

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

**Past Actions of the SAA Council and SAA Foundation
Board Related to the SAA Foundation (2006–2016)
(Prepared by Nancy Beaumont)**

Following for reference is a partial list of actions taken by the SAA Council, by the Council acting as the Special Funds/Foundation Board, and by the newly structured SAA Foundation Board since January 2006. Not included are elections and actions taken on minor administrative matters. Agendas, background materials, and minutes for SAA Council and Foundation Board meetings are publicly available at: <http://www2.archivists.org/governance/reports>. In 2011 the SAA Foundation was approved as a separate 501(c)(3) organization. Foundation Board minutes and agendas prior to 2012 may be found appended to the minutes and agendas of the SAA Council.

JANUARY 5–8, 2006, COUNCIL MEETING

***THAT* the SAA Council approve the following mission statement for SAA’s 501(c)(3) Special Funds, tentatively identified as a foundation in this draft, subject to further deliberations:**

The Society of American Archivists [Foundation] is the nation’s leading source of nonprofit funding dedicated solely to the interests of archives and archivists.

The mission of the SAA [Foundation] is to enrich the knowledge and enhance the contributions of current and future generations by championing efforts to preserve and make accessible the evidence of human activity and records of enduring value.

The [Foundation] achieves this mission by funding public and professional education initiatives through programs and scholarships. Other activities include research, publications, and awards.

Support Statement: A critical first step for any fundraising efforts is to have a clear statement regarding the mission of the organization for which support is being solicited. This mission statement should be separate and distinct from – but also complementary to – the parent organization’s (i.e., SAA’s) mission. The proposed statement is intended to be aspirational (in order to motivate participation) and broad enough to allow flexibility in the further development of the funds.

MAY 6, 2006, COUNCIL MEETING

THAT the SAA Council approve the renaming and reconstituting of SAA's 501(c)3 Special Funds as the Society of American Archivists Foundation.

Support Statement: Any efforts to raise substantial funds for the foundation begin with its name. While the foundation's name should convey a broad mission that will appeal to all potential donors, including those beyond SAA's membership, it is also important that the fledgling foundation benefit from the "brand" that the Society of American Archivists brings with it, a brand that conveys permanence and that does not confuse. "Society of American Archivists Foundation" meets these criteria.

THAT the SAA Council approve establishment of a foundation board of directors consisting of all members of the SAA Council.

Support Statement: It is important to recognize the separate nature of the foundation by establishing a board of directors for it. Although the structure of the board is certain to evolve over time, the most efficient way to get it started and to retain strong ties with SAA is to have the SAA Council serve as the foundation board of directors.

THAT the SAA Council approve \$10,000 for the services of a consultant or consultants to assist with establishing the governance structure of the board and with development of initial fundraising tools. Funding for this activity is to be taken from the FY 2006 net gain.

Support Statement: SAA staff does not have the time to take on the work of establishing a foundation board and developing and implementing initial fundraising tools. The hiring of a consultant will ensure that the foundation will be launched early in FY 2007.

MAY 6, 2006, FOUNDATION BOARD MEETING

THAT the Foundation board of directors approve the following interim board structure: The officers of the Foundation board of directors are the chair, vice chair, and treasurer, who are elected by the board. The chair and vice chair may be the president and vice president of the SAA Council, but also may be elected from the general membership of the Foundation board, allowing the chair and vice chair to serve longer terms. The treasurer of SAA serves as treasurer of the Foundation. The SAA executive director serves also as executive director of the Foundation. The executive committee of the Foundation board consists of the chair, vice chair, the SAA treasurer, the SAA president (if not already serving as chair), the SAA vice president (if not already serving as vice chair), and the SAA executive director.

Support Statement: Linking the executive leadership of the SAA Council and the foundation board will ensure close coordination between the two bodies at the highest levels. Permitting the chair and vice chair of the board to be elected from the board membership will permit more longevity in those positions, strengthening the continuity in board leadership. The foundation may wish to consider appointment of three additional board members in the future.

THAT the current SAA president and current SAA vice president serve as chair and vice chair of the SAA Foundation board of directors until such time as new bylaws are accepted for the Foundation.

Support Statement: This interim measure will ensure continuity as the Foundation's bylaws and other documents are put in order.

THAT the Foundation board's executive committee work with SAA counsel to prepare a set of bylaws and to establish other governance structures and policies to ensure fiduciary accountability. Governing documents and structures should ensure that ultimate control over the direction and governance of the Foundation shall reside in the SAA Council.

Support Statement: Basic governing documents and policies need to be put into place to enable the Foundation to incorporate and to establish structures and rules to guide its fundraising activities. While the Foundation should have the option of bringing outside expertise into its decision making boards and committees, control of the Foundation should remain with the SAA Council.

THAT the Foundation board approve the creation of a fundraising committee with the following members: SAA president, Foundation board chair, SAA executive director, and two individuals to be appointed by the board chair. If the SAA president and the chair is the same person, an additional individual will be appointed to the committee.

Support Statement: The annual fundraising letter sent by the SAA president is an existing SAA tradition as well as the only current regular fundraising activity. Given more attention, the annual letter could serve as a nucleus of more robust efforts to raise funds in a more sophisticated manner. Creation of a committee to lead this effort will provide the concentrated effort needed at this time and into the future.

THAT the year-end solicitation from the SAA president/Foundation chair and other fundraising campaigns solicit donations based on the following giving levels:

Donor: Up to \$100

Friend: \$101-\$250

Patron: \$251-\$500

Founder: \$501 to \$1,000

Philanthropist: \$1,001 to \$2,500

Visionary: \$2,501 to \$5,000

President's Circle: Greater than \$5,000

Support Statement: A proven strategy for increasing the average amount of a gift to a tax-exempt organization is to provide suggested levels of giving. Although past gifts to SAA have averaged less than \$100, experience with the Emergency Disaster Assistance Fund indicates that SAA donors can and will give larger amounts if they feel the cause is compelling. It is prudent to provide a wide range of giving options that will provide ample opportunity for generous donations to the foundation.

THAT the Foundation board approve the concept that donations of \$50,000 or greater may be recognized, if desired by the donor, with a named fund or project. The Foundation board will reserve the right to approve the wording of such named gifts.

Support Statement: It is customary in development work to limit the privilege of naming to major donors. For the SAA Foundation, a donation of \$50,000 or more would be significant enough to merit special recognition and the ability to name a fund or project would be an appropriate way to do so. It is important to retain control over the wording of named projects to avoid concerns about the Foundation's reputation.

THAT the Foundation's executive committee establish as a priority in its planning to consult with the SAA Fellows Steering Committee, SAA staff, and a consultant to identify likely Foundation bequestors and champion the effort to create a planned giving campaign.

Support Statement: A planned giving campaign is likely to result in substantial future donations to the foundation. The SAA Fellows Steering Committee has repeatedly expressed an interest in assisting with the development of a planned giving campaign. Fellows Steering Committee members are likely to know good candidates to be approached regarding planned giving.

