

**Society of American Archivists Foundation
Board of Directors Meeting
November 13–14, 2016
Chicago, Illinois**

Agendas and background materials for SAA Foundation Board meetings are publicly available at: <http://www2.archivists.org/groups/saa-foundation-board-of-directors>.

Foundation Board President Fynnette Eaton called the meeting to order at 12:21 pm on Sunday, November 13. Present for the entire meeting were Class A members Nance McGovern (SAA President), Dennis Meissner (SAA Immediate Past President), Cheryl Stadel-Bevans (SAA Treasurer), Rachel Vagts (SAA Executive Committee Member) and, via conference call, Tanya Zanish-Belcher (SAA Vice President); Class B members Carla Summers (Foundation Vice President), Scott Cline, Larry Gates, Brenda Gunn, Wilda Logan, Waverly Lowell, Gina Minks, Ann Russell, Margery Sly, and Becky Haglund Tousey; and Executive Director Nancy Beaumont, Finance/Administration Director Peter Carlson, and Governance Coordinator Felicia Owens.

Class B member Mark Duffy (SAAF Treasurer) joined the meeting at 4:30 pm and Ceja departed at 5:00 pm on Sunday.

SAA Web and Information Systems Administrator Matt Black also attended the November 14 session.

I. BOARD BUSINESS

A. Adoption of the Agenda

Eaton introduced the agenda. Stadel-Bevans moved for adoption, Lowell seconded, and the Board adopted the agenda unanimously. (**MOTION 1**)

B.1. August 2016 Board Minutes

Eaton noted that the August 2016 meeting minutes were adopted by online vote of the Foundation Board on September 6, 2016, and posted on the website immediately. SAA members were notified of availability of the minutes via *In The Loop*, the website, and social media.

B.2. Bylaws, B.3. Past Actions (2006-2016), B.4. 2016-2017 Development Plan

Eaton noted that these documents were included in the meeting materials for reference purposes.

C. Review of SAAF Action List

The Board reviewed the Action List (an internal working document) from the August meeting, discussing those items that are still open and ongoing.

Lowell asked for further discussion of expanding the Mosaic Scholarship eligibility criteria to include archives students with disabilities. The Board unanimously agreed to add this to the Discussion Agenda (see H.1. Mosaic Scholarship Stipulations) (**MOTION 2**).

The Board also agreed to continue discussing Grant Review Deadlines during Agenda Item II.A. Grant Review Committee Description / Selection.

II. ACTION ITEMS

A. Grant Review Committee Description / Selection

After operating largely in an *ad hoc* capacity, the 2016 Grant Review Committee brought forward at the August 2016 Foundation Board meeting recommendations for grant review procedures to standardize and expedite the process. The Board approved the proposed Grant Application Evaluation Procedures, which included a general description of a Grant Review Committee to handle proposal review and recommendations.

The following description for the SAA Foundation Grant Review Committee was compiled from details in the Grant Application Evaluation Procedures adopted by the Board in August 2016, as well as precedents set by other committee descriptions for Committee Selection, Size, and Length of Term and Reporting Procedures. The Board discussion led to several revisions (underline = addition, strikethrough = deletion).

The Board did not approve a slate of Grant Review Committee members for 2017, but would do so via online vote after volunteers were solicited.

MOTION 3

THAT the following description for the SAA Foundation Grant Review Committee be adopted:

SAA Foundation Grant Review Committee

I. Purpose

The Grant Review Committee is responsible for receiving and evaluating grant applications according to the [SAA Grant Application Evaluation Procedures](#), and recommending to the Board which applications should receive grant funding.

II. Committee Selection, Size, and Length of Term

The Grant Review Committee is an appointed body of the SAA Foundation Board. The Committee consists of the SAAF President (who serves as Chair) and no fewer than three additional members of the Board, appointed by the President no later than the close of the Board's annual meeting and subject to approval by the Board. The Executive Director serves *ex officio* with voice, but without vote.

