Society of American Archivists Foundation
Board of Directors Meeting Minutes
November 4-5, 2018
Chicago, Illinois

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 9:05 a.m. on Sunday, November 4. Present for the entire meeting were Class A members Meredith Evans (SAA President), Amy Fitch (SAA/SAAF Treasurer), Erin Lawrimore (SAA Executive Committee Member), and Tanya Zanish-Belcher (SAA Immediate Past President); Class B members Margery Sly (Foundation Vice President), Sharmila Bhatia, Fynnette Eaton, Wilda Logan, Dennis Meissner, Gina Minks, Michele Pacifico, Angelique Richardson, and JoyEllen Williams; Board intern Maggie Hoffman; and Executive Director Nancy Beaumont, Finance/Admin-istration Director Peter Carlson, and Governance Manager Felicia Owens. SAA Vice President Michelle Light attended the meeting on Sunday, November 4, but was absent on Monday, November 5. Absent: Waverly Lowell.

I. BOARD BUSINESS

A. Adoption of the Agenda

Cline introduced the agenda. Eaton moved for adoption as presented, Minks seconded, and the Board adopted the agenda unanimously. (**MOTION 1**)

B.1. August 2018 Board Minutes

Cline noted that the August 2018 meeting minutes were adopted by online vote of the Foundation Board on September 27, 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.

B.2. Bylaws

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

C. Review of SAA Foundation Action List

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

II. ACTION ITEMS

A. Revision of SAA Grant Guidelines

1. Application Guidelines

In the 2018 grant cycle, one application indicated that a current Board member would be the primary consultant on the project and would thus be the direct recipient of grant funds. The Board determined that the then-current conflict-of-interest statement was not specific enough and asked the Grant Review Committee to revise the statement accordingly. Although these revisions were made, the Review Committee thought it important to recommend further editorial and organizational changes to ensure that the guidelines are comprehensive and easy to understand. *(See Appendix A for a clean draft of the approved revisions.)*

MOTION 2

THAT the following revisions to the SAA Foundation Grant Application Process and Guidelines be approved *(underline = addition, strikethrough = deletion)*:

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 Board and its appointed~~ Grant Review Committee~~, and the SAA Executive Director. The application and grant process will follow standard guidelines established by the SAAF Board.~~

2018-2019 Grant Application Deadlines
December 1, 2018 – Letter of Inquiry
December 31, 2018 – Grant Review Committee Feedback
February 1, 2019 – Grant Applications Due
May 15, 2019 – Final Decisions Made by Board

[Button to online application.]

Funding Priorities

The SAA Foundation Board awards grants that meet the mission and goals of the ~~SAA~~ Foundation and/or 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 expected to~~must make direct and substantive reference to the way(s) in which an award of funds will advance one or more of the strategic goals of the SAA Foundation and/or the Society of American Archivists. To set reasonable expectations for applicants, the Board endeavors to publicize special concerns within the SAA Foundation funding priorities and invite applications in those areas.

The SAA Foundation does not fund the following:

- Indirect or overhead costs;
- General internships and fellowships that are not related to a specific Foundation-funded project;
- Travel, registration, or other costs associated with attending a professional conference;
- Scholarships or tuition; or
- Costs associated with attending trainings.

Funds Available

The Board encourages grant requests in amounts ranging from $500 to $5,000, although the SAA Foundation will consider larger funding requests that could have an unusual impact on the profession. The SAA Foundation does not pay for indirect costs.

<center>**2017-2018 Grant Application Deadlines**</center>

~~December 1, 2017   Letter of Inquiry~~
~~December 31, 2017   Grant Review Committee Feedback~~
~~February 1, 2018   Grant Applications Due~~
~~May 15, 2018   Final Decisions Made by Board~~

Eligibility

Individuals, groups, and organizations are eligible to apply for an SAA Foundation 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 SAA Foundation follows a July 1 to June 30 fiscal year cycle. To be fairly considered by the Board, initial Letters of Inquiry should be received no later than December 1. All formal Grant Applications must 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.

<center>**Applying for an SAA Foundation Grant**</center>

The Board will endeavor to follow a transparent, fair, and simple process of application and evaluation. No current SAA Foundation Board member may be the direct or indirect recipient of Foundation grant funds. 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 standard process to consider a grant request.