AUGUST 1, 2006, FOUNDATION BOARD MEETING

THAT the Society of American Archivists Foundation Board of Directors adopt the following “Gift Acceptance Policies and Procedures,” to be implemented immediately.

Gift Acceptance Policies and Procedures

The Society of American Archivists (SAA) Foundation (Foundation) solicits and accepts gifts that are consistent with its mission and that support its ongoing programs as well as special programs. Contributions will generally be accepted from individuals, corporations, foundations, government agencies, partnerships, or other entities without limitation unless acceptance of a gift is inconsistent with the Foundation's mission.

The Foundation will accept gifts of cash, securities, real estate, and personal property. All gifts will be acknowledged in writing in compliance with all applicable regulations of the Internal Revenue Service. Certain types of gifts must be reviewed prior to their acceptance if they will create liabilities or impose special obligations on the Foundation. Types of gifts that require review and the procedure for review are as follows:

- ***Gifts of real estate.*** Land and/or buildings may be accepted only upon approval of the Board of Directors. The donor is responsible for obtaining and paying for an appraisal of the fair market value and an environmental audit of the property. Prior to presentation to the Board of Directors, a member of the staff or real estate broker must conduct a visual inspection of the property. Gifts of mortgaged property will not be accepted.
- ***Gifts of personal property.*** Tangible personal property may be accepted only upon approval of the Board of Directors or its designated committee. Such gifts should have a use related to the Foundation's tax-exempt purpose. The donor is responsible for obtaining and paying for an appraisal of the fair market value. Such gifts shall be used by or sold for the benefit of the Foundation. The Foundation will follow all IRS requirements in connection with disposing of gifts of tangible personal property and filing appropriate tax reporting forms.
- ***Restricted gifts.*** Gifts to be used for restricted purposes may be accepted only upon approval of the Board of Directors or its designated committee.
- ***Unusual gifts.*** Gifts that differ from the amounts or types of gifts that are normally received by the Foundation may be accepted only by agreement of the Chairman of the Board of Directors and the Executive Director.

- ***Gifts of closely held securities.*** Non-publicly traded securities may be accepted only after a fair assessment of their fair market value and only if the Foundation has identified a method for immediate liquidation of the securities through redemption or sale.
- ***Gifts of life insurance.*** The Foundation will accept gifts of life insurance only when the Foundation is named as the owner and beneficiary of the policy.
- ***Gifts from charitable trusts.*** The Foundation may accept designation as a remainder beneficiary of a charitable remainder trust (or similar trust) upon the approval of the Executive Director. The Foundation will not accept appointment as trustee or administrator of the trust. All legal fees and expenses for establishing or administering the trust are the responsibility of the donor.

The Foundation may elect to refuse any gift if there is a reason to believe that such a gift is incompatible with the mission of the Foundation; conflicts with its core values; or would create a financial, administrative, or programmatic burden. The Executive Director must refer such questionable gifts to the Board of Directors or its designated committee for guidance on a case-by-case basis. The Foundation may elect to refuse any gift if the potential gift poses a conflict of interest, including real conflicts of interest, appearances of conflict of interest, or perceived conflicts of interest.

Each donor is encouraged to support areas of their interest. The Foundation's priority is unrestricted gifts, but it will endeavor to accommodate the particular wishes of each donor. When funds are restricted for an approved purpose, restrictions will be honored. If the restricted gift is intended to create a permanent endowment, with only the earnings from the corpus being used for the restricted purpose, then the initial gift must be \$50,000 or more.

Requests by donors to remain anonymous, to have their names removed from mailing lists, or to restrict the number of appeals will be honored. Information about donors will be handled in a confidential manner.

AUGUST 28, 2007, FOUNDATION BOARD MEETING

THAT the scope of the SSA/SAA Emergency Disaster Assistance Fund be broadened beyond repositories recovering from hurricanes Katrina and Rita to enable the Fund to make grants that support the recovery of archival collections from major disasters, regardless of region or repository type.

Support Statement: This action is widely supported by SSA leaders and by the grant review committee, individuals intimately involved with the devastation of Katrina and Rita. The broadened scope of the Fund will be further recognition of the importance of not only an outpouring of concern after a major disaster, but a continuing commitment to ensure support for archival collections hit by disaster.

THAT the SSA/SAA Emergency Disaster Assistance Fund be renamed the National Disaster Recovery Fund for Archives.

Support Statement: The name reflects a national scope, is easy to understand, and has an inspirational ring.

THAT the SAA Foundation Board appoint a standing grant review committee to review applications to the National Disaster Recovery Fund for Archives and other grant requests; and

THAT the committee be charged to draft for Board review and approval application procedures for Foundation funds.

Support Statement: The Foundation is in its earliest stages and its workings are unfamiliar to most members. This recommendation to create a grant review committee for all Foundation funds, not just the Disaster Recovery Fund, will serve to standardize processes. Creation of subcommittees may be appropriate in the future as the Foundation becomes more active.

THAT the SAA Executive Director be directed to contact by letter all donors to the SSA/SAA Emergency Disaster Assistance Fund concerning this change after a review of the letter by a fundraising consultant.

Support Statement: The Foundation Board has a responsibility to contact previous donors to inform them of the re-purposing of the Fund. Donors have a right to know that their contributions will continue to support the recovery of collections that are damaged by major disasters. The outpouring of support after Katrina and Rita was a symbol of the concern archivists and other donors felt for individuals and repositories affected by the hurricanes. Giving money was the only way many of us could help and updating donors on how their money will continue to be of use on a national scale is good stewardship. However, it would be impossible to distinguish whose funds were used initially, so it would be impossible to return money should donors have a problem with money not going to the Katrina/Rita regions. This should be addressed in the letter. The announcement of the re-purposing of the Fund may also enable other gifts. It is important for a fundraising consultant to provide advice on content and tone.

FEBRUARY 9, 2008, FOUNDATION BOARD MEETING

THAT the following Conflict of Interest Policy, Procedure for Handling a Conflict of Interest That May Arise During Council Discussion, Procedure for Filing of Disclosure Statement, and Conflict of Interest Disclosure Statement be adopted.

Society of American Archivists Foundation Conflict of Interest Policy

In the event that a member of the Society of American Archivists Foundation Board of Directors has interests that are in conflict with those of the SAA Foundation, the Duty of Loyalty requires that the Board member be conscious of the potential for such conflicts and act with candor and care in dealing with such situations.

A possible conflict of interest exists:

1. When a Board member or a close relative is an officer, director, employee, proprietor, partner, trustee, or paid consultant in an organization that could be said in a business context to be “in competition with” the SAA Foundation by offering one or more products or services similar to a product or service offered by the Foundation.

2. When a Board member or close relative is an officer, director, employee, proprietor, partner, trustee, or paid consultant of an organization that seeks to do business with the SAA Foundation.

