

**Illinois State Museum
Board of Directors Meeting
Meeting Minutes
10 a.m., December 14, 2015
Illinois Historic Preservation Agency Headquarters**

Attending: Guerry Suggs, Chairman; Dr. Brian Butler, Vice Chairman; Dr. Lorin Nevling, Secretary; and Board Members Mary Jo Potter, Dr. George Rabb, Dr. David Sokol, Leo Welch, and Rosemary Winters; ISM Director pro tempore Dr. Michael Wiant, and staff member Karen Everingham; DNR Chief of Staff Jason Heffley, DNR Attorney Brent Krebs, and DNR Communications Director Chris Young.

1. Call to Order

Chairman Guerry Suggs called the meeting to order at 9:56 a.m.

2. Approval of the Board Minutes of September 14, 2015

Guerry asked for a motion to approve the minutes. Dr. George Rabb noted a correction was needed on page 6. He said the Charleston Museum is the oldest museum in America, not the second oldest. Guerry then asked for a motion to approve the minutes as amended. Rosemary Winters moved to approve the minutes, Mary Jo Potter seconded, and the motion carried. Dr. Lorin Nevling suggested the Board move to release the back log of executive session minutes. Guerry said many of the executive session minutes addressed union issues but those things have been dealt with. Leo Welch asked if there were any outstanding litigation or personnel issues in the executive minutes that should not be released. Guerry said there was not. Lorin Nevling moved to release all the minutes of the executive sessions, Dr. David Sokol seconded the motion, and the motion carried.

3. DNR Report

Jason Heffley thanked the Board for their service during these difficult times. He said it's been difficult at DNR as well. Mike Wiant has been a great leader and that he has kept the Museum going. He noted that he and others had been working behind-the-scenes to reopen the Museum. He said that there were 107 lay-offs across DNR when the cuts came down. He said AFSCME and the state had agreed to arbitration and both have presented their case. A determination should be made 30-60 days after the January 8, 2016, post arbitration briefing. Guerry asked if the central issue of the arbitration was whether or not the state acted properly with regard to the lay-offs. Jason said that per the contract there are two reasons the state can initiate lay-offs: a lack of funding or a lack of work. He said when the General Assembly passed a budget with a four billion dollar shortfall the state moved into managing the deficit, and from the state's perspective the lay-offs were the responsible thing to do. He said the Union's contention is that there can't be a lack of funding without a budget. The state's contention is that without a budget there is no funding. DNR has lost over 75% of its General Revenue Budget (GRF) as have many agencies. The major general revenue expenditures for DNR are the general offices, Conservation Police, some parks and the Museum System.

Jason said that DNR has put together a general proposal to take back to the Governor's office to try to get the Museums reopened. Guerry said that the Board recognizes that the Governor's office made the decision to close the Museums and DNR had to carry that out. We understand that process and we also understand what we have to work together to get the Museums opened. Jason affirmed that there was no other place for DNR to cut, but he said we have some proposals on the table that we hope the Governor will find agreeable.

Jason said there has been a lack of communication between the Museum and DNR, and that he takes responsibility for some of that, but there were a lot of things he didn't know going in. The other problem was that there was a perception that this was a long-time coming and there was a plan to close the Museum. He said we literally had a meeting with the Governor's office where we talked about funding on May 30. They told us we had to come up with savings to help fill the budget shortfall. Percentage-wise it was very small. We only saved a total of about five or ten million. He said the only areas that were available to be cut were Sparta, the Museums and the Parks. The parks couldn't be cut because they spend federal dollars and if we closed them we would have to pay back the federal monies. He said the announcement was made on June 2

for Sparta and June 12 for the Museum. He said he learned a lot more about the Museum during the COGFA hearings. For example, he said he didn't know the Museum had a Society or that it had an endowment. He didn't know the Museum had statutory authority to charge admission, or that the Museum had increased salaries over one million in the last three years. He said it's been a learning experience and there are improvements that can be made.