Letter of Inquiry

<center>[Button to online application/collector for letters of inquiry.]</center>

The initial letter of inquiry should be a brief introductory exchange. It is designed to reduce the work for an applicant by providing a quick answer to the question: Is my proposal something that fits the funding priorities of the SAA Foundation?

The applicant should begin with a brief, introductory statement of interest (maximum 750 words) to explore the appropriateness of a proposal to the Foundation. The letter should provide ~~the SAAF with~~ summary information on the overall purpose and goals of the proposed work as follows:

- Identifying information on the applicants, participants, and/or sponsoring organization;
- A short abstract of the project's goals, activities, product, and potential impact;
- The precise connection to the Foundation's priorities and/or SAA's strategic plan; and
- Estimated total project costs and amount of funds requested from the Foundation.

Letters of inquiry are due no later than December 1. Letters can be submitted by email to saahq@archivists.org or by mail to the SAA Office. Each inquiry will be reviewed by the SAA Foundation Grant Review Committee within ~~two~~ three weeks of the deadline to determine its appropriateness within the guidelines and funding priorities for that grant period. If appropriate, the proposer will be invited to submit a formal grant application.

Grant Application

[Button to online grant application.]

~~Applicants must use the online grant application form.~~ The ~~Grant~~application is a refinement of the initial letter of inquiry. It includes a narrative proposal and budget statement that should not exceed three pages in total length. The proposer is asked to elaborate on the five points of information from the initial letter of inquiry as follows:

- Ways in which the project advances the Foundation's mission and vision or the archives profession with reference to SAA's strategic plan or other professional call to action.
- The goals, methods, work plan, and expected products/outcomes of the project.
- Benchmarks and assessment criteria that will provide a measure of the impact and performance of the activity.
- A timetable and expected delivery date for a final report to the Foundation on outcome ~~to SAAF~~ (required).
- The roles performed by the principals and credentials and résumés, and/or a description of the sponsoring body.
- A copy of the determination letter regarding 501(c)(3) status.
- An endorsement from an officer of the sponsoring organization (if the applicant is not an independent agent).
- A copy of the Institutional Review Board statement of approval for any research sponsored by institutions that require approval when utilizing human subjects.

Budget. The total requested funds should be stated under separate heading in the proposal. A project budget should indicate the specific allocation of requested funds by program activity or resource. In-kind contributions and other income sources are encouraged and should be identified. Applicants are expected to produce a standard statement of income and expense and brief narrative description of account lines ~~being~~ to be funded by the proposed SAA Foundation grant.

Due Diligence Attachments. The SAA Foundation 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.
- Financial reports or audited statements.

- List of trustees or directors.
- Annual report and/or Form 990 or 990EZ.
- Diversity data report.

Decisions

All grant applications will be received and processed by the SAA Foundation's Executive Director. The Executive Director will conduct an initial administrative review of the proposal to determine if it:

- Meets baseline requirements for funding according to the Board's criteria and guidelines, and
- Conforms to the mission, resources, and granting priorities of the SAA Foundation.

The Executive Director will forward the requests that meet those two criteria ~~with recommendation~~ to the Grant Review Committee. ~~The Review Committee will act to accept or decline the Executive Director's recommendation. If a formal Grant grant Application application is invited from a proposer, the Grant Review Committee will review the proposal according to standards established by the Board.~~ The Executive Director, in consultation with members of the Grant Review Committee, will advise the applicant if additional information or due diligence documents are needed. The Grant Review Committee will evaluate ~~present~~ the grant applications and make funding recommendations to the Foundation Board.~~requests to the Board with or without recommendation.~~ All grant awards will be decided by majority vote of the Board of Directors. The Foundation President will notify applicants of the Board's decision by May 15.

~~The deadline for Grant Applications is February 1.~~
~~The Grant Review Committee will deliver an annual report to the Board on the disposition of all inquiries and proposals. Decisions on awarded grants will be reported to the SAA Foundation's donors and SAA members. The Board will make itself available to advise the Grant Review Committee and the Executive Director as questions or special circumstances arise about specific proposals.~~

Post-Project Report

A final report ~~is required to~~ must be filed with the SAA Foundation office by a date agreed upon in the award letter.

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 Board and its appointed Grant Review Committee, and the SAA Executive Director. The application and grant process will follow standard guidelines established by the SAAF Board.

