

**MUSEUM OF SCIENCE & INDUSTRY, INC.**  
**BOARD MEETING MINUTES**  
**Tuesday, April 16, 2019 at 12:00pm**  
**MOSI 4801 E. Fowler Avenue, Tampa 33617. 2<sup>nd</sup> Floor**  
**PRESIDING OFFICER: Robert Thomas**

**Board Members Present:** Ashley Carl, Bret Feldman, Karrie Hebert, Patti Jurinski, Ken Hagan, Michael Morris, Lori Nissen, Larry Plank, Robert Thomas

**Board Members Absent:** Matt Lazzara\*, Kimberly Madison\*, Dennis Rogero

**MOSI Staff Members in attendance:** Julian Mackenzie, Rob Lamke, Briget Hart, Janet White, Kenyetta White-Johnson (recording)

**Guests in Attendance:** Sam Lazzara, from Rivero Gordimer

The meeting was called to order at 12:02pm by Board Chair, Robert Thomas

**Public Comments-** There were no members of the public present at the meeting.

**Audit Review-** Sam Lazzara, with Rivero Gordimer gave a high-level review of the 2018 Audit

Report on 2018 Audit of Financial Statements

- Unmodified Opinion
- No disagreements with management

Responsibilities under Generally Accepted Auditing Standards (GAAS)

- Audits performed in accordance with GAAS
- Objective is reasonable-not absolute-assurance that the financial statements are free of material misstatement

Responsibilities under Government Auditing Standards

- Compliance with laws, regulations, contracts and grants

Internal Accounting Controls

- Reviewed controls to the extent necessary to render an opinion on the financial statements
- No material weaknesses noted

Management Cooperation

- Received full cooperation
- Full access to books and records

Sam Lazzara left the meeting at 12:18pm

**Consent Agenda-** No corrections or changes were noted to the January 2019 meeting minutes.

***Approved by acclamation***

At the beginning of the meeting, Ashley inquired as to why Schumaker, Loop & Kendrick, LLP was representing MOSI, when the board had given the direction to MOSI staff to put the RFP process on hold. Rob Lamke reported that there had been conversations with the firm and some members of MOSI

staff regarding the MOSI in Motion project. Additional conversations were also had with the firm to represent MOSI free of charge. The only fees charged would be mileage. Ashley reminded Rob that the decision to move forward was contrary to the board's decision. Robert Thomas added that the "agreement" has been unplugged. The board had decided during the January 2019 meeting to only move forward with the purchase of the first van, since it was possible that the free services and representation by Schumaker, Loop & Kendrick, LLP could deter any other firms from pursuing the RFP.

### **Governance Committee Report**

Patti Jurinski gave an update to the board on changes to the board roster. There are currently two vacant seats, that need to be filled, and a few board members' terms will end in September 2019, and several board members whose terms will be ending in September. Including Matt Lazzara, Kimberly Madison. Julian has been proactively recruiting potential board members taking into account the skill sets needed to fill the vacant positions.

During the Governance Committee meeting earlier today, the committee approved a vote to make a recommendation to the Board of Directors to extend an invitation to Holly Markham and Gina Evans to join the MOSI Board of Directors, and should Gina and Holly accept the invitation, they officially added to the Board.

Robert Thomas made a motion to approve the recommendation, Patti seconded . The recommendation was approved by the Board of Directors.

### **Retirement Plan**

The Non-Elective (basic) contribution to the Museum of Science and Industry Tax Deferred Annuity Plan for the 2019 Plan Year (January 1 through December 31) will be 3% of the employee's compensation. To be eligible for this contribution, employee must complete at least 1,000 hours of service in a consecutive twelve month period.

The matching contribution to the Museum of Science and Industry Tax Deferred Annuity Plan for the 2019 Plan Year (January 1 through December 31) will be 100% of employee's salary deferrals up to 3% of compensation. To be eligible for this contribution, employees must be eligible for the Non-Elective contribution based on service requirements.

(There are no service requirements for employees to participate in the Plan; employees enter the Plan as of date of hire and salary deferrals may begin immediately.)