3. When a Board member or a close relative has an interest in an organization that is in competition with a firm seeking to do business with the SAA Foundation, if the Board member's position gives him or her access to proprietary or other privileged information that could benefit the firm in which he or she has an interest.

Procedure for Handling a Conflict of Interest That May Arise During Board Discussion

A Board member should be sensitive to any interest that he or she may have in a decision to be made by the Board and, insofar as possible, recognize such interest prior to the discussion or presentation of such a matter before the Board. When a Board member has an interest in a transaction being considered by the Board, the Board member should disclose the conflict before the Board takes action on the matter. The Board member shall refrain from voting on any such transaction, participating in deliberations concerning it, or using personal influence in any way. The Board member's presence may not be counted in determining the quorum for any vote with respect to any SAA Foundation business transaction in which he or she has a possible conflict of interest.

If the Board member recognizes that the conflict is ongoing and that information discussed by the Board will bear on the conflict, the Board member should not participate in that portion of the discussion and (in the case of a face-to-face meeting) should leave the room. The Board member should bear in mind any conflict of interest when provided minutes of the discussion and should act accordingly.

If a Board member in good faith fails to recognize a conflict, the Board member, when it is recognized, shall report that failure to the SAA Foundation President, who shall take appropriate action to prevent continuation of the conflict and mitigate past action to the extent reasonable. The matter shall then be referred to the Executive Committee for review and recommendation.

Filing of Disclosure Statement

Upon assuming office, each Board member shall file annually a Disclosure Statement with the SAA Foundation Executive Director and shall retain a copy thereof. The statement shall disclose any foreseeable conflicts that the Board member may recognize, and shall disclose other information that may be necessary or helpful to administer the Conflict of Interest Policy. Such statement shall be retained by the Executive Director during the period of the Board member's service on the Board. A Board member is responsible for ensuring that the information in his or her Disclosure Statement remains current, and must promptly apprise the Executive Director in writing of any information that materially affects the accuracy or completeness of his or her Disclosure Statement. The Executive Director will review all Disclosure Statements annually and, after each review, shall report to the Foundation Executive Committee any matters of concern.

Conflict of Interest Disclosure Statement

I declare that if I have any direct or indirect financial interests, or any personal, family, or other relationships that conflict with (or have the appearance of conflicting with) my duties, responsibilities, and exercise of independent judgment as a member of the SAA Foundation Board of Directors, I shall voluntarily disclose that a conflict (potential or real) exists and will take other actions as necessary or appropriate to manage the conflict of interest. I have read the SAA Foundation's "Conflict of Interest Policy" and I agree to comply with its terms.

Do you, or does any member of your immediate family, have a financial interest in, receive any remuneration from, or serve as an officer or director of any business organization with which the

SAA Foundation has substantial business dealings or with which the SAA Foundation could be said, in a business sense, to be in competition?

_____ No _____ Yes

If your answer is "yes," please supply the following information:

Name(s) of the business organization(s), any office(s) held, and the approximate dollar amount of business involved with the SAA Foundation last year:

Nature and amount of each such financial interest or remuneration:

Were you involved in any other activity during the past year that might be interpreted as a possible conflict of interest?

_____ No _____ Yes

If your answer is "yes," please describe:

Signature: _____

Print Name: _____

SAA Foundation Position: _____

MAY 30, 2008, FOUNDATION BOARD MEETING

***THAT* funding in the amount of \$10,000 be included in SAA's proposed FY09 budget (Operating Fund, B List) for a consultant to review the Fundraising Committee's proposals and assist in launching a fundraising campaign by the time of the Foundation Board's August 2008 meeting.**

***THAT* SAA staff be charged to talk with the auditors, legal counsel, and a fundraising expert about the pros and cons associated with establishing endowments, with a report to the Foundation Board of Directors by August 2008.**

***THAT* Ann Russell and Diane Vogt-O'Connor, serving as advisors to the Foundation Board of Directors, provide names of foundations and agencies that may be likely to fund**

the Foundation Board’s planning and development goals around the Society’s strategic priorities, with a report to the Board by August 2008.

AUGUST 25, 2008, COUNCIL MEETING

***THAT* the SAA Council refer to the Foundation Board for further consideration the establishment of an endowment and related fund-raising campaign to support outreach, scholarships, and mentoring for minority students in graduate archival education programs.**

Support Statement: The establishment of endowments is most appropriately referred to the Foundation Board of Directors, as such a fund would be included in the 501(c)(3) organization.

AUGUST 25, 2008, FOUNDATION BOARD MEETING

Establishment of Endowment Fund: In a written report, Beaumont presented a summary of the “pros” and “cons” associated with establishing endowments.... (*Appendix B*)

Request for Proposal for Fundraising Consultant: In a written report, Beaumont presented a request for proposal for a fundraising consultant to assist the Board and staff in considering whether and how to launch an endowment for the purpose of “supporting the Society’s current strategic priorities.” Board members had no changes in the draft RFP. (*Appendix C*)

Funding Sources for Board Development: In a written report, Vogt-O’Connor and Russell presented a list of options for “Foundation Funding for SAA Initiatives and Endowments,” organized under the headings of advocacy, diversity, foundation endowment, and technology. (*Appendix D*)

FEBRUARY 28, 2009, FOUNDATION BOARD MEETING

Scope of the National Disaster Recovery Fund for Archives: Expand to International? The Board discussed the possibility of expanding the scope of the NDRFA to international distribution and concluded that, although the Board is open to the idea, further consideration would have to await significant development of the fund.

SAAF Board Member Contributions to Special Funds: Board members revisited the question of whether it is appropriate to expect that each Board member would contribute annually to the Special Funds. The general consensus was that this is appropriate as an important demonstration of support and leadership, and particularly in light of the fact that there is no minimum contribution requirement.

MAY 28, 2010, FOUNDATION BOARD MEETING

***THAT* the Foundation Development Committee be charged to develop a proposal for a fundraising campaign targeted to SAA’s 75th Anniversary in 2011, with a report to the Board at its August 9, 2010, meeting; and**

***THAT* the Foundation Development Committee be charged to draft a comprehensive strategy and work plan for Foundation fundraising, with a report to the Board at its February 2011 meeting.**

Support Statement: With the transition of the SAA Special Funds to the Foundation, it is important that fundraising plans – both for special events and for long-term development – be explicit and coordinated. The task of drafting such plans is appropriately assigned to the Development Committee.