Support Statement: The revisions clarify the conflict-of-interest statement to ensure that current Board members do not benefit directly from Foundation funds. Editorial changes and reorganization of the documents make them easier to understand.

Fiscal Impact: None.

Move: Meissner
Second: Logan
Vote: PASSED (unanimous)

2. **Evaluation Procedures**

In the 2018 grant cycle, one application indicated that a current Board member would be the primary consultant on the project and would thus be the direct recipient of grant funds. The Board determined that the then-current conflict-of-interest statement was not specific enough and asked the Grant Review Committee to revise the statement accordingly. Although these revisions were made, the Review Committee thought it important to recommend further editorial and organizational changes to ensure that the procedures are consistent with the grant application guidelines and are easy to understand. *(See Appendix B for a clean draft of the approved revisions.)*

MOTION 3

THAT the following revisions to the SAA Foundation Grant Application Evaluation Procedures be approved *(underline = addition, strikethrough = deletion)*:

Application Evaluation Procedures

1. 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 <u>Grant Review Committee</u> is ~~a working~~ <u>an appointed</u> body of the <u>Foundation</u> Board<u>. It comprises the Foundation President,</u> ~~and~~ <u>no fewer than three additional members of the Board,</u> ~~as well as~~ <u>and</u> the Executive Director (who serves in an *ex officio* role). ~~Its responsibilities include~~ <u>The Review Committee is responsible for the following:</u>

- Review the evaluative criteria (including strategic initiatives identified in the Development Plan) for new grant proposals.
- Receive and solicit direction from the Foundation Board on the annual funding allocation and any special program priorities that support the Foundation or SAA mission and strategic plan.
- Assist the Executive Director ~~to issue~~ <u>in issuing</u> the Call for Proposals ~~before December 1~~ <u>no later than November 1</u>.
- 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 <u>received.</u> ~~submitted to SAAF~~
- Report to the Board and make recommendations for ~~funding recommended~~ <u>awarding of</u> grants, including <u>providing</u> a list of proposals <u>that are</u> not recommended for funding and the reason(s) why.
- Monitor the submission of impact statements or reports from previous ~~award winners~~ <u>grant recipients</u>.
- <u>Review as needed the Grant Application Process and Guidelines and the Application Evaluation Procedures.</u>

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.

11. 2. Schedule. The letter of inquiry deadline is December 1. The Review Committee will consider the letters and respond to applicants with potential suggestions within three weeks of the deadline. 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.

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 the Foundation's funding priorities.
- Amount requested and expected expenses.
- Other relevant information.

4. First-Pass Review. The Executive Director and/or the <u>Grant</u> Review Committee will conduct an initial review of each letter of inquiry. <u>Included in that review will be a determination of any apparent conflict of interest, as outlined in paragraph 6.</u> 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/<u>their</u> 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:

- 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.
- 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.
- The proposal addresses the overall mission and priorities of Foundation and/or SAA.
- The applicant pointedly addresses how the proposal implements or advances at least one of the goals or activities of the SAA strategic plan.
- The activity being funded does not replicate established Foundation activities (e.g., scholarships, travel to annual meeting, etc.) nor does it ask for funds that are excluded by the Foundation Board (such as travel and internships).

The Executive Director will inform the proposer(s) of the ~~SAAF~~ <u>Review Committee's</u> decision to receive a full proposal, to decline the proposal, or, in some cases, <u>encourage reapplication following revision.</u> ~~to reapply after revision.~~

5. Application. <u>Upon receipt of an application,</u> ~~The~~ <u>the</u> 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, in which case ~~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.~~

6. Conflict of Interest Reminder. Grant Review Committee and Foundation Board members are expected to announce a potential conflict of interest and to recuse themselves from any decision-making role or vote on a grant inquiry or proposal that originates from or benefits an entity with which the member has a personal or other association. (Such association is 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.)

No current Grant Review Committee or Foundation Board member may be the direct recipient of Foundation grant funds or be reimbursed or paid with Foundation funds for serving, in any capacity, an entity receiving a Foundation grant. No Grant Review Committee member may serve as a key contact if that member is familiar with the applicant or could be perceived as having a conflict of interest in fairly assessing or representing the applicant's proposal.

