



WHS Executive Committee – Quarterly Meeting
Saturday, January 18, 2025 - 9:00 am

Via Zoom

Minutes were compiled using a transcript of the meeting from Zoom and presented by Nancy Tabb, Secretary.

- I. Call to Order at 9:02 am by Jessica Flock
- II. Roll Call

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| ✓ Jessica Flock, President | <input type="checkbox"/> <i>Vacant</i> , SW Rep |
| ✓ Lucas Keeler, 1 st Vice President | <input type="checkbox"/> Bud Alley, Out of State Rep |
| ✓ Beki Speas, 2nd Vice President / NE Rep | ✓ Deb Davidson, SE Rep |
| ✓ Heidi McCullough, Treasurer | ✓ Dean King, NW Rep |
| ✓ Nancy Tabb, Secretary | ✓ Aley Philp, WHS Executive Director |

A quorum was established with 7 of 9 Executive Committee Members present.

Guests were Ann Noble, Linda Fabian, Lynn Houze, Claudia Thompson, Mike Jording, Kylie McCormick, and Rebecca Keays.

- III. Approval of the Agenda
President Jessica Flock called for the approval of the agenda, there was no motion nor second. Ms. Flock called for a vote by a show of hands. Ms. Flock commented that the agenda was approved.
- IV. Approval of Minutes – Oct. 12, 2024
Discussion was had regarding the minutes from the September 6, 2024, and the minutes from the October 12, 2024 meetings. There were no motions nor seconds to approve the minutes.
- V. Treasurer’s Report – Heidi McCullough, Treasurer and Aley Philp, Executive Director
Ms. Philp reported that as of December 31, 2024:

TOTAL INCOME: **\$ 86,561.²¹**
TOTAL EXPENSES: **(\$ 48,921.⁶⁵)**
CHECKING ACCOUNT BALANCE: **\$ 119,126.¹⁷**

Investment Accounts:

History Day Account:	\$232,013	INCREASE OF \$4,959 SINCE AUGUST 2024
Maurine Carley Account:	\$30,147	INCREASE OF \$559 SINCE AUGUST 2024
Lola Homsher Account:	\$183,842	INCREASE OF \$4,959 SINCE AUGUST 2024

Jessica Flock stated “...If there are any other questions for the Treasurer’s Report or we can go on to the Foundation?
...Ann, I think you’re up.”

There were no motions nor seconds to approve the Treasurer’s Report.

VI. Wyoming Historical Foundation Report – Ann Noble, President

Mrs. Nobel reported that the Foundations current checking account was at approximately \$21,000.

The total contributions to the Foundation between October 1 and December 31 2024 were \$17,660.

- \$10,950 went to the Foundation
- \$2,675 went to the Society
- \$2,530 went to Homsher Grant
- \$775 went to History Day and
- \$730 to WyoHistory.org

They are going to come up with a new slogan at their next meeting for the spring “non-event event” fundraising drive as they have not yet met the Foundation’s endowment goal of \$1,000,000 (one million dollars).

Kristi Wallin resigned from the Foundation Board in December and are looking for a replacement for her and others to get to nine members on the board.

Jessica Flock thanked Ann Noble for her report. There were no motions nor seconds to approve the Wyoming Historical Foundation’s report.

VII. President’s Report – Jessica Flock

The Wiggins Fork Bison Jump project was approved through an email vote several weeks ago by the Executive Committee; IF the funding gets approved through the Legislature, we will be the pass through for that grant.

*Update Jan 29, 2025: the project was cancelled due to the project directors health complications.

Jessica reached out to State Farm to increase our bond as it was only at \$40,000 and it needs to be at \$200,000. Jessica stated that she had asked the board for that approval of the increase through an email vote and it was approved. Aley was requested to further follow up with the bond.

*Update March 3, 2025: The Society ended up having to go through Tegler Insurance to get the bond for both Aley Philp, Executive Director and Heidi McCullough, Treasurer as Tegler was a better fit and offered more coverage. Both Ms. Philp and Ms. McCullough are fully bonded at the \$200,000 level.