Rosemary asked what proposals DNR had put forth. Jason said they are working on a combination of things with the budget including integration of staff that were duplicated by the Museum (fiscal, HR, communications), and the implementation of an admission fee. Guerry noted that Director Styles and the Board were studying admission fees with the previous leadership at DNR. When those persons left the project came to a halt. He said we can go back and look at that work as we move ahead. Jason agreed and said the final thing DNR is looking at is the closure of various branch sites with the sale of the James R. Thompson Center and under-utilization of the Rend Lake facility. He said he thought there might be some opportunities in Lockport, and all options are on the table. He said the key part of this is to find dedicated funding to get the Museum off of the General Revenue Fund. Guerry said that has also been discussed often by the Museum leadership, but that source is yet to be determined. Jason said we need to find about 7.5 million in dedicated, non-GRF funding. Guerry commented that as the Board and former leadership looked at admission fees they realized there were certain physical changes that would need to be made at the facilities to get that accomplished. He said he doesn't know how much that would bring in. The Board is comfortable with a charge of around \$5 or \$6 dollars, or perhaps a little higher. The other point we need to recognize is that this is a facility that the state is providing for its citizens, and we don't want to price it so high we drive away families. Jason said with the positive publicity the Museum has received now is a good time to go to the General Assembly to secure dedicated funding. Mary Jo asked what sources of dedicated funding DNR is proposing to raise the needed seven million to fund the operation. Jason said we need to look at all the options. Mary Jo asked what DNR sees as the options. Jason said some sort of charge on books at Universities, something like that. He said he doesn't know where you would find that revenue. He said we are working with the Governor's office to determine if a fee or tax can be used. He said he doesn't know, specifically what that might be. That is what we need to look at, but it won't happen immediately. Guerry said that is a long-range solution but we understand where you are coming from. Jason said he is open to suggestions and thinks now is a good time to approach the General Assembly. Guerry noted we should look at something like the recent fee on license plates. Mary Jo said she was skeptical of dedicated funds with what's happened with the lottery and other special funds. Jason said we would want to make sure it was an untouchable fund.

David asked what the status of the Museum's home is currently. Guerry said there was a bill that was passed early in the session that provided for the Museum to go under the Historic Preservation Agency, but that bill was held by Senator Cullerton and is still being held. Jason said that bill is not supported by DNR or the Governor's office as far as he knows. He added wherever the Museum ends up it will have the same issue. Mary Jo asked about the possibility of re-organizing the cultural agencies of the state. Jason said he thought those ideas were coming out of the General Assembly. He said the idea was never discussed with the Governor's office. Mary Jo asked if the Abraham Lincoln Presidential Library and Museum has dedicated funding. Jason said they have admission fees so that is a source of funding that is independent of GRF. He also suggested that federal grants could be a source of funding. David noted that those types of grants, such as those from the IMLS, are not guaranteed from year to year. Guerry pointed out that the kinds of grants that the Museum Society has are a result of groups like National Science Foundation not wanting to give grants to state entities. They go to the Museum Society and the indirect funds for their administration go to hire people at the Society. Jason said that a new problem we will have moving forward is the Grant Accountability and Transparency Act (PUBLIC ACT 098-0706) that has put new rules on how state agencies handle grants. He said there could be a potential problem with a state employee applying for a federal grant that is then handed off to a third party. He said he is working with their grants people to see how we can work through that. Guerry said there is an agreement between the Society, the Museum, and DNR addressing these issues and that agreement could probably be tweaked to address this new legislation. Jason said all of the grants people from all DNR divisions are being put into a new grants division and they will handle all the grants. Guerry added that with the number of lay-offs and retirements of management personnel since the closure we do not have too many staff left who can apply for and get these kinds of grants. He said there are a handful of grants

that have been applied for currently and a number that will finish out in 2016. Jason said he gets the amount of damage that has been done long-term, but all he can say is that we can try to fix it moving forward.

