

**Historical Society of Dayton Valley**  
**BOARD MEETING MINUTES**

Wednesday, May 14, 2014 – 10:30 a.m. Open Session  
Dayton Valley Community Center

**MISSION STATEMENT**

To protect, preserve and promote the Historic Dayton Museum as well as Dayton-area history, historic integrity, heritage and culture for the education and enjoyment of present and future generations.

**WELCOME**

1. Board president called the meeting to order
2. Roll Call: - Board members present: Mabel Masterman, Barbara Peck, Mary Ann Sichak, Grace Ricci, Elaine Bergstrom, Jenny Dodds, Tom Parcels, Laura Tennant
3. Board president gave an introduction to Board meeting procedures
4. Board president led the flag salute
5. Adoption of Agenda – Barbara Peck moved and Tom Parcels seconded to approve the agenda. The motion passed 8-0

**CONSENT AGENDA** - *All matters listed under Consent Agenda are considered to be routine or sufficiently supported by prior or accompanying reference materials and information as to not require additional discussion. A motion as referenced below will enact all items. There will be no separate discussion of these items prior to the time the Board of Directors votes on the motion unless Members of the Board or public request specific items to be discussed or deleted from the consent agenda for separate action.* – Barbara Peck moved and Tom Parcels seconded to approve the consent agenda. Laura Tennant requested Item #9 be pulled for discussion and separate consideration. The motion was amended to approve the Consent Agenda with the exception of Item #9. The motion passed 8-0.

6. Minutes of April 12, 2014 Board of Directors meeting
7. Information Booth – At the NV150 Committee meeting on 4/15/2014, a quorum of the Board voted unanimously to approve up to \$550.00 for the construction of the HSDV Information Booth. Approval of this item formalized the decision made prior to a scheduled Board meeting in order to expedite approval.
8. Donations – The Accession Committee submitted for Board acceptance the following items for the HSDV's Archival Research Library to further the mission of the Society:  
Donated by Patricia Bernard; 33 newspapers and 7 political magazines dated from 1948 through 1973. (Attachment B)
9. Memorial Donation Policy – Second Reading –The Board received a proposed Memorial Donation Policy for second reading and consideration for approval. Laura Tennant requested clarification regarding disposition of donations. It was clarified by Board members that the policy gives the donor an opportunity to say “. . . this is what I would like the donation to be used for.” and gives the society the opportunity to say that it must go toward the purpose and mission of the society and that if the donor doesn't have a specific request, it will go to the society and be used in the support and purpose of the Historical Society mission. Tom Parcels moved and Barbara Peck seconded to approve the Memorial Donation Policy as presented. The motion was approved 8-0. Grace Ricci confirmed that she sends a receipt and thank you for all donations.

**REPORTS AND COMMUNICATION**

10. Treasurer's Report – Grace Ricci provided a financial report on income and expenditures from 4/1/2014 to 4/30/2014. Beginning balance - \$7317.98; Income - \$422.30; Expenditures - \$1252.49; Ending Balance - \$6487.79. Tom Parcels moved and Mary Ann Sichak seconded to approve the Treasurer's Report. The motion passed 8-0.

11. Correspondence – The Board reviewed correspondence received since the last Board meeting: Grace reported sales tax exemption renewal was filed. Grace and Mabel filed the 2014 Board member information with the Secretary of State. There was a \$50 late filing fee, and they decided to pay the \$125 fee to expedite the filing because of it's importance to our 501(c)3 status. NV Museum Association membership application – Mabel said to pay \$35 to join, as we have done in past. Linda Clements reported that we can put articles in their newsletter. Mabel will discuss with Pat Neylen that he connect with NMA as our museum curator and submit articles as appropriate. National Safety Council membership application – Mabel Masterman noted that a policy was previously established that HSDV would not join an organization unless it supports the Society's mission and this does not. No action will be taken Office Depot – needs renewal of tax exemption (expires, June 30). It was noted we will renew our sales tax exemption with Office Depot when we receive our renewed sales tax exemption status back from the state. Secretary of State Declaration for Eligibility of State Business License Extension. Linda Clements said we absolutely do need this. Grace said she would take care of it.
12. Directors' Reports  
Mabel Masterman – A closed Executive Session was held on May 1. It was pretty productive and we discussed ideas presented that would help rebalance simpler methods on agendas, minutes and ways to provide visible involvement of general membership in decisions.  
Barbara Peck – Questioned if event forms need to be completed for school education program.  
Laura Tennent – Reported that we are still working on Pony Express Territory (PET) video. She said there is a need to earn money to help pay for PET filming to be used to advertise the HSDV. Videographer, Pat Pharris, will finalize filming of introduction segment on May 21.

#### **PUBLIC COMMENTS –**

Those in the audience desiring to address the Board regarding items not on the agenda may do so at this time. Each speaker will have ten minutes to address the Board. *Board members cannot take action on non-agendized items.*

Linda Clements – Membership are concerned about the new event forms and how much micro management that involves. Mabel noted this could be addressed when we get to Item #17.

