



APPROVED Minutes
Quarterly Board of Trustees Meeting
RF&P Forum, Level 1
2500 West Broad Street

January 20, 2022
3:00 p.m.

Present: Dr. Denise Walters, John Benton, Dr. Richard Groover, Dr. Rodney Berry, Lauren Mathena, Eucharia Jackson, Cristina Ramirez, JoAnne Carter, David Mills, Fran Bradford, Dr. Surendra Ganeriwala, Gina Burgin, Patty Nicoson

Present via Zoom: Glenn Davidson

Staff: Rich Conti, Elizabeth Igelhart, Jim Blow

Other Attendees: Cynthia Norwood, Office of the Attorney General

Robert Feeser, President, Science Museum of Virginia Foundation Board of Directors

Clark Lewis, Managing Principal Partner, Troutman Pepper Strategies

Welcome

Dr. Walters welcomed everyone, verified a quorum was present, and called the meeting to order at 3:00 p.m.

Dr. Walters introduced new board members Frances Bradford, Dr. Surendra Ganeriwala and Gina Burgin.

Dr. Walters reminded members to complete their financial disclosures timely and submit promptly.

Approval of Minutes

Dr. Walters asked the Trustees to review the October 21, 2021 meeting minutes. Mr. Benton noted a few minor corrections to the minutes and moved to approve the October 21, 2021 meeting minutes with the noted changes. The motion was

seconded by Dr. Groover. Dr. Walters called for a vote, which passed unanimously without objection.

Dr. Walters then handed the meeting over to Mr. Conti who introduced Clark Lewis, Managing Principal Partner with Troutman Pepper Strategies.

Commonwealth of Virginia Government Update

Mr. Lewis discussed the following:

- In 2021, Troutman Sanders merged with Pepper Hamilton from Philadelphia and became Troutman Pepper.
- The local Richmond team members are all native Virginians.
- Recent elections in Virginia have changed the political landscape.
- Key areas of note that may see significant change include education, taxation, raising teacher pay and opening new charter schools.
- Both the House and the Senate saw significant change in party seats.
- The new Speaker of the House is Todd Gilbert, the Majority Leader is Terry Kilgore.
- Many new executive orders and executive actions are expected soon.
- Environmental legislation will be revisited.
- Two supreme court justices and the Secretary of Natural Resources are up for appointment.
- In Virginia, the outgoing governor introduces the new budget.
- The General Assembly building is still relatively empty.
- Crossover is February 15.
- The upcoming session is 60 days, with a reconvened session in April.
- The Science Museum is in a good position and retains a great deal of legislative support.

Dr. Groover asked if Mr. Clark has met the new Secretary of Education, Aimee Guidera. Mr. Clark said he has not. Ms. Bradford mentioned she spent some time with Secretary Guidera last week and found her very amenable to listening and working with the Science Museum. Ms. Bradford added that Ms. Guidera has a strong background in education data collection.

Operations Update

Ms. Igelhart discussed the following:

- The fall saw several glimpses of pre-pandemic normalcy.
- Children have returned to the classrooms, field trips have returned slowly and facility rentals have picked up again.
- The Science Museum hired 10 staff members, two full time and 8 part time
- Live demonstrations returned and are thriving.
- Conversations are beginning about resuming Science Museum events, such as Science After Dark, after a two-year hiatus.
- The Model Railroad Show was a tremendous success.
- The Dominion Energy Christmas Parade also returned with over 100K spectators.

- There has been a slight uptick in facility rentals returning to the Science Museum, but they are not back to pre-COVID levels.
- The Virginia Film Office vacated the Workers Compensation Building on December 15, 2021.
- The Science Museum has implemented Magic Makers, a new cross-departmental task force to reinvigorate workplace culture.
- Danville Science Center also continues to thrive, and has introduced new programming improvements.
- Mask recommendations and requirements have evolved with new scientific developments and information.

