
Talkeetna Historical Society Board Orientation Manual

governance, committees, minutes, financial



Introduction

The society was formed in 1972 in an effort to preserve the one room schoolhouse and preserve Talkeetna's history. Minnie Swanda, Pete Dana, Dorothy Jones, Roberta Sheldon and others began the society. There was no incorporation until 1985. Then they set forth getting 501c3 status from the IRS as a non profit corporation, which occurred in 1989.

The incorporation board in 1985 was: *Dorothy Jones, Margaret Melnick, Myrna Hales, Minnie Swanda, Roberta Sheldon, Lynn Stevens, Sari Cantrell, Verna Thompson, Gloria Johnson.*

Since those days there has been a long list of Talkeetna and Trapper Creek residents that have volunteered their time on the THS and Museum Board of Directors. The first employee was hired in the late 70s. Then there was usually either paid or summer time help to run the increasingly busy tourist season. The mainstay of the Museum was the Moose Dropping Festival, started in 1972 to help



raise funds. In 2009, its 37th year, after a particularly rough festival, the board held a town meeting and due to the feelings of the majority in attendance, the festival was put on hold. That year, an estimated 5,000 people had attended the festival, public intoxication was prevalent, violence was attributed to gangs from Anchorage in attendance, and a 21 year old man disappeared in the river after he jumped off the railroad bridge. His body was never found. The Board was able to get a service mark (trademark) for the Talkeetna Moose Dropping Festival to preserve its history and keep others from using the name. But the festival has not made a reappearance due to the still strong feelings of many residents.

Over the years, many efforts of preservation of buildings and oral history have taken place.

In 2011, an entirely new board of 7 took over a flailing organization on the cusp of complete collapse. It took about 3 years and a lot of struggle and sweat to get membership back on track and to get board members to stay on the board for more than one year.

By the end of 2014, the organization had managed to accumulate 3/4 of a year of operating reserve in savings as well as the Nagley Endowment/Historical society fund. Today the endowment sits at the Alaska Community Foundation with a \$90,000 principal. And there is a 3/4 years worth of operating funds in the bank.

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Mission Statement: Preserving, Interpreting and Sharing Talkeetna's Past, to enrich the Present and inspire the Future.

Purpose - The Talkeetna Historical Society preserves the character, stories, artifacts, and historic structures of our area. The general purpose shall be to collect, preserve, research, and interpret the heritage of Talkeetna, Alaska, and thereby to foster a deeper understanding and appreciation of our communities history, art, and natural environment by all.

Vision: The Talkeetna Historical Society will be recognized as the leading voice in the preservation of Talkeetna's history, natural environment and character.

Activities:

Moose Dropping Festival - the last festival to occur was 2009. There are still associated events: the annual Miners Day softball tournament is still held on the same weekend as the traditional MDFestival. Mountain Mother Contest was held in 2013 in an attempt to bring some of the festival back. The Moose Toss was also held. The Moose Dropping drop is held by the VFW on July 4th.

Jeopardy - this activity has been on hold for a couple of years. In the past, we've coordinated with DAC to split the pot or take proceeds of liquor sales. It brings in about \$600 total. We've tried January, April and October as months to hold this event. The biggest was actually January.

Mountaineering Talks - used to be daily in the mountain room. Stopped due to Covid19. Part of admission to the museum.

AmazonSmile - People can log on to Amazon thru our website and a percentage of profits comes back to THS.

Pick Click Give. - Organizations can belong to this list of charitable organizations and Alaskans give a part of the PFD to their favorite non profit. THS has to pay \$250 to be part of this program.

Non profit/Sustaining Talkeetna non profits - this is a new collaborative effort among Talkeetna non profits. It will be a study starting the summer of 2015 to look at what non profits can do to work better together. It started with the 4 property owners in downtown having discussions - DAC, THS, NSI and KTNA. The collaboration may turn into a cooperative of non profits...all keeping their identity but overseen by one large board (while each non profit only needs a board of 3 to do basic management). The goal is to reduce stress, burnout and resource management of all the non profits.

Past Grants - Over the years, since 1972, many grant applications have been submitted and many grants received. They include: renovation of the Dahl cabin roof, purchase of Belle's historic site, purchase and renovation of H. Robb cabin, renovation of museum green space, walking tour maps/brochures,

BUDGET - see financials

MEMBERSHIP - 130 members in 2021.

Board List

BOARD OF DIRECTORS

Sharon Montagnino, President term expires 11/2021 (2nd term)
phone 907- 982-7525
PO Box
Talkeetna, AK 99676

Description of Officers

PRESIDENT / CHAIR

- *General:* Ensures the effective action of the board in governing and supporting the organization, and oversees board affairs. Acts as the representative of the board as a whole, rather than as an individual supervisor to staff. Meets regularly with the ED.
- *Community:* Speaks to the media and the community on behalf of the organization (as does the executive director); represents the agency in the community.
- *Meetings:* Develops agendas for meetings in concert with the executive director. Presides at board meetings.
- *Committees:* Recommends to the board which committees are to be established. Seeks volunteers for committees and coordinates individual board member assignments. Makes sure each committee has a chairperson, and stays in touch with chairpersons to be sure that their work is carried out; identifies committee recommendations that should be presented to the full board. Determines whether executive committee meetings are necessary and convenes the committee accordingly.
- *Executive Director:* Establishes search and selection committee (usually acts as chair) for hiring an executive director. Convenes board discussions on evaluating the executive director and negotiating compensation and benefits package; conveys information to the executive director.
- *Board Affairs:* Ensures that board matters are handled properly, including preparation of pre-meeting materials, committee functioning, and recruitment and orientation of new board members.

VICE PRESIDENT / VICE CHAIR

- *General:* Acts as the president/chair in his or her absence; assists the president/chair on the above or other specified duties.
- *Special Responsibilities:* Frequently assigned to a special area of responsibility, such as membership, media, annual dinner, facility, or personnel.
- Some organizations choose to make the vice president, explicitly or implicitly, the president-elect.

TREASURER

- *General:* Manages the board's review of, and action related to, the board's financial responsibilities. May work directly with the ED in developing and implementing financial procedures and systems.
- *Reports:* Ensures that appropriate financial reports are made available to the board. Regularly reports to board on key financial events, trends, concerns, and assessment of fiscal health.
- *Finance Committee:* Chairs the Finance Committee. (In larger organizations, a separate Audit Committee may be chaired by a different person.) May meet with ED and auditor if an audit is performed.

SECRETARY:

Keeps track of minutes of each board meeting. Accurately accounts for actions taken at each meeting and gets minutes out in a timely manner to the rest of the Board after each meeting.

Meeting Dates: The THS Board meets on the 2nd Wednesday of the month unless otherwise noted

Talkeetna Historical Society (THS)

Board of Directors Meeting
Wednesday, August 11, 2021

5:00 p.m. at the Sheldon Community Arts Hangar

I. Call to Order: 5:10 p.m.

II. Roll Call: Board Members present were Sharon Montagnino, President, Holly Stinson, Secretary, Katie Gilligan, Treasurer, Joellen Bye, and Autumn Merritt. Debbie Reiswig and Paul Roderick, Vice-President, were absent with notice. Also present was Sue Deyoe, Executive Director.

III. Agenda additions/corrections: None

IV. Approval of July minutes: Joellen moved, Autumn seconded to approve minutes; motion passed.

V. Persons to be Heard: Brenda Walsh from Concious Coffee was on agenda but not able to be present. Sue updated the Board on Brenda's subject matter which was notification of a small addition to rear of their building, wondering about any concerns since it was within the historic district.

VI. Communications received: Letter from Lisa Shelby, principal at Su Valley Jr/Sr High School. After discussion the Board decided to add "D. Funding Request for Seniors' Field Trip" to New Business on the agenda.

VII. Reports

a) Financial Report: The Board reviewed financial statements, and the financial report stands for audit.

b) Executive Director's Report: Sue had nothing to add to the written report distributed to the Board prior to the meeting.

c) Gaming/Fundraising Report: Sue and Joellen reported there have been 39 raffle tickets sold for the "Hard Cash for History" raffle in October.

VIII. Unfinished Business

a) Update on Rehabilitation: Sue reported discussions with Roger Robinson and Brian Okonek concerning support for a new building, but not as an official partnership with NPS. NPS Historic Architect Grant Crosby is scheduling electrical, mechanical, and structural engineers to all inspect the Schoolhouse on September 28. Representatives from the Building

Committee should be included in the inspection that day. Sue relayed that Grant now believes any new building to house the Denali Model should be located at the NPS Ranger Station in Talkeetna rather than his original suggestion it be on THS museum grounds. It was agreed that Sue and perhaps Paul Roderick approach local ranger head Tucker Chenoweth about an informal partnership with THS to have a new building on museum grounds for the Denali Model.

- b) Update on Cheese Shop or Downtown: The Board discussed ongoing issues downtown and proposed creation of a joint committee of Talkeetna Community Council and Talkeetna Chamber of Commerce to address these, including on the committee members of THS if within the Historic District. Sue is on the Chamber Board and will suggest this at their next Board meeting.

IX. New Business

- a) Report from recent Exec Committee meeting: Sharon updated the Board on the recent Executive Committee meeting with Sue, when an outline for ideal staffing positions was created. The Budget committee will take this into advisement when preparing a budget for 2022.
- b) Committee updates: Sharon requested the Board secretary keep a current list of committees as well as Board members' terms and contact information to share with all members. She also requested that potential Board candidates send their applications to the Board secretary by email or mail/drop off at Museum. There was discussion on an orientation manual for Board members. Sue will post past minutes on the web site along with current list of Board members, by-laws, and the application for serving as a Board member.
- c) Nominating Committee: Holly Stinson and Autumn Merritt will serve on the nominating committee, with a deadline for applications allowing enough time to review them and make a recommendation to the Board at the October meeting.
- d) Funding Request – Seniors' Field Trip: Jo moved that THS provide a scholarship to Su Valley Jr/Sr High School for \$770 to cover admissions and transportation for a field trip to the Anchorage and Native Cultural museums. Autumn seconded; after discussion the motion passed.

X. Next meeting is scheduled for Wednesday September 8 at 5:00 p.m.

Autumn moved to adjourn the meeting at 7:05 p.m.

