

1 **Society of American Archivists Foundation**
2 **Board of Directors Meeting**
3 **February 19, 2025**
4 **Chicago, IL (Virtual)**

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6 **Agendas and background materials for SAA Foundation Board meetings are**
7 **publicly available via the SAA website at: <http://www2.archivists.org/groups/saa->**
8 **[foundation-board-of-directors](http://www2.archivists.org/groups/saa-foundation-board-of-directors).**

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10 Foundation Board President **Lisa Mangiafico** called the meeting to order at 11:07 a.m.
11 CT on February 19, 2025.

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13 Present for the entire meeting were:

14 Elected Directors: **Carli Lowe** (Board Vice President), **Natalie Baur**, **Nicolette Lodico**,
15 **Karen Meyer-Roux**, **Mike Rush**, **Jeannie Speck-Thompson**, **Emily Dixon**, and **S.**
16 **Elliot Maxwell** (Emerging Professional).

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18 Society Directors: **Derek Mosley** (SAA Vice President), **Denise Rayman** (SAA/SAAF
19 Treasurer), and **Krystal Appiah** (SAA Executive Committee Member)

20 Society & Foundation Staff: Chief Executive Officer **Jacqueline Price Osafo**, Chief
21 Operating Officer **Cherie Newell**, Assistant Director, Foundation **Astoria Edwards**,
22 Assistant Director, Governance **Jill Burgos**.

23
24 Guest: Heather Murray

25 Absent: Sarah Ponichtera, Jessica Chapel, Hope Dunbar, Helen Wong Smith, Tomaro
26 Taylor

27
28 **I. Call to Order & Foundation Business**

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30 **A. Adoption of the [Agenda](#)**

31
32 SAA Foundation President Mangiafico introduced the agenda. Items were requested to
33 be rearranged to allow for member engagement and flow. **Lodico** moved for adoption
34 as presented, **Lowe** seconded, and the Board adopted the agenda unanimously.

35 **(MOTION 1)**

36
37 **B. Reference**

38
39 Mangiafico noted that the November 2024 meeting minutes will be ratified via the
40 consent agenda of this meeting. Also, note that the Bylaws were included in the meeting
41 materials for reference purposes.

- 42
43 a. [Board Meeting Minutes](#)
44 b. [SAA Foundation Bylaws](#)

45
46 **C. Acknowledge Conflicts of Interest**

47
48 No conflict of interest was declared

49
50 **D. Ratify November 2024 Meeting Minutes**

51
52 Following this meeting, the November 21 & 22, 2024, Board of Directors meeting
53 minutes were available on the SAA website at
54 https://www2.archivists.org/groups/16869/group_minutes.

55
56 **(Motion 2)** Move Consent Items: Maxwell; Second Consent Items: Lodico;
57 Vote: PASSED

58
59 **II. CALL TO ORDER & FOUNDATION BUSINESS**

60
61 **A. CEO Report (0225-Foundation-II-A-CEO)**

62
63 Price Osafo provided an update on SAA's advocacy initiatives, grant opportunities, staff
64 transitions, and educational sessions at ARCHIVES*RECORDS 2025. Additional
65 details can be found in the CEO report.

66
67 **B. President Report**

68
69 Mangiafico provided the Board of Directors highlights of the meetings that occurred
70 during the second quarter to address the current and future state of the SAA
71 Foundation.

72
73 **C. Operations Report (0225-Foundation-II-C-Ops)**

74
75 Edwards updated the Board of Directors on the Foundation's operational initiatives and
76 discussed contribution trends, highlighting increased donations to the Catalyst Fund,
77 NDRFA, and Mosaic Fund.

78
79 **III. MANAGING SAA FOUNDATION FINANCIAL RESOURCES**

80
81 **A. Development Committee: Donor Motivation**

82
83 Lowe provided an overview of the development committee's proposal to modify the
84 foundation's giving levels and strengthen stewardship incentives to better recognize and
85 retain donors.

86
87 **B. Annual Meeting Activities**

88
89 The Board of Directors discussed potential activities for the Foundation at
90 ARCHIVES*RECORDS 2025 in Anaheim, CA.

91
92 **C. SAA Foundation Financials & Finance Committee Update**

93

94 Rayman and Newell provided an update on the status of the Foundation’s financials and
95 timeline for audit.

96
97 **IV. PROGRAMS/IMPACTS**

98
99 **A. Catalyst Grant & Opportunity Grant Program ([0225-Foundation-IV-A-GRC](#))**

100 Lodico updated the Board of Directors on the Grant Review Committee’s activities. The
101 new Opportunity Grant program launched in January 2025, and the committee is
102 reviewing applications while refining evaluation criteria for accuracy. Submissions for
103 the Catalyst Grant program closed on January 31, with 19 applications under review.