Director's Report

Mr. Conti discussed the following:

- The parking deck is now open to the public.
- Charging stations and cameras will be installed in the parking deck soon.
- Phase one of The Green will be complete by June or July 2022, with opening tentatively planned for September.
- The land donation agreement for the Northern Virginia Science Center that covers every possible scenario has been executed after a year and a half of negotiation.
- The NovaSci building is entering the preliminary design phase, exhibit design is complete.
- Cost estimates and code review will commence after the building design is completed.
- Groundbreaking is planned in the second quarter of 2023, with an opening date in approximately three years.
- Mr. John Benton and Ms. Patti Nicoson represented the Science Museum in all of the NovaSci meetings in Northern Virginia.
- The Science Museum will hire a DEAI (diversity, equity, accessibility and inclusion) consultant under contract to supplement the interdepartmental task force—called the Center 4 Ideas—efforts on workplace inclusion.
- The Science Museum will be going through re-accreditation for the American Alliance of Museums over the next few months, with a site review scheduled for this summer.
- Four percent of all museums, and three percent of science museums, are accredited by the American Alliance of Museums.
- The General Assembly allocated operating funds for a security presence on the Science Museum campus 24 hours a day, seven days a week.
- A full-time horticulturist has been hired to assist with planting and maintaining The Green.
- The Science Museum will use Shuttered Venue Operating Grant funds to revamp and refresh current exhibition spaces.
- The Giant Lever and Human Hamster Wheel exhibits will be installed in *Boost* as part of refreshing the exhibition space.
- Another new exhibit called *By the Numbers* will be installed on the Level 2 near Hyperwall.

- The Digital Fish Tank exhibit will allow guests to design and program aquatic life and watch it come to life on a screen in *The Forge*.

Dr. Walters offered a word of thanks and appreciation to Dr. Richard Groover for serving as the chair of the Finance and Business Operations Committee. She then introduced Mr. John Benton as the new chair of the committee and invited him to deliver the Finance and Business Operations Committee report.

Finance and Business Operations Committee Report

Mr. Benton discussed the following:

- Given the constraints of the last two years, Mr. Conti and the upper administration of the Science Museum have managed the finances very effectively.
- The Trustee Summary Report shows revenue exceeded projections in almost every category.
- The Science Museum received a Shuttered Venue Operating Grant for \$2.3M.
- The Foundation endowment is more than \$35M.
- The working capital fund currently holds about \$3.8M. The Science Museum prefers to maintain a balance of around \$1M.
- The Trustee Discretionary Fund balance is currently \$1.5M.
- The Finance and Business Operations Committee has voted to forward a resolution to the full board to transfer funds from TDF for the purpose of a one-time bonus for staff.
- During the pandemic, full-time staff took a pay cut; the proposed resolution would attempt to offset the financial sacrifices made to support the Science Museum.

Resolution #001-2022 Approval of Funds Transfer for Staff Bonus

Mr. Benton discussed the following:

To recognize the commitment and dedication of the Science Museum staff members during unprecedented circumstances caused by the COVID-19 pandemic, a proposal of a one-time transfer of \$160,000 from the Trustee Discretionary Fund to the Science Museum operating account has been requested. The purpose is to issue a one-time \$2,500 bonus to staff members. This amount will be prorated per employee according to the number of hours worked during the affected period.

Mr. Benton requested a motion to approve the resolution as written. Dr. Walters seconded the motion and called for a vote. The motion passed unanimously without objection.

Marketing Report

Mr. Conti discussed the following:

- Attendance has increased over last year, but still far behind pre-COVID figures.
- Around 8,000 guests attended the Model Railroad Show.
- Member household numbers are increasing, currently at around 6,000.
- The new Ticketure system and updated website are proving to be a great asset.
- The Museums for All program has seen a considerable increase in participation.
- Currently the marketing department is focused on Danville Science Center marketing efforts and website redesign.
- The programming lineup is very exciting.
- *Birth of Planet Earth* and *Antarctica* are showing in The Dome.
- *Skin: Living Armor, Evolving Identity* will be coming to the Garner Gallery this spring.
- *Planet Shark; Predator or Prey* will be featured in the Dewey Gottwald Center this summer.
- *Space: An Out of Gravity Experience* will be coming to the Dewey Gottwald Center next summer.

Dr. Walters then introduced Dr. Rodney Berry as the new chair of the Education Committee and invited him to deliver the committee report.

