

## Gilboa Historical Society Board of Directors February 1, 2023

The meeting was called to order at 2:41 p.m.

*Present:* Lee Hudson, Linda Karlsen, Christl Riedman, Val Riedman, Connie Ruehle (arrived 2:50), Michael Shiffer, Gerry Stoner, Ellen Thorn, Kristen Wyckoff  
*Not present:* Janette Reynolds, Linda Stratigos; Nelta Miller

### Reorganization issues

All not-for-profit and government boards of directors are required to review and authorize their basic operating elements at the beginning of each year. Gerry distributed a written list of items for the board's attention. The following were approved (motion by Kristen; second by Michael):

### Meetings and notices

- **Board meetings:** Changed to 1 p.m. on the fourth Wednesday of each month at the GHS complex, or other arrangements as approved by the board and posted at Gilboahistoricalociety.com (under Current Activities in the right-hand column). Unless changed later, the dates for 2023 are February 22; March 22; April 26; May 24; June 28; July 26; August 23; September 27; October 25; November 29 (to avoid Thanksgiving eve); December 27.
- **General program meetings** for 2023 are scheduled for: March 15 April 19; May 17 June 21; July 19; August 16; September 20; October 18 (following the Annual meeting and election); November 15; December 13 (to avoid Christmas rush).
- **Reports on Society activities:** Officers and all committee chairs are asked to prepare and distribute monthly reports to the board before each monthly board meeting.
- **Official newspapers:** Mountain Eagle and Cobleskill Times Journal
- **Notices** are posted on the GHS websites and on the bulletin board inside the museum.

### Financial matters

- **Official banks:** NBT Bank in Grand Gorge and Wayne Bank in Stamford. At NBT Bank, the following board members have approved signatures for the identified accounts: Checking: Michael Shiffer and Linda Stratigos; Savings: Michael Shiffer and Linda Stratigos; Fundraising: Linda Karlsen and Michael Shiffer; Catskill Tri-County *Historical Views [HV]*: Lee Hudson and Michael Shiffer.

- **Bookkeeper** Teresa Castle, in Gilboa, is employed to provide payroll, accounting, and tax services; and is authorized for online access for inquiries and to make online transfers within GHS accounts.
- **Purchases** (fundraising, program events, marketing, gift shop expenses, etc.) must be approved in advance by the board; with management of these payments arranged individually between the treasurer and the committee chairs.
- **Payment of bills:** The treasurer may pay regular, recurring monthly bills electronically and report these and check payments at the subsequent board meeting. All expenses — cash and electronic — should be included in the monthly list of expenses shared with the board.
- **Reimbursements:** For small amounts, board members and committee chairs can ask for an advance or lay out the funds themselves for reimbursement. Either way, receipts must be submitted to the treasurer within one month. The standard IRS mileage reimbursement rate for 2023 travel is 63.5 cents per mile.
- **Investment policy review:** The board does not have an investment policy at this time.

## Insurance

- General Liability insurance for the Society and items it owns is carried by Dryden Mutual Insurance, 723 Main St., Margaretville NY 12455. (This is reviewed annually before board approval for renewal.)
- The nonprofit Directors & Officers Liability insurance is through Travellers. (This is reviewed annually before board approval for renewal.)
- A copy of Bookkeeper Teresa Castle's Certificate of Liability is on file with the treasurer, with a copy provided to Dryden Mutual.
- **Event-specific insurance:** A specific-event rider providing one-day liability insurance is easily obtained as a rider to most general liability policies. We require a certificate of such insurance, with a minimum limit of \$1,000,000, from any outside contractors serving food, and organizations such as schools or other large groups visiting the GHS campus. The rider will be held by the GHS president until after the event. The contractor or group must name the Town of Gilboa as an "additionally insured" entity on each event-specific policy.

## Contracts

- **Use of Town property:** Facilities Use forms have been filled out and submitted to the Town Clerk for each anticipated event scheduled for the year. As schedules change and events are added, additional or revised forms will be completed and submitted. No drug or alcohol use is allowed on Town property, on which the GHS complex currently is housed.
- **Museum Director:** The Society hires a Museum Director. Job description and compensation — financial and other benefits — should be clarified for both parties. The contract or letter of engagement can have an automatic renewal each year, verified at the time of the Reorganization meeting, subject to

satisfaction by both the board as a whole and the Museum Director being satisfied with working conditions and performance.

