

**Friends of The Museum of the Great Plains, Inc.
Board of Directors Meeting**

Date: July 23, 2020

Time: 10:35 a.m.

Location: Louise D McMahon Hall (MGP) and via Zoom

Type of Meeting: Organizational Meeting

Present: John Hernandez, Janice Bell, Tom Noel, Terri Reeder; Maria Meredith via phone

Absent: N/A

Guests: Jeri Holmes (via Zoom), Bart McClenny and Mary Owensby

Call to Order by Jeri Holmes at 10:35 am

Certification of Quorum by Mary Owensby

1. Discussion concerning status of tax-exempt status as a Type I Supporting Organization to The Museum of the Great Plains Authority under sections 501(c)(3) and 509(a)(3). The Trustees of the Museum of the Great Plains Authority has the authority to remove directors of Friends if any member “goes rogue”. The Friends will be responsible for holding the artifacts and fund raising.

2. Directors approved by The Museum of the Great Plains Authority.

Janice Bell, John Hernandez, Maria Meredith, Thomas Noel, and Terri Reeder.

Discussion: Per the Bylaws, the Board of Friends of The Museum of the Great Plains Authority will recruit individuals to be Directors and request approval from The Museum of the Great Plains Authority. The above were recruited by The Museum of the Great Plains Authority at their June 17, 2020 meeting to be the first Board of Director of Friends of The Museum of the Great Plains Authority.

3. Election of Officers

MOTION the following individuals shall be elected to the offices indicated opposite their names to serve until their successors have been elected.

Name	Office
John Hernandez	President
Terri Reeder	Vice President
Janice Bell	Secretary
Maria Meredith	Treasurer
	Governance Chair

Motion by: Janice Bell

Second by: Tom Noel

Discussion: *Table* selecting Governance Chair.

Vote: Unanimous

4. Selection of Governance Committee

Discussion: Per the Bylaws, the Board of Friends of The Museum of the Great Plains Authority will recruit and request approval from The Museum of the Great Plains Authority for future Directors.

Motion by: Tom Noel

Second by: Janice Bell

Discussion: All five board members are “Directors”

Vote: Unanimous

MOTION that all actions taken by the incorporators, including filing the Certificate of Incorporation is hereby ratified and approved and that the responsibility of the incorporation ceased upon the election of the board of directors.

Commented [JH1]: Or – we can approve at the meeting

Motion by: Janice Bell

Second by: Terri Reeder

Discussion: Accept the Certificate of Incorporation, file online with electronic signatures.

Vote: Unanimous

MOTION that the Conflict of Interest and Conflict Questionnaire be approved.

Motion by: Tom Noel

Second by: John Hernandez

Discussion: Complete Conflict of Interest disclosure beginning of each fiscal year.

Vote: Unanimous

MOTION that The Museum of the Great Plains Authority will manage all accounting duties in exchange for the fundraising efforts of Friends of The Museum of the Great Plains.

Motion by: Janice Bell

Second by: Terri Reeder

Discussion: Use MGP’s Quickbooks and CPA for accounting

Vote: Unanimous

MOTION that this Corporation establish in its name a deposit account with such bank as the President of this Corporation may deem proper and that the elected Officers shall be authorized to make deposits and withdrawals from such account.

Motion by: Janice Bell

Second by: John Hernandez

Discussion: Choose Arvest Bank for Friends’ banking needs.

Vote: **Yay:** Hernandez, Reeder, Bell & Noel; **Abstain:** Meredith

MOTION that monies will not be put in the new bank account until the application for tax exempt status is pending with the IRS.

Motion by: Tom Noel

Second by: Terri Reeder

Discussion: After receiving 501(c)(3) status, Hernandez, Reeder, and Bell will be check signers; due to Meredith working at Arvest, she will not be a check signer.

Vote: Unanimous

MOTION that when appropriate, Friends of the Museum of the Great Plains will act as a successor organization to the Institute of the Great Plains and will hold artifacts and property for the benefit of The Museum of the Great Plains. Furthermore, the Friends of the Museum of the Great Plains may deny any transfer as determined by this Board.

Motion by: Tom Noel

Second by: Janice Bell

Discussion: All assets will transfer to the Friends of the Museum of the Great Plains

Vote: Unanimous

Future Action to be Taken by Officers:

The President shall ensure the Form 1023 (application for tax-exempt status) is filed.

The Secretary shall place the Certificate of Incorporation, Bylaws, Form 1023 and these Organizational Minutes in the Secretary's board book and make such documents available for public inspection.

The Treasurer shall ensure the books are structured to allow the tracking of information needed to complete Form 990 Tax Return and provide information for the filing of grants.

Motion to adjourn by: Janice Bell

Second by: Tom Noel

Vote: Unanimous

Meeting Adjourned: 11:25 a.m.

The above minutes were approved by the Board on the _____ date.

Individual presiding over meeting:

Signature _____ Date 7/23/20
Jeri Holmes

Individual taking minutes:

Signature _____ Date 7/23/20
Mary Owensby