

Women of Virginia  
Commemorative Commission  
May 22, 2012

Minutes

Members in Attendance:

Secretary Lisa M. Hicks-Thomas  
Senator Ryan McDougle  
Mrs. Em Bowles Locker Alsop  
Mrs. Mary Blanton Easterly  
Mrs. Kitty Claiborne  
Mrs. Mary Abel-Smith  
Ms. Jacqueline Cook Hedblom

Susan C. Schaar  
G. Paul Nardo  
Mrs. Lissy Bryan  
Dr. Sandra G. Treadway  
Alice Lynch  
Ms. Rita McClenny

The meeting was called to order by Secretary Lisa M. Hicks-Thomas. Commission members introduced themselves, and the Secretary then addressed the matter of maintaining a quorum, as it was an issue at the last meeting. At the conclusion of the last meeting, a quorum was not present and therefore an executive committee could not be voted upon. Sec. Hicks-Thomas clarified that out of the 18 members of the commission, 8 members are required to establish a quorum and enable a vote to be taken. She also clarified that she acts on behalf of the Governor, so she votes for him. Alice Lynch asked if the body could continue with business if a quorum was established at the original call to order of the meeting (even if members leave throughout the duration). Paul Nardo responded that with some organizations that could be the case, but operating without a quorum could raise some potential issues.

After the issue surrounding establishing a quorum was resolved, Secretary Hicks-Thomas then asked that public comment be taken up in order to accommodate the time constraints of our guest, Ms. Connie Lapallo. As an author with over 17 years experience concerning the women of 17<sup>th</sup> century Virginia, she shared the history and some experiences of Virginia's earliest women, from our early women settlers to former First Ladies of Virginia. She pointed out that women came to Virginia much earlier than generally thought, beginning as early as 1608. At the conclusion of her brief explanation of her expertise in the matter, she offered her assistance in gathering information for the commission surrounding these historical aspects of the Commonwealth's earliest women.

Once our opportunity for public comment had passed, Sec. Hicks-Thomas then asked for the adoption of the minutes from the March 28<sup>th</sup> commission meeting with a correction, as pointed out by Mrs. Bryan. She called to correct that she suggested appointing **both** the Executive Director AND form the Executive Committee at the last meeting. The minutes were adopted with this correction.

After adopting the minutes from the previous meeting, the commission proceeded to take up the business of the formation of 501(c)(3) foundation for fundraising. The

Secretary called upon Jacqueline Hedblom to report on her research in the matter. Ms. Hedblom said that her firm, Hirschler Fleischer, would provide pro bono work (for up to \$3,000) on creating the foundation and then she explained the process of forming a 501(c)(3) foundation. The process could take anywhere from 60-120 days for approval, starting with the actual formation. The first step in forming the foundation would be to identify a contact person for the attorney who would be working on the project, David Leinberger. At that point, further identification of officers and directors, as well as providing a mission statement would be necessary. Once the foundation is formed, the commission must fill out and submit forms (including a 10-23 form) and an application to the IRS. Ms. Hedblom explained that the Commission must pay the fees associated with doing so, as they cannot be included in the pro bono representation: the filing fee of \$100 is required, as well as a \$750 fee for the 10-23 form. Once these requirements are fulfilled, a period of 60-120 days can pass before approval is granted. If approval is received, the foundation achieves tax-free status and can begin raising funds. Dr. Treadway brought up the comparison to the Civil Rights commission when they formed their foundation for fundraising, which Sec. Hicks-Thomas agreed with, mentioning the Public Safety Commission had also used this same format and that it was effective. The question was then raised if there can be people on the foundation that aren't members of the commission, to which Ms. Hedblom responded that she would inquire for further clarification on that. Sec. Hicks-Thomas then asked for a motion for the Commission to move forward with this process of forming this foundation, and Mrs. Bryan moved accordingly, but added that she felt a need to address money and funds directly (where money would be obtained for filing fee, 10-23 form fee, etc.). Ms. McClenny seconded the motion, and therefore the Commission adopted said motion to move forward with the process.

