

**Society of American Archivists Foundation
Board of Directors Meeting
November 11, 2020
Virtual Meeting**

**Consent Agenda: Ratify Board Interim Actions
(Prepared by Governance Manager Felicia Owens)**

BACKGROUND

Current parliamentary policy agrees on validating board decisions made remotely, and ratifying the Foundation Board's online and conference-call decisions via the Consent Agenda does not conflict with any existing Foundation policy.

DISCUSSION

Given the Board's use of an e-mail discussion list to function as a group and make decisions remotely, approving interim Board actions via the Consent Agenda contributes to streamlining the group's work and improves access to the interim decisions of the Foundation's decision-makers.

RECOMMENDATION

THAT the following interim actions taken by the Foundation Board between September 1 and November 4, 2020, be ratified:

- Approved the [minutes](#) of the August 13, 2020, Board meeting. (September 1, 2020)
- Confirmed all Foundation committee assignments for the 2020-2021 term. (Appendix A) (September 14, 2020)
- Approved the [minutes](#) of the October 5, 2020, Board meeting. (October 26, 2020)
- Approved the description and charge for a new Communications Subcommittee of the Development Committee. (Appendix B) (November 4, 2020)

**Society of American Archivists Foundation
Board of Directors
Interim Action
September 2020**

**Foundation Committee Assignments, 2020-2021
(Prepared by Executive Director Nancy Beaumont)**

BACKGROUND

The Foundation Board decided at its November 2017 meeting that committee assignments would be determined at the Board's summer meeting, to coincide with member turnover and election of officers.

The Foundation Board automatically assigns the following roles to the officers:

- The President serves as chair of the [Grant Review Committee](#).
- The Vice President serves as chair of the [Development Committee](#).
- The Treasurer serves as chair of the [Finance Committee](#) and as a member of the [NDRFA Grant Review Committee](#). In 2020, the Treasurer also agreed to serve on the Archival Workers Emergency Fund Review Committee, along with another Board appointee.
- The Executive Committee member serves as chair of the [Foundation Nominating Committee](#).
- Three Class B members serve on the Travel Award Committee.

DISCUSSION

Foundation Board members are asked each year to volunteer to serve on one or more committees of the Foundation. All Board members serve a one-year term in these roles and can renew their assignments indefinitely. For the 2020-2021 term, Board members are needed for the following committees: Development Committee, Finance Committee, Grant Review Committee, Nominating Committee, and Travel Award Committee.

An excerpt from each committee description has been included below, specifying the committee selection, size, and length of term:

1. Development Committee

The Development Committee consists of eight members: the Foundation Board Vice-President (who serves as the chair), the Executive Director, **three Board members** who are appointed by the Board President, and three individuals who are not currently serving on the Board and who are appointed by the Board President based on recommendations from Board members and others and subject to the approval of the Board. The six appointed members of the Committee serve for one-year renewable terms.

Committee members are selected on the basis of one or more of the following: fundraising experience, ties with the corporate community, expertise in obtaining grant funding, and/or expertise in outreach.

2. Finance Committee

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 elected members of the Committee serve for one-year renewable terms. There are no term limits for the elected members as long as they continue to serve on the Foundation Board.

3. Grant Review Committee

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

4. Nominating Committee

The Nominating Committee is an appointed body of the SAA Foundation Board. The Committee consists of the SAAF Executive Committee member (who serves as Chair) and **two additional members of the Board**, selected by the Board no later than the close of the Board's annual meeting. The Executive Director serves *ex officio* with voice, but without vote.

5. Annual Meeting Travel Award Committee

The Annual Meeting Travel Award Committee is an appointed body of the SAA Foundation Board. The Committee consists of **three Class B members and one member of the SAA Council. The SAA Council member may be one of the Foundation Board Class A members.** If no Class A member volunteers to serve on the Committee, the SAA President shall appoint one Committee member from among the other Council members. Appointments are made at the board's annual meeting; appointments are for one-year terms beginning at the close of the annual meeting. The Executive Director serves *ex officio* on the committee.

Staff Note: Given concerns expressed about the Board recruitment process in Discussion Item 0820-III-B-BoardRecruit and the Report of the Nominating Committee at 0820-IV-G-NomComm, we encourage the Board to consider broadening engagement with the Foundation by inviting non-Board members to serve on Foundation committees, much as the SAA Membership Committee invites non-Committee members to serve on its Career Development, Key Contacts, and Mentoring subcommittees as a means of broadening participation and ensuring engagement of new voices. This also creates a pipeline of individuals who are well-informed and potentially viable candidates for Board service. (Note that the Grant Review Committee description allows for one non-Board member to be appointed to this group.)

