper: Museum has evolved over the years for fundraisers. Will be holding a fundraiser on Saturday, March 2 from 6:30-9:30. Fundraiser will also be a thank you for community members.
	+ Requests gift baskets from board members for silent auction.
* Mr. Mark Buss: Thanked the museum for attending ASTC conference and shared the conference’s impact.
* Mr. Len Poulin: Explained that Foundation Board is highly committed to supporting fundraising efforts for VMNH-Waynesboro. BOT should not be shy about challenging foundation board for fundraising goals.
* Mr. Roberto Quinones: Asked about all the great corporate sponsors, how active are they to promote the museum? Is there anything the board can do to support that?
	+ Mr. Ryan Barber: VMNH works together with corporate donors to support certain projects. For example, Carter Bank and Trust also promoted Bonez and Booz and had staff volunteers working the event in their work shirts.

**Overview of Facilities and Grounds**

Dr. Joe Keiper and Mr. Len Doran presented to the Board:

* Dr. Joe Keiper: Ms. Lisa Carter wanted us to meet off-site and learn about another state agency. The Frontier Culture Museum (FCM) has had stronger visitor numbers from the general public and school groups than VMNH. This projects that VMNH will do well with VMNH-Waynesboro.
* Dr. Joe Keiper: Highlighted information about FCM’s budget, revenue, etc. Many similarities to VMNH, besides high number of part-time staff. Museum has unique maintenance challenges that VMNH doesn’t have.
* Mr. Len Doran:
	+ Explained his background in fundraising and development and focused on building a relationship with the museum’s donors.
	+ Have huge population to fundraise from in the Shenandoah Valley region.
	+ Mr. Tom Benzing asked what cultivation means.
		- Mr. Doran: Need to work to make personal connections with folks.
	+ Dr. Keiper: Asked to expand about Frontier Culture Museum?
		- Mr. Doran: Museum came to be because of support from former Virginia supreme court judge who pushed for it. Originally supposed to serve as a demonstration farm, it was then transformed into a living history museum with different countries background. Explained challenges at FCM, including the Crossings Gallery.

**Research and Collections Committee Report**

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

* Mr. Mark Buss: Thanked the committee for a lively research and collections meeting.
* One of reasons that R&C is so lively is it’s the core of the natural history museum. Exhibits and other museums activities all emanate from research and collections.
* Shared an article in the board packet about museum collections value and necessity, and their important roles in documenting biodiversity and making it available to researchers all over the world.
* Remind staff about collections storage being nearly at or over collections capacity. Curators are very careful about what items they take it, and develop reports based on what items they plan on collecting.
* VMNH is reaching the end of the five-year strategic plan and supporting the needs of collections storage need to be addressed in next strategic plan.
* Discussed need for shared language for discussing the essential need of museum collections, including when taking with policy makers, supporters, and fundraisers.
	+ VMNH serves as a historical record of natural resources and biodiversity, which is rapidly disappearing.
* Mr. Mark Buss: How can we get people to care about collections?
	+ Dr. Evans: Key is to get people in the door, see collections, and help teach them to get them excited about scientific efforts.
* Dr. Carole Nash: Importance of following the science-telling movement, that leads to telling science stories with a narrative. Using things like a podcast, telling people stories on their own terms, etc. Strong cadre of people around the state who are working behind this movement.
* Mr. Len Doran: FCM is offering similar programs.

**Education and Public Programs Committee Report**

Mr. Nathan Sanford, Education and Public Programs Committee Chair, presented the report:

* Published the education program guide for the 2023-2024 schoolyear. Showing lots of highlights from the education and public programs department.
* Microscope Lab has had high number of visits and has helped bringing field trips back since the pandemic.
* When back at the museum in February, the stegosaurus has been moved from special exhibits to the lobby, so board will see it at next meeting.
* Mr. Len Doran: Had great connections bringing in 4th graders at FCM because that’s what they’re studying in school.
	+ Mr. Sanford: Ms. Christy Deatherage is doing a great job meeting Virginia state standards.

**Facilities Committee Report**

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

* Not much to report but making progress with Jean S. Adams Education Pavilion.
* No updates on progress working with YMCA building, but will stay in touch.

**Waynesboro Advocacy Committee Report**

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

* Welcomed board to the Shenandoah valley, as part of planning for VMNH-Waynesboro.
* Met with governor’s staff in December as part of goal to move to the capital pool.
* Education trailer is now on site at the proposed building location.
* 3 sets of minutes from past committee meetings. Encourages board to look at the economic impact summary (and summary of that that Dr. Benzing put together), including with high level of economic impact the campus will be offering to the region, which was included in the October 7, 2023 minutes.
	+ High number of visitors coming to the Crozet tunnel and VMNH hopes to match similar visitation with the museum.
* Working with exhibit designers to move to next step for the project.

**Strategic Planning Committee Report**

Mr. Mark Buss, Strategic Planning Committee chair, shared the report:

* Met in October in Richmond and had the kickoff for planning the next strategic plan that will begin in June 2025.
* Discussed building a framework for all the constituency groups for the museum to identify priorities.
* Each board packet has a sheet showing different groups to work with. Want each board members to select groups that would be a strong match and find the group’s priorities. Will then discuss at a future board meeting.
* Ms. Lisa Carter has charged strategic planning committee leading the DEAI initiatives, and committee is beginning work on those efforts.
* Many projects on the strategic plan are not five-year projects and need to keep that in mind.
* Mr. Nathan Sanford: Last time, BOT had an outside facilitation help.
	+ Mr. Buss: Would like to look into it but would like to start with this list to see where it goes.
	+ Mr. Sanford: Wants to know the formula for how we do create a plan?
	+ Mr. Buss: wants to know what our priorities and direction is first, before bringing in an outside team. When at the ASTC meeting, a lot of discussion about this process. When planning, don’t get to the tactics before going through the ideas.
* Dr. Carole Nash: How does the Foundation use the strategic plan for development?
	+ Mr. Len Poulin: Foundation is looking for direction and will do things when asked. Doesn’t know if the foundation fully understands where everything stands.
	+ Dr. Joe Keiper: He and Mr. Ryan Barber use the strategic plan to fire up the Foundation to raise funds for projects, with the example of the Jean S. Adams Education Pavilion.
* Dr. Joe Keiper: When VMNH put together the first strategic plan, board input was high. He was then charged by the Foundation to put it together, which is why he hired a consultant to help with future strategic plan. Not pursuing the concept of hiring an outside facilitator. Maybe if VMNH can find one at a lower cost, the Board will consider a local option to facilitate the discussion.

**AAM Reaccreditation Committee Report**

Mr. Roberto Quinones, AAM Reaccreditation committee chair, shared the report:

* Initial meeting was very brief going over the timeline for the process. New accreditation model is similar to Turbotax, with templates for staff to complete. Board will provide extra input and an extra set of eyes.
* Beyond the initial process, it’s simple and a matter of just competing the documents.

**Announcements**

Dr. Joe Keiper: Next meeting is Saturday, February 10th, and will not have a special meeting in Richmond. Instead, museum will pick a day for board and staff to visit with legislators.

**Adjournment**

With no further business to come before the Board, Mr. Mark Buss adjourned the meeting at 12:55 pm.

Dr. Carole Nash moved to adjourn the meeting, and Ms. Anne Burnett seconded the motion. A voice call vote was held, and the meeting was adjourned.

Respectfully submitted,

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Nathan Sanford Lisa Carter

Secretary Chair