Phyllis King – Wanted to know if she should have come to Board to approve the installation of flag and flag pole at the Depot which was donated and installed by the Ghost Riders Organization.

Marty Lewis– How do I get a copy of the bylaws? I have strong feelings about what is going to be done with the bylaws. Bylaws should certainly be voted on by the membership. I feel strongly that eliminating general meetings is a big mistake. I should have had an opportunity to vote on building the booth. \$550 is a lot of money. Makes us feel that you people know better than we do and we don't have a voice. I would like to have a vote and make a motion. I miss that group of people and comradeship. I know that I don't like the night meetings but if we never have a general meeting I don't know if anyone else does. Part of problem of discontent is that we're not made to feel a part of it anymore.

Barbara Peck – This Board needs to figure out a way to agendize this so we can have this discussion. We talk about it and it gets swept away. The Board IS receptive to the members input. We may not be communicating in such a way that makes it possible for everyone to understand what's going on. And because it is a big concern, I think, as a Board, we need to discuss this.

Vicki Kinney - Changes were needed, we have a new Board. Attempts have been made and you're trying new stuff. Your meeting on May 1 and changing the agenda show evolution of process. We have to try stuff and if it doesn't work, be open to step back and try something new. Like what's going on with Wed. night general meetings. It's a good addition; I really like it, but it may not be fulfilling all members' needs. I see the Board working hard to rectify things that needed to be rectified that we were not staying on top of. Things we were lax on and unaware of got screwed up. We needed more formality. I really appreciate your efforts, what you guys are doing to bring that about. Having been in the position, I can see the need for it maybe more than the general members

can. Sometimes the pendulum swings one way too far and needs to come back a little. I'm glad you guys are looking at it and working hard, I appreciate you having the openness to look and the time you're putting in to looking at things that need to be changed back a little bit.

Mabel Masterman - I had some ideas that we didn't really get to discuss regarding what Marty and Vicky said. I think I will send an email to all of you with some of these ideas that might work to help make the members a portion of it.

Barbara Peck – There is a lack of communication through all emails. It needs to be on the agenda. Get the people out here and talk about it. Part of it is miscommunication, we think we're changing and making it okay, but there's still underlying concern and until we address it in a public forum it will continue to fester.

Marty – I know how I feel, but don't know how everyone feels because we haven't been able get together and discuss it, to have a general meeting like we used to. If I'm wrong, fine, that's democracy, that's what a club is all about. Right now it doesn't feel like a club to me.

Laura Tennant – Suggested we have a general membership meeting like we used to, to discuss it. I don't think the members should have to come before the Board like little children begging for something. I know that sounds terrible but it is. We have to come to the Board for everything but why not have a General Membership meeting.

Marty – Now that they have been eliminated, will they want to come to a general meeting? Maybe if a schedule is published of every other meeting to be a general membership meeting.

Barbara – Any change is hard. Encourage membership to attend meetings where decisions are made, the second Wednesday rather than the third. Only change that has been made is that the general membership does not vote.

Phyllis King – I'm in agreement, and know Ruby and others agree. Lectures are wonderful, I suggest we have a night lecture quarterly and others be day meetings like before. All members must receive announcements of meetings. We need to get the membership back or we're going to end up like Fernley.

Linda – Membership meetings were at 12:30 so those who worked could come. We're losing people who do not drive at night. Important to not lose these people. Need to accommodate the hard core daytime membership as well as evening meetings to accommodate younger working members.

Laura – We need to come up with a solution, I don't know what it is. I love the lecture nights and I love the general meetings. Can we turn this into the general meeting?

Marty – This is a much better agenda, but the agendas were intimidating. There's no way I'm coming to a meeting that has an agenda that is ten or eleven pages long. We know the meetings lasts two, three or four hours, no one wants to come to that long of a meeting. Can't be the same, things that are different, we can not make a motion or vote.

Tom – Why don't we split them, every other month. Make the decision now. Barbara pointed out we couldn't because it was not the agenda.

Mabel Masterman – Back in January on a personal level when these were set up there was an awful lot I didn't understand. It was too much for me to grasp. Wish we had taken things slower. Perhaps we could make the June meeting into a general meeting.

Barbara – I tried to get something on the agenda in February. Policy gone away from general concerns, I apologize. We're here to represent the membership.

Laura – It's May and we're still getting same complaints.

Mabel – I can't make a decision here because it's not on the agenda. Maybe we can announce a general membership meeting in July and announce that it will be a special general membership meeting.

Jenny – Suggested we send out questionnaire to entire membership now pertaining to a July meeting and other Board members said they liked that idea.

## **BUSINESS**

13. HSDV Information Booth. – An information booth is being constructed in such a way that it can be used for any activity or event the Society may participate in. Mary Ann Sichak gave an update on the progress. Easy up has arrived, heavy duty, zip up sides, awning, banner on front. White plastic lattice will be half way down on three sides, tables on three sides, hand outs, information on society, history, membership forms, etc.