At the August 2020 meeting, the Board reviewed the open positions and members volunteered to fill the various roles.¹ Commitments by Chartier and Nelb were confirmed after the meeting. The following recommendation is now presented to the Board for final approval:

RECOMMENDATION

THAT Gina Minks, Michele Pacifico, Angelique Richardson, JoyEllen Williams, and Tawny Ryan Nelb be appointed to serve a one-year term on the SAA Foundation Development Committee; and

THAT Sharmila Bhatia, Fynnette Eaton, and Melissa Gonzales be appointed to serve a one-year term on the SAA Foundation Finance Committee; and

THAT Scott Cline, Fynnette Eaton, Melissa Gonzales, and Nancy McGovern be appointed to serve a one-year term on the SAA Foundation Grant Review Committee; and

THAT Meredith Evans, Wilda Logan, and Lisa Mangiafico be appointed to serve a one-year term on the SAA Foundation Nominating Committee; and

THAT Courtney Chartier, Wilda Logan, Gina Minks, and Michele Pacifico be appointed to serve a one-year term on the SAA Foundation Annual Meeting Travel Award Review Committee.

Support Statement: These individuals are well qualified to serve in these important capacities for the term August 2020 to August 2021. **Fiscal Impact:** None.

¹ **Staff Note:** At its August meeting the Board discussed a proposal to create a Communications Committee, and instead agreed that the proposers (Richardson and Williams) would serve in FY21 as an informal communications subcommittee of the Development Committee to test the proposed concept. With the addition of non-Board-member Tawny Ryan Nelb, the Development Committee thus comprises six members. In addition, there was general agreement that service by one additional Board member-volunteer on the Finance and Nominating committees would be beneficial as these committees take on special projects. Further, possible renaming of the Annual Meeting Travel Award is pending further Board discussion.

**Society of American Archivists Foundation
Board of Directors
Interim Action
October 26, 2020**

**Description of Communications Subcommittee of the
Foundation Development Committee
(Prepared by Angelique Richardson and JoyEllen Freeman)**

BACKGROUND

At its October 5, 2020, meeting, the Foundation Board reviewed [our proposal](#) (SAAF-1020-II-A) to create a Communications Subcommittee of the Development Committee for the purpose of improving and enhancing strategic communications with both internal and external audiences. The Board provided constructive feedback and encouraged us to draft a formal description of the Subcommittee that reflects Board members' input. It is presented below.

RECOMMENDATION

THAT the following description of the Communications Subcommittee of the Development Committee be approved.

**SAA Foundation
Communications Subcommittee of the Development Committee**

Reports to: SAAF Development Committee

Established: November 2020

Purpose

The Communications Subcommittee collaborates with the Development Committee and staff to coordinate and streamline internal and external communications of the SAA Foundation Board in order to 1) increase understanding of how the Foundation functions and serves the profession and SAA and 2) support the Foundation's development efforts.

Committee Selection, Size, and Length of Term

The Communications Subcommittee comprises at least two members of the Foundation Development Committee who are appointed by the Development Committee chair based on

recommendations from the Development Committee and Board members. The Subcommittee members serve for one-year renewable terms. Subcommittee members generally are selected based on their expertise in communications and outreach.

Reporting Procedures

The Communications Subcommittee reports to the Development Committee monthly, provides a written report that is included with the Development Committee report to each full meeting of the Foundation Board of Directors, and reports at other times as requested by the Board.

Duties and Responsibilities

- **Adhere to all laws** and to Foundation policies and procedures as established by the Board of Directors.
- **Support the annual Board-approved Development Work Plan.**
- **Implement internal communications (i.e., within the Foundation Board and its committees) directed to informing Board members of new developments; providing them with important updates across committees; orienting them to financial and non-profit management terms, budget review, organizational procedures, and parliamentary procedure; and reminding them of current tasks.**
- **Implement external communications to foster connections between the SAA Foundation and SAA members. Examples may include:**
 - Using social media, SAA Connect, and other online platforms to promote the work of the SAA Foundation to SAA members and key segments within the membership.
 - Initiating “get-to-know-us” profiles in *Archival Outlook* so that SAA members can learn more about Foundation Board members.
 - Hosting periodic virtual and/or in-person events or listening sessions to connect Board members with interested SAA members.

Meetings

The Subcommittee meets as needed via conference call or other electronic means.

Approved by the Foundation Board of Directors: October TK, 2020.

Support Statement: Creation of the Communications Subcommittee will help to ensure that both internal audiences (i.e., Board members) and external audiences (i.e., stakeholders, donors, and prospective donors) are aware of the Foundation’s mission, priorities, and activities.

Fiscal Impact: A minimal amount of staff time will be required to post this description on the Foundation web page.