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~~ Consulted experts should make every attempt to: (1) evaluate statements of fact and declarative statements made by the proposer/proposal, and (2) 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. Committee Review. 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 Review Committee ~~will use~~ shall consider, but not be limited by, the following criteria in making its recommendations:

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

- Soundness of the work plan, techniques, tools, and human resources.

During the evaluation, Review Committee members will review the full applications for any potential conflict of interest, as outlined in paragraph 6. If a conflict of interest is found or suspected, the Executive Director and the Board will be notified and asked to review the matter of a potential conflict of interest ~~full proposal~~ before the Review Committee puts forward its final recommendation. ~~it will be reported to the Executive Director and the Board for review and disposition.~~

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 Review 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~~ All 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 in real time (via phone conference or in person) at least once to review and vote on all pending grant proposals, to reconcile differences in evaluations of individual proposals, and to prepare final recommendations to the Board. A final decision about 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~~ may 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 Foundation Board shall be by secret ballot. All voting members of the committee are required to vote unless ~~excused for reasons of~~ they have an acknowledged 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.~~

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

The Review 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 Review Committee ~~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 revisions clarify the conflict-of-interest statement to ensure that current Board members do not benefit directly from Foundation funds. Editorial changes and reorganization of the document make it easier to understand.

Fiscal Impact: None.

Move: Eaton
Second: Zanish-Belcher
Vote: PASSED (unanimous)

B. 2019 Development Plan

Foundation Vice President and Development Committee Chair Margery Sly reviewed an update of the Development Plan as submitted by the Committee. The plan reviews the Foundation's overall development efforts and outlines activities related to annual appeals, stewardship and outreach, soliciting funds for the Mosaic Scholarship Fund, soliciting funds for the National Disaster Recovery Fund for Archives, and developing a planned giving program.

MOTION 4

THAT the priorities and directions outlined in the November 2018 update of the Foundation's 2017-2019 Development Plan be affirmed.

Support Statement: The Development Plan outlines a realistic set of priorities that, if achieved, will ensure continued growth of the Foundation.

Fiscal Impact: Various, depending on specific activities within the plan. All direct expenses will be reported out; volunteer and staff time will be estimated.

Move: Meissner
Second: Minks
Vote: PASSED (unanimous)

C. Payout Rate

The SAA Foundation is a public charity, which means that, unlike private foundations, it is not required to pay out any more than its Board of Directors deems appropriate. But it has been the prevailing opinion of the Board since its founding that the Foundation should seek to support the archives profession to the greatest extent possible while ensuring the preservation and growth of SAAF's funding capacity for the long term.

As the Board has previously discussed payout rate, its two major considerations have been 1) growth of the funds and 2) acknowledgement that the Foundation must make awards in order to maintain and grow its fundraising efforts. The Finance Committee therefore recommended establishing a payout rate formula that strikes a balance between these competing interests and acknowledges the restricted uses of several of the funds.

MOTION 5

THAT a payout rate of 5% 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 Fund, the Hamer-Kegan Fund, and the cash liability to SAA) be approved for Fiscal Year 2019.

Support Statement: A payout rate of 5% of the adjusted fund balance is an appropriate level to both continue to grow the Foundation and support a vibrant program of support for the profession.

Fiscal Impact: For FY 2019, with an adjusted fund balance of $837,660, the payout of 5% will yield $41,883 in available funding.

Move: Eaton
Second: Bhatia
Vote: PASSED (unanimous)

MOTION 6

THAT the Foundation Board of Directors determine the payout rate for each fiscal year by April 15 of the previous fiscal year (e.g., by April 15, 2019, for the FY 2020 payout).

Move: Meissner
Second: Zanish-Belcher
Vote: PASSED (unanimous)

Support Statement: It is appropriate that the payout rate be considered in conjunction with the budget for each fiscal year.

Fiscal Impact: None.

D. Harold T. Pinkett Award Name Change

At the suggestion of the Archivists and Archives of Color Section, the SAA Council approved a change in the name of the Harold T. Pinkett Minority Student Award to the Harold T. Pinkett Student of Color Award. The Foundation Board acted to ensure consistency between the name of the award and the name of the supporting fund.

MOTION 7

THAT the name of the Harold T. Pinkett Minority Student Award Fund be changed to Harold T. Pinkett Student of Color Award Fund and that the word "minority" be replaced with "person/student of color" in all instances in the fund description.