AUGUST 9, 2010, FOUNDATION BOARD MEETING

***THAT* the SAA Foundation staff work with legal counsel to draft articles of incorporation, bylaws, and a governance structure and, by November 1, present the draft to the Board for editing/reaction.**

JANUARY 29, 2011, FOUNDATION BOARD MEETING

***THAT* the following funding priorities be adopted for FY 2011 – FY 2014:**

Professional Development Priorities:

- **Mosaic Program scholarships, internships, and travel awards directed to increasing the diversity of the profession.**
- **Scholarships for graduate archival education.**
- **Development of low-cost continuing education opportunities that will reach the entire profession with state-of-the-art information.**
- **Opportunities for leadership development for the profession.**
- **Opportunities for international exchange and professional development.**

Research Priorities:

- **Administration of a profession-wide survey of archivists.**
- **Administration of a profession-wide survey of archival repositories.**
- **Fellowship program to support research related to professional issues and practices.**

Support Statement: Based on the Foundation’s mission statement and SAA’s strategic priorities, the SAAF funding priorities for FY 2011 – FY 2014 focus appropriately on providing support for several aspects of professional education and for research that will provide data and information about the archives profession.

***THAT* the Development Plan for FY 2011 – FY 2012, submitted for Foundation Board review at its January 28, 2011, meeting, be adopted.**

Support Statement: The plan for Foundation development provides a general framework for communication with key audiences of prospective donors and funders. The plan is relatively modest and simple, given the current economic environment as well as the resources available within SAA and the Foundation to implement a development program at this time.

MAY 26, 2011, FOUNDATION BOARD MEETING

THAT funding in the following amounts, as requested by the Society of American Archivists Council, be approved:

- **\$30,425 from the Linda J. Henry Fund for research and development of the next iteration of the Archival Fundamentals Series (\$20,325) and for research and development of the Digital Archives Specialist continuing education offerings (\$10,100);**
- **\$5,000 from the Mosaic Scholarship Fund for the second of two Mosaic Scholarships to be awarded in 2012;**
- **\$3,350 from the Norton Fund for SAA representation at the International Council on Archives Section of Professional Associations (ICA-SPA) 2011 meeting.**

Support Statement: Each of the expenditures is appropriate given that each supports activities that are related directly to the Foundation’s mission and of potentially significant benefit to the profession. The SAA Council will be expected to provide both interim and final reports on the expenditure of the funds.

THAT the Board of Directors approve the taking of all measures necessary to cause the existing Society of American Archivists Foundation, an unincorporated association, to be established as an Illinois not-for-profit corporation (the “Corporation”) pursuant to Section 102.35 of the Illinois General Not For Profit Corporation Act (805 ILCS 105/) (the “Act”), including, but not limited to, the filing of Articles of Incorporation in substantially the form attached hereto; and

THAT the Board of Directors approve the adoption of the Bylaws of the Corporation in substantially the form attached hereto; and

THAT the Board of Directors hereby acknowledge and agree that, as a result of and effective upon the filing of Articles of Incorporation:

- a. **All of the rights, privileges, immunities, powers, franchises, authority and property of the existing SAA Foundation shall pass to and vest in the Corporation,**
- b. **All obligations of the existing SAA Foundation shall become the obligations of the Corporation, and**
- c. **All activities and operations of the existing SAA Foundation shall cease, with such activities and operations thereafter conducted solely and exclusively by the Corporation in its stead; and**

THAT the Board of Directors approve the preparation, execution, and filing of such reports, forms, and other documents as may be necessary or appropriate to reflect the foregoing, including without limitation the filing of a final Form 990 information return for the existing SAA Foundation.

Support Statement: The SAA Foundation currently exists as an unincorporated association organized and operated under the auspices of the Society of American Archivists. For various legal, financial, strategic, and philanthropic reasons, it is now deemed advisable to define the legal existence and operations of the organization more formally and to establish on a separate and distinct basis the not-for-profit and tax-exempt status of the Foundation under applicable state and federal law.

Fiscal Impact: Legal and filing fees at a rate of \$495 per hour, plus Beaumont's and Jurczak's staff time (donated by SAA).

THAT a new unrestricted fund, known as the Strategic Growth Fund, be established in honor of the Society of American Archivists' 75th Anniversary.

Support Statement: Established in 2011 in honor of the Society of American Archivists' 75th Anniversary, the Strategic Growth Fund holds and manages donated funds for the purpose of supporting the strategic priorities of the SAA Foundation, including professional and public education, publications, and research.

JUNE 27, 2011, FOUNDATION BOARD ONLINE VOTE

THAT the following description of the Strategic Growth Fund be adopted: Established in 2011 in honor of the Society of American Archivists' 75th Anniversary, the Strategic Growth Fund holds and manages donated funds for the purpose of supporting the strategic priorities of the SAA Foundation, including professional and public education, publications, and research.

MARCH 19, 2013, FOUNDATION BOARD CONFERENCE CALL

THAT the following charge creating an SAA Foundation Finance Committee be adopted.

SAA Foundation Finance Committee

I. Purpose

The Finance Committee is responsible for assisting the Treasurer and the Board of Directors (Board) in monitoring the financial health of the Foundation, ensuring that its assets are protected, providing advice and counsel on financial matters, reviewing the investment policy regularly, and ensuring compliance with internal financial controls and investment policies.

II. Size, Composition, Selection, and Length of Terms

The Finance Committee consists of five members: the Foundation Treasurer (who serves as chair), the Executive Director, the Finance/Administration Director, and two Foundation Board members elected by the Board in consultation with the current Finance Committee members to determine what expertise is needed. The two appointed members of the Committee serve for staggered two-year terms, so that one individual is elected by the Board each year.

III. Reporting Procedures

The Finance Committee reports to each full meeting of the Foundation, typically through the Treasurer's formal written report.

IV. Duties and Responsibilities

- Review the Foundation's finances and policies and make recommendations to the Board as appropriate. Review and monitor the Foundation's income and expenditures, and report to the Board on the Foundation's financial stability.
- Ensure preparation of accurate, timely, and meaningful financial statements.
- Consult with the independent auditor annually and review the Annual Audit Report.
- Review bids, interview, and recommend to the Board the selection of the external auditor every three years.
- Review and monitor the Foundation's investment portfolio and report to the Board on compliance and performance of the investments.
- Recommend changes to the investment strategy and the Investment Policy as appropriate. Review bids, interview, and recommend to the Board the selection of one or more investment consultants every three years.

V. Meetings

The Committee meets in person or by conference call as needed but no less than twice a year to: 1) discuss the Foundation's overall financial standing and approve a draft annual budget for the Board's review and adoption; 2) receive and discuss with the external auditor the Annual Audit Report; and 3) monitor and evaluate investment performance with the investment consultant(s).

Adopted by the SAA Foundation Board of Directors on March 19, 2013.

JUNE 5, 2013, FOUNDATION BOARD INTERIM ACTION

THAT the description of the SAA Foundation Development Committee be revised as follows (strikethrough = deletion, underline = addition):

SAA Foundation Development Committee

Established: May 7, 2006

I. Purpose

The ~~SAA Foundation~~ Development Committee ~~reports to the Foundation Board of Directors and~~ is responsible for developing and implementing plans to raise funds to support the long-term viability of the SAA Foundation and its priorities.

