

**BOARD OF TRUSTEES MEETING MINUTES  
NATURAL HISTORY MUSEUM OF THE ADIRONDACKS/  
THE WILD CENTER**

**December 28, 2010 – The Wild Center, Tupper Lake, NY**

**Board Present:** Paul Alioto, Joe Beck (via phone call), Lynn Birdsong (via conference call), Obie Clifford, Charles Frenette, Rick Godin, Nancy Howard, Bill Hutchens, Dave Johnson, Peter Kindler, Claire Leonardi, Betsy Lowe, Paul Maroun, Chris McFadden, Nancy Simpkins, Sandra Strader, and Dan Sullivan.

**Board Absent:** Tom Aydelotte, Michael Bettmann, Jim Carr, John Colston, Amy Elrod, Robert Friedman, Mike Hunsinger, Tom Jorling, Kevin Keane, Nancy Lamb, Steve Potter, Charles Svenson, and Karen Thomas.

**Advisory Board Present:** David Goodman, Sally Hart, Ross Whaley and Eugene Zeltmann.

**Staff/Consultants Present:** Marci Bencze, Susan Clifford, Diana Fortune, Jen Kretser, Bob Kronenberger, Hillarie Logan-Dechene and Stephanie Ratcliffe.

Board Chairman Obie Clifford called the meeting to order at 1:10 pm as Board President Lynn Birdsong was not able to attend the meeting in person due to a weather related travel delay.

**APPROVAL OF MINUTES**

*The Board unanimously approved the August 27, 2010 meeting minutes.  
Paul Alioto motion, Nancy Simpkins second.*

**GOVERNANCE COMMITTEE REPORT**

Board President Lynn Birdsong, who joined the meeting via conference call, presented the Governance Committee report. He began by requesting a motion to re-elect current board members for a new term as well as elect new board members.

*A motion to re-elect the following board members was unanimously approved: Paul Alioto, Tom Aydelotte, Joe Beck, Michael Bettmann, Lynn Birdsong, Jim Carr, Obie Clifford, John Colston, and Charles Frenette.  
Bill Hutchens motion, Dan Sullivan second.*

*A motion to elect Amy Elrod and Chris McFadden to the Board of Trustees was unanimously approved.  
Bill Hutchens motion, Dan Sullivan second.*

Lynn Birdsong also reported that Lynn Fox was recently appointed to the Advisory Board. He stated that she was Senior Adviser to the Board of Governors of the Federal Reserve System, where she has worked in congressional and public affairs and internal communications since joining the Board of Governor's in 1985. He also mentioned that she is the wife of current St. Lawrence University President, Dr. William Fox.

Lynn also reported a number of new changes to the Advisory Board, he stated that Tony Whaling had moved from the Board to the Advisory Board and that Russell Reynolds had stepped down from the Advisory Board.

Stephanie Ratcliffe spoke about the new Trustee and Advisory Board manuals that were handed out at the beginning of the meeting. She stated that they contained all of the active work of the Governance Committee. She mentioned that all committee charters were not completed and reminded committee chairs to finish them so that they could be included in the manual. She also asked board members to complete and return the conflict of interest statement.

## **REPORTS FROM THE PRESIDENT AND EXECUTIVE DIRECTOR**

Board President, Lynn Birdsong, began his report by talking about the comprehensive campaign. He stated that it was currently in what was referred to as the “quiet phase”. He mentioned the names of all current campaign cabinet members as well as the fact that Karen Thomas shared co-chair duties with him. He also thanked Nancy Simpkins for being a valuable advisor for the campaign.

He stated that the current campaign was very different from the original campaign to build the building. He reported that in this early phase there had been \$5.6 million in gifts pledged toward the \$20 million goal and that it was a great start. He also stated that he was looking forward to making more progress in the first six months of the coming year.

Board Chairman, Obie Clifford, distributed an institutional growth chart to all board members. He stated that it was unbelievable how extraordinary the institution had been through its earliest years and that it was now maturing and undergoing an enormous organizational transition from startup to firmly established institution. He said that it was difficult to go through transitions and he spoke about the need to work hard to retain the museums “heart” and be aware of personal feelings and relationships, as well as keeping focused on the institutional mission.

Lynn Birdsong stated the he loved The Wild Center before but has never had a better feeling about any other organization that he has been associated with. He mentioned the wonderful teamwork by staff as well as volunteers and the enthusiasm from all involved with the Youth Climate Summit. He gave a “hats off” to Stephanie Ratcliffe and staff for making it all work. He stated that he wished that all board members could have seen how inspired the next generation was by the Youth Climate Summit.