Support Statement: This change in the name of the Foundation fund better reflects the self-identification of many marginalized racial and ethnic groups and ensures consistency with SAA's award.

Fiscal Impact: None.

Move: Zanish-Belcher
Second: Bhatia
Vote: PASSED (unanimous)

E. Allocation of Proceeds from SAA T-Shirt Sales

The SAA staff had conceived of the idea of producing and selling specialized t-shirts at the 2018 Joint Annual Meeting, with net proceeds to be donated to the SAA Foundation. The net proceeds totaled $3,315.49. The Board expressed appreciation to the staff for this innovative fundraising idea.

MOTION 8

THAT the net proceeds from SAA's sale of t-shirts at the 2018 Joint Annual Meeting ($3,315.49) be allocated to the Mosaic Scholarship Fund.

Support Statement: The Mosaic Fund is an appropriate recipient of this gift from SAA.

Fiscal Impact: Addition of $3,315.49 to the Mosaic Scholarship Fund.

Move: Sly
Second: Bhatia
Vote: PASSED (unanimous)

F. Other Action Items from Board Members

No other action items were brought forward.

III. DISCUSSION ITEMS

A. Grant Program Funding Priorities

In Lowell's absence, Cline led a discussion of the Foundation's grant funding priorities. The group reviewed the Foundation's mission and agreed that its funding priorities should remain mission-based:

> The SAA Foundation raises money to provide resources to enhance the work of the archival community. To that end, 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.

The Board agreed to review the mission at its November 2019 annual meeting.

B. Name of Strategic Growth Fund

Lowell had asked for reconsideration of the name of the Strategic Growth Fund. In her absence, Cline led a discussion of alternative names. The Board agreed that the name of the fund would remain as it is, given that its purpose is to serve the Foundation's and SAA's strategic priorities.

C. External Support for Annual Meeting Travel Awards Program

Zanish-Belcher had suggested creation of the Annual Meeting Travel Awards program for 2018 and had noted that she would seek external funding to ensure sustainability of the program. She reported on a number of options for external support and committed to pursuing funding through a likely source. The Board agreed that the program would continue in 2019, with or without external funding.

D. 2018-2019 Annual Appeal

Board members discussed ideas for key audiences and key messages for the Annual Appeal, which will be launched immediately after Thanksgiving.

E. Planned Giving Messaging

Board members discussed ideas for promoting planned giving among SAA members and Foundation donors. The Development Committee will pursue a variety of ideas to both educate archivists and encourage their participation in planned giving.

F. Donor / Gift Report and Analysis [CONFIDENTIAL]

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

G. 2019 Foundation Board Nominees

Meissner reported that the Nominating Committee had reached consensus that it would recommend reappointment of three current Foundation Board members for 2019 as a means of ensuring continuity on the Board, even as several new Board members were appointed in 2018.

<mark>MOTION 9</mark>

THAT Scott Cline, Wilda Logan, and Margery Sly be recommended to the SAA Council for reappointment for three-year terms on the SAA Foundation Board.

Move: Meissner
Second: Eaton
Vote: PASSED (Recused: Cline, Logan, Sly)

H. 2019 Joint Annual Meeting Plans and Activities

Board members discussed a variety of ideas for events and activities to promote the Foundation at the 2019 Joint Annual Meeting in Austin.

I. Other Discussion Items from Board Members

No other discussion items were brought forward.

J. Executive Session (as needed) [CONFIDENTIAL]

The Board held an executive session to discuss a confidential matter.

IV. REPORTS

A. President's Report

Cline presented a brief report about his Foundation activities since the Board's August 2018 meeting, including working with the staff to prepare the agenda and Grant Review Committee materials for this meeting; participating in thank you calls to donors; and appointing Tawny Ryan Nelb to the Development Committee.

B. Vice President's Report

Sly noted that since the Board's August 2018 meeting, she has conducted a conference call meeting of the Development Committee to update the Development Plan; worked with intern Maggie Hoffman on ideas for a traveling exhibit; recommended Tawny Ryan Nelb for appointment to the Development Committee: spoken with several archivists regarding possible service on the Outreach Subcommittee of the Development Committee: and participated in making thank you calls to donors.

C. [Treasurer's Report: FY19 Year-to-Date Financials](#)

The Board reviewed but did not discuss this report.