II. Committee Selection, Size, and Length of Term

~~The committee consists of the following members: SAA President, Foundation Board chair, SAA Executive Director, and two individuals to be appointed by the Board chair. If the SAA President and the Board chair is the same person, an additional individual will be appointed to the Committee. The~~ Development Committee consists of five members: the Foundation Vice Chair (who serves as the chair), the Executive Director, and three individuals appointed by the Board Chair based on recommendations from the Board members and others and subject to the approval of the Board. The three appointed members of the Committee serve for staggered three-year terms, so that one individual is appointed each year.

Committee members are selected on the basis of one or more of the following: fundraising experience, ties with the corporate community, and/or expertise in obtaining grant funding. Individuals who are appointed to the Committee will serve a three-year term.

III. Reporting Procedures

~~The Committee reports to the SAA Foundation Board at each of the Board's meetings. The Development Committee reports to each full meeting of the Foundation Board of Directors and at other times as requested by the Board.~~

IV. Duties and Responsibilities

- Adhere to all laws and to Foundation policies and procedures as established by the Board of Directors.
- Working with the Foundation Board of Directors and staff, define and periodically review the short-term and long-term funding needs of the organization.
- Develop and implement short-term and long-term communication plans that identify and rank potential donors (both inside and outside of the archives profession), messages, tactics, and strategies.
- Consider the full range of development opportunities, including (but not limited to) annual giving campaigns, special campaigns (e.g., associated with a special anniversary or event), grant funding, major gifts (i.e., outright gifts from income, such as cash or securities), and planned giving (i.e., gifts of assets), provided that opportunities are consistent with adopted gift acceptance policies and procedures.
- ~~Review and report on progress made toward fundraising goals. Propose specific fundraising goals and strategies for the Board's adoption, and review and report annually on the progress of actions taken to achieve them.~~
- Inspire the full Board of Directors to participate in fundraising efforts and to make personal financial donations.
- Consider how and when to involve external fundraising experts, and make recommendations as appropriate to the Foundation Board.

V. Meetings

The Committee meets annually in conjunction with the SAA Annual Meeting and at other times, as needed, ~~with Foundation Board approval.~~ via conference call or other electronic means.

*Approved by SAA Special Funds (Foundation) Board of Directors: May 7, 2006. Revised: May 26, 2010.
Revised by the SAA Foundation Board of Directors: June 2013.*

AUGUST 14, 2013, FOUNDATION BOARD MEETING

THAT the SAA Foundation Board approve an appropriation of \$15,000 from the unrestricted funds available from the Foundation's investments for the purpose of developing the Board's fundraising capacity. The Executive Director is hereby authorized to use the funds to employ one or more consultants in order to create planning options, implementation strategies, and administrative procedures that will enable the Board to pursue the Foundation's mission vigorously. The Executive Director will report progress

on the use of these funds at each meeting of the Foundation Board.

Support Statement. The Board has been keenly aware in the past year of its difficulty to move our fundraising agenda beyond the early challenges of establishing a separate investment portfolio, incorporating as a nonprofit, and setting up governance structures. The Board is eager to move to the next stage of the Foundation's work. The Board desires to begin raising new monies and investing those funds in the profession in ways that will make a difference for archives and archivists. The Board is also very conscious of the demands this work will place on executive management staff that must be involved in shepherding this administrative assignment. This resolution provides funding for the Executive Director to utilize at times and in a manner that she deems necessary the input of qualified development consultants who can assist the Foundation in reaching its development objectives.

Financial Impact: \$15,000 from the Foundation's unrestricted funds and the costs of senior staff to work with consultants on a development plan and supporting framework in matters of governance and administration. Staff costs will be reimbursed by the Foundation to SAA [the 501(c)(6) entity] as customary.

JANUARY 22–23, 2014, FOUNDATION BOARD MEETING

THAT the SAAF Finance Committee present a plan to the Board of Directors for the consolidation of certain Council-designated or named funds for the purpose of enhancing financial controls and better communicating the purpose of designated funds for awards, scholarships, and program grants.

Support Statement: In light of recommendations from the auditors and legal counsel, as well as suggestions from development experts, there appear to be compelling reasons to consider consolidating the Foundation's 17 funds into more manageable and understandable categories.

JULY 2014 FOUNDATION BOARD INTERIM ACTIONS

THAT \$18,000 be included in the Foundation's FY 2015 draft budget to retain the services of a development consultant to assist in donor research, message development, refinement of the Annual Appeal, and creation and initial implementation of new Major Gifts and Planned Giving programs.

Support Statement: Given limited staff capacity and a compelling need to draw on expert resources to organize volunteer and staff efforts to support a challenging work plan, it is appropriate that an external development consultant be retained for a period of one year. This investment will be evaluated as the FY 2016 budget is developed.

THAT \$3,780 be included in the Foundation's FY 2015 draft budget to support a meeting of the Development Committee for the purpose of refining the development plan.

Support Statement: A face-to-face meeting of the Development Committee in FY 2015 is warranted given the ambitious development plan, including launch of new Major Gifts and Planned Giving programs.

AUGUST 15, 2014, FOUNDATION BOARD MEETING

THAT the mission statement adopted by the SAA Council for the Special Funds in January 2006 be replaced with the following SAA Foundation mission statement:

The SAA Foundation raises money to provide resources to enhance the work of the archival community.

Support Statement: The mission statement, while perhaps less dramatic and aspirational than its predecessor, is easily understood and allows for development of a clearly articulated case statement that is consistent with and supports the Corporate Member's strategic priorities.

THAT the following vision statement be adopted:

The SAA Foundation will support:

- **Research and reporting about the profession, its practice, and its practitioners;**
- **Development of professional growth opportunities;**
- **Recognition of archivists via scholarships, travel assistance, and awards;**
- **Programs to enhance the performance of repositories; and**
- **Efforts to persuade influential external organizations to create or promote archives.**

In addition, the SAA Foundation will seek to strengthen itself by enhancing its accountability, development, and governance.

Support Statement: The vision statement identifies priorities that encompass the broad areas in which the Foundation might provide support and that are consistent with the Corporate Member's strategic priorities.

MARCH 13–14, 2015, FOUNDATION BOARD MEETING

THAT the following SAA Foundation Grant Funding Policy be adopted:

Society of American Archivists Foundation Grant Funding Policy

Each year the SAA Foundation may make available for distribution a portion of the income from its investments for grant-making purposes. The total income available is realized on the dividends, interest, and contributions to the unrestricted funds that are available to the SAA Foundation.

The SAA Foundation Board of Directors will determine annually the percentage of income, or payout rate, to be distributed from its unrestricted funds. The annual payout percentage will be clearly stated for the benefit of Board members and donors. The Board may award money that has been set aside by this distribution.

The Board agrees to a standard formula for a payout rate that is relatively unchanged. The predictability of a standard payout rate provides the Board with planning assumptions and reasonable expectations for funding a grant program. An important consideration is that a conservative payout rate will allow a higher capital accumulation of the investment pool in the long term. To preserve the purchasing power of the invested funds, a range between 4 and 7% is typical, with a convergence at 5.5% on average for long-term preservation of the principal.