Guerry said he read in the news that the Governor commented that we may not have a budget until spring. He said if we get into spring without a budget we have accreditation issues and that we could lose it. He said he is not confident we will get a budget by then and asked Jason for his perspective. Jason said he hoped we would have something by April, but that the reopening of the Museum is not necessarily dependent upon whether we have a budget. He said he had been in contact with AAM, and that we were put on probation before they talked to us. He said DNR found out via a press release. Guerry interjected that DNR did the same thing with this Board, but said he would not go into it here. Jason continued that he and Chris Young were working to keep AAM apprised of our progress. David noted that if we lose accreditation that will affect our eligibility for certain types of grants. Jason said they understand how important it is and will continue to work on the issue. Rosemary noted there remain some potential leaders among the staff and asked if they would be fired upon settlement of the law suit. Jason said if the arbitration decision favors the state all but three people would be let go. If we get some kind of agreement on reopening or a budget, staff will remain in place and will have opportunities. Leo asked if the arbitration is binding. Jason said it was but Guerry noted that it does have an appeals process. Brent Krebs said the appeal would go to the circuit court and could also go to the appellate. He said the process could take some time. Guerry asked if there has been any thought to recalling some of the management staff that were laid off. Jason said he had talked to Jim Zimmer and hoped he might come back. He said there are two others who did not retire but he couldn't recall who they were. Karen Everingham noted that those were Beth Shea, Jim Zimmer, and Paul Stromdahl. Beth and Jim have both taken other positions. Guerry said for clarification then, DNR would recall any of the management team who had not retired and were still available. Jason said they would do so and that it was unfortunate that those individuals were laid off.

Lorin asked that we return to the dedicated funding question. He said he thinks we have a better chance to get something through the General Assembly now with all the publicity that this has brought to the Museum. He said we need to figure out where we can get the funds because it stands a good chance of passing. Jason said new fees are not generally an easy thing to get, but if anyone had ideas to let him know. Mary Jo asked what the philosophy of the Governor's office is on this approach. Jason said he asked for permission to pursue this and was told to move forward. Mary Jo noted that a new tax seems incongruent with the Governor's philosophy. Jason agreed in general but said if we came up with a user fee that might be acceptable. Guerry said we need to implement an admission fee and that might help us leverage other funds. Jason said he is referring to something other than the admission fee. He said he saw the admission fee funds going to capital improvements at the Museum. Other fees and Society fundraising would go to supporting the operations. Guerry said that with the Museum being closed, it will be difficult to raise money without assurances of the stability of the Museum. He added that Senate Bill 317, which provides that there shall be a state museum, was delivered to the Governor last week on December 9. He has 60 days to either sign or veto the legislation. If the Governor does nothing the bill becomes law. That kind of legislation isn't doing anything for us right now, but would provide some protection and security in the future. Jason said that the legislation already says there shall be a state museum. Brent noted that one of the powers enumerated to DNR is that it shall oversee the State Museum. Guerry said that the bill gives the Museum the same standing as the State Fair. Jason noted that it is still unfunded. Guerry said he understood that, but the legislation will help the Museum in the future. Leo said as a Board member he would like to see the proposals put forth in writing. He is not comfortable acting on an oral report without a detailed proposal. Jason said he understood and that once they get something he would be happy to provide it to the Board. Mary Jo added that she hoped DNR would be open to the input of the Board. Rosemary suggested an inclusive ticket that includes a number of sites across the state to bring in more money. Guerry said some state parks have an inclusive ticket. He said that might be something we could do with our state parks and that Society membership might provide some kind of discount on the ticket price which could then come back to the Museum. David mentioned that previous discussions of admission fees a few years ago it was determined you would need some infrastructure changes and additional staff to manage the process. He said one of the largest contingencies to the Museum is school groups and he noted that no one charges them. Schools do not have the money to expend on admission. David said he thought Society members and school children should get in free. Jason

said of the 200,000 visitors the Museum draws half may be school children but the other half will bring in about \$500,000 at \$5 dollars a person which would be a big help.