Respectfully submitted by Holly Stinson, Secretary

Talkeetna Historical Society (THS)

Board of Directors Meeting
Wednesday, July 14, 2021
5:00 p.m. at the Sheldon Community Arts Hangar

I. Call to Order: 5:00 p.m.

II. Roll Call: Board Members present were Sharon Montagnino, President, Holly Stinson, Secretary, Katie Gilligan, Treasurer, Joellen Bye, Autumn Merritt, and Debbie Reiswig. Paul Roderick, Vice-President, was absent without notice. Also present was Sue Deyoe, Executive Director.

III. Agenda additions/corrections: Under Financial Report change “new budget” to “Revised 2021 Budget”

IV. Approval of June minutes: Joellen moved, Debbie seconded to approve minutes; motion passed.

V. Persons to be Heard: None

VI. Communications received: None

VII. Reports

a) Financial Report: The Board reviewed financial statements, and the revised 2021 budget. The financial report stands for audit. Autumn moved, Debbie seconded to approve the revised 2021 budget. Motion passed.

b) Executive Director’s Report: Sue had provided a written report to the Board prior to the meeting.

c) Softball Committee: The softball committee had not met after the Koch Memorial Softball Tournament, but Katie reported there were no complaints raised. Joellen, also serving on the softball association board, concurred.

VIII. Unfinished Business

a) NPS engineers and building: Sue related that NPS Historic Architect Grant Crosby is scheduling electrical, mechanical, and structural engineers to all inspect the Schoolhouse on the same day sometime in August.

b) Hours/Day of Operation: Sue asked the Board about opening on Monday and Tuesday this summer, to allow visitors to view the NPS film on climbing Denali. After discussion, it was the consensus to have Sue advertise for a part-time person to staff the front desk four hours on Mondays and Tuesdays, for an 8 hour total work week.

IX. New Business

a) Historic District/SPUD: Katie moved, seconded by Debbie, for THS to complete a complaint form to MSB concerning Borough code violations at Mimi’s Haus of Cheese on

townsite lot behind the Fairview Inn. In addition, a cover letter should accompany the form referring to the violations of setbacks, junk on property, and excessive noise (above allowed decibels for music). After discussion, motion passed.

- b) Reprinting “walking tour map”: Sue shared an updated map and asked for input on the trail along platted “A Street” by the rip rap dike. The Board agreed not to show this trail on the map as creating/upgrading the existing path is in litigation with adjacent property owner suing Mat-Su Borough. Suggestions were made to show the “Big 3” mountains of the Alaska Range, and the Chase trail.

X. Next meeting is scheduled for Wednesday August 11 at 5:00 p.m.

Joellen moved to adjourn the meeting at 5:54 p.m.

Respectfully submitted by Holly Stinson, Secretary

Talkeetna Historical Society (THS)
Board of Directors Meeting
Wednesday, June 9, 2021
5:30 p.m. at the Museum

I. Call to Order: 5:31 p.m.

II. Roll Call: Board Members present were Sharon Montagnino, President, Holly Stinson, Secretary, Katie Gilligan, Treasurer (via Zoom teleconference), Joellen Bye, Autumn Merritt, and Debbie Reiswig. Paul Roderick, Vice-President, was absent with notice. Also present was Sue Deyoe, Executive Director.

III. Agenda additions/corrections: None

IV. Approval of May minutes: Joellen moved, Autumn seconded to approve minutes as corrected; motion passed.

V. Persons to be Heard: None

VI. Communications received: None

VII. Reports

a) Financial Report: The Board reviewed financial statements, the financial report stands for audit.

b) Executive Director’s Report: In addition to Sue’s written report, Sue announced the NPS

funding for hiring engineers to assess the condition of the Schoolhouse had been obtained, according to Grant Crosby. Sue and Holly met with author Nola Campbell's grandson, and Sue is now in contact with authorized representative of the estate (granddaughter), who handles the book Talkeetna Cronies. THS has obtained 36 copies of the book, which is out of print, to offer for sale. Rose Jenne donated numerous flowers to THS for the grounds this summer.

c) Softball Committee: The next softball tournament will happen prior to the next THS Board meeting, so the softball committee will meet before then in order to have a report for our next Board meeting.

VIII. Unfinished Business

Joellen read off a list of proposed names for the THS Raffle; the committee has not yet decided on a name. Once it is named the committee can order tickets so they can be sold at the museum admission desk even prior to the competing VFW Moose Dropping raffle tickets.

IX. New Business

None

X. Next meeting is scheduled for Wednesday July 14 at 5:00 p.m.

Joellen moved to adjourn the meeting at 5:52 p.m.

Respectfully submitted by Holly Stinson, Secretary

Alaska Entity #: 35638D

**State of Alaska
Department of Commerce, Community, and
Economic Development
Corporations, Business and Professional Licensing**

**CERTIFICATE
OF
INCORPORATION
Nonprofit Corporation**

THE UNDERSIGNED, as Commissioner of Commerce, Community, and Economic Development of the State of Alaska, hereby certifies that Articles of Incorporation duly signed and verified pursuant to the provisions of Alaska Statutes has been received in this office and have been found to conform to law.

ACCORDINGLY, the undersigned, as Commissioner of Commerce, Community and Economic Development, and by virtue of the authority vested in me by law, hereby issues this certificate to

TALKEETNA HISTORICAL SOCIETY

and attaches hereto the original copy of the Articles of Incorporation for such certificate.



IN TESTIMONY WHEREOF, I execute this certificate and affix the Great Seal of the State of Alaska on **May 1, 1985**.

A handwritten signature in cursive script that reads "Susan Bell".

Susan Bell
Commissioner

State of Alaska

Department of Commerce and Economic Development

Certificate

NONPROFIT CORPORATION

The undersigned, as Commissioner of Commerce and Economic Development of the State of Alaska, hereby certifies that duplicate originals of the Articles of Incorporation of

TALKEETNA HISTORICAL SOCIETY

have been received in this office and are found to conform to law.

ACCORDINGLY, the undersigned, as such Commissioner of Commerce and Economic Development, and by virtue of the authority vested in him by law, hereby issues the Certificate of Incorporation and attaches hereto a duplicate original of the Articles of Incorporation.



IN TESTIMONY WHEREOF, I execute this certificate and affix the Great Seal of the State of Alaska this

1st day of May, A. D. 19 85.

Leon H. Loomis

COMMISSIONER OF COMMERCE AND
ECONOMIC DEVELOPMENT

08-120

DATE 5-1-85
AMOUNT REC'D
\$35-
RECEIPT NO.
2334-85

ARTICLES OF INCORPORATION
of the
TALKEETNA HISTORICAL SOCIETY
(a non-profit organization)

FILED FOR RECORD
STATE OF ALASKA

MAY 1 1985

DEPARTMENT OF COMMERCE
& ECONOMIC DEVELOPMENT

We, the undersigned, residents of the State of Alaska, and being over the age of nineteen (19) years, desiring to form a non-profit corporation, do make and subscribe to these Articles of Incorporation:

ARTICLE I

Name

The name of the corporation shall be the TALKETNA HISTORICAL SOCIETY.

ARTICLE II

Purpose

This Corporation shall have as its primary purposes the following:

(a) To encourage the preservation and utilization of Alaska's historic resources as a cultural, economic and educational asset; to provide communications between the existing historical societies within the State and to serve as a cooperating agency with national, municipal, state, private and local organizations in an effort to accomplish these ends.

(b) To receive and administer funds and properties of all kinds for the above purposes, and to that end to take and hold by bequest, devise, gift, purchase, loan or lease, either absolutely or in trust, for said purposes or any of them, any property, real, personal or mixed, without limitations as to amount or value, except such limitations, if any, as may be imposed by law or by the provisions of its articles of incorporation; to sell, convey and dispose of any such property and to invest and reinvest the principal thereof, and to deal with and expend such principal or the income therefrom for any of the purposes of the corporation, either by direct action of the corporation or by means of trusts created by it, without limitation, except such limitations, if any, as may be contained in the instrument under which such funds of property are received; to receive any property, real, personal or mixed, in trust, under the terms of any deed, will, deed of trust of other

trust instrument for the purposes of the corporation, and in administering the same to carry out the directions and exercise the powers contained in the instrument under which the property is received, including the expenditure of the principal as well as the income for one or more of such purposes, if authorized or directed in the instrument under which it is received; to receive, take title to, hold and use the proceeds and income of real estate, personal estate, stocks, bonds, obligation, domestic or foreign, for the purposes of the corporation and in general to exercise such other powers as the Directors may deem requisite to promote the general purposes of the corporation and as are permitted by law to corporations of its class, and to have all other powers with which such corporations are endowed.

(c) In order to obtain funds in furtherance of the above-stated purposes, the corporation shall have power to conduct campaigns for raising of funds and to accept contributions from individuals, corporations and other bodies, foundations and organizations. It shall have power to print, edit and publish, make, display and sell books and magazines, pictures, slides and cinemas, as may be necessary or desirable for the accomplishment of the purposes of the corporation; to buy, sell and generally deal in appropriate and related souvenirs, curios, mementos and publication. It shall have power to solicit and receive funds from the public for the purposes of the corporation, but no part of such funds or property received as a gift and no part of the net earnings, or any of the principal, or corpus, or this corporation shall inure to the benefit of any Director, Directors, Member or Members of the corporation.

ARTICLE III

Powers

The powers of this corporation shall include all powers prescribed and authorized by statute.

ARTICLE IV

Principal Office

The principal office of this corporation shall be located at Talkeetna, Alaska.

ARTICLE V

Registered Agent

The registered agent and registered office of the corporation shall be:

Verna Thompson	Verna Thompson
Block 5	Box 1
Denail Heights Subdivision	Talkeetna, Alaska 99676
Talkeetna, Alaska 99676	

ARTICLE VI

Duration

The duration of this corporation shall be perpetual.

ARTICLE VII

Membership

Any person may become a member of this corporation upon subscribing to its objects and purposes and meeting the qualifications for membership prescribed in the By-Laws.

ARTICLE VIII

Annual Meeting

The membership of the corporation shall meet annually on the second Sunday of September at 7:30 p.m. at the principal office of the corporation, unless a different time and place are determined in advance by the Board of Directors.

ARTICLE IX

Board of Directors

There shall be nine (9) directors who shall constitute the initial Board of Directors. Increases or decreased in the number of directors may be made by the By-Laws.

