

# THE MUSEUM OF LAKE MINNETONKA

## Minutes of Board of Directors' Meeting – **APPROVED**

Date: Tuesday, 7 February, 2023  
Location: Wayzata Public Library and via Google Meet  
Attendees:

- Directors Present: Tom McCarthy, Scott McGinnis, Aaron Person, Liz Vandam, Steve Albrecht
- Directors Attending Virtually: Jeff Cotter
- Directors Absent: Sue Paulson
- Joint Committee Members Present: Lisa Stevens (ELMHS), Jeff Magnuson (WestonkaHS), Joanie Holst (WayzataHS)
- MLM Members Attending: Bob & Diane Bolles, Paul Maravelas, Dave Peterson

### Call To Order

The meeting was called to order at 6:03 PM.

### Actions Taken Since The Last Board Meeting

McCarthy quickly recapped the following actions:

- *2023 Minneapolis Boat Show* – MLM again participated at the invitation of the Land O' Lakes Antique and Classic Boat Society. The MLM booth was staffed throughout all four days of the show with positive engagement.
- *HCRRRA Lease Renewal* – McCarthy the signed copy of the lease had now been received.
- *MNHS Heritage Small Grant Application* – McCarthy the Director Liz Vandam had submitted the first of three grants that are intended to cover ~92% of the cost of refinishing *Minnehaha's* hull below the waterline and replacing the ribs/planks that need attention. Grant approval will not be forthcoming until March with funds to be received in April if awarded.
- *Legacy of the Lake Museum* – McCarthy noted that Alexandria's LOLM would be conducting a special Minnehaha exhibit during their 2023 season (May – October). LOLM will display the model of *Minnehaha* as part of the exhibit, while remaining available for MLM to use as needed.
- *Termination Agreement of Easement at the Old Bayview Dock* – McCarthy noted that he had met with attorney Peter Johnson to sign the formal agreement previously approved by the Board. McCarthy then handed Treasurer Scott McGinnis the promised check for deposit into MLM's account. Mr. Johnson has assumed responsibility for obtaining the signatures of MN Transportation Museum as well as that of Robert Sarna, his client. Johnson to have the executed document recorded and copies distributed to each of the parties. McCarthy noted the promised payment was contingent only on MLM's signature on the agreement.

### Agenda

McCarthy noted this meeting would not follow the typical format of a monthly Board session. Instead the primary agenda item before the Board was presentation of the Governance & Operational Framework developed by the Joint Committee at the direction of the Partner Boards. The Framework's purpose is to go beyond the Committee's Final Report to provide added context to the proposal to

consolidate the Excelsior-Lake Minnetonka Historical Society, Wayzata Historical Society, Westonka Historical Society, and the Museum of Lake Minnetonka.

### **Joint Committee Framework Presentation**

McCarthy noted the presentation was specifically geared to inform Board members ahead of the March Board meeting where the Directors will be asked to vote on a Resolution and Plan of Consolidation. As a result, the goal was to give Directors the opportunity to gain a greater understanding, ask the Joint Committee questions, etc. The identical presentation had already been shared with the Wayzata and Westonka Boards, and the Excelsior Board would see it the next evening. (MLM Director Sue Paulson participated in an online Framework presentation prior to her travels out of the country.) He encouraged *all* of MLM's Directors to put their MLM hat on...including those who also serve on the Joint Committee. This is an opportunity to engage on behalf of the MLM membership. McCarthy noted that if the Boards pass the Resolution, then a communication and education effort to bring the memberships up to speeds would be enacted, followed by Special Membership Meetings for the membership to vote on the proposed consolidation.

McCarthy then formally presented the presentation with Joint Committee members responding to questions.

- Board members Cotter and Albrecht inquired about the financial autonomy and control that would exist in the new organization for maintaining and operating *Minnehaha*. Both were assured that all the partners were 100% supportive of returning *Minnehaha* to active operation and the specialized leadership and oversight for *Minnehaha* was addressed through the continued presence of a MLM Director of Operations and reports that would have a direct line to the Board.
- Cotter asked about impact on the budget once *Minnehaha* is again operational – McCarthy noted MLM has generally operated on a break-even basis with some years benefitting from higher revenue due to weather while others impacted by more expensive maintenance/mechanical breakdowns. He further noted the Board would need to reassess budget needs based on operating implications of a new launch site/home dock however those can not be fully anticipated until there is greater clarity on the costs and funding of a new site.
- Cotter wondered about the support of MLM's longtime members. MLM spun off from MTM and its background is uniquely different from the other organizations that have not been in a similar situation. Person expressed that MTM was operating rail, streetcar and steamboat operations on two different geographical footprints. The four partners of this proposal all share the same footprint – Lake Minnetonka – and *Minnehaha* would not be in competition with the other museums for maintenance funding, etc. as was the case under MTM. McCarthy also reminded everyone that volunteering and charitable giving are very different from what the organizations previously experienced. MLM and the others have the choice to proactively adapt while they are well-prepared and have time to adjust.

Board members will be sent PDF's of the presentation and appendix so that they may digest the contents further and reach out to Committee members with any additional questions.

### **Approval of January 3<sup>rd</sup> Minutes**

Steve Albrecht moved approval of the draft minutes as submitted; seconded by Aaron Person. Motion approved 6-0.

**Treasurer's Report**

McGinnis shared the January 31<sup>st</sup>, 2023 monthly report with the Board (attached). Income exceeded expenses by three hundred dollars. McGinnis noted the higher utility bills reflecting December's cold snap and increased energy prices. Additionally, boat maintenance expenses reflect both on going work on upgrading/repairing system on the boat plus a \$1,500 deposit toward the blasting work on the hull to be completed this Spring.

