STEELE COUNTY HISTORICAL SOCIETY
Board and Annual Meeting Minutes
Monday, April 21, 2025, 6:00 p.m.
Steele County History Center

Board Members Present: Elizabeth Anselmo, Tom Bonacci, Dave Effertz, Chris Fiske, Jerry Ganfield, Samona Grubish, Keith Holman, Patty Jessop, Janis Lueth, Andy McGuire, Jane Middlestadt, Alexandra McGuire, and Nancy Vaillancourt

Board Members Absent: None

Additional Attendees: John Glynn (Steele County Board of Commissioners liaison), Deb Lustig, Diane Wilson, Joanne Giga

Staff Present: MaryAnne Higgins, Amy Lowery, Anne Peterson, Jennifer Thiele

1. **Welcome and Call to Order: Meeting called to order by Jessop at 6:18 p.m.**
    a. Determination of Quorum: Grubish announced a quorum present

2. **Approve Agenda and Consent Items**
    a. **Action Item**: Approve Meeting Agenda and March Minutes
        i. Ganfield requested corrections to the March meeting minutes
            (1) Page 1: Staff Present – Jerry shouldn't be listed in this section since Page 3 indicated he was relieved of his duties on Friday, March 14th (i.e., prior to the Annual Meeting), and also because he is a contract employee and not considered a staff member.
                (a) After discussion and clarification that the date on Page 3 should be changed to Friday, March 21st, Jerry's name will be left in the "Staff Present" section on Page 1.
            (2) Page 2: Item 4, d., i., (2), (a), (iii) – change "…the Board decided to increase the rate of pay for the role", to "…the Board decided to change the independent contractor role from unpaid to paid".
            (3) Page 2: Item 4, d., i., (2), (b), (i), 1 – add, "Jerry noted that this didn't accurately reflect his position".
        ii. The corrected minutes will be presented at the next Board meeting for approval at that time.
            (1) Grubish was not in agreement with the suggested change to Page 2 and will research past meeting notes prior to the next meeting regarding this topic.
        iii. No action taken on the original Action Item.
    b. **Action Item**: Approve April Meeting Agenda (M – McGuire / S – Middlestadt / P)

3. **Finance Committee Report**
    a. Reports included in Board materials.
    b. Reviewed Profit & Loss statements.
    c. Transitioning access to accounts with change in people holding Board officer roles.
    d. Fiske has been reviewing our accounts and has some questions for the various financial institutions we work with. No concerns, just looking for additional information (e.g., Bremer's fee structure).
    e. **Action Item**: Approve March Financials (M – Finance Committee / S – McGuire / P)

4. **Staff Reports**
   a. Amy:
      i. Finished the obituary project.
      ii. Started catching up on some smaller projects.
      iii. Met with Isaac Walton League/Soil and Water Conservation District and working on panels for the Conservation exhibit. Reached out to Science Museum of MN, but only planning to borrow items if we do not have enough locally.

   b. Anne:
      i. Cottage 11 opened on the 18th of March. A lot of families came through during Spring Break.
      ii. Considering some additional items to put into the gift shop.
      iii. Organization efforts are going well with the help of Nancy and Elizabeth.

   c. MaryAnne:
      i. Four rentals in April; History on Wheels presented; tour and receptionist training coming up.
      ii. Will be at Project Connect and taking the Memory Café information.
      iii. Received grant for bike rack from Steele County Public Health. Plan to install at History Center and in the Village.
      iv. Boy scout working on an Eagle Scout project to design three little libraries for our sites.
      v. Six large rentals in May, plus graduation rentals will be starting; several schools will be touring the Village; volunteer training scheduled.

   d. Jennifer:
      i. Working with the Executive Committee to get access to bank accounts.
      ii. Switching to QuickBooks Online.
      iii. Have written and distributed Financial Management procedure; Executive Committee has additional information for accessing accounts.
         (1) Recommended by the MN Council of Nonprofits.
         (2) Breaks down roles and responsibilities.
         (3) Will be a living/growing document.
      iv. Still working on relationships with Blooming Prairie and Medford.