Rep, Andrea Lewis resigned on Dec.6, 2024 – Suggestions for new EC member

Discussions were had in the difficulties on finding a replacement for her from the Nominations Committee.

*Update: according to the WHS Bylaws Article VIII, Section 9, the Executive Committee, not the Nominations Committee, seek and appoint replacement board members. A replacement was voted in via email vote on March 4, 2025.

VIII. Executive Director’s Report – Aley Philp

Ms. Philp reported that her 25 Point Task List and the additional secretarial duties with the loss of not having an in-house assistant was taking up much of her time; however, she was happy to report that there has been a steady increase in membership, with a current membership of 1,311 members – a 20% increase since she was hired on in October 2023.

Ms. Philp reported on the successful application of the Humanities Crossroads Grant for \$9,759 for the program “Oregon Trail: LIVE! Across Wyoming” – an interactive 21+ targeted immersive and interactive event at a minimum of four museums across the state starting late fall 2025 and early 2026.

Ms. Philp reported that the next outreach event she'll be attending was the Governor's Hospitality and Tourism Convention, which was a large success last year and this year we'll be premiering the new Travel Brochures.

Jessica requested an update on what the Remote Assistant, Lain Prior, had been tasked with. Lain is learning the technical software for the websites management and updates, as well as the majority of our Social Media and bulk emailing. They also reconcile QuickBooks monthly with correct categorizations and with the bank statements.

Questions came from Lynn Houze, Deb Davidson, and Claudia Thompson regarding membership reports. They were reminded that they come from the WHS Main Office Quarterly.

Jessica then led a discussion regarding a bookkeeper position. Jessica, as President, motioned to hire a part-time bookkeeper using the \$5,053 unexpected Wyoming Community Foundation's grant funds. Lucas Keeler seconded and the motion. Ms. Flock commented that the motion was passed.

IX. Committee Reports

There was discussion about the following:

- Awards
 - The Awards Manuals will be mailed next week, 2 physical copies to each chapter, and one to Linda Fabian. A digital copy will be available for download on the website.
- Historic Preservation
 - Heidi McCullough took over as Chair and EC Rep for Historic Preservation. There was mention of partnering more with Alliance for Historic Wyoming and their work, particularly on the Arboretum in Cheyenne and the State Hospital in Evanston.
 - President Jessica Flock stated that she had "prioritized other things" over Historic Preservation.
- Bylaws
 - It is not in the Bylaws that the President nor the Executive Director is Ex-Officio on each committee, so they are no longer on the committees unless otherwise stated in the Bylaws. Linda Fabian stated that for as long as she could remember, they had always had those privileges however; but it was confirmed by the Bylaws Committee that they do not.
 - Dick and Linda Knight, of the Bylaws Committee, told Jessica that as the President of the Society, she was also the CEO of the Society; that phrase "Chief Executive Officer / CEO", however, is never mentioned in the Bylaws either.
 - The Bylaws Committee suggested that the following needs to be in Bylaws (or Policy and Procedures)
 - Retention of Documents, both minutes and financial
 - Change wording from "Executive Committee" to "Board of Directors"
 - Conflict of interest statement
 - There was discussion regarding how the email votes on the Bylaws will work, a thirty days' notice generally agreed upon.
- Management and Oversight
 - Jessica is no longer a member of Management and Oversight.
 - Rick Ewig resigned from his position on Management and Oversight in December.
 - Mike Jording believes that the Management and Oversight Committee needs to remain very independent from the Executive Committee and other Committees based on their purview as "overseers."
 - A discussion regarding the in-office printer, buying or leasing it, etc.
 - The M&O Committee recommended refining the process of selection of resigned Executive

