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The Westmoreland Museum of American Art

Board of Trustees

Minutes of the Quarterly Meeting

Tuesday, January 17, 2017

10:00 A.M.

Present: Mr. James Broadhurst, Ms. Carol R. Brown, Mr. John Boyle, Mr. Paul Evanson (via phone), Mr. George C. Greer, Ms. Laura Gutnick, Mrs. Diana Jannetta, Mr. Donald C. Korb, Mr. Armour Mellon (via phone), Mrs. Judith H. O'Toole, Mrs. Ellen Swank (via phone), Mr. Harry Thompson II, and Mr. Bruce M. Wolf.

Absent: Mr. Sean Cassidy, Mr. H Childs III, Mrs. Susan Dorrance, Mrs. Pam Kroh, Mrs. Anne Robertshaw, and Mr. Harley N. Trice.

Guests: Ms. Catena Bergevin, Mr. Patrick A. Bochy, Ms. Barbara Jones, Mr. Richard Reed and Mrs. Suzanne Wright.

Mr. Wolf, President of the Board, called the meeting to order at 10:03 a.m.

Approval of Minutes - Mr. Bruce M. Wolf, President

Mr. Wolf called for questions and corrections to the minutes of our previous meeting. Mr. Korb motioned to accept the minutes of the October 21st, 2016, Board meeting. Mr. Boyle seconded the motion. The motion carried.

Executive and Finance Committees Report – Mr. Bruce M. Wolf, President

The Executive and Finance Committees met on January 10, 2017. The matters discussed at that meeting will be presented during this meeting.

Governance Committee Report – Mr. Bruce Wolf, President

Mr. Wolf noted that we have begun the process of rotation of board members after having suspended it during the past four years of planning, fund raising and construction. He presented the following new slate of officers for approval:

- Mrs. Diana Jannetta, President
- Mrs. Ellen Swank, Vice-President
- Mr. Donald Korb, Secretary Treasurer

Mr. Wolf also announced that Ms. Carol Brown, Mr. H Childs and Mr. Greer will rotate off the Board having each completed at least three, 3-year terms of service. All three have agreed to serve advisory roles as needed. Mr. Boyle motioned to accept the new slate of officers. Ms. Brown seconded the motion. The motion carried.

Mr. Wolf stated that Mr. Donald Korb, Mr. Armour Mellon, Mr. Harry Thompson, II and Mr. Bruce Wolf, although each has served for at least nine years, have all agreed to extend their service for 1-2 years to maintain continuity.

Mr. Wolf then outlined the idea of developing an Honor Board on which past trustees will sit. This Board will meet annually, along with the current Board, at a dinner meeting for a “State of the Museum” function. This will keep out past Board members engaged with the Museum.

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The Governance Committee has met with Mrs. Carolyn Snyder, Mr. Stephen Yslas, Mr. Nathan Boxx and Mr. Martin O'Brien to gauge their interest in serving on the Museum's Board. Each agreed to serve if the Board invites them to do so. Mr. Thompson motioned to invite Mrs. Snyder, Mr. Yslas, Mr. Boxx and Mr. O'Brien to sit on The Westmoreland's Board of Trustees. Mr. Broadhurst seconded the motion. The motion carried.

Mr. Wolf expressed his gratitude to Ms. Brown, Mr. Childs and Mr. Greer for their respective dedication to The Westmoreland and noted his gratitude to them for agreeing to advise from time to time.

Development Report – Ms. Catena Bergevin, Director of Advancement and Mr. Richard Reed

Mr. Reed presented the results of the feasibility study he conducted in order to evaluate the potential success of an endowment campaign with a \$10 million goal. Richard contacted 29 individuals representing foundations, the Board of Trustees, and community members with 14 agreeing to be interviewed in person. Of those interviewed, their comments indicated that there is a very strong perception of the Museum. The study concluded that there are critical issues to be addressed including the need to develop the next generation of stewards, expand the audience and to become a destination. It was further noted that the Board's commitment to the Museum sets the standard. Although Mr. Reed found that support for an endowment campaign is not perceived to be prudent so quickly after a larger capital campaign, he did identify \$4-5 million of potential giving. Mr. Reed's recommendation is a quiet 3-year, \$5 million campaign and for the Museum to focus on general operating support and its planned giving program.

Mrs. O'Toole explained that the Museum is currently working to secure its second round of RACP funds from the Commonwealth and with several foundations that have pledged significant support, including endowment. Ms. Bergevin also noted she is working with Mr. Reed on a post-campaign development plan which she outlined for the group. She further stated that an ad-hoc development committee of the Board will be created.

Finance and Investment Committee Report – Mr. Donald C. Korb, Secretary/Treasurer

A draft of the Museum's 990 was received and reviewed by Mr. Korb, Mrs. Wright and Mrs. O'Toole. The document was also made available during the Executive and Finance/Investment Committees meeting held on January 10, 2017. Both the Executive Committee and Finance/Investment Committee recommended the document be approved by the full Board. Mr. Broadhurst motioned to accept the Museum's 990. Mrs. Jannetta seconded the motion. The motion carried.

