

Society of American Archivists Foundation
Board of Directors Meeting
August 2, 2019
Austin, Texas

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 7:04 pm on Friday, August 2. Present for the entire meeting were Class A members Meredith Evans (SAA Vice President), Tanya Zanish-Belcher (SAA Immediate Past President), and Amy Fitch (SAA and SAAF Treasurer); Class B members Sharmila Bhatia, Maggie Hoffman (intern), Wilda Logan, Waverly Lowell, Dennis Meissner (SAAF Executive Committee Member), Gina Minks, Margery Sly (SAAF Vice President), and Angelique Richardson; and Executive Director Nancy Beaumont, Finance/Administration Director Peter Carlson, and Governance Manager Felicia Owens. Class B member JoyEllen Williams attended via telephone.

Also attending: Incoming SAA Vice President Rachel Vagts and incoming SAA Executive Committee member Audra Eagle Yun.

Absent were Board members Fynnette Eaton, Erin Lawrimore, and Michele Pacifico.

I. BOARD BUSINESS

A. Adoption of the [Agenda](#)

Cline introduced the agenda. Zanish-Belcher moved for adoption as presented, Lowell seconded, and the Board adopted the agenda unanimously. **(MOTION 1)**

B. Acknowledgment of Retiring and Incoming Board Members

Cline recognized and thanked Class A member Erin Lawrimore, whose term ends at the close of the Board meeting.

He then welcomed those who were newly appointed to the Board: Class A members Rachel Vagts and Audra Eagle Yun.

He noted that given Michelle Light's resignation from the SAA vice presidency in May 2019, both Evans and Zanish-Belcher would remain on the Board in their current Class A roles for the 2019-2020 term.

C.1. November 2018 Board Minutes

Cline noted that the November 2018 meeting minutes were adopted by online vote of the Foundation Board on November 28, 2018, 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: Board Interim Actions

MOTION 2

THAT the following interim actions taken by the Board between November 28, 2018, and April 24, 2019, be ratified:

- Approved the [November 4-5, 2018](#), Board of Directors meeting minutes. (November 28, 2018)
- Approved funding for the following [five grant applications](#) for the 2019 cycle (April 24, 2019):
 - Develop workshops and a toolkit related to the *Protocols for Native American Archival Materials*, submitted by Stephen Curley, Mashpee Wampanoag Tribal Archives, funded in the amount of \$5,000.
 - Initiate the project “Documenting Asian American Community Music Ensembles,” submitted by Eric Hung, Music of Asian America Research Center, funded in the amount of \$5,000.
 - Implement a regional emergency response plan, submitted by Tracie Gieselman-Holthaus, Special Collections and Archives, Missouri State University, funded in the amount of \$2,500.
 - Write biographical Wikipedia entries about American archivists, especially women and archivists of color, submitted by April Anderson-Zorn, Illinois State University, funded in the amount of \$4,134.
 - Create a workbook related to the *Protocols for Native American Archival Materials* to assist institutions holding such materials, submitted by Liza Posas, The Autry Museum, funded in the amount of \$5,000.

Move: Zanish-Belcher

Second: Minks

Vote: PASSED

E. Review of Board To Do List

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

II. ACTION ITEMS

A. Proposed Fiscal Year 2020 Budget

Fitch and Carlson introduced the proposed Fiscal Year 2020 budget. As the Board decided in the spring, in lieu of an in-person meeting of the full Board, the Development Committee will meet in Chicago in the fall to discuss the annual appeal, day-of-giving campaigns, the planned giving initiative, and other development efforts. Fitch and Carlson summarized the rationale for the proposed payout rate, which the Board discussed and approved before approving the proposed budget.

MOTION 3

THAT a payout rate of 8.14% of the adjusted net assets of the SAA Foundation (i.e., the overall net asset value less the Ham Scholarship Fund, the National Disaster Recovery Fund for Archives, the Hamer-Kegan Fund, and the cash liability to SAA) be approved for Fiscal Year 2020.

Move: Meissner

Second: Minks

Vote: PASSED

Support Statement: A payout rate of 8.14% of the adjusted fund balance is an appropriate level to both continue the Foundation's growth and provide a vibrant program of support for the profession.

Fiscal Impact: For FY 2020, with an adjusted fund balance of \$870,713, the payout of 8.14% will yield \$70,883 in available funds.