D. [Executive Director](#)

The Board reviewed but did not discuss this report.

E. [SAA/Foundation Technology](#)

The Board reviewed but did not discuss this report.

C. Date of Next Board Meeting

The Board will likely conduct two or three conference calls in 2019, and will meet in conjunction with the 2019 Joint Annual Meeting in Austin on Thursday, August 1.

D. Adjournment

Eaton moved and Minks seconded a motion for adjournment, and the meeting was adjourned at 10:45 am on Monday, November 5.

Clean Draft of Approved Revisions

Society of American Archivists Foundation
Grant Application Process and Guidelines

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Applications must 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.

Applying for an SAA Foundation Grant

The Board will endeavor to follow a transparent, fair, and simple process of application and evaluation. No current SAA Foundation Board member may be the direct or indirect recipient of Foundation grant funds. 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.

Letter of Inquiry

The initial letter of inquiry should be a brief introductory exchange. It is designed to reduce the work for an applicant by providing a quick answer to the question: Is my proposal something that fits the funding priorities of the SAA Foundation?
The applicant should begin with a brief, introductory statement of interest (maximum 750 words) to explore the appropriateness of a proposal to the Foundation. The letter should provide summary information on the overall purpose and goals of the proposed work as follows:
- Identifying information on the applicants, participants, and/or sponsoring organization;
- A short abstract of the project's goals, activities, product, and potential impact;
- The precise connection to the Foundation's priorities and/or SAA's strategic plan; and
- Estimated total project costs and amount of funds requested from the Foundation.

[Submit Letter of Inquiry]

Letters of inquiry are due no later than December 1. Letters must be submitted throughthe above form. Each inquiry will be reviewed by the SAA Foundation Grant Review Committee within three weeks of the deadline to determine its appropriateness within the guidelines and funding priorities for that grant period. If appropriate, the proposer will be invited to submit a formal grant application.

Grant Application

The application is a refinement of the initial letter of inquiry. It includes a narrative proposal and budget statement that should not exceed three pages in total length. The proposer is asked to elaborate on the five points of information from the initial letter of inquiry as follows:

- Ways in which the project advances the Foundation's mission and vision or the archives profession with reference to SAA's strategic plan or other professional call to action.
- The goals, methods, work plan, and expected products/outcomes of the project.
- Benchmarks and assessment criteria that will provide a measure of the impact and performance of the activity.
- A timetable and expected delivery date for a final report to the Foundation on outcomes. (required).

- The roles performed by the principals and credentials and résumés, and/or a description of the sponsoring body.
- A copy of the determination letter regarding 501(c)(3) status.
- An endorsement from an officer of the sponsoring organization (if the applicant is not an independent agent).
- A copy of the Institutional Review Board statement of approval for any research sponsored by institutions that require approval when utilizing human subjects.

Budget. The total requested funds should be stated under separate heading in the proposal. A project budget should indicate the specific allocation of requested funds by program activity or resource. In-kind contributions and other income sources are encouraged and should be identified. Applicants are expected to produce a standard statement of income and expense and brief narrative description of account lines to be funded by the proposed SAA Foundation grant.

Due Diligence Attachments. The SAA Foundation 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.
- Financial reports or audited statements.
- List of trustees or directors.
- Annual report and/or Form 990 or 990EZ.
- Diversity data report.

Decisions

All grant applications will be received and processed by the SAA Foundation's Executive Director. The Executive Director will conduct an initial administrative review of the proposal to determine if it:
- Meets baseline requirements for funding according to the Board's criteria and guidelines, and
- Conforms to the mission, resources, and granting priorities of the SAA Foundation.

The Executive Director will forward the requests that meet those two criteria to the Grant Review Committee. The Executive Director, in consultation with members of the Grant Review Committee, will advise the applicant if additional information or due diligence documents are needed. The Grant Review Committee will evaluate the grant applications and make funding recommendations to the Foundation Board. All grant awards will be decided by majority vote of the Board of Directors. The Foundation President will notify applicants of the Board's decision by May 15.

Post-Project Report

A final report must be filed with the SAAF by a date agreed upon in the award letter.

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 Board and its appointed Grant Review Committee and the SAA Executive Director. The application and grant process will follow standard guidelines established by the SAAF Board.

For more information, please see [SAA Foundation Grant Funding Policy](#).