5. **Committee Reports**
   a. Executive (Jessop)
      i. Deferred to Thiele (covered under Executive Director report and Governance Committee).

   b. Governance (Thiele)
      i. Financial Management Procedure
         (1) Ganfield requested that this be approved by the Board due to concerns about check signing by the Executive Director and because it changes past practice of the Society's Board.
            (a) This topic was tabled and will be carried over to the next meeting to allow time to review the Bylaws. In the interim, it was requested that Thiele would not sign any checks until a decision was made by the Board.

      ii. Conflict of Interest Policy Updates and Annual Signatures
         (1) Evaluate best practices, review and update policy as needed.
         (2) Board members should be provided with this annually and sign.

c. Education and Programs (Vaillancourt)
   i. Reviewing 2025 and building a schedule for 2026.
   ii. Summer activities:
      (1) History on Wheels
      (2) Downtown Thursday
      (3) Extravaganza

d. Marketing (Thiele)
   i. Nothing to report.

e. Acquisitions and Collections (Ganfield)
   i. Reviewed smaller donations.
   ii. Took videos and pictures of Buzz Kaplan's flights to the airport to be shared with others.
   iii. Reviewing the Hickock/Bungum genealogy.
   iv. Going to start going through uniforms.

f. Events (Higgins)
   i. Working on Extravaganza.
      (1) Begin securing volunteers after Memorial Day
   ii. All music booked for Steele County Free Fair.
   iii. Working on Onward and Upward.
      (1) Have presenters and door prizes
   iv. Started talking about Christmas in the Village, Halloween event, and mystery dinners.

g. Building and Maintenance (Ganfield)
   i. Cleaning day in all buildings.
   ii. Repaired/replaced threshold in back of School House and rabbit damage by Farm Machinery.
   iii. D&D will be putting in dirt and grass seed to cover spots where trees were removed.
   iv. Have received bids from Dave Spatenka and Rocon for Carriage House; won't have funds available until later in May.
   v. D&D will no longer be mowing lawns; will be searching for another lawncare service.
   vi. City is repairing and repainting water tower (including on weekends); will be doing all summer long so moving Jazz Jam on the Patio to the Village.
   vii. Plan to power wash exterior brick on fireplace at the large cabin.

6. Old Business
   a. None.

7. New Business
   a. Owatonna Foundation Community Capital Grant Request (Thiele)
      i. **Action Item**: Approval to apply for the grant (M – Holman / S – Anselmo / P)
      ii. History Center AV System bid from Baker Tech for $23,415.35
         (1) Details provided in board material.
         (2) Another bid has not been requested since other local vendors would not be able to install the AV system (i.e., would just be able to handle the electrical), Baker Tech is already familiar with our network/system, and they have the ability to provide regular maintenance.

8. **Open Discussion**
   a. Both Deb Lustig and Diane Wilson shared comments and asked questions regarding the elimination of Jerry Ganfield's role as bookkeeper.
      i. Lustig - Why was Jerry's role as bookkeeper seen as a conflict of interest?
         (1) Thiele read the information that was provided by the regional representative for the MN Council of Nonprofits. Deb didn't agree that this was a violation of our Conflict of Interest policy.
      ii. Wilson – Does not think reducing expenses should have been a factor in the decision to eliminate the role given the low rate of pay and the fact that Jerry donates his earnings back to the Society.
      iii. Wilson – As a contract employee, the conflict of interest for the bookkeeper role does not apply.
   b. Wilson commented on the new check signing procedure and had concerns that having four individuals with that authority goes against the Bylaws.
   c. Wilson also commented on the information received from the MN Council of Nonprofits and stated that they are "just a suggestive body…they are not a legal body".
   d. Ganfield brought up concerns regarding decisions being made without Board input and collaboration (e.g., Jerry's position as contract bookkeeper, the car show, etc.). He also noted concerns about how the situation was handled and that the "negatives"/simply "not being nice" is what is out in the community.

9. **Adjourn: Meeting adjourned by Jessop at 7:37 p.m.**

Next Meeting: Monday, May 19, 2025, at 6:00 p.m. in the Wenger Room at the History Center

Respectfully Submitted
Samona Grubish, Secretary