14. Lyon County Room Tax Grant Application – The Board discussed submission of a Room Tax Grant application. Applications are due May 30 and the Room Tax Board grant approval meeting will take place on June 11 in Yerington. Vicki Kinney offered to submit the application with Tom’s help. Vicki recommended we apply for replacement of walking tour brochure do to it’s importance and noted Pat Neylen agreed. Linda Clements requested we additionally apply for advertising funds for Railroad Days. Vicky and Tom volunteered to get bids, complete and submit the application and attend June 11 meeting in Yerington. They will inform the Board of the result of the bids before the application is submitted.
15. Request to Auction Sutro Plaque – Jack Folmar has requested approval to auction on eBay, a duplicate Sutro plaque. It will be displayed at the Dayton NV150 celebration on May 17, 2014 and at the Carson Valley Historical Society in June where Jack will be giving a lecture on Adolph Sutro and the Sutro Tunnel. Tom moved and Mary Ann Sichak seconded approve the auction of the Sutro plaque.
16. Board Advisor Policy – This item was on the April Board meeting agenda but was not addressed. This policy would have been in conflict with the current bylaws so it will be brought back at a later time when/if the bylaws are changed to include an advisor position. Laura Tennant was appointed as Curator of History on April 9, 2006 and will retain that title until/if further action is taken.
17. Event/Activity/Project Procedure – The Board will receive for first reading and possible consideration for approval a proposal for Event/Activity/Project Board Approval Procedure from the Governance Committee. Linda Clements questioned the need for the Planning and Outcome Worksheets that the Board had previously approved prior to this proposed procedure. Discussion followed regarding the purpose and value of the forms. Mabel moved and Tom seconded to approve the procedure and to bring it back for a second meeting. The motion was withdrawn by Mabel and Tom. Laura moved and Tom seconded to bring the procedure as presented back for second reading at the June 11 Board meeting. The motion passed 8-0.

## COMMITTEE UPDATES

18. Railroad Working Group Update – Phyllis King will give highlights of the May 6, 2014 RRWG meeting. Elaine resigned as secretary and Lynne Ballatore was elected for the position. Mary Ann passed the petty cash materials to the new treasurer, Gary McElroy. The rummage sale will take place at the Depot on the Oodles of Noodles weekend. The RRWG will again provide parking at the depot and requested donation. The RRWG and the Depot is pretty well set up and staffed for the NV150 event. Ghost Soldiers donated and installed a “portable” telescopic flag pole and donated 2 American flags and 1 Nevada flag. The Ghost Soldiers have requested information on how to become “group” members of HSDV. The Board will confirm the specifics of the benefits of a “group” membership. Phyllis is in contact with Mike Workman of the County to clarify communication channels. Linda gave update on C&C grant and is available to discuss it. Model train cars in Depot were sold for \$400. Depot was open on 4<sup>th</sup> Sunday but had no visitors. Vicki will encourage 4<sup>th</sup> Sunday visitors to the museum to visit the Depot.
19. Governance Committee Update – Mary Ann Sichak gave an update and a proposal to form a bylaws committee and the Governance Committee would meet on an as needed basis as directed by the Board. The bylaws committee composed of Board members and general membership would review the bylaws, prepare proposed changes and insure that the general membership is fully informed, Information would be emailed to everyone who has email and US mail to everyone who doesn’t. Mary Ann moved and Laura seconded to send out bylaws to all members and request volunteer s to participate on the committee or make comments. The motion was approved 8-0
20. Financial Committee Update – Elaine Bergstrom gave an update from the Financial Committee. There is a staff turnover in Amodei’s office due to coming and going of interns, however they said they will be contacting IRS again. H&R block has not responded to request for bid to do taxes. Will be looking for 3 bids. Asked for suggestions for places to request bids. One place she talked to said so many nonprofits haven’t been renewed that they’re developing a special form and suggested not doing anything. We have filed an extension.

## **EVENTS / ACTIVITIES / PROJECTS UPDATES**

21. NV150 Committee Update – Laura Tennant gave an update on final meeting of the NV150 Committee. Shared Nevada Appeal ad. Everything is organized, meeting at 7:00 am on Saturday to be prepared prior to Opening Ceremony at 9:00 am. The committee was outstanding and went above and beyond the call of duty. Many thanks!
22. Oodles of Noodles – Mary Ann Sichak gave an update on HSDV activities at the event. Each of the three venues will be open in addition to the HSDV booth. Each venue will handle their own arrangements. Blacksmith and draw saw demonstrations will take place at the Schoolhouse Museum.
23. Rummage Sale – The Board heard a report on this year's rummage sale from Vicki Kinney who has volunteered to chair the event. She recycled last year's flyer and will be getting them out around Dayton. The rummage sale will take place during Oodles of Noodles weekend. Rummage sale will be Friday and Saturday and OON will be Saturday and Sunday. We will begin sorting soon. Depot plans on providing parking and will handle details.

## **OPEN DISCUSSION**

The Board president will invite all members present to ask questions, make comments or suggestions or open a discussion on a topic of their choosing. Board members cannot take action on non-agendized items.

## **ADJOURNMENT**

Tom moved and Laura seconded to pass on open discussion to adjourn the meeting.

Submitted by Mary Ann Sichak, HSDV Secretary  
Board Approved 6/9/2014