- Committee members and the appointing of general committee members to those committees.
 - The M&O Committee recommended defining who has the responsibility to publish the *Annals of Wyoming* as it is not addressed in the Bylaws and “who had the ultimate authority to decide number of issues, timing, etc.”
 - The M&O Committee will be drafting a Bookkeeper job description.
- Legislative
 - Pres. Jessica Flock reported Lucas Fralick is on that Committee. It is sure to be an interesting session with a number of bills to watch.
- Nominating – Linda Fabian
 - The Nominating Committee confirmed that according to Article XIII, Section 9 of the WHS Bylaws it is up to the Executive Committee to appoint someone to a vacant Executive Committee position mid-term.
- Oral History
 - Jessica Flock stated that “Janelle Molony is doing an amazing job but that she no longer wants to be chair.”
- Projects – Lucas Keeler
 - Only one applicant so far for Homsher, but people tend to procrastinate.
 - They have received some updates from previous recipients.
- Publications – Jessica Flock, President and Chair
 - *Annals of Wyoming* clarification is needed on who is responsible for what, state statute
 - Went to four in the 1980’s, back to two in the 1990’s, then back to three to four past few years
 - I (Jessica) will do a search for a new Editor of the *Annals* as Carl is retiring.
 - Paul Flesher at AHC said they might be interested.
 - SPCR still do the graphics.
 - WyoHistory.org would like to work more closely with the *Annals*.
 - 2026 Calendar had received a few submissions but needs more.
 - They really need help in gathering the daily tidbits.
 - Going back to the larger size as last year it was cost prohibitive.
 - *Wyoming History News* upcoming monthly topics were discussed
- Website
 - The website was extensively redesigned in 2022.
 - Kathy Bogan is partially taken over for Steve Foster and is also training Lain Prior.
 - Jessica Flock as President appointed Kylie McCormick to take over Tom Rea’s spot on the Website Committee.
- WyoHistory.org
 - Kylie McCormick reported that they are working on having a better landing page for Oral Histories.
 - Aley set up a new Bulk Email system for WHS and WyoHistory.org to use as we were approaching the limit of number of contacts on Mail Chimp.
 - WyoHistory.org is in search of another Assistant Editor.
- They are working on a project with republishing SHPO articles online.

X. Chapter Reports

- Park County – Lynn Houze
 - They have another new President, Greg Jones
- Albany County – Jessica Flock
 - New President is Jan T., Vice Pres. Alan Verplug, Claudia Thompson, Treasurer, Carol Frost,

Secretary

- Goshen County - Deb Davidson
 - New President Marge Myers, but Mary Hauser is staying on the board
 - Looking for speakers
- Weston County – Lucas Keeler
 - Lots of good presentations lately that were well attended
- NE Rep – Beki Speas
 - She is working on re-establishing partnerships and establishing new ones in the region.
 - Wright will have a big celebration this summer.

XI. Old Business

- a. Unexpected Operations Grant from WCF - \$5053
 - i. Jessica Flock, President wants to use the funds to both pay for the new Bookkeeper and incentives for the art for the 2026 Calendar. There were no decisions made.
- b. Credit Card fees for online membership.
 - i. Jessica Flock, President wants all processing fees removed, despite the fact they were approved in the Bylaws last September at the Annual Meeting.
 - 1. Time spent migrating the store was a concern raised by Aley Philp, Executive Director, and Heidi McCullough, especially since it took a lot of time, energy, and effort to get it going in the first place.
 - 2. Jessica, as President, motioned to remove all credit card processing fees. Lucas Keeler seconded and the motion. Ms. Flock commented that the motion was passed.
- c. Every Action Membership Database
 - i. Heidi McCullough, Treasurer, and Aley Philp, Executive Director, reported that after a training session in December, it appears that Every Action is not the best fit right now for the Wyoming Historical Society.
 - 1. It might be a better fit in the future if and when we have more dedicated staff, and funds.
 - 2. Heidi McCullough moved to not renew our Every Action Subscription and to migrate the database to a different, free, format. The motion was seconded by Deb Davidson, Motion passed unanimously.
- d. Outreach to County Chapters – Aley Philp, Executive Director
 - i. Aley reported that outreach slows during the winter time and she has been pulled off of her Executive Director duties to fulfill more of a secretarial role right now.
 - ii. She reported that the change over from when she was hired for the Main Office having an Executive Secretary to an Executive Director is not fully understood by many of the chapters of what those changes entail and mean for the goals and objectives assigned to the Executive Director and the WHS Main Office.
 - 1. Due to that confusion and fear of change, many chapters are resistant to these, and any needed changes that have been outlined to secure the longevity of the Society.
- e. Membership Growth and Outreach – Aley Philp, Executive Director
 - i. Aley reported that outreach slows during the winter time and she has been pulled off of her Executive Director duties to fulfill more of a secretarial role right now – but it has remained on a steady increase.
- f. Marketing & Social Media Ad Hoc Committee
 - i. Aley reported that a Zoom meeting is set up for later this week.