The Board agrees that a 5.5% payout rate is advisable in the first year of implementation (i.e., FY 2015). In accepting a 5.5% rate in the first fiscal year, the Board understands that it may:

- Maintain or change the payout rate in any future year;
- Designate the use of funds from principal to meet extraordinary requests or circumstances as they may arise;
- Accrue the available funding in one fiscal year to be made available to applicants in a succeeding grant period.

Funds available for distribution in the SAA Foundation grant program will be identified in the financial statements along with the performance of and returns on investments. Interest on funds that are restricted and/or under the management of SAA [the 501(c)(6) corporation] are not available for distribution. The SAA Foundation may also control restricted funds set aside for special purposes, such as the National Disaster Recovery Fund for Archives, which are governed by separate rules.

THAT the following SAA Foundation Grant Application Process and Guidelines be adopted:

Society of American Archivists Foundation Grant Application Process and Guidelines

Applications for grants will be considered and decided by the SAA Foundation Board of Directors. The program will be administered under the direction of the Executive Director in consultation with the Board and its designated review committee. The application and grant process will abide by general guidelines established by the Board.

Funding Priorities

The Board will award grants that meet the mission and goals (<http://www2.archivists.org/foundation>) of the SAA Foundation and the [strategic planning](#) priorities of the Society of American Archivists. These statements provide a broad spectrum of possible ways to enhance the work of archivists and serve as guiding tools for the Board's fund-raising and grant-making activities. Applicants are encouraged to make direct reference to how an award of funds will advance one or more of the strategic goals of the SAA Foundation and/or the Society of American Archivists.

Funds Available

The Board will encourage grant requests in amounts ranging from \$500 to \$3,000, although the SAAF will consider larger funding requests that could have an unusual impact on the profession. To set reasonable expectations for applicants, a range of typical grant awards will be publicized. The SAAF does not pay for indirect costs.

Grant Application Process

The Board will endeavor to follow a transparent, fair, and simple process of application and evaluation. No Board member will participate in consideration of a grant application in which the member has, or could be perceived as having, a personal interest, benefit, or relationship that could create a conflict of interest. The Executive Director and the Board will use the following requirements as a guide for an application format and the decision-making process.

Letter of Inquiry/Cover Letter: The applicant will submit an initial letter of inquiry to explore the appropriateness of a proposal to the SAAF's areas of interest. The letter should provide the SAAF with the following information and any additional information requested by the Executive Director to clarify the request.

- Brief overall description of the proposal in terms of the program, project, or idea being explored and the intended product of the funded activity.
- Description of how the proposal fits with the SAA Foundation's funding priorities, with specific reference to the SAAF's mission and vision and SAA's strategic planning priorities.
- Biographical statement or résumé of the principal applicant(s) and/or description of the sponsoring organization.
- Estimated project cost and amount of funds requested from the SAAF.

Proposal Summary Form: The Proposal Summary is a refined version of the letter of intent after an initial exchange, but it contains more detail on the substance of the activity and the outcome. It should be no longer than three pages. It should more clearly state:

- The goals and expected products/outcomes of the project.
- Ways in which the project advances the SAAF's mission and vision, or the archival profession with reference to SAA's strategic plan, or other professional call to action.
- Benchmarks and assessment criteria that will provide a measure of the impact and performance of the activity.
- A final report is required.

Budget: The total requested funds should be stated in the Summary Form and accompanied by a project budget. The project budget should indicate the specific allocation of requested funds by program activity or resource. In-kind contributions and other income sources should be identified to demonstrate the capacity for program completion. Applications should include a standard statement of income and expense and brief narrative description of account lines being funded by the proposed SAAF grant.

Due Diligence Attachments: The SAAF Board may optionally require one or more of the following additional documents to evaluate an organization's ability to carry out the activities described in the proposal:

- Résumé(s) of supporting personnel.

- Financial reports or audited statements.
- Determination letter re 501(c)(3) status.
- List of trustees or directors.
- Annual report and/or Form 990 or 990EZ.
- Diversity Data Form.

Eligibility

Individuals, groups, and organizations are eligible to apply for an SAAF grant. Among the categories of applicants who are encouraged to apply are practicing archivists, SAA component groups, other organizations of archivists, and allied professionals.

Grant Timing

The SAAF follows a July 1 to June 30 fiscal year cycle. The Board normally will adopt the budget by June 1 of the preceding year. To be fairly considered by the Board, all grant proposals should be submitted by February 1. The Board reserves the right to consider a proposal at any time for unusual or special circumstances, and for similar reasons may streamline the grant request process to address an urgent need.

Decisions

All grant applications will be received and processed by the SAA Foundation's Executive Director. The Executive Director will conduct an initial review of the Letter of Inquiry to determine if the application: (a) warrants consideration for funding according to the Board's guidelines, or (b) does not fall within the mission, resources, or granting priorities of the SAA Foundation. The Executive Director, in consultation with the Finance Committee or other appointed committee of the Board, will advise the applicant of the need for additional information in the form of a Proposal Summary Form. The review committee will present grant requests to the Board with or without recommendation. All grant awards will be decided by majority vote of the Board of Directors.

The deadline for applications is February 1. The review committee will review and consider applications and conduct internal discussions between February 2 and March 30. The Board will deliberate based on review committee recommendations between April 1 and May 1. The SAAF President will notify applicants of the Board's decision by May 15 in any budgetary year. An annual report on the disposition of all inquiries and proposals will be made to the Board, and all awarded grants will be reported to the SAA Foundation's donors and SAA members. The Board will make itself available to advise the Executive Director as questions or special circumstances arise about specific proposals.

Post-Project Report

A final report is required.

Adopted by the SAA Foundation Board of Directors, March 14, 2015

THAT a FY 2015 payout rate of 5.5% of unrestricted income (as it becomes available to the SAA Foundation for the purposes of distribution) be adopted, with an understanding that the Board may, but is not required to, expend these funds in FY 2015 and may decide to

accrue any portion of undesignated funds for future distribution.

Support Statement (Motions 2-4): The Board has expressed its firm desire to place the SAA Foundation in a position organizationally and financially to begin investing in worthwhile, strategic initiatives to enhance the archives profession. The SAA Foundation has achieved the financial stability and governance structures to begin a grant program for new strategic activities. This grant process supplements the many existing grants and awards that the Foundation makes from its total investments and presupposes a significant growth of the investment pool of unrestricted funds. The Board has the benefit of tapping into the SAA Council's strategic planning process to identify goals and activities that can reliably guide their decision-making. With these priorities in place, the Board seeks to fulfill its duty to Foundation donors by funding special programs and projects.