Education Report

Dr. Berry discussed the following:

- The Inspiration Index highlights the Education team's work.
- Digital and live demonstrations are continuing to be a great success.
- Rat Basketball is back in the Barbara Thalheimer Theater.
- The maker team welcomed back MiX members to The Forge for teen-specific programming.
- Cristo Rey interns have completed first-semester rotation of their program working with Gallery Education and The Forge.
- Team Education is also working with two scholars from the University of Richmond.
- Summer camp registration opens on February 1, 2022.
- Science After Dark returns on February 4, 2022.
- Women in STEM and Girls in Medicine return in March.
- The Exhibit Development Team is working on new guest experiences for the Science Museum and the Danville Science Center.

Dr. Walters then introduced Mr. David Mills as the new chair of the Building and Site Committee and invited him to deliver the committee report.

Building and Site

Mr. Mills discussed the following:

- The committee conducted a tour of the Worker's Compensation Building.

- The goal of the visit was to learn as much as possible about the structure and the state of the physical plant.
- The building is approximately 70k square feet and is situated on two acres of land. The structure is about 40 years old and has no current tenant.
- The building is in need of maintenance and significant infrastructure upgrades.
- Over the next few months the committee will conduct discussions with stakeholders to formulate a plan for the future of the building and site.

Mr. Mills recommended that all Trustees take a tour of the building to better understand its current condition.

Dr. Walters then introduced Mr. Robert Feeser to deliver the Foundation update.

Foundation Update

Mr. Feeser discussed the following:

- The Foundation is in a great position, doing extremely well.
- Total assets of \$35M, \$25M in investments and endowment, approximately \$8.7M in cash.
- The cash funds sit in two pools, restricted and unrestricted.
- Benefited from a huge 40% return on investments.
- Budgeted \$4.5M in support for the Science Museum for this year.
- Received \$2M in new gifts for endowment.
- Fundraising focus is on The Green, in good shape relative to Phase 1.
- Will not host the Illumination Gala, but will host the Up and Atom breakfast virtually for fundraising.
- As Phase 1 is completed in The Green, planning an outdoor event to highlight the space.
- Always looking for new network connections and building rapport with potential donors and sponsors.

Dr. Walters encouraged all Trustees to donate to the Foundation, adding that the goal is to have 100% participation. She then introduced Ms. Norwood to discuss the updated Trustee by-laws.

Trustee Bylaw Update

Ms. Norwood discussed the following:

- New rules allow for voting and approving motions virtually if you cannot attend the meeting in person because you have a family member that requires your aid. There is no limitation on utilization within a year.
- The previous bylaws stated Trustees had the option to participate virtually if they were unable to attend due to illness or personal obstacle for 25% of the meetings within a year.
- New committees have been formed.
- The Strategic Planning Committee will oversee the Annual Work Plan formation.

- The Building and Site Committee will oversee long-term plans for campus.
- The Education Committee will review permanent collection policy and educational programming.
- By law, Trustees are expected to actively participate in one of these committees and offer meaningful contributions.

Dr. Berry asked about the changes to the mask mandate issued by Governor Youngkin, and the effect on the Science Museum. Ms. Norwood replied that the recent mandate only applies to schools, adding that the Science Museum still retains some autonomy to decide the best options for health and safety of staff and guests.

Dr. Groover asked about the bylaw provision allowing for the removal of a Trustee from the Board due to lack of participation or poor attendance. Ms. Norwood clarified that Trustees are required to attend meetings on a regular basis, but it is at the discretion of the Board Chair when to present concerns to the Governor. The Governor decides on appointees and has sole authority to remove a Trustee. She added that Trustees can resign of their own accord.

Mr. Benton called a motion to accept the bylaws as presented. Mr. Mills called the second. Dr. Walters then asked for a vote which passed unanimously without objection.

New Business

Dr. Walters asked for any new business with nothing heard.

Adjournment

With no new business heard, Dr. Walters called a motion to adjourn the meeting. Ms. Carter made the motion, which was seconded by Dr. Berry. The meeting was adjourned at 4:19 p.m.

The next meeting will be on April 21, 2022.