Director of Education, Jen Kretser, then took the time to introduce new Naturalist staff members Rob Carr and Kendra Ormerod. Rob Carr started working at The Wild Center in July 2010 and coordinates outreach programs as well as working with Volunteers on Interpretive Training and programs. Kendra Ormerod received her Masters from SUNY ESF in May and started working at The Wild Center two weeks later. She will be working on school program development as well as future canoe trips.

Executive Director Stephanie Ratcliffe began her report by giving an overview of the Finland exchange project. She stated that the first group from Finland visited the United

States in November and were able to participate in the Youth Climate Summit. She reported that there will be three students participating in the next trip headed to Finland at the end of February. The three students, Bryan Larson, Dan Coffrin and Meadow Hackett from Tupper Lake, Lake Placid and Saranac Lake respectively, have all been involved with the Youth Climate Summit for the last two years. She stated that the first trip to Finland is mostly focused on education and that it would be great to have the students as ambassadors. She then thanked Advisory Board member David Goodman and his wife Sylvia for hosting the group from Finland when they were visiting. Advisory Board member Eugene Zeltmann stated that he hoped that during these exchanges with Finland that participants come back understanding the role of education in Finland and suggested comparing teacher preparation at St. Lawrence University with that of schools in Finland.

Stephanie then went on to talk about a few of the projects that will be taking place at The Wild Center.

### **Green Tech State of the Art Lighting Controls**

- Phase I – January through March 2011 - Will replace and or expand main floor lighting controls and incorporate auto window shading, daylight controls and energy saving monitoring
- Phase II – Pending but projected to take place March through April 2011 – Would consist of a reconfiguration of back of house and basement area lighting circuitry

Stephanie reported that this project was made possible by a generous donation from one of the museum's supporters.

### **See and Ski Program**

Stephanie stated that this was a cooperative program with Big Tupper Ski Area which would consist of offering a two for the price of one tickets, a \$15 lift pass would also give one a visit to The Wild Center and vice versa.

### **Marketing and Attendance Strategies**

Stephanie showed board members a revenue pie which showed that contributions make up 45% of revenues and that Admissions only brings in 25%. She stated that the fact that we are new is starting to wear off and that we needed to explore ways to increase Admissions.

Stephanie reported that Howard Fish will be working on web based vacation planning content that allows people to add on other side trips in the Tupper Lake area in conjunction with their trip to The Wild Center and that he would use the Lake Placid to Tupper Lake driving route. Some examples were provided were:

- A walk in an old growth forest
- Canoe on a scenic Adirondack river
- Swim at the beach
- A short hike to a great view
- Watch a sunset after an Adirondack hike

She also mentioned that a group from The Wild Center would be meeting with Raquette River Outfitters regarding the feasibility of canoe trips from the museum. She stated that it

was possible to install a dock on the river without a lot of permitting issues and that it was all being figured out.

### **Event Based Feature Programs**

- April 30-May 2 – BAGA Conference
- 7/2 – Wild Fest – Wildlife based
- 8/11 – Food Fest – In conjunction with Farmer’s Market
- 9/1 – Feather Fest – Focused on birding

### **Other Ideas**

- Solar Pontoon Boat - \$84,000 investment, Oxbow tours
- Community based maple sugaring operation

### **Science on a Sphere**

Tracy Thomas, Volunteer Coordinator and Floor Manager, gave a presentation about the logistics of this system. She stated that this was a piece of technology that is approximately 10 years old and supplied by NOAA. She said that The Wild Center had explored the possibility of acquiring this in the past but that there was a concern about the technology at that time. She stated that there were currently 58 worldwide installations and that they were created by NOAA to show global impact and that The Wild Center would be interested in using it to show how the Adirondacks can be a model for the world.

Tracy then showed slides examining global temperatures, sea turtle migration patterns and other frames. She stated that studying bird migration patterns might allow us to do programming for school groups, etc. and that we could tack on other programs to help tie everything to the Adirondacks. She said that if we can make the sphere anything that we want it to be it can be used to enhance programs that are already being done.

She then reported on approximate system costs, benefits and related information.

- \$150,000-\$180,000 – approximate system cost
- \$50,000 – equipment cost
- Programming and Software
- Installation
- Initial training time/support
- Membership in organization
- Free data sets
- Cost does **not** include staff time or additional training

Tracy also reported on estimated building costs to install the exhibit and provided two possible scenarios.

- \$125,000 – cost to install in the Find out Forest
- \$173,000 – cost to install in Boreal

Tracy then reported on some possible funding sources. She stated that there was a NOAA Environmental Literacy Grant available that may be an option for us to consider. She said

that the awards process will begin again this summer and that it is a lengthy process. The best case to get this system would be approximately one to two years. Stephanie Ratcliffe stated that she felt that it would definitely be worth the investment and that we should apply for the grant first and go from there. There was then discussion regarding the exhibit and its impact on driving visitors to the museum.

