HISTORICAL SOCIETY
OF CENTRAL FLORIDA

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Kyle Shephard
City of Orlando

Giselle Williams
JPMorgan Chase

MINUTES

Full Board Meeting
March 2, 2016

President Jeff Jakubik called the meeting to order at 4:05 p.m. and welcomed everyone. Mr. Tom Tschopp, Auditor of Schafer, Tschopp, Whitcomb, Mitchell & Sheridan, LLP, was formally introduced. Mr. Tschopp gave a brief overview of his background and experience.

Board Members Present: Paul Allen, Jody Burttram, Thomas Cloud, Ray Colado, Frank Cover, Jr., Andrew Finkelstein, Nancy Gidusko, Barry Griffiths, Chris Harne, Jeff Jakubik, Mark Jones, Hilary Marx, Peter Reinert, Kyle Shephard and Giselle Williams

Guest: Tom Tschopp, Auditor of Schafer, Tschopp, Whitcomb, Mitchell & Sheridan, LLP

Staff Present: Jessie Allen, Sharon Early, Sandi Linn, Susan Omoto, Michael Perkins, Pam Schwartz, Donna Spence and Pauline Thompson Lee

Approval of the Minutes

President Jakubik presented the Full Board Meeting Minutes for November 18, 2016. **The motion was made by Nancy Gidusko and seconded by Frank Cover, Jr., to approve November 18, 2015 Board Meeting Minutes. Motion carried.**

Nominating Committee Report

President Jakubik reported that he interviewed Mr. Lenny Bendo and Ms. Jessica Hoeschen who are highly interested in joining the Board. Mr. Jakubik commented favorably about these potential Board members and recommended their nomination. **The motion was made by Frank Cover, Jr., and seconded by Hilary Marx to approve the appointment of Mr. Lenny Bendo and Ms. Jessica Hoeschen as Board members of the Historical Society of Central Florida, Inc. Motion carried.**

Financials 1

Treasurer Barry Griffiths presented the detailed report of the First Quarter Financials. He explained the variances and reported that the financials are in line as expected. **The motion was made by Barry Griffiths and seconded by Andrew Finkelstein to approve the First Quarter Financial Report as presented. Motion carried.**

Financials II

Mr. Tom Tschopp, Auditor, was hired by the Board of Directors to complete the 2014/2015 Annual Audit. He met with President Jeff Jakubik and the management staff at the History Center to report his findings about the financials – there were no significant deficiencies. **The motion was made by Peter Reinert and seconded by Barry Griffiths to accept/approve the 2014/2015 Annual Audit. Motion carried.**

Management staff at the History Center completed a thorough analysis of the financials, which included the 2013/2014 amended Audit. Ms. Sharon Early was acknowledged for her exceptional work preparing the financial reports. **The motion was made by Nancy Gidusko and seconded by Frank Cover, Jr., to accept the revised functional statement of the 2013/2014 Audit. This allows for the refiling, with the IRS, of our 2013/2014 990. Motion carried.**

Smithsonian Institution Affiliations Program

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Financials III
Ms. Sharon Early, Society Staff Accountant, Mr. Jessie Allen and Ms. Donna Spence, Consultants, updated the Fiscal Policies and Procedures. The Purchasing Policies and Procedures, which are a subset of the Fiscal Policies, were also updated. Page 4 of the Purchasing Policies and Procedures, entitled **EXCEPTIONS TO THE COMPETITIVE PROCUREMENT REQUIREMENTS – Business Emergency**, will include the following sentence: "Any exceptions authorized by the Executive Director to this policy must be reported by the Director to the Board at the next meeting." Everyone on staff will adhere to these revised documents. **The motion was made by Paul Allen and seconded by Peter Reinert to approve the revised Fiscal Policies and Procedures and Purchasing Policies and Procedures, notwithstanding typographical corrections. Motion carried.**

Endowment Policy
Discussion took place about the Endowment Policy, which needs to be updated. The suggestion to rescind the current Endowment Policy was a unanimous decision. **The motion was made by Kyle Shephard and Jody Burttram to suspend any previous endowment policies until further notice. Motion carried.**