Originally adopted by the SAA Foundation Board of Directors, March 14, 2015. Revision adopted on August 2016, November 2016, November 2018.

Clean Draft of Approved Revisions

Society of American Archivists Foundation
Grant Application Evaluation Procedures

1. Grant Review Committee. The Grant Review Committee is an appointed body of the SAA Foundation Board. It comprises the Foundation President, no fewer than three additional members of the Board, and the Executive Director (who serves in an *ex officio* role). The Review Committee is responsible for the following:

- Review the evaluative criteria (including strategic initiatives identified in the Development Plan) for new grant proposals.
- Receive and solicit direction from the Foundation Board on the annual funding allocation and any special program priorities that support the Foundation or SAA mission and strategic plan.
- Assist the Executive Director in issuing the Call for Proposals no later than November 1.
- 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 received.
- Report to the Board and make recommendations for awarding of grants, including providing a list of proposals that are not recommended for funding and the reason(s) why.
- Monitor the submission of impact statements or reports from previous grant recipients.
- Review as needed the Grant Application Process and Guidelines and the Application Evaluation Procedures.

2. Schedule. The letter of inquiry deadline is December 1. The Review Committee will consider the letters and respond to applicants with potential suggestions within three weeks of the deadline. 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.

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 the Foundation's funding priorities.
- Amount requested and expected expenses.
- Other relevant information.

4. First-Pass Review. The Executive Director and/or the Grant Review Committee will conduct an initial review of each letter of inquiry. Included in that review will be a determination of any apparent conflict of interest, as outlined in paragraph 6. 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/their 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:

- 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.
- 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.
- The proposal addresses the overall mission and priorities of Foundation and/or SAA.
- The applicant pointedly addresses how the proposal implements or advances at least one of the goals or activities of the SAA strategic plan.
- The activity being funded does not replicate established Foundation activities (e.g., scholarships, travel to annual meeting, etc.) nor does it ask for funds that are excluded by the Foundation Board (such as travel and internships).

The Executive Director will inform the proposer(s) of the Review Committee's decision to receive a full proposal, to decline the proposal, or, in some cases, to encourage reapplication following revision.

5. Application. Upon receipt of an 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, in which case the committee's assessment may proceed immediately.

6. Conflict of Interest Reminder. Grant Review Committee and Foundation Board members are expected to announce a potential conflict of interest and to recuse themselves from any decision-making role or vote on a grant inquiry or proposal that originates from or benefits an entity with which the member has a personal or other association. (Such association is 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.)

No current Grant Review Committee or Foundation Board member may be the direct recipient of Foundation grant funds or be reimbursed or paid with Foundation funds for serving, in any capacity, an entity receiving a Foundation grant. No Grant Review Committee member may serve as a key contact if that member is familiar with the applicant or could be perceived as having a conflict of interest in fairly assessing or representing the applicant's proposal.

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.

Consulted experts should make every attempt to: (1) evaluate statements of fact and declarative statements made by the proposer/proposal, and (2) 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.

8. Committee Review. 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 Review Committee shall consider, but not be limited by, the following criteria in making its recommendations:

- Appropriateness of the methods (reliability, validity, population, etc.);
- Overall impact of the project on the profession or a segment thereof;
- Uniqueness of the activity and/or project (has it been done before);
- Availability of other equally useful routes to achieving a similarly valuable outcome;
- Value of a specific archival project (e.g., supporting records of enduring value); and
- Soundness of the work plan, techniques, tools, and human resources.
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During the evaluation, Review Committee members will review the full applications for any potential conflict of interest, as outlined in paragraph 6. If a conflict of interest is found or suspected, the Executive Director and the Board will be notified and asked to review the matter of a potential conflict of interest before the Review Committee puts forward its final recommendation.

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 Review Committee has requested additional information.

All 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 in real time (via phone conference or in person) at least once to review and vote on all pending grant proposals, to reconcile differences in evaluations of individual proposals, and to prepare final recommendations to the Board. A final decision about 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 may 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 Foundation Board shall be by secret ballot. All voting members of the committee are required to vote unless they have an acknowledged conflict of interest.

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

The Review Committee will work with the Executive Director to examine and monitor previous grant awards for expected outcomes and measures. If deemed necessary, the Review 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.

Adopted by the SAAF Board, August 2016. Revisions approved November 2018.