XII. New Business

a. Audit of WHS

- i. Jessica Flock, President reported that she would be asking the Foundation to pay for the Audit at their next meeting citing broad support for it, but the Society does not have funds for a full audit.
 1. Previous discussions resulting in no actions as it is too cost prohibitive for the Society at this point in time.
- ii. No one had yet reached out to any CPAs, Accountants, or Auditing firms to discover both the timeline of a full audit, the scope of the audit, nor the final costs associated with an audit.
 1. Nor, professional advice on whether a full audit is necessary, or if internal reviews would suffice.
 2. Our Bylaws refer to an "audit" in 1953 terminology, not modern, full, separate distinctions.
- iii. Jessica brought up that last year Aley had reached out to a member that was a CPA that had stated she might do it. However, Aley reported that as they are retired, she not only would not charge to do it, but that it could not be legally considered an audit as they no longer have their CPA certifications and she was concerned about the legal ramifications of such if this had to go to the IRS, etc. She suggested that it sounded more like it is just an internal review we need.
- iv. Jessica, as President, motioned to get estimates for an audit and ask the Foundation to potentially pay for an audit if necessary. It was seconded by Deb Davidson. Ms. Flock commented that the motion was passed.

b. "In-House" printer

- i. Heidi McCullough moved to extend the rental agreement with Aley Philp for January and February at \$98 per month to be rediscussed at a later date. Seconded by Dean King. Approved unanimously.

c. 2025 Trek – Converse County – June 19-22, 2025

- i. Heidi McCullough reported on the planning progress of the Trek and that the routes were generally planned and that they would be working on sponsorships and budgeting.

d. 2025 Annual Meeting – Fort Bridger Historical Association

- i. Nancy Tabb moved to approve alternative dates for the 72nd WHS Annual Meeting in Fort Bridger – September 11-14, 2025. Seconded by Heidi McCullough. Approved unanimously.

e. 2026 Trek – Albany County – June 18-21, 2026

- i. Jessica Flock, reported that it will be on the Laramie River History.

f. 2026 Annual Meeting – Fremont County

- i. Aley Philp reported that she spoke to Fremont County Chapter President Tom Jones last week and they are happy to host in 2026.

g. Proposal to move the WHS Main office to Wind River Heritage Center

- i. This discussion was tabled for a different date.
 1. *Update: On February 20, 2025 Nancy Tabb made the motion via email vote for the Wyoming Historical Society main office to be relocated from Wheatland, Wyoming to the Wind River Heritage and Welcome Center in Riverton, Wyoming and that their proposed rental agreement be accepted. The motion was seconded by Heidi McCullough and was passed by a vote of 4 to 2; six committee members voting.

XIII. Next Meeting Date

The next regular meeting of the Wyoming Historical Society Executive Committee will be on April 12, 2025 in Douglas at the Converse County Library, time TBA.

XIV. Adjournment

There was no motion nor second to adjourn the meeting. Jessica Flock, as President, ended the meeting at 1:32 p.m.