

Athenaeum Foundation
Board and Annual Meeting
Veterans Room - Rathskeller
August 1, 2012

Minutes

Board Members Present: Gregory Hahn, Stephen Wagman, Wayne Schmidt, Mary Ann Sullivan, Tina Connor, Meghan DeMars, Carrie Henderson, Giles Hoyt, Charles Kennedy, David Kingen, Rich Rardin, Rozelle Boyd, David Willkie, Steve Yeager, William Witchger
Staff: Cassie Stockamp, Corey Behmer, Marianne Isaacs, Keri Jeter

The meeting was called to order by Gregory Hahn at 11:10am. Meeting minutes from the May 23, 2012 meeting were approved.

Finance Committee Report

Wagman presented the current financials through June 2012. Total income is \$21,000 over what had been budgeted for 2012. A substantial part of the income is from the Allen Whitehall Clowes Charitable Foundation \$50,000 grant for operations that was received in June. Expenses are in line with projections with the exception of office expenses. Office expense rise was due to bringing most printing jobs in house. The first six months are on target with budget with better than expected income. There will be an inspection on the flywheel system in the theatre next month. The Foundation was recently made aware that the flywheel system needs to be inspected annually. This is a \$3,500 expense that was not in the budget this year. Financials were approved by the board of trustees.

IN Gymnastics Hall of Fame

In July 2012 the USA/IN Gymnastics Association established a Hall of Fame at the Athenaeum. Gymnastics in Indiana has a long history at the Athenaeum. The Hall of Fame will be permanent exhibit at the Athenaeum.

Building Committee Report

Hoyt presented the current standing of the IUPUI lease negotiations. IUPUI with Claude McNeal Productions has presented the Athenaeum Foundation with a "Memorandum of Understanding" (MOU). The MOU defined space and responsibilities of both IUPUI in conjunction with Claude McNeal Productions and the Athenaeum Foundation. At this time, within IUPUI, the School of Continuing Education is leading the proposal which would then go to the Real Estate Office. IUPUI has not issued any approval or official internal MOU's in regards to this proposed lease.

The board was presented with a proposed layout of the development of the Athenaeum Parking lot by the Indiana Housing Association (IHA) through Bruce Baird. The proposal is to develop multi-level parking with four (4) rental housing units lining East Street. IHA does not have TIF approval to proceed with this project. An alternate proposal includes the development of the parking lot to the south owned by McMichael Inc. with a connecting crossway between the lots. These proposals are purely informational at this juncture. The board cautions any proposal from IHA must be specifically outlined with no subjective.

Development Committee Report

Keri Jeter introduced herself as the new Development Coordinator for the Athenaeum Foundation.

Jeter presented Roof Sitting sponsorship opportunities to the board. Each night on the Roof there will be a different entertainer or event that will be sponsored by an individual or organization and they may bring thirty (30) guests to the roof. Each performer has donated their time/talent for each night.

The strategic planning committee was placed on hold during lease negotiations with McMichael. The notes will be released to the board in September as well as the scheduling of the next meeting.

The brick project is in its final push. Bricks will be laid this fall adding to the existing bricks in the front of the Athenaeum.

New Business

There have been two (2) interns this summer. A third intern will start in August focusing on the German-American story to be installed in the hallway to the Auditorium.

At this time, Gregory Hahn turned the meeting over to Vice Chair, Wayne Schmidt. Gregory Hahn recused himself from the following discussion due to a possible conflict of interest. Hahn left the room.

Governance Committee Report

Yeager summarized the details for the board. Yeager, Wagman and Henderson served on committee to negotiate with Dan McMichael. The experience has been long but beneficial for both parties. The final proposal is not perfect for either party but is a workable agreement both parties can agree to. From this point forward, the lease may continue to be worked on over time. Exhibit A outlines specific concessions and agreements, refer to exhibit A. McMichael will change his usage of the Rathskeller name to include "At the Historic Athenaeum". The room usage has been modified to specific times. Gate fees in the biergarten will be conditionally split between McMichael and the Foundation. The use of the biergarten by McMichael will be re-negotiated at the end of each calendar year. McMichael will provide food one time annually at no cost to the Foundation for a fundraiser. The Foundation and McMichael Inc. will meet monthly to review building schedules and coordinate facility use if need be. The board motion: approve the agreement in concept pending an official review and vote. The board approved this motion. The paper copy agreement presented to the board at the meeting was incomplete. The complete agreement will be e-mailed to the board with an official vote. The lawsuit will not be dropped until the time the board approves the final agreement. Addendum: the board voted to approve the settlement agreement via a telephone conference held on August 3, 2012.

As part of the negotiations McMichael requested that either himself or a representative designated by the Rathskeller be a member of the Athenaeum Board of Trustees. The board is charged with defining attendance parameters. Discussion ensued defining the seat to be held. The board motion: to allow Dan McMichael himself to hold a seat on the board representing the Rathskeller Restaurant in one of the "at-large" seats on the board as a non-voting member. The board voted to approve this motion.

At this time, Gregory Hahn rejoined the board meeting.

The meeting officially adjourned at 12:50pm.

The next Trustee Meeting will be September 26, 2012 at 11:00am in the Veterans Room of the Rathskeller.