

WILL ROGERS HIGH SCHOOL COMMUNITY FOUNDATION, INC.
MINUTES OF BOARD OF DIRECTORS AND BOARD OF ADVISORS MEETING
August 28, 2012

The Board of Directors and Board of Advisors of the Will Rogers High School Community Foundation, Inc., met on August 28, 2012, at 3 p.m., at Will Rogers College Junior High and High School. Due notice was given. The announced purpose of the meeting was to conduct ordinary business.

The meeting was called to order by Paul Thomas, president. Other directors present: Stacey Vernon (*ex officio*), Steve Mayfield (*ex officio*), Anita Bryant Dry (via phone), Larry Beaubien, treasurer, Darryl DeBorde, Linda Sellen Frazier, Jo Anne Lewis, Frank Marcum, Sherryl McGuire, David Rader, Dick Risk, secretary (via Skype), Betty Trinka, Ron Woods and Steve Wright. A quorum was present. Others in attendance: Bob LaBass, advisor from Tulsa Public Schools (bond administrator and conservation), Carol Cumiskey Axley, advisor from Tulsa Public Schools, Beth Abdo Dennis, advisor, and Johnnie Egbert, member of Principal's Advisory Group.

Principal Stacey Vernon reported on activities at Will Rogers College Junior High and High School, including that college classes have begun. She said that the only fees to be charged to students for participation in the concurrent enrollment program through Tulsa Community College were \$25 to cover two TCC courses, at \$12.50 apiece, to be taken between junior and senior years by those who intend to receive an associate degree upon graduation from high school.

The Rev. Dr. Darryl DeBorde followed with an inspirational moment to open the business portion of the meeting.

President Paul Thomas introduced Linda Sellen Frazier, '58, a director attending her first meeting, and Steve Mayfield, '65, acting chief of staff for Tulsa Public Schools, appointed by Superintendent Keith Ballard to fill the *ex officio* director's position vacated by Kevin Burr, who left TPS to become superintendent of Sapulpa Public Schools. David Rader, attending his first meeting as a director and chair of the Hall of Fame Committee, was also introduced.

Minutes of the June 7, 2012, meeting were approved. Motion by Trinka, second by Risk.

Larry Beaubien distributed a treasurer's report, which was accepted on motion and second. He announced that he had checked with the State of Oklahoma and confirmed that there were no tax reporting requirements to the state. He presented an invoice that he had received from the Sooner State Chapter of the American Theatre Organ Society in the amount of \$1,000 for moving the Wurlitzer organ donated by the Smith estate from its Tulsa location to storage in the school building, along with the Wright (Orpheum) organ, which had been brought to storage earlier. On motion by Risk, second by McGuire, the board authorized payment of \$1,000 to ATOS with instructions that any future obligation of Foundation funds must be approved in advance.

Sherryl McGuire, as chair of the Development Committee, announced that the Class of '61 had donated surplus reunion funds to the Foundation in the amount of \$6,700, with \$2,000 of that

sum being earmarked for the Wurlitzer organ project, the remaining \$4,700 to be used for academic scholarships. Frank Marcum presented the check on behalf of his class. There was a discussion that the \$4,700 could be used for scholarships in the amount of \$25 per student to cover the cost of fees to Tulsa Community College for two courses taken between junior and senior years by those pursuing an associate degree. (If approved by the board for expenditure for this purpose, this amount would cover scholarships for 188 students.)

On motion and second, the board authorized payment of \$10,000 to the school for the purchase of football practice equipment, which amount had been donated by WRHS alumnus Donald Mellott, brother of Sherryl McGuire.

Sherryl announced a fund-raising goal of \$50,000 for the coming year, with the first 100 letters going out imminently. She requested authorization to spend up to \$500 for the mailing. Motion by McGuire, second by DeBorde; approved.

Betty Trinka suggested that the Foundation should promote memorial gifts. Paul Thomas suggested bronze memorial plaques. These ideas were referred to the Gift Acceptance Committee for its consideration and recommendations.

It was noted that the 75th anniversary of the opening of the school will occur in the fall of 2014, and that this provided the opportunity for a gala fund-raising event. (It was also noted that the first graduating class of the magnet school would occur in the spring of 2014, which could also be incorporated into the 75th anniversary observance.) On motion by Risk, second by Frazier, the board authorized the Executive Committee to plan an appropriate event or series of events, working with the school administration.

David Rader presented nominations of candidates to be inducted into the Will Rogers High School Hall of Fame on a proposed date of November 9, 2012, with reception and ceremony to be held at the school. Cost would be \$25 per person. He discussed the credentials of each candidate. The committee recommended the approval of eight candidates: Warren G. Guntheroth, M.D., '45; Fred Sanders, '45; Donald "Babe" Chandler, '52; Neil R. Sparks, Jr., '54; Paul D. Davis, '55; Nancy Jo Daulton Beier, '56; Elvin Bishop, '60; and Rev. Dr. H. Thomas Harrison, '72. A ninth person, Dr. Janet Wright Kizziar, '57, was also nominated, but with the recommendation that her induction be delayed until the next class, as she would be unable to attend the 2012 ceremony. Noting that selection of candidates for induction required concurrence of the school principal, which David reported had been done, and approval of the Board of Directors, Risk moved and Marcum seconded that the committee's nominations be approved, including the deferred induction of Dr. Kizziar; that the proposed November 9 date be approved; and that the treasurer be authorized to collect money from ticket sales and donations earmarked for the Hall of Fame induction, and to pay expenses not to exceed collections.