***A motion to approve was made by Michael Morris, seconded by Dennis Rogero and approved by the Board of Directors.***

### **City of Tampa Certificate of Compliance-**

Briget Hart gave an overview of the City of Tampa's Certificate of acceptance and Compliance. The certificate certifies that MOSI has in place the following policies:

- Conflict of Interest Policy

- Anti-nepotism policy
- Whistleblower policy
- The total salary and benefits of each Executive Staff member and any affiliated corporate entities as required by paragraph 2-525(5)a. 2&3

**Van Purchase-** Julian provided the following information on the purchase of MOSI's outreach van:

- Outreach Budget surplus- \$72, 276
- Van Price- \$39, 303 plus tag
- Operating expenses already included in the budget
- \$14,000 raised in contributions
- (1) donor confirmed for funding (1) van
- (1) donor still considering funding of (1) van
- Insurance cost \$3,500 per year
- 8 year/150,000 mile extended warranty - \$5,350
- Wrap \$2, 500
- No CDL required
- Tracking system \$480 per year

***A motions to approve the purchase of the purchase of the van was made by Bret Feldman, seconded by Lori Nissen and approved by the Board of Directors***

**Department Updates-**Department updates were provided by Rob Lamke and Janet White, as follows:

#### Q1 Attendance Data

- Q1 Attendance of \$25,870
  - Thanksgiving week 2017= 1,088 (newly opened)
  - Thanksgiving week 2018= 861
  - 20% difference (Expected in year #2)
  - December 2017= 13,600
  - December 2018= 10, 283
  - 25% difference (expected in year #2)
  - Christmas break week (Dec) 2017 = 4,746 (Full-pay admission = 2,114)
  - Christmas break week (Dec) 2018= 3,626 (Full-pay admission= 2,053)
  - 24% difference in overall attendance
  - 3% difference only in full-pay
  - Members in December 2017= 1,518
  - Members in December 2018= 811
  - 47% difference
    - 2017 had many holdovers
    - Venue struggles as a "Member" culture
- Operations General Admission/Experience
  - General Admission
    - Budget- \$46,268; Actual \$50, 989; Revenue \$4,721

- YTD- Budget- \$123, 457; Actual \$126,188; Revenue \$2731
  - Experience Revenue-Planetarium/VR/Ropes
    - Budget- \$24,550; Actual \$22,421, Revenue - \$2,129
    - YTD- Budget \$50,436; Actual \$51, 804, Revenue \$1, 368
- Education
  - School groups- First quarter 2019
    - Group General Admission --7, 534 guests
    - Group Program Participants—7,398 guests
    - That is 98% rate of groups participating in a group program
  - Camps
    - Thanksgiving break registration- 24 participants
    - Winter break camp registration- 64 participants
    - Summer Camp registration will go live the last week of January
  - First quarter numbers
    - Group Admission- Revenue \$26,325; Budget \$14,500
    - Group Programs- Revenue \$21, 656; Budget- \$10,600
    - All Outreach- Revenue \$53,131; Budget- \$55,750
    - Camps – Revenue \$7,299; Budget- 6,780
    - Scouts- Revenue \$3,248; Budget \$3,000
    - Space- Revenue \$7,748; Budget \$3,000
    - Camp-In \$7,059; Budget \$2,000
    - Total Revenue \$137,939; Budget \$113,180
    - Grants \$10,500

**Financials-** The Financials were reviewed by the Finance Committee during their meeting this morning. No changes/revisions were made during that meeting. The board of directors agreed to accept the Financials as reviewed by the Finance Committee.

**RFP-** The Scope of work for the proposed RFP process was presented to the Board by Julian Mackenzie, as a recap from the last board meeting. Julian reported that MOSI would like to hire a firm to assist with identifying support. After further discussion, the board decided not to move forward with the RFP process at this time.

**Chair Remarks-** Robert Thomas congratulated the MOSI staff, and reported that the MOSI stakeholders appreciate the job that the staff is doing.

**Executive Session-** at 12:58pm, Robert Thomas requested that the board go into an executive session. At which time, all MOSI staff members left the meeting. The board remained in executive session until the meeting adjourned at 2:08pm

\*tried calling in to the meeting. Due to phone system issues, the dial-in option was not available.

***Next Meeting, July 16, 2019 at MOSI***