The grant program is recognized as an important element in the SAA Foundation's ability to market its fund-raising activities effectively. The importance of donors' gifts is magnified by projects that demonstrate a real impact on the profession or society's image of the profession. The demonstrated use of SAAF funds to enable individuals and groups to find creative approaches to strategic issues can benefit the SAA Foundation by way of increased interest in giving. The proposed Funding Policy and Grant Process Guidelines offer the SAA Foundation an administrative platform to begin exploring these new opportunities.

Fiscal Impact: The financial impact of this action will be to remove a certain amount (no more than 5.5% in the first year) of the income from dividends, interest, and contributions to the unrestricted funds that would otherwise accrue value in future years. Other costs will be recognized in reimbursing SAA for the staff's administrative time to receive inquiries, prepare materials for review, communicate with applicants, monitor the distribution of funds, and report on these activities to the Board.

AUGUST 19, 2015, FOUNDATION BOARD MEETING

***THAT* the Development Plan 2015-2016, as proposed by the Development Committee, be accepted.**

Support Statement: The Development Plan outlines an ambitious but achievable work plan that takes into account the organization's critical needs to promote broader awareness, raise funds to support high-priority areas, and develop the capacity of volunteers and staff. The Board understands that the plan will evolve as tasks are undertaken.

Fiscal Impact: The plan as outlined provides for modest growth in Foundation revenues and significant investment of volunteer and staff time. Strategy 4 ("Enhance the culture of giving for SAA members, leaders, and staff") projects direct expenses of approximately \$25,000 associated with providing workshops to archivists, training for Foundation volunteers and staff, and consulting assistance. These expenses are potentially offset by projected income of \$10,000.

MAY 9-10, 2016, FOUNDATION BOARD MEETING

***THAT* the grant proposal submitted by the Louisiana State University School of Library and Information Science to develop best practice recommendations for the use of user-generated description within moving image collections be funded at the full amount requested, \$2,400.**

Support Statement: This project as described in the proposal fits within the mission and goals of the SAA Foundation and addresses the strategic planning priorities of the Society of American Archivists.

Fiscal Impact: \$2,400. The Foundation has the resources to fund this proposal.

***THAT* the Board’s current officers remain in their roles until the November 2016 annual meeting of the Board, at which time an election of officers will take place.**

Support Statement: Postponement of the election until a November 2016 annual meeting will serve to regularize the Board’s procedures and timelines.

***THAT* the SAA Foundation staff be directed to proceed with disposition of the following legacy funds pending further investigation of remaining restrictions or conditions, with a report to the Board at its November 2016 meeting: Brack Fund, Education Fund, Fellows Reception Fund, Japan-U.S. Friendship Commission Fund, Preservation Fund, Publications Fund, Spacesaver Fund, and Visual Materials Fund.**

Support Statement: Management of these “legacy” funds requires a significant amount of staff time with no return of benefit to the Foundation. Following careful investigation of restrictions or conditions, the balances will be added to the Strategic Growth Fund.

Fiscal Impact: Reduction in staff time to manage these inactive legacy funds.

***THAT* the following funds be consolidated into one Awards Fund, pending further investigation of any remaining restrictions or conditions, with a report to the Foundation Board at its November 2016 meeting: Coker, Fellows Posner, Hamer-Kegan, Holmes, Leland, Pease, Peterson, Pinkett, and Spotlight.**

Support Statement: Maintenance of many small portfolios for individual awards is inefficient and unnecessary. Consolidation will result in a significant reduction in staff time and investment fees. There will be no impact on the names of the awards, many of which honor renowned individuals.

Fiscal Impact: Potential increase in investment income from consolidation into a larger pool; significant reduction in staff time to manage small investment “buckets.”

***THAT* the SAA Foundation Board recommend to the SAA Council that Council-created funds that currently are designated as Permanently Restricted (i.e., Hamer-Kegan, Holmes, and Leland) be released from restriction within the SAA Foundation investment portfolio.**

Support Statement: Maintenance of many small portfolios for individual awards is inefficient and unnecessary. Consolidation will result in significant reductions in staff time and investment fees. There will be no impact on the names of the awards, many of which honor renowned individuals.

Fiscal Impact: Potential increase in investment income from consolidation into a larger pool; significant reduction in staff time to manage small investment “buckets.”

AUGUST 3, 2016, FOUNDATION BOARD MEETING

THAT the Development Plan 2016-2017, as proposed by the Development Committee and revised by the Board, be approved.

Support Statement: The Development Plan outlines an ambitious but achievable work plan that takes into account the organization's critical needs to promote broader awareness, raise funds to support high-priority areas, and develop the capacity of volunteers and staff. The Board understands that the plan will evolve as tasks are undertaken.

Fiscal Impact: The plan as outlined provides for modest growth in Foundation revenues and significant investment of volunteer and staff time. Activity 4 ("Enhance the culture of giving for SAA members, leaders, and staff") projects direct expenses of approximately \$25,000 associated with providing workshops to archivists, training for Foundation volunteers and staff, and consulting assistance. These expenses are potentially offset by projected income of \$10,000.

THAT, in consultation with the Board, the SAAF President annually appoint a Grant Review Committee to be composed of no fewer than three SAAF Board members and the Executive Director (*ex officio*); and

THAT the purpose of the Grant Review Committee be to receive, evaluate, and recommend to the Board applications for grant funding according to Board-approved standard assessment criteria.

Support Statement: The 2016 Review Committee operated largely in an *ad hoc* capacity. This motion ensures that a committee is appointed each year to fulfill a specific role.

THAT the proposed Grant Application Evaluation Procedures be adopted as a standard set of guidelines for use by the Grant Review Committee, and

THAT they be used to implement an evaluation process that is as transparent as possible while maintaining appropriate confidences, maximum flexibility in application, and a record of fairness in the treatment of all applicants.

SAAF Grant Application Evaluation Procedures

1. **The Grant Review Committee.** The Grant Review Committee (Review Committee) is an appointed body of the SAA Foundation Board. The SAAF President will appoint members of the Review Committee from among Board members no later than the close of the annual business meeting. The committee consists of the SAAF President and no fewer than three additional members of the Board appointed by the President, subject to approval by the Board. The Executive Director shall serve *ex officio* with voice, but without vote. The Review Committee is a working body of the Board. Its responsibilities include:
 - a. Review the evaluative criteria (including strategic initiatives identified in the Development Plan) for new grant proposals.
 - b. Receive and solicit direction from the SAAF Board on the annual funding allocation and any special program priorities that support the SAAF or SAA mission and strategic plan.
 - c. Assist the Executive Director to issue the Call for Proposals before December 1.

