

ILLINOIS STATE MUSEUM BOARD MEETING

August 3, 2020, 1 p.m.
Zoom Meeting

Board Minutes

Attending: Board members Tamira Brennan, Andrea Carlson, Sarah Doherty, Lisa Yun Lee, Graham Peck, Donna Sack, Beth Shadur, Roger Taylor, and Nikhil Trivedi; Museum Society Board Chair Mark Pence and in-coming Chair Cinda Klickna; Museum Staff Cinnamon Catlin-Legutko, Karen Everingham, and Tracy Pierceall and Department of Natural Resources Representative Rachel Torbert.

I. Welcome and Introductions

Karen Everingham called the roll and a quorum was present. Board members and attendees introduced themselves.

II. Approval of the Minutes of December 9, 2019

The minutes were presented for approval. Roger Taylor noted one misspelling. Beth Shadur moved to approve the minutes, Roger Taylor seconded, and the minutes were approved unanimously.

III. Board Orientation

Cinnamon Catlin-Legutko stated that the meetings are typically held quarterly, and agendas appear much as what we have today. She hopes for strategic conversations regarding the direction and plan of the Museum. Staffing updates are typical especially as we rebuild the Museum staff from the closure of 2015. The Strategic plan will be on the agendas for updates, workgroups and joint board meetings with the Society and the State boards to facilitate working together. She noted that board members had been sent a link to the Museum board portal which includes background material, and policy and planning information. She said she hopes the board will be strategic and include dialogue to move the Museum forward. Beth Shadur noted that she received a large notebook of Museum policy and procedures. Cinnamon noted that she hoped not to have to print all of that material, but those you would prefer a notebook should please contact Cinnamon.

Lisa Yun Lee inquired as to the frequency of public comment and participation based on the section of the agenda. Cinnamon noted that public participation in Museum board meetings is rare and we don't anticipate that to change.

Cinnamon noted that the Illinois State Museum sits within the Illinois Department of Natural Resources (IDNR) and that IDNR includes more than natural resources including the state historic sites.

IDNR Attorney George Sisk welcomed the new board members and congratulated them on their appointments. He said his primary task is to be sure that the Board is in compliance with the Open Meetings Act laws. He suggested Board members reference the FAQ on open meetings act. He said the definition of open meeting is very broad. He noted that the quorum for the Museum board is 6, but a majority of a quorum, that is required for open meetings, is 4. He cautioned board members not to respond to all in emails. A reply all response will create an open meeting under the Open

Meetings Act. He also indicated that committees that have 4 or more members must also comply with the open meetings act. Those meetings require public posting of the meeting and the agenda at least 48 hours in advance at the location of the meeting (if applicable) and on the Museum's website. He noted that post COVID legislation changes require that the entire meeting be recorded. He said the IDNR, and the Museum in particular, have always done a great job adhering to the Open Meetings Act. He noted that the Board should continue to post the yearly schedule of board meetings as in the past. He added that in order to vote on an issue at a board meeting it must be on the agenda, without exception. Open session allows for the participation of the public. However, closed sessions are not public. To do so boards must cite the specific criterion for closed session before excluding the public. Sisk noted that there is annual open meetings act training available, and that members of a public body are required to take open meeting act training. The chair or Open Meeting Act Liaison must take the training annually and other members must take the training once per term. Beth asked for clarification regarding how of working groups can comply with the act based on her participation in the Chicago Metropolitan Working group. Sisk noted that as long as you are beneath the board quorum number you are permitted to speak and meet regarding the working boards purpose.

Sisk noted that Board members are required to take annual sexual harassment and ethic training. He said work is underway to allow board members to access the training online. Tamira Brennan asked if as a state employee would she be required to take both board and staff training. Sisk said he would investigate and get back to her. Sisk noted that Board members are required to disclose economic interests via the annual and supplemental economic interest statements each year with the executive ethics commission. Contact information for new board members will be provided by IDNR for next year. He said board members who are late to file these reports will be fined.

Roger Taylor outlined the Board officer nomination process. He said the legislation that creates the Museum board doesn't specify the process for board officer elections, however there is an internal policy and procedure document that outlines the process. He said the process is outlined as follows: The Board shall elect a Chair, Vice-Chair, and a secretary from the appointed membership to serve two year terms. The Chair, Vice-chair, and Secretary may not serve more than two consecutive full terms unless extended for an additional two-year term by a two-thirds affirmative vote by the members present. No person shall hold more than one office. The election shall be held at the first regularly scheduled meeting of the calendar year. He said that he was asked by the previous board chair to collect nominations for board officers and he did so. He said the process is not thoroughly laid out in the policy manual and that a new process could be approved. He suggested that someone on the board be selected to be the nominator to collect nominations and present them to the Board. He noted that since the dismissal of previous board members the board currently has no officers and that the board needs to elect candidates for these positions. Cinnamon suggested that the Board take some time to consider who might like to serve as an officer. Sisk added that the board could make nominations now or wait until a later meeting. Lisa asked about the duties for the officer positions. Roger noted that he didn't think the positions were too cumbersome, but that the board chair was typically the most involved. He added that the board secretary is required to take Board minutes during closed sessions. Lisa asked that Cinnamon outline tasks and expectations regarding officer positions and that she would like to take time to consider these roles. Roger shared the duties information from the ISM Board Policy and Procedures Manual regarding the obligations of Board officers. Cinnamon said she would share the page that Roger read to the Board in the future. Roger suggested that someone be selected as the nominator and that nominations be received six weeks from today's date. Donna asked about the timing of meetings, whether they be quarterly or not.