The names and addresses of the initial Directors are as follows:

NAME	ADDRESS
1. Dorothy A. Jones	Box 109, Talkeetna, Ak 99676
2. Margaret W Melnick	Box 452, Talkeetna, Ak. 99676
3. Myra E. Hales	Box 88, Talkeetna, Ak 99676
4. Minnie A. Swanda	Box 109 Talkeetna, Ak 99676
5. Roberta Sheldon	Main St. Talkeetna, Alaska 99676
6. Lynn J Stevens	PO Box 189 Talkeetna, Alaska - 99676
7. Sari Cantrell	P.O. Box 438 Talkeetna AK 99676
8. Verna M Thompson	PO Box 1 Talkeetna AK 99676-0001
9. Gloria B. Johnson	P. O. Box 411 Talkeetna AK 99676

The Board of Directors above-named shall meet promptly after issuance of Certificate of Incorporation by the commissioner of Commerce for the purposes of election of officers, adoption of By-Laws and all necessary business of the corporation.

The management of the affairs of the corporation is vested in its Board of Directors.

The first Board of Directors, and the officers, shall serve until the first annual meeting of the membership.

ARTICLE X

Officers

The officers of this corporation shall be a President, a Vice-President, a Secretary, a Treasurer, and such other officers as designated by the Board of Directors. They shall be elected by the members of the Board of Directors following the annual meeting of the membership. Their qualifications, powers and duties shall be stated in the By-Laws.

ARTICLE XII

Dissolution

In the event this corporation is dissolved, all property then owned by it shall become the property of a non-profit, charitable, educational, or governmental organization as determined by the Board of Directors.

The following constitute the incorporators of this corporation:

1. *Sarahy A. Jones* *Box 109, Talkeetna, Ak 99676*
2. *Yngant W Melnick* *Box 432, Talkeetna, Ak. 99676*
3. *Myra E. Hales* *Box 88, Talkeetna, Ak 99676*
4. *Minnie P. Swanda* *Box 109 Talkeetna, Ak 99676*
5. *Roseeta Sheldon* *Main St.
Talkeetna, Alaska 99676*
6. *Lynne J Stevens* *P.O. Box 189
Talkeetna Alaska 99676*
7. *Sari Cantrell* *P.O. Box 438 Talkeetna Ak 99676*
8. *Verna M Thompson* *P.O. Box 1 Talkeetna Ak 99676-0001*
9. *Gloria B. Johnson* *P.O. Box 411 Talkeetna Ak 99676*

STATE OF ALASKA)
 : ss.
 THIRD JUDICIAL DISTRICT)

THIS IS TO CERTIFY that on the 27th day of April
1985, before me, the undersigned Notary Public in and for Alaska, duly
commissioned and sworn as such, personally appeared

1. Sarahy A. Jones Box 109, Talkeetna, Ak. 99676
2. Margaret Melnick Box 452, Talkeetna, Ak 99676
3. Myra E. Heles Box 88, Talkeetna, Ak 99676
4. Minnie E. Swander Box 109 Talkeetna, AK 99676
5. Ronita Sheldon main St.
Talkeetna, Alaska 99676
6. Lynn J Stevens P.O. Box
Talkeetna, Alaska - 99676
7. Sari Cantrell P.O. Box 438 Talkeetna AK 99676
8. Verna M. Thompson P.O. Box 1 Talkeetna AK 99676
9. Gene B. Johnson P.O. Box 411 Talkeetna AK 99676

known to me and known to me to be the incorporators of the TALKEETNA
HISTORICAL SOCIETY, and they acknowledged to me the execution of the
above and foregoing Articles of Incorporation to be their free and voluntary
act and deed for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
notarial seal, the day and year in this certificate first above written.

Rose M. Jensen
Notary Public in and for Alaska
My Commission Expires: February 6, 1988

35634-D

Alaska



FILED FOR RECORD
STATE OF ALASKA

JUN 25 1985

DEPARTMENT OF COMMERCE
& ECONOMIC DEVELOPMENT

Talkeetna Historical Society
P.O. Box 76
Talkeetna, Alaska 99676
June 17, 1985.

Willis Kirkpatrick
Director
Dept. of Commerce +
Economic Development
Pouch D
Juneau, Alaska 99881

Dear Mr. Kirkpatrick,

Here is a list of officers to be
filed with our incorporation papers,
for the Talkeetna Historical Society.

Treas.	Margaret Melnick	Box 452	TKA
V. P.	Arthur Mannix	Box 284	TKA
Sec.	Sari Cantrell	Box 438	TKA
Treas	Lynn Stevens	Box 189	TKA

99676

Thank you,
Sari Cantrell

Alaska Entity #: 35638D

**State of Alaska
Department of Commerce, Community, and
Economic Development
Corporations, Business and Professional Licensing**

**CERTIFICATE
OF
AMENDMENT
Nonprofit Corporation**

THE UNDERSIGNED, as Commissioner of Commerce, Community, and Economic Development of the State of Alaska, hereby certifies that Articles of Amendment to the Articles of Incorporation, duly signed and verified pursuant to the provisions of Alaska Statutes, have been received in this office and have been found to conform to law.

ACCORDINGLY, the undersigned, as Commissioner of Commerce, Community and Economic Development, and by virtue of the authority vested in me by law, hereby issues this certificate to

TALKEETNA HISTORICAL SOCIETY

and attaches hereto the original copy of the Articles of Amendment.



IN TESTIMONY WHEREOF, I execute this certificate and affix the Great Seal of the State of Alaska on **January 23, 1989.**

A handwritten signature in cursive script that reads "Susan Bell".

Susan Bell
Commissioner

35638-D

State of Alaska

Department of Commerce and Economic Development

Certificate
CERTIFICATE OF AMENDMENT

The undersigned, as Commissioner of Commerce and Economic Development of the State of Alaska, hereby certifies that duplicate originals of Articles of Amendment to the Articles of Incorporation, duly signed and verified pursuant to the provisions of the Alaska Nonprofit Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY, the undersigned, as Commissioner of Commerce and Economic Development, and by virtue of the authority vested in him by law, hereby issues this Certificate of Amendment to the Articles of Incorporation of

TALKEETNA HISTORICAL SOCIETY

and attaches hereto a duplicate original of the Articles of Amendment.



IN TESTIMONY WHEREOF, I execute this certificate and affix the Great Seal of the State of Alaska this

23rd day of January, A.D. 19 89

Larry Mercurieff

Larry Mercurieff
COMMISSIONER OF COMMERCE AND
ECONOMIC DEVELOPMENT

(Please do not write in spaces below -- for Department use)

Date Received	Return duplicate originals and \$15.00 fee to:	FILING DATE:
Receipt No.:	Dept. of Commerce and Economic Development Corporations Section P.O. Box D-CORP Juneau, Alaska 99811-0800	Filed for Record State of Alaska
Amount:		JAN 23 1989 Department of Commerce and Economic Development

ARTICLES OF AMENDMENT
(Domestic Nonprofit Corporation)

The undersigned hereby adopts the following amendment to its Articles of Incorporation pursuant to AS 10.20.181:

ARTICLE I (See Part 2 of instructions)

The name of the corporation is:

Talkretna Historical Society, Inc.

ARTICLE II (See Part 3 of instructions)

The following amendment to the Articles of Incorporation was adopted on the 14 day of January, 19 89, by the members board of directors.

A. If adopted by the members, check one of the following:

There are members entitled to vote on the amendment; a quorum was present at the meeting and the amendment received at least two-thirds of the votes which members present at the meetings or represented by proxy were entitled to cast.

There are members entitled to vote on the amendment, and the amendment was adopted by a consent in writing signed by all members entitled to vote, with respect to the amendment.

B. If adopted by the board of directors, check one of the following:

There are no members; and

There are no members entitled to vote; and

the amendment received the vote of a majority of the directors in office.

08-146 (Rev. 2/87)

ARTICLE III (See number 4 of the instructions) Any article being amended must be set forth in its entirety. Any number of articles may be amended, deleted, or added.

Resolved that Article _____ of the Articles of Incorporation be amended to read as follows:

ARTICLE II IS AMENDED BY THE ADDITION OF SECTION (d) WHICH READS AS FOLLOWS;

(d) THIS ORGANIZATION IS ORGANIZED EXCLUSIVELY FOR EDUCATIONAL PURPOSES WITHIN THE MEANING OF SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE.

ARTICLE III IS AMENDED BY THE ADDITION OF SECTION (a) WHICH READS AS FOLLOWS;

(a) NOTWITHSTANDING ANY OTHER PROVISION OF THESE ARTICLES, THE CORPORATION SHALL NOT CARRY ON ANY OTHER ACTIVITIES NOT PERMITTED TO BE CARRIED ON (a) BY A CORPORATION EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE OF 1954 (OR THE CORRESPONDING PROVISION OF ANY FUTURE UNITED STATES INTERNAL REVENUE LAW) OR (b) BY A CORPORATION CONTRIBUTIONS TO WHICH ARE DEDUCTABLE UNDER SECTION 170(C)(2) OF THE INTERNAL REVENUE CODE OF 1954 (OR THE CORRESPONDING PROVISION OF ANY FUTURE UNITED STATES INTERNAL REVENUE LAW)

ARTICLE VII IS DELETED ENTIRELY AND REPLACED WITH THE FOLLOWING;

UPON WINDING UP AND DISSOLUTION OF THIS CORPORATION, AFTER PAYING OR ADEQUATELY PROVIDING FOR THE DEBTS AND OBLIGATIONS OF THE CORPORATION, THE REMAINING ASSETS SHALL BE DISTRIBUTED TO A NONPROFIT FUND, FOUNDATION, OR CORPORATION WHICH IS ORGANIZED AND OPERATED EXCLUSIVELY FOR CHARITABLE, EDUCATIONAL, RELIGIOUS AND/OR SCIENTIFIC PURPOSES AND WHICH HAS ESTABLISHED ITS TAX EXEMPT STATUS UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE.

For continuation of amendment, attach additional pages.

Dated January 16, 1989

Talkeetna Historical Society, Inc.
Name of Corporation

By: Deena M. Thompson
President or Vice-President

By: Mary E. McLean
Secretary or Assistant Secretary

Subscribed and sworn to or affirmed before me this 17th day of January, 19 89.

Deena M. Thompson
Notary Public in and for the

state of Alaska

My commission expires: NOVEMBER 1991



Approved 11/12/2013
By Membership

BYLAWS
Talkeetna Historical Society

Article I - Name

This organization, incorporated under the Laws of the State of Alaska, shall be known as TALKEETNA HISTORICAL SOCIETY.

Article II - REGISTERED OFFICE

The registered office of the Corporation shall be located in Talkeetna, Alaska.

