

THE WESTMORELAND MUSEUM of AMERICAN ART

Board of Trustees

Tuesday, October 27th 2020

10:00 A.M. via Zoom Video Conference

Present: Mrs. Ellen Swank, Mrs. Helene Conway-Long, Mr. Stephen Yslas, Mr. Nathan Boxx, Mr. John Boyle, Dr. Tuesday Stanley, Mr. Marty O'Brien, Mrs. Laura Fisher, Mrs. Eileen Kopelman, Mr. Armour Mellon, Mr. Al Novak, Mrs. Anne Kraybill

Emeritus; Mr. Don Korb, Mrs. Diana Janetta, Mr. George Greir

Absent: Mrs. Pam Kroh, Mrs. Laura Guitnick

Guests: Mrs. Lisa Stipp, Ms. Rhonda Madden, Mrs. Suzanne Wright. Ms. Barbara Jones and Ms. Judith Koke joined the meeting for the portion of their respective reports.

Mrs. Ellen Swank, President of the Board, called the meeting to order at 10:01 a.m.

Approval of Minutes- Mrs. Ellen Swank, President

Mrs. Swank called for questions and corrections to the minutes of our previous meeting. Mrs. Helene Conway-Long called for a motion to accept the minutes of the June 30, 2020 Board meeting. Mr. Stephen Yslas seconded the motion. The motion carried.

Executive Committee Report- Mrs. Ellen Swank, President

The Executive Committee met on October 20, 2020 for a meeting via- Zoom. Mrs. Swank stated that the matters discussed at that meeting will be covered during this meeting.

Mrs. Swank then added that the Auditor's report was presented with no issues. She also stated that she & Mrs. Kraybill attended the Association of Art Museum Directors Meeting. She noted the three key point from the meeting were that people want museums to be more community centered, more casual environments, and more personally relevant to content.

Director's Report- Mrs. Anne Kraybill, The Richard Scaife Director/CEO

Mrs. Kraybill conducted a presentation of outputs, which included Exhibitions, Education and Programs, Marketing, and Advancement reports. She stated that the current Exhibition, African American Art in the 20th Century, is leaving in January after being here almost a year. Mrs. Kraybill showed a series of slides

to highlight the Westmoreland County Diversity Coalition's Billboard Project that is taking place on 24 Billboards in Westmoreland County. She commented that the project included a diverse selection of Artists.

During Mrs. Kraybill's Education and Programs report, she talked about the Artist in Residence Program with Artist Darrel Kinsel and his wife Anqwenique. She then gave her Marketing report and stated that the Museum's website traffic and social media is up, post -Covid visitation is 47% of where we were a year prior, and that we are seeing increased guests from Allegheny County. The Advancement update included an unexpected bequest to the museum of 1.9 million dollars. Mrs. Kraybill noted that the use of this bequest will be considered with the findings of the Feasibility Study, and that by the January Board meeting, there should be a recommendation for the board to approve.

Governance Committee Report: *Mr. Stephen Yslas, Chair.*

Mr. Yslas started by presenting the board with a list of board member nominations reviewed by the Governance Committee. The list was composed of Nancy Washington, Dr. Rahul Naidu, William E. Strickland, and Dena LaMar.

Mrs. Kraybill noted that she wanted to present the list to the board first to get feedback and recommendations, before the candidates were approached. It was recognized during the strategic planning process at the board retreat last summer, that one of the strategic objectives for the board was diversifying the board members. Mrs. Kraybill commented that racial and ethnic diversity was the objective for this round of recruitment.

Mrs. Conway Long said she feels this is a terrific list, but is questioning if Bill Strickland & Nancy Washington are oversubscribed. She wants to make sure whomever we recruit has the time to be active on the board. Mrs. Fisher suggested Betty Cruz, president of the World Affairs Council, as a candidate. Ms. Cruz's parents are first generation Cuban immigrants; she worked in the mayor's office, and has done a lot of work on diversity in Pittsburgh. Her second nomination is Patreice Thompson, who is an African American that grew up in Westmoreland County, and the Director of Investor Relations at the Allegheny Conference. Mrs. Fisher noted that Patreice's work is focused in the corporate community and may bring a different perspective on corporate connections.