Cinnamon said this year is problematic because of COVID, the board could squeeze in the three more meetings before the end of the calendar year. Sisk noted that the four meetings per year is required in the Policy and Procedures Manual. Roger volunteered to receive the nominations and present to the Board at a later date. Cinnamon said the required meetings will be set as soon as possible. Donna suggested that the Board not be listed with all the emails, but that board members be blind copied so that board members cannot accidentally reply all. Sisk said that is a good course of action to ensure compliance with the open meetings act.

IV. Directors Report

Cinnamon said that future orientation plans will be broken up and she hoped that full tours of the Museum and the Research and Collections Center will be included and meetings that move around the state. She said she would include a portion of the orientation for each of the following meetings. She also asked board directors to ask questions if they need clarification.

Cinnamon said that the Museum has policy work to do and that portions of the policies haven't been updated since part of the staff was unionized. New policies to address Diversity, Equity, Accessibility, and Inclusion are also needed as well as other major policies. She would like to see the Board review policies every three years so that we are up to date.

Cinnamon said that the key curatorial positions have been filled, but leadership positions remain. She said there are staffing pressures due to COVID and that head count issues. IDNR is currently over its assigned head count which in turn creates issues for the Museum. Currently the Museum has 40 state staff and 9 society members. Our state headcount is at 52, so we are 12 employees short. However, prior to the closure we had about 63, but should be around 75. She emphasized that she looked for discussion around the strategic plan and rethinking how we want to be a state-wide organization.

She said she wants to spend much of her time talking about the strategic plan which was placed into a work plan. She and staff have made some adjustments to the timeline based on her arrival and other factors. She asked for ideas and concerns from the board. She added that strategic plans are living documents that can change as needed. Roger stated that plans should not be placed on a shelf to never be used again. He is pleased that we have a work plan based on the strategic plan. He said it would be useful to have an annual review of progress. Lisa Yum Lee said she was pleased to see a plan, but that the board is inheriting the document and hoped that the new board would have the opportunity to review and make changes as needed. Donna Sack said she echoed the comments of Lisa and Roger and added that now is an opportune time to have a plan that it is a living document that can change as needed in the current environment. Graham Peck asked how priorities would be established with the staff that the Museum currently has and how would the Board play a role in that work. Cinnamon said that pieces of the plan may be achievable, while others will not be addressed. Small steps can be managed to move toward results. She said there is also the DEAL piece that is reflected in the strategic plan, but that the way to achieve those results is not articulated in the document. She said timelines may need to be extended due to staffing challenges and COVID. She said she would rework the document in light of these challenges and look to provide an annual update on progress. Donna supported the idea of reworking the document allowing time for the Board to support and offer input on the plan. Lisa suggested the plan be left in place, but that Cinnamon establish what pieces she wants to focus on in light of that.

Tracy Pierceall presented the a proposal for a library collections development policy. She noted that there are roughly 34,000 items in the Museum's library and more than 8,000 have been cataloged in the last three years. She noted the Illinois State Museum Library collection is extremely diverse, including topics like museum practice, anthropology, archaeology, art, botany, geology, history, and zoology, particularly those with significance to Illinois. Additionally, titles addressing DEAI are also given top consideration as ISM staff work to further inclusivity and accessibility for all its constituents. All materials considered for accession (including new books and donations) must meet the needs of ISM staff and/or the criteria as set forth by the Illinois State Museum Library's objectives and meet the Museum's high standard of limited bias within its collections. Items in the collection include books, journals, rare books, multimedia (DVDs), photos, archives, realia (kits and special collections), and other miscellaneous ephemera. Library donations should go through the Librarian only. In those cases where Curators and other staff are offered library materials, donors should be referred to the Librarian in order to discuss the donation. Items offered for donation are considered on a case-by-case basis. For items offered in bulk (i.e. a box or more), it should be understood that not all of the items may be retained by the Library if they meet the criteria as stipulated in the weeding policy. There are a number of factors that go into determining if an item is appropriate for the Library collection. Weeding is done at the Librarian's discretion (with input from ISM staff also being considered) and on a semi-regular basis in order to maintain a reliable and useable collection. The policy was put forth for approval. Roger Taylor moved to approve the policy, Lisa Yun Lee seconded, and the motion carried unanimously.

IV. Illinois State Museum Society Report

Mark Pence gave an overview of the Society's activities including events, memberships, fundraising, and grants. He noted the Society had several grant and endowment funded staff. He noted that the Society has recently hired a shop manager Stephanie Smith and Jamila Wicks heading of advancement efforts for the Society. He said a new shop was in the works as well as an online store. Jamila will be addressing public relations, donations events and more. He noted that his term as Board Chair ends this year and announced his successor Cinda Klickna who will take his place at the State Museum Board meetings. Cinda said she looks forward to working with the new Society board and the Museum board. She shared her background and hopes to expand the Museum Society and the knowledge of the Museum statewide.

V. Adjournment

A motion was requested for adjournment. Beth Shadur moved to adjourn, Graham Peck seconded, and the motion carried unanimously. The meeting adjourned at 2:17 p.m.