

1 **Society of American Archivists Foundation**
2 **Board of Directors Meeting**
3 **February 20, 2023**
4 **Virtual Meeting**

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6 *Agendas and background materials for SAA Foundation Board meetings are publicly*
7 *available via the SAA website at: [http://www2.archivists.org/groups/saa-foundation-board-of-](http://www2.archivists.org/groups/saa-foundation-board-of-directors)*
8 *[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 1:06 pm CT on
11 Monday, February 20, 2023.

12 Present for the entire meeting were Class A members: **Terry Baxter** (SAA President), **Helen**
13 **Wong Smith** (SAA Vice President), **Sharmila Bhatia** (SAA/SAAF Treasurer), and **Courtney**
14 **Chartier** (SAA Immediate Past President). Class B members: **Jessica Chapel**, **Robert Clark**,
15 **Elizabeth Joffrion**, **Dennis Meissner**, **Michele Pacifico**, **Gerrienne Schaad** (SAAF Executive
16 Committee Member), and **Megan Sokolow** (SAAF Early-Career Member); and Executive
17 Director **Jacqueline Price Osafo**, Foundation and Development Manager, **Astoria Edwards**,
18 and Governance Manager **Felicia Owens**.

19
20 Absent were Elizabeth Myers (SAAF Vice President), Derek Mosley (SAA Executive
21 Committee Member), Carli Lowe, Natalie Baur, and Gina Minks,
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23 **I. BOARD BUSINESS**

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

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27 Mangiafico introduced the agenda. Bhatia moved for adoption as presented, Schadd seconded,
28 and the Board adopted the agenda unanimously. **(MOTION 1)**
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31 **B.1. [Board Meeting Minutes](#)**

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33 Mangiafico noted that the December 2022 meeting minutes will be adopted via the consent
34 agenda of this meeting. Upon approval, the minutes will be posted to the SAA website, and SAA
35 members will be notified of the availability of the minutes via *In The Loop*, the website, and
36 social media.
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38 **B.2. [Bylaws](#)**

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40 Mangiafico noted that the Bylaws were included in the meeting materials for reference purposes.
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42 **C. Acknowledge Conflicts of Interest**

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44 No Conflicts of interest were brought forward.
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D. Review Board To-Do List

Board members briefly reviewed and provided updates on the status of actions listed in this internal working document.

II. CONSENT

The following items were adopted by consent (**MOTION 2**).

Move Consent Items: Meissner

Second Consent Items: Schaad

Vote: PASSED (unanimous)

A. Approve December 2022 Board Meeting Minutes [CONFIDENTIAL]

Following this meeting, the December 2022 meeting minutes were made available on the SAA website at: https://www2.archivists.org/groups/16869/group_minutes.

III. STRATEGIC PLANNING

A. Treasurer (Financial Report)

The Board reviewed but did not discuss this report.

B. Review SAA Foundation Strategic Plan

The Board reviewed but did not discuss this report.

C. “Mega Issue” Discussion Topic

Mangiafico led the Board members through identifying “Mega Issues” for future planning aligned with the SAA Foundation Strategic Plan.

IV. ACTION

A. Other Action Items from Board Members

No other action items were brought forward.

V. DISCUSSION

The Board discussed plans for the 2023 Annual Meeting and agreed to hold a Foundation reception and a forum on Strategic Growth Grants, as first introduced at the 2022 conference, and brainstormed further ways to increase the Foundation’s visibility.

- 92 **A. 2023 Annual Meeting Plans**
93 a. Reception
94 b. Grants Forum
95 c. Awards Ceremony
96 d. Fundraising, Visibility
97 e. SAA Annual Membership Meeting
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99 **B. Other Discussion Items from Board Members**

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101 No other discussion items were brought forward.
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103 **C. Executive Session**

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105 No other discussion items were brought forward.
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107 **MOTION 3**

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109 **THAT the Foundation Board move into a confidential executive session.**

110 Leaving session

111 **Move:** Schaad

112 **Second:** Bhatia

113 **Vote:** PASSED (unanimous)
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115 **MOTION 4**

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117 **THAT the Foundation Board move out of the confidential executive session.**

118 Leaving session

119 **Move:** Schaad

120 **Second:** Bhatia

121 **Vote:** PASSED (unanimous)
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123 **VI. Reports**

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125 **A. President**

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127 The Board reviewed but did not discuss this report.
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129 **B. Development Committee**

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131 The Board reviewed but did not discuss this report.
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133 **C. Executive Director**

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135 The Executive Director provide a verbal update regarding the upcoming Board meeting, and
136 update of the educational sessions for the 2023 Annual Meeting.
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D. Governance Working Group

The Board reviewed but did not discuss this report.

E. Gift Summary and Analysis

The Board reviewed but did not discuss this report.

F. Committee Updates

The following committees provided a brief update on their work:

1. Annual Meeting Award Committee
2. Grant Review Committee
3. NDRFA Review Committee
4. Nominating Committee
5. Development Committee

I. BOARD BUSINESS (Continued)

E. Meeting Debriefing / Next Board Meeting

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

F. Adjournment

Schadd moved and Baxter seconded a motion for adjournment, and the meeting was adjourned at 3:56 pm CT.