Article III - Duration

Existence of the Corporation shall be as of the date of the filing and recording of Articles of Incorporation with the Department of Commerce, Juneau, Alaska. The Corporation duration shall be perpetual.

Article IV - PURPOSE

This corporation shall have as its primary purposes the following:

(A) To encourage the preservation and utilization of Alaska's historic resources as a cultural, economic, and educational asset: to provide communications between existing historical societies within the State and to serve as a cooperating agency with national, municipal, state, private and local organizations in an effort to accomplish these ends.

(B) To receive and administer funds and properties of all kinds for the above purposes, and to that end to take and hold by bequest, devise, gift, purchase, loan or lease, either absolutely or in trust, for said purposes or any of them, any property, real, personal or mixed, without limitations as to amount or value, except such limitations, if any, as may be imposed by law or by the provisions of its articles of incorporation: to sell, convey, and dispose of any such principal or the income invest and reinvest the principal thereof, and to deal with and expend such principal or the income therefrom for any of the purposes of the Corporation, either by direct action of the Corporation or by means of trusts created by it, without limitation, except such limitations if any, as may be contained in the instrument under which such funds or property are received: to receive any property, real, personal or mixed, in trust, under the terms of any deed, will, deed of trust or other trust instrument for the purposes of the Corporation, and in administering the same to carry out directions and exercise the powers contained in the instrument under which the property is received, including the expenditure of the principal as well as the income for one or more of such purposes, if authorized or directed in the instrument under which it is received: to receive, take title to, hold and use the proceeds and income of real estate, personal

estate, stocks, bonds, obligations, domestic or foreign, for purposes of the Corporation and in general to exercise such powers as the Directors may deem requisite to promote the general purposes of the Corporation and as are permitted by law to corporations of its class, and to have all other powers with which such corporations are endowed.

(C) In order to obtain funds in furtherance of the above-stated purposes, the corporation shall have power to conduct campaigns for raising of funds and to accept contributions from individuals, corporations, and other bodies, foundations and organizations. It shall have power to print edit and publish, make, display, and sell books and magazines, pictures, slides and cinemas, as may be necessary or desirable for the accomplishment of the purpose of the Corporation: to buy, sell, and generally deal in appropriate and related souvenirs, curios, mementos and publications. It shall have power to solicit and receive funds from the public for the purposes of the Corporation, but no part of such funds or property received as a gift and no part of the net earnings, or any of the principal, or corpus, of this corporation shall inure to benefit of any Director, Directors, Member or Members of the Corporation.

Article V - MEMBERSHIP

Section 1. Membership shall be open to all persons interested in the purpose of the Corporation. Membership in the Corporation shall consist of the following classifications:

Regular or Standard Membership:

Any individual who maintains an interest in the goal and purpose of the Corporation may qualify for regular membership. Each membership is entitled to one vote.

Supporting, or Institutional Membership:

Any organization, board, school or library interested in the history of Alaska shall be eligible.
Non-voting Membership

Contribution Membership:

A person, group or firm offering special support to the objectives of the Society shall be eligible. Non-Voting membership.

Honorary Membership:

Honorary Membership may be conferred upon any person whose activities have contributed to the objectives of the Society. Honorary membership shall be elected by a majority vote of members on the annual election ballot, upon nomination by the Board of Directors. Non-Voting membership.

Senior/ Youth Membership: Seniors shall be 60 years of age or older to qualify. Youth membership shall be limited to 15 and under. Seniors may have the same voting privilege as regular membership. Youths are eligible to cast an advisory vote towards the issue, vote at hand. The advisory vote may be considered toward breaking a tie during a vote by members.

Charter Membership:

Charter Membership was used to initiate funds for the Corporation and currently pay \$2.00 for annual dues. Each Membership is entitled to one vote.

Lifetime memberships, though never adopted as a by-law revision, will hereby be considered a grand fathered policy, though not a current policy of this Society.

Section 2. Annual dues shall be payable One year from date of purchase. Annual individual membership dues shall be determined on an annual basis by the Board of Directors, and any changes to the amount(s) shall be voted upon by the general membership.

Section 3. A member of this Corporation whose dues for the current year have been paid shall be considered in good standing.

Article VI - Directors

Section 1. The business and property of the Corporation shall be managed by a Board consisting of seven (7) Directors elected by the membership. No Director shall receive any compensation for services as a Director.

Section 2. Each of the Board of Directors shall hold office for a term of three (3) years and be classified with respect to the time they shall serve by dividing them into three (3) classes. Seat number 1,2 & 3 is one class: seat 4&5 is the second class: seat 6&7 is the third class. Each class is staggered to provide overlap and retain experience and continuity. For example seats, 1,2 & 3 are up for election 12/94, seats 4 & 5 are up for election 12/95, and seats 6& 7 are up for election 12/96.

Section 3. The initial active Directors shall be those elected at the first meeting of the Society, and the successors to each class of active Directors whose terms expire each year shall be elected by the members of the Corporation at the Annual Meeting of the Corporation.

Section 4. Action by unanimous written consent. If and when the active Director shall severally or collectively consent in writing to any action to be taken by the Corporation, such action shall be as valid corporation action as though it had been authorized at a meeting of the Board of Directors.

Section 5. Power to elect officers. Active members of the Board of Directors shall annually elect a President, a Vice-President, a Secretary, and a Treasurer.

Section 6. Power to appoint other officers and agents. The active members of the Board of Directors shall have power to appoint such other officers and agents as the Board shall deem necessary for transaction of business of the corporation.

Section 7. The board shall have the authority to create permanent, standing, annual, or ad hoc committees as they deem necessary for the efficient operation of the Corporation.

Section 8. Power to fill vacancies. The active members of the Board of Directors shall have power to fill any office for any reason whatsoever, which shall arise during the interim between annual meetings of the members of the Corporation. The term of such appointee shall expire at the following annual meeting of the members of the Corporation unless at such annual meeting he be selected an active member of the Board of Directors by the members of the Corporation to fill the unexpired term.

Section 9. Power to require binds. The active members of the Board of Directors may require any officer or agent to file with the Corporation a satisfactory conditioned for faithful performance of his duties.

Section 10. Manner of Acting. All actions taken by the Board with proper quorum and majority shall be deemed to be the actions of the full Board. Any dissenting or abstaining member may, at his or her request, have his or her dissension or abstention made a matter of record in the minutes of the meeting.

Article VII - Officers

Section 1. President. The President shall be elected by and from the active membership of the Board of Directors. He shall be the chief executive officer of the Corporation: shall have general and active management of the affairs of the Corporation; shall see that all orders and standing committees and shall have the general powers and duties of supervision and management usually vested in the president of a corporation. He shall preside over meetings of the Board of Directors.

Section 2. Vice-President. There shall be one Vice-President elected by and from the active membership of the Board of Directors. He shall, in turn, perform the duties and exercise the powers of the President during the absence or disability of the President.

Section 3. Secretary. The Secretary shall attend all meetings of the Board of Directors and General Membership and shall preserve in books of the Corporation true minutes of the proceeding of all such meetings. He shall safely keep in his custody the seal of the Corporation and shall have authority to affix the same to all instruments where its use is required.

Section 4. Treasurer. The Treasurer shall have custody of all corporate funds and securities and shall supervise the collection and use of all monies of the Society and payment of authorized expenditures. He shall be responsible for reports to the Board, and annually to the membership, of the fiscal condition of the Corporation. He shall be responsible for or shall supervise the filing of all required financial reports, statements and forms, locally, within the State and nationally.

Section 5. No Officer shall receive any compensation for services as an Officer.

Article VIII - Conflict of Interest

Section 1. It is the policy of the Corporation that each Director, Officer, employee, contractor, and volunteer will conduct their affairs to avoid any conflict between their personal or outside interests and corporation interests.

Section 2. Conflict of interest. Directors, Officers, employees, contractors, and Volunteers must identify potential conflicts of interest to the Board. Any Director, Officer, or Society Member may present to the Board of Directors evidence of any current or potential conflict of interest between the Society=s Business and a Director, Officer, employee, contractor, or Society Member. The Board of Directors shall determine the facts of the alleged conflict and vote upon a main motion as to the existence of said conflict. The potential conflict, the vote and treatment of the case shall be noted specifically in the minutes of the meeting.

Article IX - Representation

Section 1. No member, Officer, Director, contractor, or employee of the Corporation shall represent or appear to represent the Corporation in the public statements of policy or action unless that person has the specific authority to do so either from his or her job description within the Corporation or by specific approval from the Board.

Article X - Impeachment & Removal

Section 1. Any officer or Director may be impeached in accordance with these Bylaws, for misconduct in office, misrepresentation of the Corporation, mismanagement of Corporation resources, or the best interests of the Corporation would be served thereby.

Section 2. Any Corporation member can be removed from membership for similar reasons.

Section 3. Any Member in good standing may nominate another member for removal. Any group of five members in good standing, or any Director may nominate a Director or Officer for removal or Impeachment.

Section 4. Such Nominations shall be in writing, and submitted to the President. Unless the matter relates to the President, in which case the nomination shall be submitted to the Vice President.

Section 5. Within thirty days of the nomination presentation to the Board at a regular or special meeting, the Board shall appoint a HEARING COMMITTEE to hear the nomination, review the supporting documents and testimony, and make a recommendation to the Board.

Section 6. The Board shall by RESOLUTION direct and charge the hearing committee with specific responsibilities in the matter.

Section 7. The Board may accept the report of the hearing committee and/or take action to impeach or remove a member, Director, or Officer providing that a majority of the Board memberships

shall vote in favor of the action.

Section 8. Copies of all pertinent documents shall be provided the accused party, and the accused party shall have the right to be present at all meetings of the Board pertaining to the matter.

Article XI - Board of Director Meetings

Section 1. The regular meeting of the Board of Directors will be held on the second Tuesday of each month, with the time and place to be decided by the Board.

Section 2. All regular Board of Director meetings shall be open to the public. A majority of active members of the Board of Directors shall constitute a quorum at any meetings of said Board.

Section 3. Special meetings of the Board shall be held whenever called by the President, or by two or more Directors of the Board. All Directors shall be notified of such special meetings and the purpose of the meeting by reasonable means prior to the time of holding such meetings. Special Board of Director meetings are open to the public except when a closed session has been voted on by the Directors.

Section 4. Directors can not be represented by proxy at any regular or special Board of Director meeting.

Section 5. The rules contained in Roberts Rules of Order shall govern the proceedings of the Corporation.