Legal Counsel Report
Legal Counsel, Tom Cloud, gave a detailed report about the purpose of the Memorandum of Understanding (MOU) between The University of Central Florida Board of Trustees, for the benefit of the UCF School of visual Arts and Design, College of Arts and Humanities and Historical Society of Central Florida, Inc. He completed his review of the MOU and distributed a clean and redlined draft with his recommendations. **The motion was made by Paul Allen and seconded by Hilary Marx to 1) authorize execution by the Executive Director a non-binding Memorandum of Understanding substantially the same as the attached draft that permits the University to apply for the funding by April 1, 2016 and 2) negotiate a more detailed agreement to be brought back to the Board at a later meeting. Motion carried.**

Executive Director Mike Perkins introduced two new staff persons, Ms. Pamela Schwartz, Program Manager and Ms. Sandra Linn, Curator of Education. Ms. Pam Schwartz, who relocated from Iowa, has extensive experience and worked in a variety of museums including London, England. Ms. Sandi Linn who worked at the Central Florida Zoo gave brief information about her relevant professional experience.

Collections Report
Ms. Pam Schwartz presented the Collections Report and discussed the Accession items. **The motion was made by Peter Reinert and seconded by Nancy Gidusko to accept the Historical Society's collection as presented. Motion carried.**

Discussion took place about the Deaccession items. Ms. Schwartz highlighted that we are actually refining our collection items. In the future our deaccession list will be reviewed by the committee. **The motion was made to deaccession the proposed artifacts as presented. Motion tabled until next scheduled meeting.**

Executive Director's Report
Executive Director Perkins presented his report. Mr. Jessie Allen elaborated on the process of the County Audit. The final step of the Orange County Audit will be a review and approval by the Board of County Commissioners (BCC) later this year. Mr. Perkins reported on the feasibility update. We are recruiting people to work on the feasibility study, including our previous Marketing Director, Ms. Sherry Lewis.

The John Young Report was presented. The unanimous decision was made to postpone the 2016 John Young History Maker (JYHM) event. However, the event may continue to exist, in another form, as a luncheon fundraiser to be more inclusive. We will continue to acknowledge Mr. Harris Rosen as JYHM Present awardee, because his impact in our community is remarkable. Dr. William Wells will be recognized as JYHM Past awardee for his outstanding work, including the establishment of the Wells' Built Hotel which is now a museum. The team is brainstorming other sponsorship events.

Mr. Perkins acknowledged Mr. Mark Jones who is our United Arts representative. Mr. Perkins gave a thorough report on the budget and highlighted the deficit, reduction of expenses and the TDT funding status. He reiterated the importance of everyone pledging to United Arts. If there is 100% participation, we will receive the $1,000 one-time bonus, as well as 8% increase from United Arts.

The Historical Society has terminated the POE Agreement with Oasis Outsourcing as of March 31, 2016. The Society will be assuming the 8 direct hires as their staff, effective April 1, 2016. We moved to payroll only operations with Oasis, which will bring an annual savings of + 8K. A new healthcare agreement will be effective on April 1, 2016.

Father Pinder, nominated for the Cheney Award in 2015 was given the opportunity to have a scholarship granted in his name in the amount of $2,500. He has chosen Bethune-Cookman College to receive it.

The Financial and Audit Committee is recruiting new members. The identified members who have volunteered to be on this committee include Treasurer Barry Griffiths, Mr. Ray Colado, Ms. Hilary Marx and Mr. Peter Reinert.

The new members of the Collections and Exhibit Committee include Mr. Chris Harne, Mr. Tom Cloud and Mr. Jody Burttram.

Executive Director Perkins reported on the Hilferty progress. President Jakubik was interviewed by the Exhibit Design team to share ideas and recommendations. Messrs. Jakubik and Perkins, along with support from the Board, are optimistic about the master plan to redesign the exhibits and recreate the History Center. The role out of the master plan should be available before June 2016 and the final product to showcase should be completed in October 2016. Mr. Perkins will coordinate meetings with particular Board members and the Hilferty management team.

Adjourn

The motion was made by Frank Cover, Jr. and seconded by Mark Jones to adjourn the meeting at 5:50 p.m. Motion carried.

Pauline Thompson Lee

Pauline Thompson Lee, Recording Secretary

Approved as Read:

Date: 6/15/16

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