**Insurance**

McCarthy then updated the Board on the Directors & Officers coverage that runs through February 21<sup>st</sup>. Scottsdale has quoted a renewal of existing coverage at an annual premium of \$575 (same as the past year). McCarthy had inquired about the prospect of adding Crime coverage, but Scottsdale would not offer and the best competitive bid was \$1,338. Albrecht moved to approve the D&O coverage quote from Scottsdale at \$575; seconded by Vandam. Motion approved 6-0.

**Search Update**

Due to the lack of time remaining to conduct an Executive Session to update the Board on recent search developments, McCarthy cautiously shared what information he could in a public session. He acknowledged he was becoming increasingly encouraged in light of recent developments – including the now public sale of Tonka Bay Marina to Soulewind Properties One, LLC (Jay Soule is owner/operator of Al & Alma's). Regarding the George Street site, McCarthy noted that the logistical challenges associated with transporting the boat to the fire lane remain without a solution. Efforts to engage more than a dozen trailer manufacturers had so far failed to produce any vendor interested in custom-designing / building a new trailer for *Minnehaha*. McCarthy stated the MLM Board still considers George Street to be a viable site but is also encouraged by other prospects which he was not able to disclose publicly at this time.

**Members Forum**

Person then queried those in attendance if they had any questions or comments for the Board. No one chose to participate.

**Adjournment**

With no further discussion, McGinnis moved the meeting be adjourned; seconded by Albrecht. Motion approved 6-0 and the meeting adjourned at 7:45PM.

Respectfully submitted,

Tom McCarthy, Acting Secretary

**Attachments:**

- Agenda
- January Financial Statement

**THE MUSEUM OF LAKE MINNETONKA  
Board of Directors Meeting**

February 7<sup>th</sup>, 2023 6:00 – 8:00 PM  
Wayzata Public Library  
620 Rice Street East, Wayzata

**AGENDA**

1. Call To Order
2. LMHO Framework Presentation by Joint Committee  
  
*Following the presentation, the Board will continue with to its traditional monthly format, time permitting (the meeting must conclude prior to the Library's hard close at 8:00 pm)*
3. Actions Taken Since Last Board Meeting
  - a. Boat Show
  - b. HCRRRA Lease Renewal
  - c. MNHS Heritage Small Grant Application
  - d. Loan Agreement with LOLM for Model
4. Approval of Minutes – January 3<sup>rd</sup> Board Meeting
5. Treasurer's Report
6. President's Report
7. **Member Forum** – Members in attendance may have up to 3 minutes to speak. Board will close the Member Forum after no more than 30 minutes in order to allow sufficient time to focus on matters requiring Board action/discussion.
8. Adjourn
9. Executive Session (if needed)

**Next BOD Meeting: March 7<sup>th</sup> (6:00-8:00 PM) at the Wayzata Public Library**

# THE MUSEUM OF LAKE MINNETONKA

## TREASURER'S REPORT

January 31, 2023

Summary of Financial Position						
ACCOUNT	OPENING BALANCE	DEPOSITS	INTEREST EARNED	WITHDRAWALS	TRANSFERS	ENDING BALANCE
Operating Checking	\$ 12,061.83					\$ 12,374.30
VISA		\$ 3,346.57		\$ (3,034.10)		\$ 312.47
Money Market Savings	\$ 126,317.68		\$ 101.92			\$ 126,419.60
<b>TOTAL</b>	<b>\$ 138,379.51</b>	<b>\$ 3,346.57</b>	<b>\$ 101.92</b>	<b>\$ (3,034.10)</b>	<b>\$ -</b>	<b>\$ 138,793.90</b>
Reserve Holdings	\$ 30,000.00					\$ 30,000.00
<b>Flexible Cash Holdings</b>	<b>\$ 108,379.51</b>					<b>\$ 108,793.90</b>
						<b>\$ 414.39</b>
						<b>\$ -</b>
						<b>\$ 312.47</b>
						<b>\$ -</b>
						<b>\$ 101.92</b>
						<b>\$ 414.39</b>
						<b>\$ -</b>
						<b>\$ 414.39</b>

### Income Summary

1/6/2023	Deposit	Mighty Cause Foundation	\$ 1,150.00
1/10/2023	Deposit		\$ 1,680.00
1/19/2023	Deposit		\$ 200.00
1/26/2023	Deposit		\$ 196.57
1/26/2023	Deposit		\$ 120.00
	<b>Total Income</b>		<b>\$ 3,346.57</b>

### Expense Transactions

DATE	CHECK #	PAYEE	DESCRIPTION	CLASSIFICATION	AMOUNT
12/10/2022	5312	Rusty Herman	Fuel Lines	65107 - Maintenance	-46.58
12/22/2022	5314	Clean 'N Seal	Hull dry blasting	65107 - Maintenance	-1,500.00
12/31/2022	5315	Tom McCarthy	Stamps	61200 - Postage, Mz	-60.00
01/06/2023	5316	Jeffrey D. Bipes	Blge Alarm System	65107 - Maintenance	-153.49
01/06/2023	5317	CenterPoint Energy	Utilities	63911 - Utilities	-544.71
01/17/2023	5318	Rusty Herman	Smokestack Winch	65107 - Maintenance	-499.99
10/17/2023	5319	Dave Peterson	Marine Wire & Firtin	65107 - Maintenance	-95.61
01/24/2023	ACH	Xcel Energy	Utilities	63911 - Utilities	-94.53
01/20/2023	5320	Verizon	Phone	63909 - Telephone	-39.19
					<b>\$ (3,034.10)</b>

Total Expenses