Article XII - General Membership Meetings

Section 1. Annual membership meeting. Due to the fact that most of the membership of the Talkeetna Historical Society is located outside of the Talkeetna area, the Board of Directors have replaced the annual membership meeting with an annual report and ballot for election of Directors whose terms have expired. These are mailed in November of each year to all members of good standing as of November 5.

- A) A nomination committee shall be appointed by the Board at the regular October Board meeting. Any interested members not contacted by the nomination committee, may submit their names in writing to the Board before the regular November meeting.
- B) The membership shall be asked to return the ballots no later than the regular December meeting for tallying by the Board.
- C) The terms of the newly elected Directors shall begin January 1 of the following year.
- D) Quorum. No less than 20% of the membership ballots mailed must be returned for a valid election process.

Section 2. Special general membership meetings may be called at any time by the President with a majority consensus of the Board.

Section 3. Special membership meetings will be held in Talkeetna, Alaska.

Section 4. All membership meetings are open except when a closed session has been voted on by the members.

Section 5. Written notice stating the place, day, and hour of any special membership meeting and the purpose for which the meeting is called shall be mailed to each member in good standing at least thirty (30) days before the meeting.

Section 6. A quorum to conduct business at a special membership meeting shall consist of 10% of the vote entitled to be cast, represented in person.

Section 7. The rules contained in Roberts Rules of Order shall govern the proceedings of the Corporation.

Article XIII - Execution of Instruments

Section 1. All checks, drafts, and orders for the payment of money shall be signed in the name of the Corporation and shall be countersigned by such officers or agents as the active members of the Board of Directors shall from time to time designate for that purpose, provided that such checks, drafts and orders exceed Thousand and no/100 dollars (\$1000.00). Checks drafts and orders for less than One Thousand and no/100 dollars (\$1000.00) may be signed by one officer designated for the purpose by the active members of the Board of Directors, without the countersignature of any other officer.

Section 2. When the execution of any contract, conveyance, or other instrument is authorized without specification as to the interest of the Corporation in such instrument or instruments, the President or Vice- President and the Secretary may execute the same in the name of and in behalf of the Corporation and may affix the corporate seal thereto. The active members of the Board of Directors shall have the power to designate the officers and agents who shall have authority to execute any instrument in behalf of the Corporation.

Article XIV - Amendments

Section 1. The bylaws may be amended through the annual report and ballot process by an approval majority vote (50% plus 1) in a valid election.

Section 2. The bylaws may be amended at any time through a special mailing of the proposed changes to all members in good standing. To be valid, no less than 20% of the membership must respond with their approval of the changes.

Section 3. The bylaws may also be amended with a majority vote at a special membership meeting called for that purpose, and that such proposed changes were published in the notice of the meeting mailed to all members of good standing at least thirty (30) days before the meeting. Such meeting must be called by the President when presented with a petition signed by a minimum of ten percent (10%) of the voting membership. Such meeting must be held within sixty (60) days of the validation of the petition by the Secretary.

Section 4. The amended by-laws shall be executed and acknowledged by the officers of the Corporation, and shall be filed and recorded in the same place and manner as the original bylaws.

Article XV - Indemnification

Each Officer, Board of Director, member, committee member, employee, or other agent of the Talkeetna Historical Society shall be held harmless and indemnified by the Corporation against all claims and liabilities and all costs and expenses, including attorney fees, reasonable incurred or imposed upon such person in connection with or resulting from any action, suit or proceeding or settlement or compromise thereof, to which such person may be made a party by reason of any action taken or omitted to be taken by such person as an Officer, Board of Director, member, committee member, employee or other agent of the Corporation, in good faith. This right of indemnification shall inure to such person whether or not such person at the time such liabilities, costs or expenses are imposed or incurred and, in the event of such person=s death, shall extend to such person=s legal representatives.

Article XVI – Dissolution

Upon the dissolution of the Talkeetna Historical Society the disposition of net proceeds from charitable gaming conducted under AS 05.15 will go to a permittee, other than a multiple-beneficiary permittee. The Board of Directors shall act as an agent of the members and dispose of the physical assets of the Corporation by public auction, private sale, or otherwise and any and all questions relating thereto shall be decided upon by the Board, which will continue in office until dissolution is completed. All uncommitted liquid assets remaining after settlement of liabilities and obligations shall then be distributed as decided by the Board but will not be distributed to its members, officers, or directors.

Bylaws were revised during the 2013 Annual Board of Directors, Ballot and Bylaw election. Those items that were removed or changed were ~~struck-out~~. Additions to the bylaws were typed in using *italics*.

November 12, 2013 Joellen Bye, President Talkeetna Historical Society

BOARD POLICIES OF TALKEETNA HISTORICAL SOCIETY

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I. Board Job Description

The purpose of the Board is to see that TALKEETNA HISTORICAL SOCIETY serves as a wise steward of its resources while preventing unacceptable actions and situations.

- The job of the Board is to represent the moral ownership in determining and demanding appropriate organizational performance.
 1. The Board will produce written governing policies in the following areas:
 - a. *Mission-based outcomes*, which describe what good (results), for whom (recipients) and at what cost
 - b. *Organizational health*, which defines expectations of, and limits the framework for, executive actions and decision-making.
 - c. *Board Governance process*, which specifies how the Board will ensure excellence in governance and monitor its own performance.
 - d. *Board-EXECUTIVE DIRECTOR linkage*, which describes the relationship between the Board and the EXECUTIVE DIRECTOR and describes the EXECUTIVE DIRECTOR role, authority and accountability.
 2. The Board will hold the EXECUTIVE DIRECTOR accountable through monitoring of his or her performance against board established policies and will take corrective action as needed.

II. Governing Style

The Board provides strategic leadership to TALKEETNA HISTORICAL SOCIETY. In order to do this, the Board will:

1. Look to the future and keep informed of issues and trends that may affect the mission and organizational health of TALKEETNA HISTORICAL SOCIETY.
2. Make decisions based on knowledge of community needs and best practices and in accordance with the mission.
3. Be proactive and visionary in its thinking.
4. Encourage thoughtful deliberation, incorporating a diversity of viewpoints.
5. Work together as colleagues, encouraging mutual support and good humor.
6. Have the courage to lead and make difficult decisions.
7. Commit to excellence in governance, including regularly monitoring, assessing and improving its own performance.

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- The Board will monitor and discuss the Board’s process and performance at each meeting.
 - In governing, the Board will fulfill its legal responsibilities of:
 1. The *Duty of Obedience* that requires board members to be faithful to the mission of Talkeetna Historical Society in its policies and actions.
 2. The *Duty of Care* that requires that in fulfillment of his/her duties, a Board member owes Talkeetna Historical Society the care that an ordinarily prudent person would exercise in a like position and under similar circumstances.
 3. The *Duty of Loyalty* that requires Board members to always put the best interest of Talkeetna Historical Society first when making decisions affecting the organization.

III. Code of Conduct

- The Board commits itself and its members to ethical, businesslike, and lawful conduct, including proper use of authority and professional decorum when acting as board members.
- In their capacity as governors, board members must demonstrate non-conflicting loyalty to the interests of the ownership of TALKEETNA HISTORICAL SOCIETY.
- Board members must avoid conflicts of interest with respect to their fiduciary responsibility.
- Members will annually disclose their involvement with other organizations, vendors, or any other associations that currently do business or may do business with TALKEETNA HISTORICAL SOCIETY.
- Annually, all members will sign a full disclosure and conflict of interest statement.
- Information exclusive to TALKEETNA HISTORICAL SOCIETY shall not be used by board members for personal gain or the gain of a family member or associate.
- It is the Board member’s obligation to immediately disclose to the Board any and all impending conflict of interest. That member shall absent herself or himself without comment from both the deliberation and final decision-making.
- Board members must not use their positions to obtain employment or special considerations at TALKEETNA HISTORICAL SOCIETY or agencies with whom TALKEETNA HISTORICAL SOCIETY has formal contracts for themselves, family members or close associates. If a Board member desires employment at TALKEETNA HISTORICAL SOCIETY, he or she must first resign.
- Members will respect the confidentiality appropriate to issues of a sensitive nature.
- Board members are expected to attend every regularly scheduled meeting. A member with more than (3) excused absences from regularly scheduled meetings is automatically dismissed from the Board. The Board may consider to reinstate.

Whistleblower Policy

This policy is intended to encourage Board members, staff (paid and volunteer) and others to report:

- Suspected or actual occurrence(s) of illegal, unethical or inappropriate events (behaviors or practices) without retribution.
- The Whistleblower should promptly report the suspected or actual event to his/her supervisor.
- If the Whistleblower would be uncomfortable or otherwise reluctant to report to his/her supervisor, then the Whistleblower could report the event to the next highest or another level of management, including to an appropriate Board committee or member.
- The Whistleblower can report the event with his/her identity or anonymously.
- The Whistleblower shall receive no retaliation or retribution for a report that was provided in good faith – that was not done primarily with malice to damage another or the organization.
- A Whistleblower who makes a report that is not done in good faith is subject to discipline, including termination of the Board or employee relationship, or other legal means to protect the reputation of the organization and members of its Board and staff.
- Anyone who retaliates against the Whistleblower (who reported an event in good faith) will be subject to discipline, including termination of Board or employee status.
- Crimes against person or property, such as assault, rape, burglary, etc., should immediately be reported to local law enforcement personnel.
- Supervisors, managers and/or Board members who receive the reports must promptly act to investigate and/or resolve the issue.
- The Whistleblower shall receive a report within five business days of the initial report, regarding the investigation, disposition or resolution of the issue.
- If the investigation of a report, that was done in good faith and investigated by internal personnel, is not to the Whistleblower's satisfaction, then he/she has the right to report the event to the appropriate legal or investigative agency.
- The identity of the Whistleblower, if known, shall remain confidential to those persons directly involved in applying this policy, unless the issue requires investigation by law enforcement, in which case members of the organization are subject to subpoena.

IV. Decision-making Process

- The Board will make decisions by a process of careful deliberation, seeking out the wisdom and experience of many voices as appropriate, which may include its moral ownership, consumers, staff, volunteers, board members and others with knowledge of its mission.
 - a) Board committee and annual/general meetings will follow Robert's Rules of Order.