4. Staff Update

Dr. Michael Wiant reported that there is much behind-the-scenes work going on that would qualify as accredited museum practice. He said there is an enormous amount of work going on particularly in collections. As example, he said the art and history section has been working to address a large back log of materials that Angela Goebel Bain has secured to enhance the history collection for things like the upcoming bicentennial of statehood. Guerry concurred that he has seen the work that is being accomplished at the RCC with the fire arms collections. He also added, there is no way you could deal with those collections with only three people. He continued by saying that the work being accomplished is substantial. Mary Jo asked how many staff are at the RCC. Mike was uncertain, but said we have an overall total of forty-two with nine at DMM, two at Chicago and Lockport, and about twelve at the RCC. Guerry said there are about six people on the Society payroll, but they primarily do grant work with the exception of Natalie Lambert and Marilyn Sabo. He said he could provide an updated organization chart. Guerry asked Mike to provide the updated organization chart to Karen for distribution to the Board.

Mike said early on he reached out to the staff for their input on moving forward. The input was requested under three categories: engaging visitors, using emerging technology, and revenue resources. He said he received 189 responses from 42 people. Wiant said we are looking at those and will select roughly ten that are particularly important to move forward with. He added that he feels that we can't rest on our laurels. He said we have an extraordinary track record and immense accomplishments; however, society is looking for the next thing. He said our reach needs to be expanded. We are essentially local voices and we need to use emerging technology to begin to expand that. He said this is one thing that is being actively pursued with considerable credit to Chris Young. He said a committee of our staff is working with their DNR counterparts to look at our audio-visual and web development capacity. The group is also developing small video vignettes of the behind-the-scenes activities of our curators, and a new website. The website is based on some of the ideas from previous work done by Levi, Ray, and Schoup that we were unable to implement. We hope these efforts will expand our reach by laying down the foundation to move forward. He said one of the great challenges we face is organizing and making accessible the work generated by those who have been laid-off or retired. Pat Burg has provided materials to archive these documents and we have asked staff to do so now rather than waiting to the last minute. We see now we don't have enough space for archives, so we are working to address those issues by reorganizing a variety of spaces within the Museum. Staff are also engaged in what we call a work share program. He said those who may have a lag in work duties have begun assisting in other areas. For example, he said Karen is working in the Art & History section with Angela and Irene Boyer to complete routine collections work. The Staff have been very willing to dedicate themselves to activities that are very important.

He said with respect to the bridge building between the Museum and DNR, he said Museum staff has begun using the DNR timekeeping protocol on the DNR intranet site. He said it saves a great deal of time for our HR office, and added that many of the responsibilities of that office have been transferred to DNR. He said Tammy Wheeler is carrying the ball on our end and soon we will be providing activity codes for the system that match the work done in the Museum to DNR. He said given the Board's concerns about caretaking it is important to note that environmental controls at the RCC in the art ranges and the herbarium have not been functioning properly, but DNR and CMS have helped us to correct the issues. He said those issues have been addressed in a timely manner.

Mike reported that Alan Harn will be recognized for his 55 years of service and his comprehensive assessment of the Dickson Mounds cemetery that numbers more than 1,000 pages is nearing completion. He added the work is an extraordinary piece of academic work and that an individual outside of the Museum has stepped up to pay for the printing of the work. He added that Dave Bohlen and Jane Stevens are also recognized for their service.

Dr. Brian Butler asked if the Museum is still accepting archaeological collections. Mike confirmed that we are doing so, and noted that we continue to meet our statutory obligations for these collections as well. He said

the anthropological collections are of particular concern because we no longer have an anthropologist on staff in Springfield. He added that Dee Ann Watt is doing most of the work with his assistance. He said there are numerous academic research requests for use of our collections and we are accommodating those as well. David asked if the return of collections and loans at the time of the closure were taken care of satisfactorily. Mike said they did, but we didn't call in all items on loan. He said there are still some loans and we are monitoring those. He noted that last week items from the art collection were also loaned to the University of Chicago for an upcoming exhibition. Mary Jo asked about the progress of the exhibitions at Dickson Mounds. Mike said the exhibits staff from Springfield have provided a great deal of support and that the exhibitions should be complete soon after the New Year. He added that WTVP, the public broadcasting station in Peoria, has produced the first edition of a 12-minute film on Dickson Mounds. He said he will share the link with the Board. He said the station gave us a 50% discount on their usual rate and we paid the fee with Society money that was raised for that purpose.

