

# **MANDAN Historical Society**



## **Board of Directors Meeting**

### **Heritage Plaza**

**411 West Main St  
Mandan ND 58554**

**Thursday November 4, 2010**

**Present:** President Bryen Birkholz, MHSoc Directors, Bob Porter, Sharon Huettl, Eldo Johnson, Mary Harris, Walt Russell, Kathye Spilman

**Absent:** VP (Programming) Dave Kroll, VP (Membership) Bill Schott, Treasurer Bill Engelter, Secretary Melanie Bernier

Meeting was called to order by President Bryen Birkholz at 7:09 p.m.

### **Secretary's Report:**

No minutes were presented for approval, and the Secretary was not in attendance. Kathye Spilman reported on an email she received that afternoon addressed to the Board from Melanie Bernier. She had interpreted the notice as a resignation. Bob Porter indicated he had read the note as well and came to the same conclusion.

Kathye Spilman was appointed by President Birkholz as Secretary.

### **Treasurer's Report:**

Treasurer Bill Engelter distributed was not in attendance, however Eldo Johnson had spoke to Bill earlier in the day. Eldo reported the Society's bank balance was \$904.46 with a pending bill of \$206 for the November 2010 museum/office rent. The balance includes \$500 for the ND Pottery Collectors Grant

Russell moved to accept the Treasurer's report. Huettl seconded. Approve via voice vote without dissention.

### **Old Business:**

### **Community Events:**

Mandan's Progress Organization and Art Association is holding a wine & cheese fundraiser at the Beanery on December 10. Bryen Birkholz will be staffing the museum during the event and asked for another volunteer to help. The Society was not contacted to participate financially.

**New Business:****Bylaws:**

Due to declining interest by current and existing Board Members, Kathye Spilman suggested that the Society's bylaws be revisited. The current bylaws limit the annual meeting to the month of November. She also announced due to personal and business reasons, she would be resigning from the Board. She therefore suggested another bylaw change to downsize the number of Board of Directors and possibly the number on the Executive Board.

Discussion followed as to the number of scheduled Board Meetings per year, the need for a Vice President (Programming) given the suspension of monthly programs a year ago, and the interest levels of current Board Members continuing to serve. Several Board members have only attended one or two meetings since elected, but have served well in roles they have specifically volunteered for. But not soliciting business donations this past year place into question the ability to have sufficient funds for continued museum operation.

The Board concluded that several significant bylaw changes were necessary, including dropping the size of the Board to seven, including combining the duties of the two Vice President positions, bringing the number of officers to four. The requirement for monthly Board meetings and an annual financial audit was also eliminated.

The possibility of a facility on the grounds of the State Railroad Museum was explored briefly. The consensus of the Board was to continue operation of the museum through the end of the year and explore alternatives and support for continued operation. Bryen will contact the MPO and the Public Library to provide some warning that the museum operation may be discontinued.

Kathye Spilman announced her resignation from the Board of Directors. She volunteered to continue to serve as the Society's webmaster and will continue to serve as registered agent for the Society until relieved.

**Next Meeting:** Thursday, December 2, 2010 at 7 p.m. at the Beanery Building.

Motion to adjourned at 8:20 p.m. mad by Bob Porter, motion approved.

Respectfully submitted,

Kathye Spilman  
Acting Secretary

**Approved: Pending**