MOTION 4

THAT the proposed Fiscal Year 2020 Budget, with revenues of \$175,718, expenses of \$150,128, and a projected net gain of \$25,590, be approved.

Move: Bhatia

Second: Zanish-Belcher

Vote: PASSED

Support Statement: The FY 2020 budget represents a realistic work plan for the SAA Foundation that places appropriate emphasis on developing capacity.

B. Election of Officers

The SAA Foundation Bylaws, Article VI. Officers, provides that, “The Officers of the Corporation shall be elected by the Board of Directors at the Annual Meeting of the Corporate Member.” Evans 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 5

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: Lowell

Second: Bhatia

Vote: PASSED

Support Statement: Cline, Sly, and Meissner are well qualified to serve in these important capacities for the term August 2019 to August 2020.

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 2019-2020 term volunteered for available positions on the Development Committee, Finance Committee, Grant Review Committee, Nominating Committee, and Travel Award Review Committee of the Foundation.

MOTION 6

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

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

THAT Waverly Lowell, Nancy McGovern, JoyEllen Williams, and Tanya Zanish-Belcher be appointed to serve a one-year term on the SAA Foundation Grant Review Committee; and

THAT Wilda Logan and Rachel Vagts be appointed to serve a one-year term on the SAA Foundation Nominating Committee: and

THAT Sharmila Bhatia, Fynnette Eaton, Wilda Logan, and Audra Yun be appointed to serve a one-year term on the SAA Foundation Travel Award Review Committee.

Move: Lowell

Second: Logan

Vote: PASSED

Support Statement: These Board members are well qualified to serve in these important capacities for the term August 2019 to August 2020.

Fiscal Impact: None.

D. Other Action Items from Board Members

No other action items were brought forward.

III. DISCUSSION ITEMS

A. Revision of Grant Submission Forms and Rating Sheets

Cline noted that the Grant Review Committee discussed the review process following the 2019 cycle and agreed to several editorial changes to the application and evaluation forms to better facilitate the process. Cline will work with staff to finalize these changes in time for the next application cycle.

B. 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 2019 Joint Annual Meeting would again be donated to the SAA Foundation. The Board agreed that the proceeds should be allocated to the Strategic Growth fund, with the intent to support the Annual Meeting Travel Awards. Beaumont will notify the Board of the net gain from sales when that total is available.

MOTION 7

THAT proceeds from the sale of “Peace*Love*Archives” t-shirts at the 2019 Joint Annual Meeting be allocated to the Strategic Growth Fund, with the intent that these funds be used to support the Annual Meeting Travel Award.

Move: Fitch
Second: Zanish-Belcher
Vote: PASSED

Support Statement: Given that the Board-approved FY20 budget includes an increase in the Travel Award funding to \$12,000 and the fact that the t-shirts are sold at the Annual Meeting, it is a natural fit to have the proceeds support future Annual Meeting attendees.

C. 2019 SAA Annual Meeting Activities

The Board reviewed and discussed the following topics in preparation for the 2019 Joint Annual Meeting:

1. SAA Foundation Table / Office Hours
2. Donor Acknowledgement

D. Other Discussion Items from Board Members

No other discussion items were brought forward.

E. Executive Session (as needed)

The Board convened in Executive Session to discuss a confidential matter.

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 / Development Committee Report](#)
- C. [Treasurer's Report: FY19 Financials \[June Preliminary Close\]](#)
- D. [Executive Director's Report](#)
- E. [FY19 Donor Report](#)
- F. [Grant Review Committee Report](#)
- G. [Nominating Committee Report](#)
- H. [Interim and Final Grant Reports, 2018 Cycle \(Compiled\)](#)

I. BOARD BUSINESS (Continued)

F. 2019-2020 Conflict-of-Interest Forms

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

G. Date of Next Board Meeting

The Board had decided via email discussion to forego the annual fall meeting in Chicago to control expenses and preserve funds for awards, grants, and other initiatives. Instead, the Foundation Development Committee will meet in person in the fall of 2019 to discuss the annual appeal, day-of-giving campaigns, the planned giving initiative, and other development efforts.

Cline said the Board would likely meet via conference call in the fall and the spring to discuss timely matters; staff will query the Board to confirm dates following the meeting.

H. Adjournment

Meissner moved and Fitch seconded a motion for adjournment, and the meeting was adjourned at 8:40 pm.