

Society of American Archivists Foundation
Board of Directors Meeting Minutes
August 15, 2018
Washington, DC

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

Foundation Board President Scott Cline called the meeting to order at 7:10 pm on Wednesday, August 15. Present for the entire meeting were Class A members Nance McGovern (SAA Immediate Past President), Tanya Zanish-Belcher (SAA President), Meredith Evans (SAA Vice President), Cheryl Stadel-Bevans (SAA and SAAF Treasurer), and Kris Kiesling (SAA Executive Committee Member); Class B members Sharmila Bhatia, Fynnette Eaton, Wilda Logan, Waverly Lowell, Dennis Meissner (SAAF Executive Committee Member), Gina Minks, Michele Pacifico, Margery Sly (SAAF Vice President), and Becky Haglund Tousey; and Executive Director Nancy Beaumont, Finance/Administration Director Peter Carlson, and Governance Manager Felicia Owens.

Guests included incoming SAA Treasurer Amy Fitch and SAA Executive Committee member Erin Lawrimore as well as newly elected Class B members JoyEllen Freeman and Angelique Richardson.

Absent from the meeting were Foundation Board Class B member Janet Ceja and intern Selena Aleman.

I. BOARD BUSINESS

A. Adoption of the Agenda

Cline introduced the agenda, with proposed changes. He noted that the Grant Review Committee needed more time to review and revise the Grant Application Guidelines and Evaluation Procedures. The Board agreed to remove items IV.A.1. Grant Application Guidelines and IV.A.2 Grant Application Evaluation Procedures and to consider these items via online discussion and vote following the meeting. It further agreed to add III.E.1. Kent State University Grant Application to the agenda.

Bhatia moved for adoption as presented, Eaton seconded, and the Board adopted the agenda.
(MOTION 1)

B. Acknowledgement of Retiring and Incoming Board Members

Cline recognized and thanked those retiring from the Board at the close of meeting: Class A members Kris Kiesling, Nance McGovern, and Cheryl Stadel-Bevans and Class B members Janet Ceja and Becky Haglund Tousey.

He then welcomed those who were newly appointed or elected to the Board: Class A members Amy Fitch, Erin Lawrimore, and Michelle Light and Class B members JoyEllen Freeman and Angelique Richardson.

C.1. November 2017 Board Minutes

Cline noted that the November 2017 meeting minutes were adopted by online vote of the Foundation Board on December 5, 2017, and posted on the SAA website immediately. SAA members were notified of availability of the minutes via *In The Loop*, the website, and social media.

C.2. Bylaws

Cline noted that the Bylaws were included in the meeting materials for reference purposes.

D. Consent Agenda

1. Board Interim Actions

MOTION 2

THAT the following interim actions taken by the Board between December 5, 2017, and August 2, 2018, be ratified:

- Approved the [November 4-5, 2017](#), Board of Directors meeting minutes. (December 5, 2017)
- Set a grant payout rate not to exceed \$60,000 for the 2018 cycle of the grants program. (January 18, 2018)
- Authorized expenditure of up to \$10,000 from unrestricted funds for ten \$1,000 need-based travel awards to SAA members for attendance at the 2018 Joint Annual Meeting, as well as appointment of a Travel Award Review Committee to manage the application process and select the recipients. (Appendix A) (February 6, 2018)
- Approved the description of the Foundation Board Nominating Committee. (Appendix B) (March 26, 2018)
- Approved funding for the following eight grant applications for the 2018 cycle (April 23, 2018):
 - **Academy of Motion Pictures Foundation, Margaret Herrick Library** (\$5,000), to fund a fellowship for a new professional from an underrepresented background to gain hands-on experience in archival processing with two library projects involving African American film history and web archiving;
 - **American Academy in Rome** (\$5,000), to preserve and catalog a collection of 15,000 handwritten notes by archeologist Esther B. Van Deman;
 - **Florida International University** (\$5,000), to explore development and incorporation of translation and transcription functionality into open-source digital archives to support compliance with the Rehabilitation Act and the Americans with Disabilities Act, thus increasing access to collections;