### **Bird Tower and Skywalk**

Stephanie gave a brief update on the status of the Bird Tower and Skywalk project. She stated that design of the structure is 100% complete and that exhibit design is 50-70% complete. She then showed a power point with birding statistics and thanked Naturalist Rob Carr for helping to retrieve the data used to create the power point. She then provided a list of reasons why the project is so important to the future of The Wild Center.

- Provides an essential part of the Adirondack natural history story
- Unique outdoor experience
- Extends length of visitation time
- Promotes understanding of evolutionary principles
- Major new campus offering to inspire repeat visits

There was then discussion regarding the architecture of the project. Advisory Board member Ross Whaley suggested making a presentation to the New York Audubon board meeting in New York City regarding the project to help gain national exposure.

### **CAMPAIGN REPORT**

Hillarie Logan-Dechene reported on the current campaign. She stated that the museum was in the early part of the campaign known as the quiet phase, and that we currently have 100% Cabinet participation with over \$5.2 million in gifts, pledges and bequest intentions from that group. In total she reported that \$5.6 million in gifts, pledges and deferred commitments had been given from forty eight donors including board and that 95% of the total revenue came from the Board of Trustees.

She then gave a list of campaign cabinet accomplishments to date:

- Campaign plan
- Campaign playbook
- Scale of gifts
- Campaign assignments
- Solicitation guide
- Call report format and protocol
- Briefing documents

Hillarie then thanked the board members in attendance for their amazing hard work and dedication to The Wild Center.

*A motion to approve the Campaign Gift Acceptance Policy was unanimously approved.  
Claire Leonardi motion, Charlie Frenette second.*

## **AUDIT COMMITTEE REPORT**

Bill Hutchens reported that the Audit Committee had met pre-audit with the outside Accountants. He stated that the committee had reviewed and accepted the engagement letter. He said that in the report from the Audit Committee that there had been no incidents where the Whistleblower Policy had to be used. He reported that the committee went into executive session with and without the independent auditors. He also reported that the committee had scheduled a clearing of accounts for 3/21/11 so that it was done before the 3/28/11 board meeting.

## **FINANCE**

In the Finance and Investment Committee presentation, Claire Leonardi gave an overview of three topics: 1) 2010 Projected year end operating results, 2) 2011 Budget, and 3) the Investment and Spending Policy.

**2010 Projected Year End Operating Results**--Claire indicated that the Wild Center expects to end the year with expenses about 2% below budget. She said that while there were some above budget areas—principally campaign/development related expenses and facilities maintenance items, such as exhibit repairs and replacement of several trees in the Great Hall – these were offset by lower expenses across a broad number of categories. She noted that, personnel expenses, which is the Center's largest expense category, were impacted by 3% average raises awarded to staff starting in May and the addition of 3 positions during the year.

She noted that above budget contributions were needed to off-set lower than budgeted admissions and membership revenues. Claire told the Board that to breakeven for the year, an additional \$170,000 needed to be raised in the last few days of the year. The number of visitors and active memberships declined again this year. She indicated that by the end of the year, it is anticipated that the museum will have hosted 70,000 visitors which is 10,000, or 13%, fewer than 2009. Memberships stood at 3,317 at the end of the year, down 12%. Claire told the Board that, while this decline is expected due to the Center's stage of development, increases in admissions and memberships are priorities being addressed in the 2011 budget.

With regard to auxiliary operations—she indicated that the store and café suffered from the lower attendance. On the positive side, Claire said that store revenues per person increased this year, reversing their downward trend. Facility rentals exceeded budget due to a greater than anticipated number of weddings.

Claire informed the Board that the Center had received restricted grants and contributions for capital projects of almost \$350,000, more than double what was received in 2009 and over \$50,000 above budget. She also said that the endowment, now standing at approximately \$1.6 million, continues to slowly build through additional contributions and investment appreciation.

**2011 Budget**—Claire introduced the 2011 Budget. She indicated that the Center is once again budgeting a breakeven year. She said that it was driven by the Center’s strategic priorities which include—1) people, 2) the development campaign, 3) move to an event driven strategy vs. new exhibit every year, 4) redirecting advertising more toward the Internet with the objective to increase visitors, 5) investment in growing membership, and 6) focus on maintenance of world class facility.