- d. Be prepared to meet as a group and to work individually to analyze, evaluate and, if necessary, contact others to gather information for a recommendation on grant applications submitted to SAAF.
 - e. Report to the Board and make recommendations for funding recommended grants, including a list of proposals not recommended for funding and the reason(s) why.
 - f. Monitor the submission of impact statements or reports from previous award winners.
- 2. Requirements Checklist.** The Committee will review annually a **Requirements Checklist** that will guide all applicants and committee members in producing the information that must accompany all proposals. The checklist is an administrative tool that may be distributed to inquirers and be used as part of the overall **Evaluation Form**.
- 3. Initial Letter of Inquiry.** Applicants are encouraged to inquire about the suitability of their proposals with the requirements of the Foundation’s grant program. An initial letter of inquiry may be a one-page, 750-word statement of interest that provides at a minimum the following five pieces of information:
- Applicant’s identifying information (acting as an individual or for an institution)
 - Description of project or activity and product.
 - Specific reason(s) for applying with reference to SAAF’s funding priorities.
 - Amount requested and expected expenses.
 - Other relevant information.
- 4. First-Pass Review.** The Executive Director and/or the Review Committee will conduct an initial review of each Letter of Inquiry. The Executive Director will distribute inquiries as soon as possible with a recommendation to proceed or decline further consideration of the proposal based on her/his first-pass review. The Committee will consider the Executive Director’s recommendation and respond with an “up or down” decision on the appropriateness of the proposal. The key criteria to be considered at this stage are:
- a. The proposal requests funding within the award guidelines (e.g., \$500-\$5,000). If not, the Committee may consider the proposal if a compelling reason exists to exceed the funding guidelines.
 - b. Unambiguous evidence has been provided to identify the individual and/or the entity that will be the recipient of the funds and who will conduct the work.
 - c. The proposal addresses the overall mission and priorities of SAAF and /or SAA.
 - d. The applicant pointedly addresses how the proposal implements or advances at least one of the goals or activities of the SAA strategic plan.
 - e. The activity being funded does not replicate established SAAF activities (e.g., scholarships, travel to annual meeting, etc.) nor does it ask for funds that are excluded by the SAAF Board (such as travel and internships).

The Executive Director will inform the proposer(s) of SAAF’s decision to receive a full proposal, to decline the proposal, or in some cases to reapply after revision.

- 5. Application.** The committee chair will assign a member to be the key contact to solicit from the proposer any additional information that may be needed to clarify the work/activity under review (methods, product, sponsor, budget use, qualifications, impact, etc.). The key contact will provide an overall assessment to the Review Committee on the basis of any additional findings that bear on the grant proposal. The key contact and the Review Committee may agree that no additional information is needed and the committee’s assessment may proceed immediately. The chair will assign proposals to each committee member and no member will be assigned an additional proposal before all other members have been asked to take an assignment.
- 6. Conflict of Interest Reminder.** No committee member may serve as a key contact if he/she is familiar with the applicant or could be perceived as having a conflict of interest in fairly assessing or representing the applicant’s proposal. Committee and Board members are expected to announce

a potential conflict and to recuse themselves from any decision-making role or vote on a grant proposal that originates from or benefits an entity with which the member has a personal or other association. The association merely has to be one that a reasonable person could perceive as leading to favorable or unfavorable treatment on any basis other than a strictly professional and unbiased evaluation.

7. **Expert Review.** The Committee, in consultation with Board members, may consider the input of individuals who can lend expertise to the review process for proposals that involve a specialist's knowledge, technical skills, methodologies, and/or similar unfamiliar domains. The key contact will gather this input in those cases in which it is deemed necessary. The Review Committee is not required to seek outside opinion if the substance of the proposal is within their professional competence to evaluate.

The Review Committee's key contact may also seek one or more expert opinions and report their observations as part of an assessment report back to the full committee for the final grant review. These inquiries should make every attempt to: (a) evaluate statements of fact and declarative statements made by the proposer/proposal, and (b) assess the overall value of the proposed activity to the profession. Such inquiries should protect the confidentiality of the application process for both the applicant and reviewer. Neither the Review Committee nor the key contact is required to seek external input if all important aspects of the proposal are clearly stated and no additional information or expert commentary is warranted.

8. The Review Committee will evaluate and make a recommendation to the Board on every grant application that it receives after an invitation to apply. The committee will use, but not be limited by, the following criteria in making its recommendation:

- Appropriateness of the methods (reliability, validity, population, etc.);
- Overall impact of the product on the profession or a segment thereof;
- Uniqueness of the activity and/or product (has it been done before);
- Availability of other equally useful routes to achieving a similarly valuable outcome;
- Value of a specific archival product (e.g., supporting records of enduring value); and
- Soundness of the work plan, techniques, tools, and human resources.

9. **Formal Evaluation.** The Evaluation Form is the formal written tool used by the Review Committee to record its assessment of each application and prepare a recommendation to the Board. The formal evaluation should not precede an assessment report from the key contact if the committee has requested additional information.

The committee will review the common Evaluation Form annually and adjust it as necessary to preserve its usefulness as a standard ranking tool. The form should make provision for both the assignment of a rank and the committee member's supporting comment, if explanation is deemed appropriate. The evaluations are anonymous and confidential in source beyond the Review Committee; however, the Executive Director may share the contents of the reviews with the applicant upon request.

10. **Committee Recommendations.** The Review Committee will confer at least once to review and vote on all pending grant proposals and to prepare final recommendations to the Board. A final decision on how to allocate the available funds in the annual distribution should not occur until all proposals have been received and evaluated in the annual grant cycle. An exception to this rule would be an expedited request from the SAA Council or Executive Committee to meet an extraordinary contingency situation. All votes of the Grant Review Committee to recommend (or

not to recommend) a grant to the SAAF Board shall be by secret ballot. All voting members of the committee are required to vote unless excused for reasons of conflict of interest.

11. Schedule. The application deadline is February 1. The Review Committee will consider applications, conduct its review, and report its recommendations to the Board by March 30. The Board will consider and vote on the committee's recommendations before May 1. The President will notify the applicants of the Board's decision by May 15.

12. Post-Award Accountability. In consultation with the Executive Director, it is the duty of the Review Committee to prepare a brief report to the Board on the work of the Committee, including its recommendations on improvements to the grant application and review process and other useful observations that will assist the next Committee.

The Committee will work with the Executive Director to examine and monitor the previous grant awards for successful expected outcomes and measures. If deemed necessary, the committee (or the Executive Director) will report to the Board on the recipients' grant activity within 12 months of the conclusion of the grant cycle.

Support Statement: The Review Committee appreciates the paramount need to apply standard criteria and methods that demonstrate to the SAA Council, SAA members, and other professional stakeholders the care and diligence assigned by the Foundation to its grant program. Although these procedures will be publicly available and may be helpful to applicants, their true value lies in the continuity they will bring to the SAAF in managing its grant program as committee memberships change from one year to the next. The Grant Review Committee devoted considerable discussion to how staff and committee members could best filter through a variety of possible requests to reduce the impact on volunteers' time. All committee members agreed that the grant program must be conducted as an exercise in efficiency and accountability. The procedure asks applicants to start with an initial inquiry on the appropriateness of their proposal to SAAF's requirements. Some clarification at this early stage will allow the committee to focus attention on worthy proposals and increase the likelihood of a more complete overall evaluation.