5. Legislative Update

Guerry reported that Senate Bill 317 was delivered to the Governor's office on last week on December 9. He has 60 days (February 7, 2016) to either sign or veto the legislation. If he does nothing the bill becomes law.

6. ISMS Report

Guerry reported that the Society Board met on October 29, 2015, and that a special meeting was held on December 8, 2015. He said that he agreed at the request of then Director Styles to serve as a temporary Executive Secretary for the Society. He said the Society Board had expressed concern over personal liability issues. He said the Society Board has not been actively involved in the administration of the grants. Those duties were carried out by Bonnie, as Executive Secretary. According to the Society by-laws the Museum Director or her designee serves as the Executive Secretary of the Society, which is how he was appointed. He said it is not something he wants to do for the long-term. However, at the last Society Board meeting the Society hired Charlotte Montgomery as a consultant to look at the processes of the Society and make recommendations for needed changes. We also asked Harvey Stephens, an attorney and former Society Board member, to look for liability issues. At that point a special meeting was held on December 8 to discuss the findings and we came to an agreement to develop a document to be signed by grant principal investigators (PIs). He said we have three grants that are being handled by PIs that are no longer active employees but were appointed by this Board to emeritus or adjunct positions. He said he thinks we are covered by that under the provisions of the Museum Policy Manual. However, he added we are implementing an additional agreement to provide for the comfort of the Society Board. He said those grants should be finished by the end of 2016. Guerry announced that the next regular meeting will be January 28, 2016, and that the Society Board concerns and those documents should be resolved at that time. Jason said the Emeritus status is meaningless in state government so he and Brent are working to address this issue. Brent noted that the status will be memorialized for DNR and state purposes.

Guerry reported that the 1877 fund appeal has gone out. He said a letter was written to Founders, those giving \$1,000 or more, as well as to general donors. We have about \$10,000 in donations so far. Lorin said he would like to know more about the functions of the Society Board and suggested that we extend a standing invitation to the Chair of the Society Board to attend our meetings. Lorin moved to extend a standing invitation to the Society Board chair or her designee to attend the State Museum Board meetings, David seconded the motion, and the motion carried.

Guerry also reported that the way we have funded Museum projects from the Society 1877 Fund is by a grant writing process that was handled by Bonnie. He said he is not capable of performing those duties, and asked Mike to handle those duties and to convey those requests to the Society Trustees. He said the Trustees of the Society have the authority to fund those projects and we have the money to use as needed.

7. Old Business

None

8. New Business

Guerry said he has a request to appoint Dr. Chris Widga to serve as the Museum representative on the Illinois Academy of Science's Board. The appointee, formerly Director Styles, attends quarterly Board meetings and serves as our liaison to the Academy. The appointment would be a one-year term. George moved to approve Chris's appointment as the Museum representative on the Illinois Academy of Science's Board, David seconded the motion, and the motion carried.

Guerry said the final item he has for the meeting is, what he calls George's manifesto, which discusses the future of the Museum. He said he wanted to first establish that DNR wants the Museum to remain part of its organization, which he believed to be the case after hearing from Jason today; to confirm that we are not looking to move to another agency; and to be assured that DNR is committed to re-opening the Museum and moving us forward. Guerry said the Board needs to be satisfied that it is to play a role in this process and that communication will open up between Jason or his designee and us. Further, that we will not be faced with some of the challenges that we've had over the last six months. He added that with regard to the termination of Director Styles and Charlotte Montgomery, if something like that is to happen in the future the Board should be consulted and their opinions solicited. He asserted that the Board is a governing Board and if it is to act as a governing Board there needs to be communication. He said he encouraged Jason to increase that communication. Jason said there was communication. He said information was not relayed or was relayed in bits and pieces. Guerry asserted again that there was not consistent communication. Jason said we tried. Guerry said that may be but you tried through staff rather than with the Board. Jason said the Director of the Museum was the liaison. Guerry said he understood that but we also need to have communication with the Chair of the Board and that he, as Chair of the Museum Board, should be able to call on Jason. Jason said that would be the case moving forward. Mary Jo interjected that the Board did receive communication from the Museum Director, and that the Board did not receive responses to its communications to DNR. Jason said there were many unfortunate things that happened. Mary Jo said she wanted to make clear that the Museum Director is not to blame, and that she communicated very well with the Board. Guerry said that the most important thing is that communication is improved moving forward.