- **Historical Society of Mount Pleasant, Ohio** (\$1,445), to preserve 600 glass plate negatives representing the work of two local photographers;
 - **Louisiana Historical Association and Louisiana Archives and Manuscripts Association** (\$4,950), to train stakeholders in preserving Louisiana records to serve as effective spokespersons for the "History Lost? Saving Louisiana's Archival Heritage" initiative;
 - **National Security Archive** (\$1,860), to digitize 35 audiocassettes of Washington Post senior diplomatic correspondent Murray Marder's interviews with Secretaries of State Henry Kissinger and Cyrus Vance on foreign policy issues of the 1970s;
 - **The Nomadic Archivist Project** (\$2,767), to work with community partners to develop archival literacy in audiences who are unfamiliar with the process of collecting and preserving local histories; and
 - **South Asian American Digital Archive** (\$5,000), to create a SAADA Archivists' Collective to collect and share overlooked histories of South Asian Americans.
- Recommended to the SAA Council that Fynnette Eaton and Gina Minks be re-elected to the SAA Foundation Board of Directors for terms extending through August 2021. (May 2, 2018)
 - Approved return of a grant application for revision based on concerns expressed by the Grant Review Committee. (May 16, 2018)
 - Recommended to the SAA Council that JoyEllen Freeman and Angelique Richardson be elected to the SAA Foundation Board of Directors for three-year terms beginning in August 2018 and extending through August 2021. (June 29, 2018)
 - Approved the Foundation's proposed fiscal year 2019 budget. (See [0818-SAAF-III-A-FY19Budget](#).) (July 19, 2018)
 - Approved revisions to the descriptions of the Development Committee (Appendix C), Finance Committee (Appendix D), Grant Review Committee (Appendix E), and NDRFA Grant Review Committee (Appendix F). (August 2, 2018)

Move: Meissner

Second: Lowell

Vote: PASSED

E. Review of SAA Foundation Board Action List

In the interest of time, the Board agreed to review the Action List online following the meeting.

II. ACTION ITEMS

A. Revisions to Grant Guidelines

1. [Application Guidelines](#)
2. [Evaluation Procedures](#)

The Board had agreed to remove this item from the agenda and to consider it via online discussion and vote once revision by the Grant Review Committee was completed.

B. Election of Officers

According to the SAA Foundation Bylaws, Article VI. Officers, “The Officers of the Corporation shall be elected by the Board of Directors at the Annual Meeting of the Corporate Member.” Zanish-Belcher called for nominees and conducted an election of officers and Executive Committee member. (Note: Per previous Foundation Board action, the SAA Treasurer serves also as Foundation Treasurer.)

MOTION 3

THAT Scott Cline 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 Dennis Meissner be elected to serve a one-year term as Executive Committee member of the Society of American Archivists Foundation.

Move: Bhatia

Second: Kiesling

Vote: PASSED

Support Statement: Cline, Sly, and Meissner are well qualified to serve in these important capacities for the term August 2018 to August 2019.

Fiscal Impact: None.

C. Committee Assignments

The Foundation Board decided at its November 2017 meeting that committee assignments would be determined at the Board’s summer meeting, to coincide with member turnover and the election of officers. Board members for the 2018-2019 term volunteered for available positions on the Development Committee, Finance Committee, Grant Review Committee, and Nominating Committee of the Foundation.

MOTION 4

THAT Sharmila Bhatia, Waverly Lowell, Michele Pacifico, and Tanya Zanish-Belcher be appointed to serve a one-year term on the SAA Foundation Development Committee; and

THAT Fynnette Eaton and Gina Minks be appointed to serve a one-year term on the SAA Foundation Finance Committee; and

THAT JoyEllen Freeman, Angelique Richardson, and Nance McGovern be appointed to serve a one-year term on the SAA Foundation Grant Review Committee; and

THAT Erin Lawrimore and Wilda Logan be appointed to serve a one-year term on the SAA Foundation Nominating Committee.

Move: Minks

Second: Stadel-Bevans

Vote: PASSED

Support Statement: These Board members are well qualified to serve in these important capacities for the term August 2018 to August 2019.

Fiscal Impact: None.

D. Other Action Items from Board Members

No other action items were brought forward.

III. DISCUSSION ITEMS

A. FY 2019 Budget Amendments

- 1. Payout Rate**
- 2. Travel Awards Programs**
- 3. Development Committee Consultant, Work Plan**

The Board briefly discussed the current payout rate for the Foundation's various funds, but determined that a more substantive discussion is needed. The Finance Committee will prepare a report with a recommendation for the November 2018 Board meeting.