She told the board that these priorities would increase expenses by a net amount of \$421,000 in 2011, up 14% over 2010. Claire informed the Board that key expense increases include: 1) \$287,000 growth in personnel expenses related to annualizing the 3 positions added in 2010 as well as the salary increases awarded mid-year in 2010. 2) Addition of a campaign assistant and a seasonal membership sales position as well as expansion of the internship program. 3) 20% increase in maintenance. (She indicated that the almost \$70,000 increase will be used to invest in IT infrastructure, improve the Find Out Forest, and repair sidewalks. This is offset by an almost \$20,000 savings projected in utilities due to the use of our pellet boiler.) 4) The Campaign Budget for the year of approximately \$400,000 includes allocation a portion of existing personnel time as well as dedicated campaign staff, office expenses, campaign materials and events. 5) Dollars will be allocated differently across several categories with Exhibits lower because we will not be producing a new exhibit this year and discontinuation of Cinemuse productions, while Education is higher to support our events strategy.

Claire then presented the two key revenue assumptions which include: 1) \$2 million in contributions which is about \$360,000 above where the Center anticipates 2010 to end up. This is a 20% increase. She reminded the Board that contributions continue to be the most important source of income, representing 58% of total anticipated revenues in 2011. 2) A slight increase in attendance and up-tick in membership to 2009 level—together adding about \$60,000 to revenues. Together they total about \$915,000, or 27% of revenues.

**Investment and Spending Policy**—Claire introduced the Investment and Spending Policy that had been recently approved by the Finance and Investment Committee and was being submitted to the Board for their approval. She said that with this policy the Board is delegating authority for oversight of Board restricted funds to the Finance and Investment Committee. She told the Board that the Policy had been written to define responsibilities and that it is consistent with the recently adopted New York Prudent Management of Institutional Funds Act.

She brought to the Board’s attention to the Policy overview which was included with the Board materials. She noted the key points in the overview including: 1) Both the investment and the spending policy are focused on building the endowment to provide long term support for The Wild Center; 2) guidelines for allowable assets and asset allocations are included; 3) Board and Staff are not involved in the day to day decision making on individual stocks and bonds and 4) the goal is to keep operations simple.

Claire informed the Board that within this framework, up until total funds reach \$5 million, the Committee will execute a balanced, diversified portfolio strategy to include index funds, US treasury instruments, CDs and money market funds. The initial spending policy dictates only distributing realized income, net of realized losses.

*A motion to accept the proposed Investment and Spending Policy was unanimously approved.  
Bill Hutchens motion, Charles Frenette second.*

*A motion to adopt the 2011 Budget was unanimously approved.  
Peter Kindler motion, Paul Alioto second.*

## **DEVELOPMENT**

Hillarie Logan-Dechene began by showing a power point and discussed things that Development was currently working on.

- Building Membership
- Wings
- Annual Fund – General Operating Support
- Patron’s Circle
- Major Gifts and Grants

Hillarie also reported on the Obie Tribute dinner event that took place at the New York Yacht Club in New York City on September 30 to thank Obie for his extraordinary leadership over the past ten years. Obie Clifford stated that he appreciated the tribute so much. One hundred and forty seven people attended the festive evening.

Hillarie mentioned that to date contributions were \$2.5 million compared to \$2.3 million for the same time last year. She also reported on Membership statistics for 2009 vs. 2010.

- Current active members – 3767 in 2009 vs. 3333 in 2010
- New members – 467 in 2009 vs. 419 in 2010
- Renewal rate – 68% in 2009 vs. 67% in 2010
- Revenue - \$292,465 in 2009 vs. \$255,193 in 2010

She also reported that the remaining Annual Fund need for the year was \$172,320 and that anticipated gifts in the final week of the year were \$42,229 which would leave a possible remaining need of \$130,091.

Hillarie then reported on grants that had been pursued and awarded for the year.

- 65 active grants were pursued
- 28 grants were awarded for a total dollar amount of \$589,259

Hillarie ended her report by sharing Development priorities for the first part of 2011.

- Active membership sales on site this summer
- Analyze e-Philanthropy – end of year initiative
- Review Patron Circle program
- Continue growth of Wings program
- Planned giving program development
- Prospect identification and rating

## **OTHER BUSINESS**

Stephanie Ratcliffe introduced Trustee Nancy Howard who gave board members background information for Melissa McManus who was at the meeting to give a presentation to the board on Tupper Lake Town and Village Community Development. Melissa uses her twenty years of local government experience to assist municipalities with project development, grant writing and administration, funding acquisition and project management. She gave a brief presentation on the work that she is doing for the Town of Tupper Lake. She said that she is helping the town to do economic restructuring and that she was successful in getting a micro-enterprise grant which will help local businesses to acquire funding to help offset the cost of building improvements. The total amount of that grant was \$700,000.

## **NEXT MEETINGS**

The next 2011 meetings of the Board are scheduled for the following dates:

Monday, March 28, 2011 (NYC), Tuesday, July 5, 2011 (TWC), Thursday, October 6, 2011 (TWC) and Monday, January 9, 2012 (NYC).