Guerry also expressed his concern about the pay-out of banked vacation time from 2003 to those staff that were laid off or retired. He said they were paid out at the 2003 rate, but that the practice and policy of the Board is to pay out at the current salary. He said he didn't need a comment from Jason at this time, but that he would like for DNR to take a look at this issue.

Jason said that the Museum Board is an advisory board. George and others in the room disagreed. Brent Krebs, the lead DNR attorney, said he's studied the statute and he said his understanding is that all state Boards and commissions are advisory only due to anti-trust laws. He said he believes the Museum Board is an advisory board. George asserted that the Museum Board is a governing board by statute and has functioned as such for decades. Brent requested a citation for George's opinion. He said you can be disappointed or frustrated, but he said he is referring the statutory underpinning of this Board. It falls within the Department of Natural Resources. He said there is no question about that from a legal perspective. George said that if that is DNR's understanding then this Board should go to the Attorney General for an opinion. He said it's simply not true. Brent said he respectfully disagrees and again asked for a citation. He read from the DNR statute and noted from a purely legal stand point the Museum and the Board fall under the Department of Natural Resources. He said the Board certainly has important roles and inputs, but it is clearly an advisory board. Lorin then read the citation, "The Board of the Illinois State Museum is retained as the governing Board for the State Museum." Brent said that doesn't dispose of the matter. It is all with the oversight of the Department's Director and is under the office of the Governor. He said we could certainly go to the Attorney General for an opinion. He said it still doesn't dispose of the issue. He said, for example, the Board does have authority to fix the salaries of the administrative, scientific, and technical staff; however, if the DNR Director doesn't approve the proposal, those salaries are not implemented. He said again that the Board operates at the discretion of the Governor under the purview of the DNR Director. He said it may not have operated this way in the past, but that is a misunderstanding. Mary Jo asked if this Board, with your Director sitting on the Board voting, has a policy that says how we pay banked vacation time can you ignore that policy? Jason said you can't have a different operation from every other state employee at DNR. Mary Jo said the DNR Director sat on the Board and voted on that policy, can you ignore that policy? Jason said that

policy goes against the state policy. You can't pay out certain groups differently. He said the Union would flip. Mary Jo said these people were not Union. Jason said again you have to pay everyone in the same way. Guerry asserted that for whatever reason, it was paid according to the Board's policy in the past. Jason said it wasn't his decision. Guerry said he understood, but it was handled according to the Board's policy in the past. Mary Jo said it wasn't something that those employees expected. It was on top of losing your job, your insurance, and your security those employees also lost what is really a small amount of money for their earned vacation time. She said it was like a slap in the face. Jason said it wasn't intended that way. He said all DNR executive staff were aware of the state policy for paying out vacation. He said you can't say I want this and then go to Guerry and say pass a motion that says I get this. Mary Jo said she was flabbergasted and pointed out again that the DNR Director serves on the Board. She added that if there was a conflict it would have been the DNR Director's responsibility to point that out. Brent said he could go through the statutory interpretation.