V. Role of the Chair or Board President

- The President assures the integrity and fulfillment of the Board's process.
- The President assures that the Board conducts business consistent with its own rules.
 - a) The President will assure that deliberations will be fair, open, thorough, timely, orderly and to the point.
 - b) The President is empowered to chair board meetings and exercise the commonly accepted power of that position.
 - c) The President shall have general and active management of the affairs of the Society as well as direct supervision of the Executive Director/Curator of the Society.
 - d) The President may represent the Board to outside parties in announcing board-stated positions.

VI. Board Committee Principles

- Board committees are created to do board work and should never interfere with delegation from board to EXECUTIVE DIRECTOR.
 - a) Committees will assist the Board by preparing policy alternatives and implications for board deliberation.
 - b) Board committees may not speak or act for the Board except when formally given such authority. Expectations and authority will be carefully stated in order not to conflict with authority delegated to the EXECUTIVE DIRECTOR.
 - c) Board committees cannot exercise authority over staff.

VII. Cost of Governance

- The Board will invest in and develop its governance capacity.

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- a) This investment may include training, third-party monitoring (e.g. audit), administrative costs, and other activities as needed to ensure the Board's ability to fulfill its moral and legal obligations and to represent and link to the moral owners.
 - The cost of governance will be integrated into strategic planning and annual budgeting.

VIII. Board Nominations Process

- The Board seeks to recruit individuals as Board members who are committed to the mission and governing process of the TALKEETNA HISTORICAL SOCIETY.
- The Board seeks out candidates who possess the following characteristics:
 - a) Demonstrated passion for the mission.
 - b) A desire to preserve and share the history of Talkeetna.
 - c) A reflection of the diversity of cultures, abilities, family structure, race, socio-economic status and geography of our service area.
 - d) Support the Board governing structure and can meet board work expectations.
 - e) Will engage in deliberative and collegial decision-making.
 - f) Are committed to their stewardship responsibilities
 - g) A diverse set of skills to contribute to board success.
- In the process of recruiting and nominating candidates, the Board will request from all candidates:
 - a) Letter of interest
 - b) Resume or summary of experience
- In the process of determining final candidates, the Board will:
 - a) Conduct an initial screening of letters of interest/resumes
 - b) Interview promising candidates
 - c) Invite potential candidates to a board meeting to observe the process
 - d) Check for competencies
 - e) Discuss the qualifications of nominees and their value to the Board
 - f) Provide finalists with adequate information about TALKEETNA HISTORICAL SOCIETY's mission and governance for the candidate to make a knowledgeable and informed decision on their fit for the Board
- Final Board selection will be made in accordance with the provisions outline in the bylaws.

EXECUTIVE LIMITATIONS

I. Staff Recruitment, Compensation and Benefits

With respect to employment, compensation and benefits to employees, consultants, contract workers and volunteers, the EXECUTIVE DIRECTOR shall operate TALKEETNA HISTORICAL SOCIETY in a manner which is legal, ethical, and nondiscriminatory and protects TALKEETNA HISTORICAL SOCIETY's public image, fiscal integrity and tax-exempt status.

- a) All employees shall be employees at will.
- b) Compensation and benefits should be reasonable within the STATE and REGION marketplace.
 - Compensation data will be collected for similar organizations and will serve as a benchmark in determining compensation and benefits to TALKEETNA HISTORICAL SOCIETY employees.
 - Reasonableness criteria shall be documented.
- c) Compensation and benefits should be flexible enough to attract and retain employees who are best able to assist TALKEETNA HISTORICAL SOCIETY in achieving its mission, including the ability to:
 - Attract a diverse workforce
 - Provide opportunities for professional growth
- d) TALKEETNA HISTORICAL SOCIETY should strive to develop a compensation and benefit package that allows full-time employees to maintain an acceptable quality of life.
- e) Only the Board of Directors can change the EXECUTIVE DIRECTOR'S compensation and benefits.
- f) The EXECUTIVE DIRECTOR should not incur any compensation or benefit obligations over a longer term than revenues can safely be projected, in no event longer than one year, and in all events subject to losses of revenues.

Compensation And Benefits Policy Will Be Monitored:

The compensation of the EXECUTIVE DIRECTOR will be reviewed annually by the Board of Directors.

II. Treatment of Staff and Volunteers

All staff and volunteers of TALKEETNA HISTORICAL SOCIETY will receive fair, humane and dignified treatment and shall be afforded all rights guaranteed under municipal, state or federal law. Accordingly,

- a) TALKEETNA HISTORICAL SOCIETY practices will promote pluralism and diversity within its staff and constituencies.
- b) The EXECUTIVE DIRECTOR will draft and maintain written policies that reflect the policies of the Board, clarify personnel rules for staff, provide for effective handling of grievances, and protect against wrongful conditions such as nepotism and grossly preferential treatment for personal reasons.
- c) TALKEETNA HISTORICAL SOCIETY shall provide equal employment opportunity and advancement to qualified individuals without regard to gender, race, age, religion, cultural background, ability, sexual orientation or military status. THS will not discriminate against any staff member or volunteer on this basis.
- d) The EXECUTIVE DIRECTOR shall not discriminate against any staff member for expressing an ethical dissent.
- e) Staff must avoid conflicts of interest.
 - 1) There must be no self-dealing or any conduct of private business or personal services between any staff member and the organization except as meet established board procedures for openness, competitive opportunity and equal access to inside information.
 - 2) Staff will disclose their involvement with other organizations, with vendors or any other associations that might produce a conflict.
 - 3) Staff will annually sign a full disclosure and conflict of interest statement.
 - 4) Staff will immediately disclose and recuse themselves from all discussions and decisions on which they have a material conflict.
 - 5) Any employee who wished to engage in any paid activity in any field directly related to the work of the agency must have prior approval from the EXECUTIVE DIRECTOR.
- e) Staff shall have the ability to bring grievances to the Board when (1) internal grievance procedures have been exhausted and (2) the employee alleges either that (a) board policy has been violated to his or her detriment or (b) board policy does not adequately protect his or her human rights.
- f) The EXECUTIVE DIRECTOR will assure that all staff and volunteers have been informed of their rights under this policy.

Treatment of Staff and Volunteers policies will be monitored:

<u>Method:</u>	<u>Frequency:</u>
Internal (report from EXECUTIVE DIRECTOR)	Monthly
Direct inspection (Board inspects)	Annually

III. Treatment of Consumers

- TALKEETNA HISTORICAL SOCIETY shall establish in writing and implement procedures, conditions and practices in which all consumers or those applying to be consumers are treated in a manner which is fair, dignified, humane, legal, ethical, and safe, appropriately protects confidentiality or privacy, and is not unnecessarily intrusive.
- TALKEETNA HISTORICAL SOCIETY shall promote diversity and provide equal opportunity for participation to qualified individuals without regard to gender, race, age, cultural background, disability, sexual orientation or veteran status.
- The only information solicited from clients should be information necessary for TALKEETNA HISTORICAL SOCIETY to best serve their needs.
- TALKEETNA HISTORICAL SOCIETY shall ensure that consumers have a clear understanding of what may be expected and what may not be expected from the services provided.

Treatment of Consumers Monitoring Policy

Treatment of Consumers Policy will be monitored:

- Internal report from EXECUTIVE DIRECTOR by review of routine evaluations.
- Direct monitoring through board inspection of written policies annually.

IV. Financial Condition and Activities

With respect to the actual, ongoing financial condition and activities, the EXECUTIVE DIRECTOR will operate TALKEETNA HISTORICAL SOCIETY in a sound and prudent fiscal manner for short- and long-term financial health, not deviating materially from board-stated priorities.

1. Accordingly:
 - a) total expenses shall not exceed available organizational resources

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- b) all other board policies (see Budgeting) are met
2. The EXECUTIVE DIRECTOR will maintain internal financial reports sufficient to monitor the financial activity of TALKEETNA HISTORICAL SOCIETY in accordance with all other financial policies. The EXECUTIVE DIRECTOR will:
 - a) Prepare a monthly “top line report” as defined by the Board
 - b) Prepare monthly balance and income statements compared to budget
 - c) Maintain internal controls as defined by the standards of the American Institute of Certified Public Accountants to provide reasonable assurance on the reliability of financial reporting, effectiveness and efficiency of the operation, and compliance with applicable laws and regulations.
 - d) Maintain internal controls as defined in federal A133 audit requirements, as applicable.
 3. The EXECUTIVE DIRECTOR will accurately prepare and file on a timely basis all reports, fees and documentation required by federal, state, and local government.
 4. The EXECUTIVE DIRECTOR will settle payroll and other debts in a timely manner.
 5. Any single purchase of \$1000.00 or more needs a check co-signature by either the President, Secretary or Treasurer of the Board in order to ensure the purchase is legitimate and properly documented.
 6. The EXECUTIVE DIRECTOR shall not indebt TALKEETNA HISTORICAL SOCIETY in an amount greater than can be repaid by certain, otherwise unencumbered revenues within thirty days. The EXECUTIVE DIRECTOR must seek board approval before incurring any debt.
 7. The EXECUTIVE DIRECTOR will aggressively pursue receivables after a reasonable grace period.

Financial Condition and Activities Policies will be monitored:

- Internal top line report, prepared by EXECUTIVE DIRECTOR and presented to Board monthly
- External, annually by audit performed by CPA. An A133 audit is required when federal grants or contracts exceed \$300,000 per year.

V. Financial Planning and Budgeting

The EXECUTIVE DIRECTOR, along with the Finance Committee will prepare financial plans and annual operating and capital budgets that achieve approved Ends policies and promote the long-term stability and sustainability of TALKEETNA HISTORICAL SOCIETY.

1. Accordingly, the EXECUTIVE DIRECTOR, along with the Board President and Finance Committee Chair will prepare an annual budget:

- a) In which expenses do not exceed the amount of funds which are conservatively expected to be received in that period.
- b) In which temporarily and permanently restricted assets will be segregated to ensure that TALKEETNA HISTORICAL SOCIETY complies with donor restrictions and requests.
- c) Which includes an operating reserve at no less than three months of operating expenses.
- d) Which funds depreciation.
- e) Which includes a capital expenditure budget.

2. In addition, the EXECUTIVE DIRECTOR, along with the Finance Committee will prepare and maintain:

- a) A long-term financial plan, which has been approved by the Board of Directors.

3. The annual budget will be reviewed and revised at the sixth month of the Fiscal Year to assure continued compliance with all Board financial policies.