Board members agreed that the Travel Awards program piloted in 2018 was a success should be continued for the 2019 Joint Annual Meeting. Zanish-Belcher noted that she will continue to seek external funding to support the program going forward.

Sly reported that the Development Committee recently discussed the Fiscal Year 2019 work plan and determined that it will not be feasible to hire a development consultant this year. She recommended that the \$15,000 allotted in the budget for a consultant be redistributed to support critical program areas within the Foundation.

MOTION 5

THAT the \$15,000 budgeted for a development consultant in FY19 be reallocated as follows: \$10,000 to Travel Awards for the 2019 Joint Annual Meeting, \$3,500 to the NDRFA fund, and \$1,500 to purchase a traveling exhibit for outreach work.

Move: Sly
Second: Eaton
Vote: PASSED

Support Statement: The Development Committee discussed and determined that hiring a development consultant this year will not be feasible. For FY19, these funds will better serve the Foundation by supporting the Travel Awards program, the NDRFA fund, and a traveling exhibit for SAA Foundation outreach.

Fiscal Impact: None.

B. Caregiver Travel Award Proposal

The Board reviewed a proposal that it consider providing financial support, in the form of a travel award, to SAA members whose annual meeting attendance may be made more difficult due to caregiving roles. In a thoughtful discussion, Board members determined that “caregiving responsibilities” qualifies as a criterion for demonstrating financial need for the current Annual Meeting Travel Award. On the 2019 application form and in all promotional communications, staff will include mention that “caregiving responsibilities” is an appropriate criterion for qualification.

C. Allocation of Proceeds from SAA T-Shirt Sales

Beaumont informed the Board that proceeds from the sale of “Peace Love Archives” t-shirts at the 2018 Joint Annual Meeting would be donated to the SAA Foundation. The Board agreed that, once the net profit is determined, a recommendation for allocating the funds should be put forward for online discussion and vote.

D. 2018 SAA Annual Meeting Activities

Board members discussed opportunities to promote the Foundation at the Joint Annual Meeting and scheduled volunteers to be available at the Foundation’s booth in the Exhibit Hall.

E. Other Discussion Items from Board Members

1. Kent State University Grant Proposal

Cline informed the Board that the applicants from Kent State University had submitted an initial letter of inquiry by the December 1, 2017, deadline, but were then delayed in submitting their final grant application as they awaited institutional review board approval. The Board agreed that the grant application aligned well with the Foundation’s strategic goals and approved funding for the grant proposal.

MOTION 6

THAT the proposal entitled “Exploring Cohort Models for Capacity Building in the Archival Profession,” as submitted by Heather Soyka of Kent State University for grant funding in the 2018 cycle, be funded in the amount of \$3,000.

Move: Eaton

Second: Minks

Vote: PASSED (Abstentions: McGovern, Sly, Zanish-Belcher)

Support Statement: The proposal aligns with the SAA Foundation’s mission and goals, is consistent with SAA’s strategic priorities, and reflects a worthy project of potential benefit to the profession.

Fiscal Impact: \$3,000.

IV. REPORTS

The following reports were reviewed in advance by Board members but were not discussed in depth at the meeting:

- A. [President’s Report](#)
- B. [Vice President’s Report](#)
- C. [Treasurer’s Report: FY18 Financials](#) [June Preliminary Close]
- D. [Executive Director’s Report](#)
- E. [Nominating Committee](#)
- F. [Grant Review Committee Report](#)
- G. [NDRFA Review Committee Report](#)
- H. **FY 2018 Donor Report**
 - 1. [Gifts by Fund and Class](#)
 - 2. **Gifts by Donor** [CONFIDENTIAL]

I. BOARD BUSINESS (Continued)

F. 2018-2019 Conflict-of-Interest Forms

All members of the SAA Foundation Board of Directors are asked each year to complete and file a Conflict-of-Interest form with the executive director to ensure disclosure of potential conflicts. All members completed and filed a form.

G. Date of Next Board Meeting

Owens reminded the Board that the next meeting has been scheduled for November 4-5, 2018, in Chicago, Illinois.

H. Adjournment

Stadel-Bevans moved and Minks seconded a motion for adjournment, and the meeting was adjourned at 9:39 pm.