- **Tour Guides:** A letter of engagement should be on file with each paid or unpaid tour guide.
- **Webmaster:** A letter of engagement should be prepared that defines the terms of our agreement with the website provider for ongoing maintenance and for updating.
- **Personnel policy signatures:** It is possible that the state requires certain training or policies annually for staff and directors affiliated with any not-for-profit institution established through the state. (e.g., anti-sexual harassment; whistleblowing). A convenient way to keep up-to-date is to have trustees sign these at the annual Reorganization meeting (and to have staff sign them when attending an annual performance review). A list of these policies should be made.

## Discussions relating to construction

Lee reported on the January 13, 2023, meeting between Tal Rappleyea, Esq., and Lee, Michael, Gerry, and Kristen\* [\*via Zoom]. The board voted (motion by Lee; second by Christl) to accept Rappleyea's \$2,500 package in lieu of a charge of \$150 per hour. The board authorized a retainer (motion by Gerry; second by Christl) if needed; Michael will follow up on that. [For travel reimbursement, the distance to Rappleyea's office is 58.6 miles; or \$74.42 for the roundtrip.]

Gerry reported on his discussion with Town Supervisor Alicia Terry, who will allow us to construct an entry ramp prior to the GHS owning the property. Gerry had spoken to Builder Tait and Architect Marigliano about providing a sketch and a cost estimate. Such a ramp would not be affected by other site construction (well drilling, road and parking construction, building addition).

Supervisor Terry reported that she polled the Town Board and its members are agreeable to move forward with the ramp project only.

Linda S suggested preparing a grant request for O'Connor.

## Treasurer's report (Michael)

Michael became Treasurer effective January 1, 2023. He provided the board with bank statement balances through the end of 2022.

Balances for each account as of **December 31, 2022:**

- Checking (account ending #7602) = \$ 6,345.25
- Savings (MMA [Construction] (account ending #3502) = \$464,388.47
- Fundraising (checking account ending #2298) = \$ 7,133.85
- *Catskill Tri-County Historical Views* (account ending #4542) = \$ 8,033.46  
\$485,901.03

Michael confirmed that NBT Bank has the signatures and authorization it needs.

In general, membership is down, sales and donations are up.

Michael reported on the inventory and costs for memorial plaques. For the 6 × 8 and 4 × 7 sizes, the cost for materials, engraving, drilling, and shipping is \$42.50; so they should probably be sold at \$100 each. Another possibility, which might reduce the cost, is to explore having them made out of plastic.

The board voted (motion by Michael, second by Kristen) to have Michael sign the tax engagement letter hiring Tony Manzanaro to prepare the accounting paperwork.

## **Secretary's report (Ellen)**

Ellen prepared and distributed December minutes for review, approval, and posting; and continues to incorporate all calendar changes and additions.

## **Committee reports**

### **Fundraising (Linda K)**

#### **Museum (Kristen)**

Kristen and Gerry plan to mount the new science findings described in the Stein fossil book and our 3D printing of the Eospermatopteris crown.

Amy Silberkleit has been working on improving the display of the schoolhouse items housed in the general store display case.

#### **Gift shop (Christl)**

In advance of our spring season, Christl has been reviewing inventory and is ready to order the natural history trifold pamphlets housed on the revolving stand out front of the Gift Shop.

In advance of a spring visit from Gilboa-Conesville Central School's Fifth Grade class, historical toys were ordered. Kristen reminded us that we usually offer a 20% discount to student groups.

### **Operations and staff (Nelta)**

### **Physical facilities (Mike, Gerry, Val, Vincent Acocella)**

### **Marketing**

#### **Programs (Kristen)**

Kristen will confirm a field trip to the Best House in Middleburgh for the July 19 general meeting.

Lee has arranged a Saturday, July 22, 1 p.m., presentation by artist Clover Archer of her genealogical display of the Stryker Family.

Now that Michael has gotten our historical phonographic equipment working, there is much enthusiasm for Michael's suggestion that we organize a dance party event and encourage people to lend their old records for us to enjoy.

### **Publications (Gerry, Lee)**

### **Refreshments (Janette)**

The event and activities calendar includes the names of those who volunteer to provide refreshments for each Program meeting. This calendar is available at meetings, on our websites, in the museum, and upon request.

### **Collection Management (Linda S, Ellen)**

### **Education (Kristen)**

A spring visit from the Gilboa-Conesville Central School's Fifth Grade class is being scheduled.

### **Finance (Linda S)**

### **Grant-writing (Linda K, Nelta)**

### **Membership (Gerry)**

### **Nominations (Linda K, Kristen)**

### **Policies (Linda S)**

### **Public Relations**

### **New Business**

*Adjournment:* The meeting was adjourned at 4:30 p.m. (motion by Christl; second by Linda K)

*Next Board meeting* is scheduled for February 22, at 1 p.m.

Respectfully submitted,

Ellen Thorn  
Board Secretary