Financial Planning and Budgeting policies will be monitored:

- Annual budget: internal report: prepared for the Annual board meeting
- Long -term financial plan: Internal report, annually during budget preparation
- Revised budget: Internal report, prepared for the Annual board meeting

VI. Asset Protection

1. The EXECUTIVE DIRECTOR will protect and adequately maintain all tangible and intangible assets of TALKEETNA HISTORICAL SOCIETY. Accordingly, the EXECUTIVE DIRECTOR will :

- a) Maintain liability insurance to cover board, staff and the organization in an amount greater than the average for comparable organizations.
- b) Assure that buildings and equipment are adequately maintained and repaired
- c) Assure that the organization, its board or staff are not unnecessarily exposed to claims of liability.
- d) Approve purchases only in the instances that he or she is sure that 1) prudent protection has been exercised against conflict of interest, 2) comparative prices and quality have been investigated for all purchases over \$500, 3) all purchases over two

hundred dollars have been subjected to stringent criteria for comparison of long-term cost and quality.

- e) Assure that intellectual property, information and files are protected from loss or significant damage.
- f) Invest or hold operating capital only in secure instruments such as interest-bearing, insured savings or checking accounts and bonds of no less than AA rating.
- g) Protect TALKEETNA HISTORICAL SOCIETY’s public image and credibility at all times.

Asset Protection policies will be monitored:

- Direct board inspection: annually with the audit

VII.Grants and Contracts

Grant funds must be used in prudent, lawful and ethical ways and in accordance with donor restrictions. In addition, the EXECUTIVE DIRECTOR shall:

- a) Only enter into those grant arrangements in which TALKEETNA HISTORICAL SOCIETY has a reasonable expectation of delivering the promised activities and results.
- b) Any subcontractors must also be reasonably expected to deliver promised activities and results and to use funds in prudent, lawful and ethical ways. All subcontracts of state and federal funds must conform to grant requirements.
- c) Not enter into grant or contract arrangements which place the financial solvency of TALKEETNA HISTORICAL SOCIETY at risk.
- d) Assure that temporarily restricted and permanently restricted assets are appropriately segregated to ensure compliance with donor restrictions.
- e) Seek approval by the Board of Directors for any grant request which alters the Ends priorities set by the Board or which affects any board governance prerogatives.

Grants and Contracts Policies will be monitored:

Method: _____ Frequency: _____

Internal (report from) EXECUTIVE DIRECTOR	Monthly
External by auditor (When legally required)	Annually

VIII. Fund raising, lobbying and political activity

The EXECUTIVE DIRECTOR will operate any fund raising, lobbying or managerial activity not discussed elsewhere in manner which is legal, ethical and embodies sound business practices.

- TALKEETNA HISTORICAL SOCIETY shall comply with all applicable local, state and federal laws regulating fund raising.
- The EXECUTIVE DIRECTOR will meet all IRS requirements on a timely basis.
- Fund raising practices should meet the following standards for ethical practices outlined by the Council of Better Business Bureaus (www.cbbb.org or www.give.org/standards/index.asp) and the Association of Fundraising Professionals:
 - a) On request and in accordance with donor wishes, prospective donors will be provided with an annual report, audited financial statements and/or Form 990. Those documents will include sufficient information to provide a basis for informed giving decisions.
 - b) Annual fund raising costs shall be reasonable over time.
 - c) Solicitations, promotional and informational materials, distributed by any means, shall be accurate, truthful and not misleading, in whole or in part, and shall include a clear description of the programs and activities for which funds are being requested.
 - d) TALKEETNA HISTORICAL SOCIETY shall, to the best of its ability, ensure that general contributions are used in accordance with donors' wishes or TALKEETNA HISTORICAL SOCIETY's stated purposes. Restricted gifts will be used in accordance with donors' specific requirements. Donor gifts shall be acknowledged on a timely basis.
 - e) TALKEETNA HISTORICAL SOCIETY will establish and exercise adequate controls over fund raising activities conducted by staff, volunteers, consultants, and contractors, including commitment to writing of all fund raising contracts and agreements.
 - f) TALKEETNA HISTORICAL SOCIETY will not engage in compensation-based fund raising based on a percentage of charitable contributions raised.
 - g) TALKEETNA HISTORICAL SOCIETY will honor donor requests for confidentiality and shall not publicize the identity of donors without prior permission.
 - h) Donors shall, on a scheduled basis, have the opportunity to have their names removed from lists that are sold, rented to or exchanged with other organizations.
 - i) Donor lists shall not be rented, sold or exchanged with other organizations.
 - j) Fund raising practices should encourage voluntary giving and should not apply unwarranted pressure.

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- The EXECUTIVE DIRECTOR may conduct revenue generating activities not directly related to the exempt purposes of TALKEETNA HISTORICAL SOCIETY. At no time, however, may unrelated revenues or activities devoted to the production of these revenues become substantial.

BOARD-EXECUTIVE DIRECTOR LINKAGE

I. Transition Policy

- All existing policies remain in place until amended by the Board of Directors.

II. Executive Constraint

The EXECUTIVE DIRECTOR shall operate TALKEETNA HISTORICAL SOCIETY in a manner which is lawful, prudent, and in accordance with commonly accepted Talkeetna Historical Society business practices and professional ethics.

- The Board's sole official connection to the operating organization, its achievement, and conduct will be through the EXECUTIVE DIRECTOR.
- Only decisions of the Board acting as a body are binding on the EXECUTIVE DIRECTOR.

III. Accountability of the EXECUTIVE DIRECTOR

- The EXECUTIVE DIRECTOR is the Board's formal link to TALKEETNA HISTORICAL SOCIETY's operational achievement and conduct, so that all authority and accountability of staff, as far as the Board is concerned, is considered the authority and accountability of the EXECUTIVE DIRECTOR.

IV. Delegation to the EXECUTIVE DIRECTOR

- The Board will instruct the EXECUTIVE DIRECTOR through written policies.
 - a) From time to time, the Board may change its Ends and Executive Limitations policies, thereby shifting the boundaries between board and EXECUTIVE DIRECTOR responsibilities.
- As long as the EXECUTIVE DIRECTOR uses any reasonable interpretation of the Board's Executive Limitations policies, the EXECUTIVE DIRECTOR is authorized to establish all further policies, make all decisions, take all actions, establish all practices, and develop all activities.

V. Monitoring EXECUTIVE DIRECTOR Performance

- The Board will provide systematic and rigorous monitoring of EXECUTIVE DIRECTOR job performance.

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- EXECUTIVE DIRECTOR monitoring will be based on expected EXECUTIVE DIRECTOR outcomes as expressed in the EXECUTIVE DIRECTOR job plan approved by the Board.
 - In every case, the standard for compliance shall be any reasonable interpretation of the Board policy being monitored.
 - The Board will acquire monitoring data by any of the following methods:
 - a) Internal reports prepared by the EXECUTIVE DIRECTOR.
 - b) Direct inspection by a designated member or members of the Board, including inputs from selected community owners and staff.
 - ☐ All policies that instruct the EXECUTIVE DIRECTOR will be monitored at a frequency and by a method chosen by the Board. The Board can monitor any policy at any time by any method, but will ordinarily depend on a routine schedule.

VI. Communication & Support to the Board

- The EXECUTIVE DIRECTOR shall communicate with the Board in a timely and sufficient manner to keep the Board informed and prepared for its work.
 - a) The EXECUTIVE DIRECTOR shall submit monitoring information required by the Board in a timely, accurate, and understandable fashion, directly addressing the Board policies being monitored.
 - b) The EXECUTIVE DIRECTOR shall report and prepare recommendations and suggest corrective action in a timely manner on any actual or anticipated non-compliance with any policy of the Board allowing sufficient time for the Board to consider corrective action.
 - c) The EXECUTIVE DIRECTOR shall keep the Board informed of relevant trends, anticipated adverse media coverage, material external and internal changes, particularly changes in assumptions upon which any board policy has been or is being established.

VII. Document Retention/Destruction Policy

This policy specifies how important documents (hardcopy, online or other media) should be retained, protected and eligible for destruction. The policy also ensures that documents are promptly provided to authorities in the course of legal investigations or lawsuits.

Document Retention Schedule

The following types of documents will be retained for the following periods of time. At least one

copy of each document will be retained according to the following schedule.

Corporate Records (All Corporate Records retained Permanently)

- Article of Incorporation to apply for corporate status
- IRS Form 1023 (in the USA) to file for tax-exempt and/or charitable status
- Letter of Determination (for example, from the IRS in the USA) granting tax exempt and/or charitable status
- By Laws Board policies Resolutions Board meeting minutes
- Sales tax exemption documents
- Tax or employee identification number designation
- Annual corporate filings

Financial Records

Chart of Accounts - Permanent

Fiscal Policies and Procedures - Permanent

Audits - Permanent

Financial statements - Permanent

General Ledger - Permanent

Check registers/books - 7 years

Business expenses documents - 7 years

Bank deposit slips - 7 years

Cancelled checks - 7 years

Invoices - 7 years

Investment records (deposits, earnings, withdrawals) - 7 years

Property/asset inventories - 7 years

Petty cash receipts/documents - 3 years

Credit card receipts - 3 years

Tax Records

Annual tax filing for the organization (IRS Form 990 in the USA) - Permanent

Payroll registers Permanent

Filings of fees paid to professionals (IRS Form 1099 in the USA) - 7 years

Payroll tax withholdings - 7 years

Earnings records - 7 years

Payroll tax returns - 7 years

W-2 statements - 7 years

Personnel Records

Employee offer letters - Permanent

Confirmation of employment letters - Permanent

Benefits descriptions per employee - Permanent

Pension records - Permanent

Employee applications and resumes - 7 years after termination

Promotions, demotions, letter of reprimand, termination - 7 years after termination
Job descriptions, performance goals - 7 years after termination
Workers' Compensation records - 5 years
Salary ranges per job description - 5 years
I-9 Forms - 5 years after termination
Time reports - 3 years after termination

Insurance Records

Property Insurance policy - Permanent
Directors and Officers Insurance policy - Permanent
Workers' Compensation Insurance policy - Permanent
General Liability Insurance policy - Permanent
Insurance claims applications - Permanent
Insurance disbursements / denials - Permanent

Contracts

All insurance contracts - Permanent
Employee contracts - Permanent
Construction contracts - Permanent
Legal correspondence - Permanent
Loan / mortgage contracts - Permanent
Leases / deeds - Permanent
Vendor contracts - 7 years
Warranties - 7 years

Donations / Funder Records

Grant dispersal contract - Permanent
Donor lists - 7 years
Grant applications - 7 years
Donor acknowledgements - 7 years

Management Plans and Procedures

Strategic Plans - 7 years
Staffing, programs, marketing, finance, fundraising and evaluation plans - 7 years
Vendor contacts - 7 years
Disaster Recovery Plan - 7 years

Document Protection

Documents (hardcopy, online or other media) will be stored in a protected environment for the duration of the Document Retention Schedule. Computer backup media will be included.