III. Reporting Procedures

The Grant Review Committee reports to each full meeting of the Foundation Board of Directors and at other times as requested by the Board. For grant reviews, the Committee will consider applications (due February 1), conduct its review, and report its recommendations to the Board by March 30.

IV. Duties and Responsibilities

- Annually review and recommend revisions (as needed) to ensure that the Foundation’s Grant Evaluation Criteria (including the strategic initiatives identified in the Development Plan), Requirements Checklist, and Evaluation Form remain relevant and appropriate.
- Solicit from the Foundation Board the annual grant funding allocation. ~~and any special program priorities that support the SAAF or SAA missions and strategic plans.~~
- Solicit from the Foundation Board any special program priorities that support the SAAF or SAA missions and strategic plans.
- Assist the Executive Director in issuing the Call for Proposals before December 1 each year.
- Assist the Executive Director in assessing initial letters of inquiry.
- Work individually and collectively to analyze and evaluate grant applications submitted to the Foundation. Seek appropriate outside expertise and/or consultation when the content of a proposal requires special knowledge (e.g., with regard to technologies, methodologies, or unfamiliar domains).
- Evaluate and make a recommendation to the Board on each grant application received. Recommendations not to fund a proposal must include a rationale that may be incorporated into communications with proposers.
- Monitor the submission of impact statements and follow-up reports from grant awardees.
- Comply with the Foundation’s conflict-of-interest policy when performing grant review work.

V. Meetings

The Committee meets via conference call periodically and may meet in person provided that 1) there is a compelling need and 2) the Board approves the necessary resources.

Move: Cline

Second: Tousey

Vote: PASSED (Unanimous)

Support Statement: The Grant Review Committee will serve an important function as the Foundation works to enhance and grow the grants program. The Committee will ensure that each proposal receives a thorough review and consideration before a final decision is made by the Board.

Fiscal Impact: None.

B. Elect SAA Officers

According to the Foundation Bylaws, Article VI. Officers, “The Officers of the Corporation shall be elected by the Board of Directors at the Annual Meeting of the Board of Directors.”

MOTION 4

THAT Fynnette Eaton be elected to serve a one-year term as President of the Society of American Archivists Foundation; and

THAT Margery Sly be elected to serve a one-year term as Vice President of the Society of American Archivists Foundation; and

THAT Cheryl Stadel-Bevans be elected to serve a one-year term as Treasurer of the Society of American Archivists Foundation.

Move: Duffy

Second: Cline

Vote: PASSED (Unanimous)

Support Statement: Fynnette Eaton, Margery Sly, and Cheryl Stadel-Bevans are well qualified to serve in these important capacities for the term November 2016 to November 2017.

Fiscal Impact: None.

C. Other Action Items from Board Members

C.1. Grant Application Process and Guidelines: Letter of Inquiry Deadline

After questions were raised during review of the August 2016 Action List, the Board opened a discussion to reconsider the deadline for the Letter of Inquiry, part of the Grant Application Process and Guidelines.

MOTION 5

THAT the Grant Application Process and Guidelines be amended to indicate that the letter of inquiry deadline is December 1 (extended in 2016 to December 15) and inquirers will receive feedback from the Grant Review Committee within thirty days of the deadline.

Motion: Summers

Second: Tousey

Vote: PASSED (Unanimous)

Support Statement: These revisions clarify the grant application process and ensure that Committee members have adequate time to respond to letters of inquiry and applicants have an appropriate amount of time to incorporate feedback into their final grant proposals.

Fiscal Impact: None.

C.2. Amendment to SAAF Bylaws

The Board considered amending the SAA Foundation Bylaws to indicate that the SAA Treasurer should serve as the SAAF Treasurer. The group ultimately determined that the Board should

retain the flexibility to determine each year whether one individual should serve in both capacities or if the positions should be held by two different people.

III. DISCUSSION ITEMS

A. Donor / Gift Report and Analysis

Carlson reviewed this spreadsheet with the Board to highlight donation trends during the past year.