Mrs. Conway- Long spoke about Dena LaMar, who was a peer of hers at the Leadership Pittsburgh. She noted that Dena and her husband are very involved in the Arts community, and serve on the Pittsburgh Opera Board. She also feels that she would bring a younger demographic to the Board.

Mr. Yslas asked for any objections to the names that were presented. Mr. Greir commented that he feels Bill Strickland may not be a good choice due to his age and health issues, and that Nancy Washington has a full slate and may be too busy at this time. Mr. Yslas asked member to call or message him with any other candidate considerations.

Mr. Yslas stated that the second thing on Governance Committee report is adding the deaccession policy, that has already been approved by the Collections Committee, to the Code of Ethics. Mrs. Kraybill stated that during the AAM reaccreditation process, feedback was given and suggested that a new approval of code of ethics that included the deaccessioning language. Mr. O'Brien asked if this was deaccession section # 9, and that he does have some concern over # 3. Mrs. Kraybill said that #9 was the only part that has been added, but will revisit it in the future.

Mrs. Fisher called for a motion to accept the addition of the deaccessioning policy of the Code of Ethics, Mr. Boxx seconded the motion, the motion was passed.

Collections Committee Report – Mr. Martin O'Brien & Ms. Barbara Jones

Mr. O'Brien presented the Collections Committee Report that included a presentation of outputs from the Collections Committee meeting on October 5, 2020. It listed the proposed gifts, purchases, loan requests, approved loans, and extended loans.

Mrs. Ellen Swank motioned for the board to approve the Collections report; Mr. Al Novak seconded the motion. The motion carried.

Development Committee Report- Mr. Jim Broadhurst & Ms. Rhonda Madden

Mr. Broadhurst made reference to the Advancement report and stated that the grants, gift, and pledges are streaming in nicely for the first quarter. He also made reference to the report and the list of all the gifts that have come in, and is very pleased with the results. Mr. Broadhurst then spoke about the feasibility study with Carter, which was first started back in January 2020, put on hold due to Covid, and started back up this summer. The Development Committee met on September 4 & October 7, to reconvene and look at the case study and made some revisions based on the feedback.

Ms. Madden also spoke about the study and her hopes to have at least 20 -25 interviewees. She commented that they are currently at 15, but are in the process of adding more interviews. The focus primary was on major donors who had contributed 50 K or more to the previous campaign and board member as well. She will now be reaching out to more board members in the second round. Mr. Madden said that they are gearing up for year-end, and focusing efforts on memberships and annual giving, which is always a push for yearend funding. The Development Committee will meet the week of December 14th once they have the initial review of the report back from Carter. At this time, the committee will make additional comments and recommendations, and those will then be presented at the Executive and Finance Committee meeting in January 2021. A final report will be given at the Board at the January Board of Trustees Meeting.

Mrs. Conway-Long asked to hear more information about the Council for the Arts Re-granting initiative we have received. She wanted to learn about the strategy and projects that are expected to come from this. Mrs. Kraybill responded by saying that she thinks this is a good opportunity for the Museum to connect with other arts organizations throughout the region because we will be the ones distributing the grants. Ms. Madden commented that we would be re-granting the Pa Council in the Arts funding. The grants would be available to six counties, and noted that this is great professional development opportunity to our Grants Manager Daria Jarani. Ms. Jarani will receive proposals from other arts organizations and work to put together a panel that will determine the recipients of the funding. We will receive administrative fees for Ms. Jarani and grant writing support.

Mrs. Conway-Long motioned to approve the Development Committee Report, Mr. Yslas seconded motion, the motion was carried.

Finance and Investment Committee Report- Mr. Nathan Boxx, Secretary & Mrs. Suzanne Wright

Mr. Nathan Boxx stated that the Finance Committee met last week with the auditors from Snyder Downs, to review the audit. He noted that regards to the PPP loan we received as part of the Cares Act was brought up. He said that it was recognized as revenue and we have applied for the loan forgiveness, and are confident that it will be approved. With no further questions about the Audit, Mr. Broadhurst moved that we accept the Audit, Mr. Swank seconded the motion, motion carried.