104 **C. NDRFA Review Committee**

105 Raymen provided an update on the NDRFA Review Committee, which is currently
106 reviewing the application and evaluation criteria. The revised form will be available for
107 electronic and paper submission.

108 **V. GOVERNANCE**

109
110 **A. Nomination Update**

111
112 Edwards informed that the call for Board of Directors and Foundation’s committee
113 members is set to close February 28.

114
115 **B. Bylaw/Governance Review**

116
117 Mangiafico outlined the Governance Committee’s priorities for the rest of FY25,
118 including bylaw changes for Officer positions and standing rules for committees.

119
120 **I. CALL TO ORDER & FOUNDATION BUSINESS (CONTINUED)**

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122 **E. Review of Day II – Foundation Board of Directors Meeting**

123
124 Mangiafico discussed the agenda for the second day of the Board of Directors meeting.

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126 **Society of American Archivists Foundation**
127 **Board of Directors Meeting**
128 **February 20, 2025**
129 **Chicago, IL (Virtual)**
130

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133 ***[foundation-board-of-directors.](http://www2.archivists.org/groups/saa-)***
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135 Foundation Board President **Lisa Mangiafico** called the meeting to order at 11: 03 a.m.
136 CT on February 20, 2025.

137 Present for the entire meeting were:

138
139 Elected Directors: **Carli Lowe** (Board Vice President), **Natalie Baur**, **Hope Dunbar**,
140 **Nicolette Lodico**, **Karen Meyer-Roux**, **Mike Rush**, **Jeannie Speck-Thompson**, **Emily**
141 **Dixon**, **Sarah Ponichtera** and **S. Elliot Maxwell** (Emerging Professional).

142 Society Directors: **Derek Mosley** (SAA Vice President), **Denise Rayman** (SAA/SAAF
143 Treasurer), and **Krystal Appiah** (SAA Executive Committee Member), and **Helen**
144 **Wong Smith** (SAA Immediate Past President)
145

146 Society & Foundation Staff: Chief Executive Officer **Jacqueline Price Osafo**, Chief
147 Operating Officer **Cherie Newell**, Assistant Director, Foundation **Astoria Edwards**, and
148 Assistant Director, Governance **Jill Burgos.**
149

150 Guest: N/A

151 Absent: Jessica Chapel, Tomaro Taylor
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153 **V. STRATEGIC PLAN**

154 **A. SAA FOUNDATION STRATEGIC PLAN**

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156 The Board of Directors reviewed and finalized the overarching goals for the
157 Foundation's 2025-2026 Strategic Plan. A subset of Elected Directors will meet to
158 discuss the initiatives for the upcoming FY and submit a draft for the May 19 & 20,
159 Board of Directors Meeting.
160
161

162 **V. REPORTS/UPDATES**

163 **A. Annual Meeting Awards Committee**

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165 The Annual Meeting Awards Committee reviewed the application and evaluation
166 questions and developed an evaluation rubric. The award program application will
167 launch in mid-March.
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170 **B. Other Reports/Updates from the Board of Directors**

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172 The Board of Directors provided no additional reports or updates.

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(Motion 3)

MOVED That the Board of Directors moves into of a closed executive session.

Move: Lodico; Second: Baur;
Vote: PASSED

VII. EXECUTIVE SESSION (CLOSED)

A. Ethical Action in Sponsorship and Investment [\(via Foundation listerv\)](#)

The board of directors discussed the Ethical Action in Sponsorship and Investment document, which was submitted to the SAA Council for discussion.

B. Threat to Nonprofit Status

The Board of Directors discussed the potential tax implications affecting non-profits, focusing on regulatory changes, compliance requirements, and their impact on the organization's financial strategy.

(Motion 4)

MOVED That the Board of Directors moves out of a private executive session.

Move: Lowe; Second: Dixon
Vote: PASSED

I. CALL TO ORDER & FOUNDATION BUSINESS (CONTINUED)

G. Meeting Debriefing/Next Board Meeting

The Foundation Board briefly reflected on the highlights from the meeting and made suggestions for improving future virtual Board meetings.

H. Adjournment

Appiah moved, and Meyer-Roux seconded a motion for adjournment. The meeting was adjourned at 1:02 p.m. CST.