B. Donor Pledges and Installment Payments

Gunn asked the Board to consider their interest in and the staff's capacity to implement donor pledges and installment payments for donations. Carlson noted that he currently is looking into new financial software that could manage these kinds of donations, but this will require quite a bit of administrative management and possibly third-party vendors to ensure the security of credit card information. The Board agreed to resume this discussion in the near future, once the new financial software is in place.

C. Development Tasks and Schedule

The Board discussed strategies for managing multiple fundraising appeals throughout the year (based on the Development Plan approved in August), including three "days of giving" and the Annual Appeal. The Annual Appeal Committee is completing its work on the 2016 appeal, which will launch with #GivingTuesday on the Tuesday after Thanksgiving. The Development Committee and Board will continue to work with staff to develop these campaigns.

D. Role of Board Members in Contacting Prospective Donors

The Board discussed appeal strategies and developed a plan for contacting potential donors for the Annual Appeal. They also brainstormed various ways to continue thanking donors for their generous contributions.

E. Planned Giving

Building on the 2016-2017 Development Plan, the Development Committee put forward a plan to implement planned giving as a long-term fundraising strategy and provided draft language for a new website page. The Board agreed that planned giving is an important aspect of the Foundation's efforts and considered various ways to encourage potential donors to choose planned giving as an option. Board members agreed, however, that website content should be developed by staff with legal counsel's advice, should be reviewed by the Development Committee, and should be updated periodically.

MOTION 6

THAT the 2016-2017 Development Plan be considered a guideline for future development efforts.

Move: Summers

Second: Duffy

Vote: PASSED (Unanimous)

Support Statement: Requiring the Board to adopt every revision of the Development Plan is inhibiting, as this is an evolving document that must remain flexible as the Foundation explores and acts on the various aspects of the plan.

Fiscal Impact: Not applicable.

F. Mosaic Scholarship Sponsorship

Beaumont informed the Board of her ongoing discussions with a potential corporate sponsor of the Mosaic Scholarship. She was hopeful that negotiations might be resolved in time to announce the sponsorship soon after January 1, 2017.

G. Website Development

SAA Web and Information Systems Administrator Matt Black shared with the Board updates to the SAA website and recent revisions to the online donation form. The Board discussed how to make the Foundation more visible on the SAA website, drive more traffic to its pages, and incorporate marketing language and testimonials to enhance presentation of the Foundation's mission and goals. Lowell, Stadel-Bevans, and Tousey volunteered to work with Beaumont to revise and improve the SAAF website.

H. Other Discussion Items from Board Members

H.1. Mosaic Scholarship Stipulations

Lowell asked the Board to consider whether students with disabilities should be included as appropriate applicants for the Mosaic Scholarship. After lengthy discussion, the Board determined that the eligibility requirements for the Mosaic Scholarship should not be changed. The Board does believe in the importance of serving all members and assisting people from all backgrounds and abilities who want to join the profession. McGovern agreed to discuss with the Council and staff ways in which to make the SAA website more accessible and report back to the Board on its winter conference call. The Board also agreed to do further research by contacting current members and archivists with disabilities to determine the needs for a new scholarship or monetary support system for those with physical or mental disabilities who want to be archivists.

IV. REPORTS

A. President's Report

The Board reviewed but did not discuss this report.

B. Treasurer's Report: FY17 Year-to-Date Financials

The Board reviewed but did not discuss this report.

C. Executive Director

The Board reviewed but did not discuss this report.

D. Technology

The Board reviewed but did not discuss this report.

I. BOARD BUSINESS (Continued)

C. Date of Next Board Meeting

Beaumont asked the Board to defer a decision about its next meeting date, as the schedule for the 2017 SAA Annual Meeting in Portland is still changing. The Board will meet via conference call in January or February 2017.

D. Adjournment

Duffy moved and Tousey seconded adjournment, and the meeting was adjourned at 11:12 am.