Guerry said it would probably be helpful to get a written opinion on the nature of the Board so we know where we are going forward. Jason said nothing has changed. Guerry said he understands that but that is not how we operated historically. He said he thinks this Board needs to know how we operate going forward from your perspective. Then, he said, we need to make individual decisions as to whether we are comfortable with that. We could then say whether or not we are interested in a reappointment. He added that DNR certainly has the right to reappoint any one of the Board members. He said his term expired when former Governor Blagojevich was inaugurated twelve years ago. But you serve until you are reappointed or replaced. He added that he thought it would be appropriate for the Board to be reconstituted. He said George suggested that you take half of the two year terms and stagger them so Board member terms don't expire at the same time. Guerry said you are defeating the process and purpose of Senate confirmation if you don't reappoint people. He said it is important for the Board to know if we are a governing Board or an advisory board. He added that he thinks DNR holds that the Museum Board has some governing functions but we are an advisory board. Brent said he would be happy to provide that information. He said the Museum falls under the Department of Natural Resources Act and under that in Article 20 outlines the authority and powers enumerated to the Museum one of which is to have a Board of Directors. He said that in Section b it says the Board shall advise the Director of the Department of Natural Resources in all matters pertaining to maintenance, extension, and usefulness of the Illinois State Museum, and make recommendations concerning the appointment of a new Museum Director. He added that a Board under the State has to be advisory due to anti-trust issues. He said he would be happy to send this to everyone. He said the Board also has the authority to set the salaries of the administrative and scientific personnel with the approval of the Director as well as review the budget, and approve budget requests of the Illinois State Museum and make recommendations with reference thereto to the Governor through the Director of the Department of Natural Resources. Brent asserted again that the Board has a very important function and leadership role, but is by definition is an advisory Board with its authority enumerated under the Department of Natural Resources Act. Leo asked how this applies to trustees of universities. Brent said he is not an expert, but trustees are also appointed by the Governor. He said it is a practical policy consideration that elections have consequences. If someone doesn't like the direction of an agency or the State Museum then that group can mobilize and elect someone else. But all of this is predicated on authority from the Governor. Leo asked then if Brent's interpretation was that university Boards are advisory as well. Brent said he would hesitate to say that because he hasn't studied those statutes, but he has studied ours and again referred the group to the statute. He said he would say that maybe you all haven't operated that way for the last decade and he understands how the current situation is uncomfortable. Guerry said we have definitely made recommendations for salaries and some have been approved, some not. However, he said the Board has looked on itself as a governing Board in the sense that we do have responsibilities for setting salaries. But he said he understands where DNR is coming from and that the Board probably is advisory. He said again we have operated more as a governing Board because we've had perhaps better communication over the years from people from the Department of Natural Resources. Guerry added that if going forward there is to be a new director the Board has a responsibility to make a recommendation to the Director and he can do whatever he wants to do. Jason said the Director wants the Board's recommendation and we need better communication and consistency across the Board. David said what he is hearing for the first time is that while he understood the Board was appointed by the Governor with consent of the Senate and that the Museum fell structurally under the Department of Natural Resources, he believed the Board to be governing.

He also asked if there were other similar Boards at DNR. Jason confirmed that there were. Brent said under the Supreme Court ruling, all Boards under state government are advisory. Mary Jo said that the Board had always served as the Museum experts and that the Board needs to be able to provide this leadership. She said we need to work together, but we need museum experts. Jason confirmed that DNR did not plan to usurp the Museum Board's role in making expert recommendations. Guerry said one of the concerns we've had over the years is we want to make sure we have professionals working in the Museum. We don't want someone from the Governor's office saying my nephew needs a job. He said we have not had political appointees in positions at the Museum. Jason said you have that commitment. Mary Jo said it would be good to have that in writing. Brent interjected that we should adhere to the statute and, notwithstanding how it has operated in the past. He added it is about cooperation and collaboration which seems to be what both groups want. Mary Jo said there has had no communication from DNR since our last Board meeting. Jason said he has been at the Society Board meeting and that's why he came to the meeting today. He said we all need to work together, not against each other. He said his goal is to get the Museum back open and then let it proceed on its own. He said he is not interested in being in the Museum business. Brent said he would also do whatever he could to assist the Museum or answer any questions that arise.

Guerry asked if George wanted to present his document. George deferred to Guerry, but noted that the document is the result of a collaboration between him and other Board members, the Arts Alliance, and former staff members. Guerry said the Board doesn't need to approve everything here but we need to get a sense of where we are going. He said his take is that DNR is not trying to dump the Museum, is interested in reopening, and will do everything it can to reopen. We have to recognize our role, governing in one sense advisory in another. We have people beyond us who have the authority to negate our decisions if they are not in the general interest of the DNR and the State. We have to let Jason know at some point if we individually are willing to proceed under this direction. Guerry said he thinks we've have a good conversation about the direction this morning and he thanked the group. He said he appreciated Brent and Chris's input as well. He said the key is that we need to accept the designation under the Department of Natural Resources, and then we have to decide if we want to continue to serve or not. He said DNR and Governor have the right to remove any of us as they feel is appropriate. He said he certainly understands that. He said as a retired bank executive he enjoys his retirement and that this had been a rough six months. He said the document's initial bullet points: first that we would acquiesce to where we are situated now; second it is an individual decision; and that he would agree that we need to look for an interim director noting that Dr. Styles would not likely return nor be asked. Jason said as soon as they have an agreement to reopen he would call the Board together to make a recommendation for interim director. He said Mike has done everything and more that has been asked. Guerry said he thought it would be fair to have a joint conversation about who the interim director would be. Jason said he got lucky with Mike and Guerry concurred. Guerry said we should try to bring back any of the leadership that are still available.