The next item on the agenda was to take up the business of establishing an Executive Committee. First, the duties expected of this Executive Committee were discussed. Jacqueline Hedblom suggested the Executive Committee be responsible for selecting an Executive Director. Susan Schaar then asked how often this kind of group would meet, to which Sec. Hicks-Thomas responded with the suggestion of once a month. Mrs. Alsop suggested the committee be appointed as soon as possible and that it should meet weekly in order to complete the project. From there, Rita McClenny recommended that the members of the Executive Committee be comprised of key points to address different issues based on subcommittees. Sec. Hicks-Thomas inquired of the Clerk of the House and the Clerk of the Senate, Paul Nardo and Susan Schaar, respectively, if the members of this committee have to be voting members of the commission. Mr. Nardo responded that the by-laws and whatever is decided upon would clarify that. Mrs. Schaar then used the Public Safety Commission as an example, as their subcommittees report to the full committee, and so she suggested this system. Other discussion took place, covering issues from size of the Executive Committee to how it could be disbanded, and finally Sec. Hicks-Thomas offered a list of possible members of the Executive Committee. She listed Em Bowles Alsop, herself (acting on behalf of Gov. McDonnell), Susan C. Schaar, Lissy Bryan, Jacqueline Hedblom, Rita McClenny, and Sen. Mary-Margaret Whipple as members of the Committee, to which this was adopted by the commission. As a side note, the Secretary mentioned that Carol Price is not a

member of the Commission, and that Speaker Howell has appointed Sen. Mary-Margaret Whipple to fill that vacancy.

The Executive Committee having been adopted, the Commission then moved to hearing subcommittee reports. Mrs. Bryan gave her report about the RFP process, and presented a draft RFP that included information about placing an ad with *Sculpture* magazine's newsletter, as well as a tentative ad for the Commission to place. She used recent ads as a template when forming this example. She then explained the process and timeline for placing the ad, which July 10<sup>th</sup> is the deadline for the September newsletter. She suggested then that October 1<sup>st</sup> be a submission deadline, having finalists be notified mid-November, and a final selection be announced during Women's History Month, March 2013. The selection committee was then discussed, suggesting the committee be comprised of 1 commission member, 2 people with artistic expertise (one of them to be a landscape architect was suggested by Rita McClenny), 1 general historian, and 1 historian specializing in women's history. Mrs. Schaar mentioned the Public Safety Memorial's artist came with a team, and the Public Safety and Indian Memorials have all had architects or landscape artists working with them. She also said she preferred having a women's historian and an architect instead of 2 historians, which Dr. Treadway agreed with. Mrs. Bryan countered that too many artists and not enough historians might compromise the historic integrity of the project. Mrs. Alsop suggested that the historians be led by Dr. Treadway. At this point, some comments were made about names on the Monument to which Mrs. Schaar suggested that names have not been discussed and that all talking about such business should take place only during commission meetings, and not without the authorization and consent of the other members. Sec. Hicks-Thomas brought up that she had been advised that the presidents of Virginia colleges and universities had been asked to suggest ideas and names for inclusion on the Monument. She then reminded the members that such information cannot be solicited without the consent of the full commission (as no decisions have been made about what the Monument will be) and nothing can take place that's not voted on by the full commission. Mrs. Alsop clarified that the letters were sent in order to gain support for the commission, and Mrs. Bryan added that this is why the 501(c)(3) funding is imperative to form the foundation - to avoid these situations.

Mrs. Alice Lynch gave her report on her fundraising subcommittee, in which she presented a proposed draft of the budget, and explained the items in the handout provided. Mrs. Claiborne inquired of Mrs. Lynch as to how and when the project would take off and in what sequence of events, and Mrs. Lynch responded that some investors will donate on the basis of an idea, where some other donors will want to see more concrete details and information, or some will give seed money. Sec. Hicks-Thomas suggested that seed money is needed first, because the idea for the Monument will not be concrete until March 2013. Mrs. Lynch then concluded her report with saying that the budget handed out was only a template to give a frame of reference, and there is no need for definite approval at this point.

Once the subcommittee reports had been given, Sec. Hicks-Thomas opened the floor up to public comment, which there was none. Other business items to attend to

included Mrs. Easterly handing out a story about Virginia suffragettes and their struggle in Occoquan, to which Ms. McClenny added was what the movie "Iron Jawed Angels," filmed here in Virginia, was based upon. Sec. Hicks-Thomas then adjourned the meeting, saying she would poll the members for the next meeting date.