Steve Wright, chair of the ad hoc Wurlitzer Organ Committee, gave an oral report on the status of the project. He said that he had met with Bob LaBass at TPS and a staff attorney who would prepare a draft memorandum of understanding proposal on behalf of TPS. The MOU would need approval on behalf of TPS by the Board of Education. The Foundation's Board of Directors has previously delegated authority to the Executive Committee for all matters pertaining to the organ project. Steve recounted that the earlier proposal from Zollman Pipe Organ Services of Wichita

for \$250,000 included an approximate \$30,000 cushion. The Zollmans would do the work on site. The proposal Steve had just received from the Wicks Organ Company of St. Louis was for \$183,000, which covered the transportation of the components from the two organs to St. Louis, where Wicks would require five to six months to consolidate the two organs. Another two weeks on-site would be required for the installation. The re-routing of the air conditioning duct work in the auditorium's organ chambers would require another \$80,000, regardless of which contractor handled the organ restoration, consolidation and installation. The Zollman proposal had been previously distributed to the Executive Committee members. Steve promised delivery of the Wicks proposal to the Executive Committee members. Steve also promised delivery of titles to each of the organs from their donors, which would document ownership of the organs by the Foundation until such time as they would be deeded to TPS by the Foundation, as a consolidated instrument.

Paul Thomas requested that the Board of Directors reaffirm its earlier action to delegate authority to the Executive Committee and that the procedures for contracting with ATOS be reviewed. On motion by Risk, second by Woods, the board reaffirmed the prior delegation of the organ matter to the Executive Committee, which originally occurred November 4, 2010. The minutes of that Board of Directors meeting read, in pertinent part:

Steve Wright was authorized to continue making arrangements for the acceptance of both organs, to keep the Board apprised of the progress and to seek Executive Committee approval of any obligations to be made on behalf of the Foundation. The Executive Committee previously had been delegated the authority to execute a general memorandum of understanding with the school district for the relationship of the Foundation with the district.

Resolved: The Foundation will receive the two organs, subject to the availability of funding earmarked for this project necessary to disassemble, crate, transport, store and install, and also subject to a memorandum of understanding with the school district that it would accept the organ from the Foundation. The Executive Committee is hereby delegated authority to approve any vendor contracts, subject to and not to exceed the availability of funds, and to execute a memorandum of understanding with the school district pertaining to the acceptance of the organ, terms of its access by students and the public, and other details necessary for the transfer and installation. Adopted.

The minutes of the June 11, 2011, Board of Directors meeting read, in pertinent part:

Steve Wright was authorized to continue making arrangements for a professional assessment of what needs to be done and the estimated cost to do so. He was requested to continue to keep the Board apprised of the progress and to seek Executive Committee approval of any obligations to be made on behalf of the Foundation. The Executive Committee previously had been delegated the authority to execute a general memorandum of understanding with the school district for the relationship of the Foundation with the district. There followed a brief discussion on the status of that document.

The minutes of the July 10, 2011, Executive Committee read, in pertinent part:

Resolved: Paul Thomas and Steve Wright are authorized to enter into an agreement on behalf of the Foundation with Patti and Ed Zollman of Wichita, Kansas, pursuant to the Statement of Work that is appended hereto. The executed contract will be submitted to the secretary for filing in the corporate records. The treasurer is authorized to pay the sum of \$2,800.00 from earmarked funds for the organ project upon presentation of an invoice that has been approved and initialed by either Paul or Steve. Adopted unanimously.

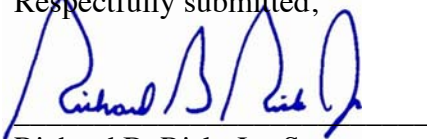
It was announced that demolition of structures at Turner Park, adjacent to the school, was complete, in preparation for renovation, which is expected to be complete by February 2013.

Risk announced that election (or re-election) of directors to fill expired terms, plus the election of officers for the coming year, will be held at the next Board of Directors meeting. The Committee on Directors, chaired by Anita Bryant, first vice president, serves as the nominating committee. Risk announced that an email had been sent to directors and advisors inviting nominations.

The next regular meeting was set for Thursday, November 29, 2012, at 3 p.m., at the school, room to be announced.

There being no further business, the meeting was adjourned.

Respectfully submitted,

A handwritten signature in blue ink, appearing to read "Richard B. Risk, Jr.", is written over a horizontal line.

Richard B. Risk, Jr., Secretary