Jason said if we had a budget today, is it smart to open immediately or wait and have a grand reopening. Brian suggested we make an occasion of it. Guerry concurred, but said we shouldn't wait too long. Mary Jo asked about the budget and if there would be money available before the state budget passes. Jason said the state has funds, staff are being paid, and we could reopen if there is an agreement on the arbitration. Brian asked if the State wins its case, will the Museum staff be laid-off. Jason agreed that was the case. Guerry said the union could challenge the ruling through the courts.

Mary Jo asked if we could open with the current staff level. Mike said he thought we could open with 42, but that is not ideal for the long-term. Guerry said he thinks it is important to assure people it isn't open for two weeks, but permanently. Jason said his goal is to put a bunch of things together that are forward-looking to leverage the support the Museum has had. He said there is no appropriation but if we can open the Museum we will. Lorin asked if there should be a soft opening and then a grand reopening. The Board concurred with the proposal. Jason said they would get the Museum up and running as quickly as possible.

DNR Communications Director Chris Young asked Guerry what the procedure was for a director search. Guerry said the last time we searched for a director was when Dr. Bruce McMillan retired. He said we went through a lengthy process of putting Bruce on a 6 month sabbatical and moved Bonnie into the interim director position. We then went to the DNR Director with our recommendation of Bonnie and it was

approved. He said that Bruce was also promoted from within. He said we really don't have an established procedure. He said George suggested we do a national search making use of a firm to assist us. We should probably also tap into the Alliance of American Museums (AAM) and other organizations. Brian said they probably have a template for this that we could use. Jason said the only internal candidate is sitting at the table. Mike said that in the interest of the Museum we need a new director moving forward. Guerry agreed, but said we need someone in the interim to take over those duties. He also said he is not interested in serving as the Executive Secretary for the Society any longer, and the Board can't run the Museum. He said we have to have an interim director immediately.

Guerry noted the document has a good outline for moving forward. He said we definitely need to look at marketing and communications to reestablish the Museum. But he said we should address the initial recommendations and look at the intermediate and long-term phases at a later date. He asked the group for any comments or questions. David noted we are shy one Board member (currently have 10, need 11 total) and that different areas of expertise and regional distribution should be represented. Brian asked for confirmation that there is no intent to open anything at Rend Lake. Jason said he is open to arguments, but there were a lot of costs for little return. Guerry said the location gets more visitors from the interstate than the area and is probably the least utilized facility. David also asked about what would happen with the Chicago Gallery if the James R. Thompson Center is sold. Guerry said we would want a presence in Chicago. Jason said we would need to find a partner in Chicago. Rosemary said we need to have a presence in Chicago and we should consider this carefully moving forward. David suggested potential partnership with a university and said he would be willing to help negotiate with potential partners.

Guerry announced the meeting dates for 2016 and asked if there were any issues with the dates. The dates are based on our usual second Monday of the month. Guerry suggested we hold the meetings in Springfield until we reopen. Lorin suggested we hold one of our quarterly meetings at the DNR headquarters in Springfield. He also suggested that some of the DNR executive staff meetings be held in Museum facilities. Guerry said we might also have someone from DNR present to the Museum Board on some aspect of DNR. Guerry also said that DNR should feel free to call anyone on the Board.

9. Adjourn

David moved to adjourn the meeting, Brian seconded, and the motion carried. The meeting was adjourned at 12:15 p.m.