Mr. Boxx stated that as far as financials we are finished up the first quarter. He mentioned that we started the year with a very strong cash position that continues today. He recalled a very modest due to all the unknowns that exist, but that we are coming in ahead of budget due to the gifts we have received. Membership are slightly down on the revenue side. Mr. Boxx noted that looking at salary mentioned that is lower due to timing and regard to new hires, and an increase on outside service, hiring contractors to fill gaps.

Mr. Kraybill commented that she wants to develop a strategy to hire qualified and diverse candidates. She said to fill the gaps; we are currently hiring Shilo, an outside service for IT and Web manager. This allows us to continue service but gives more time to get some of the strategies in place.

Mr. Boxx spoke concerning the endowment, and stated that the process was put on pause when the McCune talks geared up, because that would be a meaningful increase in the value, possibly changing our options. He noted that we will be reviewing the investment policy statements so now RFP for the endowment is back on the table by the January meeting. Mr. Greir asked what the amount of the endowment today. Mrs. Wright noted that it is 8.5 million in total, not including the 1.9 million gift we received.

Old Business

The first order of old business was the Executive/CEO Evaluation. Mrs. Conway-Long stated that herself, Mrs. Swank, and Mrs. Kraybill met in August 25th to review the Board Source CEO Comparative Report. They used the summary report to guide a discussion that provided insight to the boards overall perception of Mrs. Kraybill's strengths, limitations, and overall performance, and the Board's commitment to foster her continued professional growth and development. She stated that she and Mrs. Swank, along with the board and Mrs. Kraybill are on the same course of action to continue to make progress in fulfilling the mission at the Westmoreland.

Mr. O'Brien wanted to know if there is any feedback regarding the evaluation report. He suggested a report highlighted the feedback.

Next order of old Business was Board minimums. Mr. Yslas reported that it was asked at the Governess and Executive Committee if we should have a policy that requires a minimum annual contribution by all Board members. He noted that Board member's make contrition in various ways, not always financial support. He feels that we do not want to discourage the recruitment of potential members because the required minim may deter that person from joining the board. He also feels that it is an indirect exclusionary policy and limits candidates. He reported that the Governess Committee & The Executive Committee recommends at this time not to adopt such a policy.

Mrs. Fisher agrees with that perspective, particularly when we are seeking to adopt younger board members. She feels that as long as members have the Westmoreland as a priority, makes some annual contribution, a board minimum if not necessary. Mrs. Kraybill stated that we do require Board members of the Westmoreland are members at the 500 dollar level. Anne said she looks at our Board member's portfolio of social, financial and cultural capital. Mr. O'Brien asked if there is a benchmark to gage how other originations are dealing with this issue. Mrs. Kraybill said she would look into it.

New Business

New business included the IMLS grant narrative. Mrs. Kraybill announced that the Museum received a federal grant from the Institute of Museum and Library Service to implement a two year professional development program for across departmental group of staff. This involves learning how to evaluate visitors that are coming, and why other are not coming. Ms. Kraybill added that this work will be led by Ms. Judith Koke.

Ms. Judith Koke, the Deputy Director of Institute for Learning Initiative, presented an output of slides. She explained to the board the IMLS grant purpose is to build authentic art experience and diversify the Westmoreland's audience. Mrs. Koke also noted that audience research is shaping how we understand museum visitors. The new understandings are causing us to try different ways of connecting and responding to a changing society. She stressed the importance of visitor research and trying new ways of interpretation, and integrating this work into customer service staff and volunteers.

Mrs. Kraybill stated that they held the first IMLS cross -department meeting yesterday via zoom. Specific projects will take place starting with the reinstallation of the permanent collection galleries, beginning with McKenna. She talked about other projects and ways for families to connect. Lastly, she spoke about developing some targeted marketing messages around audiences that we are not reaching.

Mrs. Swank noted that the next Board of Trustees meeting will be January 26, 2020 and will most likely be via Zoom video conference.

With no further business, Mr. Al Novak motioned to adjourn the meeting. Mrs. Fisher seconded the motion. The motion carried. The meeting was adjourned at 11:52 am.