Document Destruction

Hardcopy of documents will be destroyed by shredding after they have been retained until the end of the Document Retention Schedule. Online copies will be destroyed by fire or other proven means to destroy such media after they have been retained until the end of the Document Retention Schedule.

Provision of Documentation for Investigations or Litigation

Documents requested and subpoenaed by legally authorized personnel will be provided within 5 business days. The Board Chair and CEO will authorize provision. No documents will be concealed, altered or destroyed with the intent to obstruct the investigation or litigation.

Policy amended and approved 4/2019
President, Sharon Montagnino

COLLECTIONS POLICY

The Museum Board has oversight of a collection of artifacts, artwork, archival material, photographs and books owned by, on loan to and stored by the Talkeetna Historical Society and Museum.

Collection care and management is the responsibility of the Collections and Exhibits Coordinator under the supervision of the Director as set forth in these policies. The Talkeetna Museum standard of care will reflect current American Association of Museums standards.

In the case of Native materials, Collection Management will follow the intent and spirit of the Native American Graves Protection and Repatriation Act (Public law #101-601). The Museum will assist Native groups with Federal NAGPRA procedures. Repatriation situations will affect the Collections Policy in the areas of Acquisitions and Deaccessions. Categories listed under NAGPRA are: Human remains; associated funerary objects; unassociated funerary objects; sacred objects; and objects of cultural patrimony.

Acquisitions

Acquisitions, whether through gifts, donations or purchases will be measured against the mission statement. All acquisitions and loans must comply with State and Federal laws governing wildlife protection and antiquities, including, but not limited to the US Antiquities Act of 1906 and subsequent amendments, the Alaska Historic Preservation Act of 1971, the Native American Graves Protection and Repatriation Act (NAGPRA) of 1990, and the National Historic Sites Act.

The Collections Committee, consisting of the E. Director, Board President and community at-large committee member, will review donations and purchases. If an item that clearly fits the Museum's Mission is offered for donation, the Director may call Collections Committee members for approval to accept it. The Collections Committee will inform the Museum Board of acquisitions to the collection. All donations and purchases of items with a value of \$1000 or more must be approved by the Board. When committee seats become vacant, the opening will be advertised in local media.

When the Museum is offered an item for purchase that may fall under the definitions of NAGPRA, the situation will be approached with caution. Research on the provenance, title, and contact with the affected Native group to determine if the item in question is subject to repatriation should be part of the consideration process. If the purchase of an object is being considered, the seller must adhere to conditions outlined in NAGPRA.

If an item that may be subject to repatriation is offered for donation, the Museum shall support repatriation. The donor is to be notified which pieces may be eligible for repatriation and why. If the donation proceeds, the relevant Native group(s) will be contacted in regard to the Museum's new holdings. If a donated item is repatriated within 2 years of acceptance and the donor has an appraisal summary on file (IRS form 8283), the Museum must notify the IRS that it no longer has ownership of the item.

The Museum shall be reasonably assured that legal title is obtainable, or that the Museum can be the legal repository for a government agency's artifacts before items are accepted. The donation or purchased item(s) become the full legal property of the Museum. Any accompanying copyrights and/or literary property rights are conveyed except as agreed upon by the previous owner and the Museum representative. The Museum does not ordinarily accept restricted donations.

The Museum does not provide appraisals. Donors will be responsible for the appraisal of their donations or loans. Upon request, Museum staff may provide an unendorsed list of appraisers.

Museum requested appraisals of collection items for in-house purposes will be completed by qualified appraisers in that field.

Loans - The Museum no longer accepts loans to be given back to individuals. The Museum can accept loans from another museum or historical society for display purposes. Loans from other organizations to THS are acceptable (see Loans to the Collection).

Deaccessioning

Objects may be deaccessioned and removed, exchanged or sold from the permanent collection subject to the approval of the Acquisitions/Collections Committee and Museum Board.

An object may be removed only because it:

- has extensive and irreparable deterioration beyond use;
- poses a hazard to people or other objects;
- does not fulfill the goals of the Museum's collecting policies, i.e. inappropriate to the collection;
- belongs to a group or individual other than the Museum;
- is redundant;
- has been repatriated by a Native group.

When an item from the museum collection becomes the subject of a formal, valid, and legal repatriation claim under NAGPRA, it must be deaccessioned from the collection prior to return. The legal process of deaccession should meet the timeline established under NAGPRA. Approval of the deaccessioning process will be done in consultation with an attorney. The point at which the Museum action of deaccession begins should be at the time the repatriation claim is submitted to the National Park Service for publication in the Federal Register. Should the item in question have a counter-claim, the deaccession process will be halted until a claim has been resolved under NAGPRA procedure.

Any deaccessioned object shall be disposed of in an appropriate manner at the discretion of the above committees and boards. Consideration will be given to giving, selling or exchanging the object with another not-for-profit institution or appropriate Native group. If sold, proceeds from sales will go into the collection acquisitions fund. No employee, trustee or family of same will be allowed to purchase or otherwise acquire a deaccessioned item.

Loans to the Collection

All items either borrowed at the Museum's request or loaned at the owner's initiative will be treated with the same care and security as objects in the permanent collections. The Museum may provide insurance for a loaned item from another institution if required for a necessary loan. All loaned items will be given loan accession and catalog numbers and documentation will include a condition report. All loans will be for a specified amount of time, subject to renewal. The lender must give the Museum a month's notice if the object is retrieved before the end of the loan period.

Clan Trust Property

In the case of clan trust property, the clan and Museum must have a written agreement between the two parties clearly stating principle contact persons, who may check out items, and under what conditions the items may be checked out.

Loans from the Collection

Artifacts owned by the Museum may be loaned to other museums and institutions that meet American Association of Museums accepted-standard of security, environmental control and conservation practices. The borrowing institution is responsible for demonstrating proof of insurance for the object(s) from the time they leave the Sheldon Museum until the time they return. The borrowing institution is also responsible for return shipping charges. Final loan approval is at the discretion of the Board.

Loans of books, photographs, and audio-visual aids may be approved for a specified period of time after careful review by the Collections and Exhibits Coordinator and Director. Fragile objects, archival materials and rare books will **not** be loaned.

Use and Reproduction of Collection Items

Collections in storage, unless they are deemed too fragile, will be made available to researchers under controlled conditions with permission of, and under the supervision of the Collections and Exhibits Coordinator or Director.

For a fee, photographs from the collection may be copied for private use, for research, or for use in a publication.

Credit must be given to the Talkeetna Historical Society and Museum. If a photograph or a photograph of an object belonging to the Museum is used in a publication or exhibit. A copy of any such publication must be donated to the collection. Notice of copyright will be prominent on any such publication if copyrighted works are included. The borrower assumes full legal responsibility for any infringement of literary, copyright, or publication rights.

The borrower will not reproduce loaned objects in any media without written permission of the Director.

A staff member may copy Archival and AV material unless restricted by donor or copyright.

The Director may waive any or all of the above provisions.

Photography

The Talkeetna Museum will permit photographs to be taken of items from the permanent collection under controlled conditions. A Museum staff member must be present at all times when objects in storage are being photographed. The Director, or designee, must approve the photographic conditions: placement of lights, handling of objects, method of display, length of time objects may be exposed to light. Removing objects from exhibit for photographing purposes, or handling objects on exhibit may be done only with advanced written permission from the Director and should be completed outside visiting hours.

Photographs may not be made for the purpose of reproduction of an object or for publication without specific written permission of the Director or designee. If reproduced, published or printed, credit must be given to the Museum and a copy of the publication must be donated to the collection. A royalty may be required on some items.

During public hours, visitors may take photographs and videotapes with their own equipment for personal, educational or non-commercial purposes.

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Section V: Staff /Key Volunteers

Executive Director - Sue Deyoe. Sue was hired in December of 2013 with the title of Site/Museum Manager. The title was changed in January 2014 after executive board review. Sue has extensive work with not-for-profit and non profit Boards and organizations, starting in 1985. In 1990, she had an internship with Minneapolis Institute of Arts Museum working on a 14th century tapestry project. Sue moved to Alaska in 1991 and worked in Denali until the fall of 2006, when she and her partner, Jeff, moved to Talkeetna. She began working at KTNA as news reporter in January 2007. Her work with non profits since 1985 served well when she was offered a position at Sunshine clinic heading up Sunshine Transit. She was instrumental in obtaining FTA grants for the organization and getting it recognized as a public transit system. Then she was hired at the museum in Dec. 2013. She oversees all administration of the museum and the museum store.

Job Description:

Basic Functions: The occupant of the position of this classification is responsible for the administration of all phases of Museum and Society business. In effect, this position is similar to that of a Chief Executive Officer in for-profit companies.

General Recruiting Qualifications:

College degree or equivalent work experience is required. Experience in a Museum setting and/or with non-profit associations is preferred. Employment background should demonstrate evidence of basic administrative skills. Experience with computers is required. Employee must be able to work effectively with minimal supervision. Excellent oral and written skills are required, including the ability to communicate and relate effectively with the general public, government and museum professionals, other staff, volunteers, and the Board of Directors.

Position Title:	Executive Director
Classification:	Exempt
Beginning Salary:	\$19 per hour
Hours:	30 hours per week October 1-March 31

40 hours per week April 1-September 30

Agreement Length: Twelve months

Leave: Two weeks paid

Supervisor: President of the Board of Directors or Board Personnel Committee

Hiring Authority: Board of Directors

Seasonal staff 2021

Barbara Ludwig - Barb is a vagabond who does the sugar beet harvest in fall, sometimes travels to Nepal in winter; spends summer in Talkeetna.

Beth Lynn - Beth lived for 20 years in Healy and retired with her husband in Talkeetna. She is a retired special needs teacher.

Section VI: Program

- Newsletter/Program brochures, copies of recent press releases, etc.
- Membership Information

Grants:

Some grants are received on a yearly basis, varying amounts:

Museums Alaska

Jessica Stevens Foundation -

State of AK Office of History and Archeology.

Talkeetna Community Council.

Alaska Community Foundation

Bachelor Society