Mrs. Wright noted that the Museum's staff is reviewing its 403(b) retirement plan in light of pending legislation. The committees left the matter with staff to make the appropriate changes.

Mr. Korb discussed the \$1.375 million debt, which is to be paid by the end of the current fiscal year. He explained that there is the possibility that PNC will extend the loan, if the Museum needs to do so. He will be working with staff to review options for the debt repayment.

Collections Committee Report – Ms. Barbara Jones, Chief Curator for Mr. Harley N. Trice, Chair




Ms. Jones presented one proposed gift for the Board's consideration: Bradley Walker Tomlin's *To The Sea*, given fractionally by Dr. and Mrs. Karl Salatka.


Ms. Jones then explained there are 10 pieces of English, Portuguese, French or German objects to be deaccessioned. She noted they are not high value items but further research on them revealed their European provenance so we cannot keep them. They will be sent to appropriate auction houses.

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The Museum has purchased 36 photographs, a result of 526 digital images donated to the collection by Richard Stoner; two works by Esther Phillips, *Superette* and *Two Clouds Above Pink Barn*; and *Portrait of George Hetzel* by A. F. King.

The Collections Committee proposed the sale of 77 objects from the Scaife Bequest but this sale has been suspended following the Board meeting.

PROPOSED GIFTS:	
<p>Bradley Walker Tomlin (1899-1953) <i>To the Sea, 1942</i> Oil on canvas, 30 x 37 inches (image)</p> <p>50% fractional gift for 2016 from Karl and Jennifer Salatka</p>	
PROPOSED DEACCESSIONS:	
See attached list	
PURCHASES:	
<p>36 Richard Stoner Photographs</p>	See attached list
<p>Esther Phillips (1902-1983) <i>Two Clouds Above Pink Barn, c. 1942-1947</i> Gouache on board, image: 11 ½ x 15 ¼ inches; frame: 18 ½ x 22 inches \$3000 less 10% discount = \$2700</p> <p>Esther Phillips (1902-1983) <i>Superette, c. 1950s</i> Gouache on board, image: 16 x 20 inches; frame: 24 x 28 inches \$1800 less 10% discount = \$1620</p> <p>Provenance: through Pat McArdle from the collection of Milly Silverstein, Evanston, OH, Esther Phillip's niece.</p> <p>Purchased from solo exhibition, September 17 – October 22, 2016, at be Galleries, Pittsburgh, PA</p>	 

<p>Albert Frances King (1854-1945) Portrait of George Hetzel, c. 1890 Oil on canvas, image: 27 x 22 inches; frame: 30 x 25 inches Provenance: The Estate of the Artist and by descent to the present owner (Great-Grand-Nephew of the Artist) \$5000 + 22% buyer's premium= \$6100 Purchased through Concept Art Gallery, Pittsburgh, PA December 3, 2016 Lot # 703 <i>Note: Donations being made in honor of Michael Malley</i></p>	
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PROPOSED SALES:	
Bequest of Richard M. Scaife	See attached list

LOAN REQUESTS:	
<p>David Gilmour Blythe (1815-1865) Prospecting/Bullcreek City, c. 1861-1863 Oil on canvas, 17 ½ x 14 ½ inches Bequest of Richard M. Scaife, 2015.20</p> <p>REQUESTED BY:</p> <p>Princeton University Art Museum Princeton, NJ</p> <p><i>Nature's Nation: American Art and Environment</i> January 27 – April 29, 2018</p>	

Mr. Boyle motioned to accept the Collection Committee Report. Mr. Thompson seconded the motion. Ms. Gutnick abstained. The motion carried.

Director's Report – Mrs. Judith H. O'Toole, The Richard M. Scaife Director/CEO

Mrs. O'Toole noted that several staff members are involved in advocacy efforts on the state and national level. Concerns are revisions to the tax code that might affect charitable donations. We are also concerned about federal agencies being zeroed out including the National Endowment for the Arts.

The Museum's Senior Team is teaching an upper level Museums Studies course through Seton Hill involving all aspects of running an art museum.

Lastly, she noted that Assistant to the Director, Patrick Bochy, was promoted to Chief of Staff, the first time the Museum has had someone in that role.

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New Business

None

Old Business

None

Mr. Wolf expressed his gratitude to the Board, noting that it was an honor to serve as its President. He wished success to Mrs. Jannetta and Mrs. Swank in their roles as President and Vice President, respectively. He also voiced his appreciation for The Westmoreland's Team.

Next Board Meeting

The next Board of Trustees meeting will be held on April 18th at 10:00 a.m.

Mr. Korb motioned to adjourn the meeting at 11:50 a.m. Mr. Thompson seconded the motion. The motion carried.

Respectfully submitted,

Mr. Donald C. Korb, Secretary/Treasurer

Mr. Patrick A. Bochy, Recording Secretary