

1                                   **Society of American Archivists Foundation**  
2                                   **Board of Directors Meeting**  
3                                   **May 18, 2023**  
4                                   **Virtual Meeting**  
5

6 *Agendas and background materials for SAA Foundation Board meetings are publicly*  
7 *available via the SAA website at: [http://www2.archivists.org/groups/saa-foundation-board-of-](http://www2.archivists.org/groups/saa-foundation-board-of-directors)*  
8 *[directors](http://www2.archivists.org/groups/saa-foundation-board-of-directors).*  
9

10 Foundation Board President **Lisa Mangiafico** called the meeting to order at 10:05 pm CT on  
11 Thursday, May 18, 2023.

12 Present for the entire meeting were Class A members: **Terry Baxter** (SAA President), **Helen**  
13 **Wong Smith** (SAA Vice President), **Derek Mosley** (SAA Executive Committee Member),  
14 **Sharmila Bhatia** (SAA/SAAF Treasurer), and **Courtney Chartier** (SAA Immediate Past  
15 President). Class B members: Elizabeth Myers (SAAF Vice President) **Jessica Chapel**, **Robert**  
16 **Clark**, **Elizabeth Joffrion**, **Dennis Meissner**, **Michele Pacifico**, **Carli Lowe**, **Natalie Baur**,  
17 **Gina Minks**, **Gerrienne Schaad** (SAAF Executive Committee Member), and **Megan Sokolow**  
18 (SAAF Early-Career Member); Executive Director **Jacqueline Price Osafo**; Foundation and  
19 Development Manager, **Astoria Edwards**,

20  
21 Absent was Jessica Chapel  
22

23 **I. BOARD BUSINESS**  
24

25 **A. Adoption of the Agenda**  
26

27 Mangiafico introduced the agenda with a proposed agenda item changes. Bhatia moved for  
28 adoption as presented, Mosley seconded, and the Board adopted the agenda unanimously.  
29 (MOTION 1)  
30

31 **B.1. Board Meeting Minutes**  
32

33 Mangiafico noted that the February 2023 meeting minutes would be adopted via the consent  
34 agenda of this meeting. Upon approval, the minutes will be posted to the SAA website, and SAA  
35 members will be notified of the availability of the minutes via *In The Loop*, the website, and  
36 social media.  
37

38 **B.2. Bylaws**  
39

40 Mangiafico noted that the Bylaws were included in the meeting materials for reference purposes.  
41

42 **C. Acknowledge Conflicts of Interest**  
43

44 Baur and Sokolow acknowledged their conflict of interest.  
45

46 **II. CONSENT**  
47

48 The following items were adopted by consent **(MOTION 2)**.

49

50 **Move Consent Items:** Bhatia

51 **Second Consent Items:** Mosley

52 **Vote:** PASSED

53

#### 54 **A. Approve February 2023 Board Meeting Minutes [CONFIDENTIAL]**

55

56 Following this meeting, the February 2023 meeting minutes were made available on the SAA  
57 website at: [https://www2.archivists.org/groups/saa-foundation-board-of-directors/february-20-](https://www2.archivists.org/groups/saa-foundation-board-of-directors/february-20-2023-saa-foundation-board-meeting-minutes)  
58 [2023-saa-foundation-board-meeting-minutes](https://www2.archivists.org/groups/saa-foundation-board-of-directors/february-20-2023-saa-foundation-board-meeting-minutes)

59

60

#### 61 **B. Ratify the Nominating Committee (Class B Director Slate) [CONFIDENTIAL]**

62

63 The SAA Foundation Board approved the Class B Director slate in April 2023 for the 2023-2024  
64 term.

65

### 66 **III. DISCUSSION**

67

#### 68 **A. Executive Discussion**

69

70 **THAT the Foundation Board move into a confidential executive session.**

71

72 **(MOTION 3).**

73

74 **Move Consent Items:** Bhatia

75 **Second Consent Items:** Mosley

76 **Vote:** PASSED

77

78 Price Osafo provided an update to the SAA Foundation Board of Directs regarding FY23  
79 financials.

80

81 **THAT the Foundation Board move out of the confidential executive session.**

82 **(MOTION 4).**

83

84 **Move Consent Items:** Bhatia

85 **Second Consent Items:** Mosley

86 **Vote:** PASSED

87

#### 88 **B. SAA Foundation FY24 Operations Initiatives**

89

90 Edwards provided an update to the SAA Foundation Board of Directs regarding FY24 initiatives.

91

### 92 **V. STRATEGIC PLANNING**

93

#### 94 **A. Review [SAA Foundation Strategic Plan](#) & [Timeline](#)**

95  
96 The Board reviewed and updated the Strategic Plan & Timeline.

97  
98 **B. “Mega Issue” Discussion Topic**

99  
100 The Board reviewed and discussed the “Mega Issues” that impact the SAA Foundation Strategic  
101 Plan.

102  
103 **C. Mosaic Scholarship**

104  
105 The Board reviewed and discussed growing the funds for the Mosaic Scholarship for FY25 (July  
106 2024-June 2025)

107  
108 **VI. ACTION**

109  
110 **A. Approve 2022 Strategic Growth Grants [CONFIDENTIAL]**

111  
112 Joffrion introduced recommendations from the Grant Review Committee to fund seven proposals  
113 for projects to be conducted in the 2023 cycle. The Board-approved budget for grants in FY23 is  
114 \$30,000, and the Grant Review Committee recommended expending \$29,799 to support the  
115 seven following proposals.

116 **(MOTION 6)**

117  
118 **THAT the proposal entitled “Excavating Bias: A Reparative Audit of Philadelphia Area  
119 Finding Aids,” as submitted by Beth Lander for grant funding in the FY23 cycle, be funded  
120 in the amount of \$4,286**

121  
122 **Support Statement:** The proposal aligns with the SAA Foundation’s mission and goals, is  
123 consistent with SAA strategic priorities, and reflects a worthy project of potential benefit to the  
124 profession.

125  
126 **Fiscal Impact:** \$4,286

127  
128 **Move Items:** Mangiafico

129 **Second Items:** Bhatia

130 **Vote:** PASSED

131

132 **(MOTION 7)**

133

134 **THAT the proposal entitled “Southern Transgender Archives Practices & Resources,” as  
135 submitted by Maigen Sullivan for grant funding in the FY23 cycle, be funded in the  
136 amount of \$4800**

137  
138 **Support Statement:** The proposal aligns with the SAA Foundation’s mission and goals, is  
139 consistent with SAA strategic priorities, and reflects a worthy project of potential benefit to the  
140 profession.

141

142 **Fiscal Impact:** \$4,800

143  
144 **Move Items:** Mangiafico  
145 **Second Items:** Mosley  
146 **Vote:** PASSED

147  
148 **(MOTION 8)**

149  
150 **THAT the proposal entitled “Improving Metadata for Better Accessibility to Scholarly**  
151 **Archives for Disabled and Sensory Sensitive People,” as submitted by the Dene Grigar for**  
152 **grant funding in the FY23 cycle, be funded in the amount of \$3,288**

153  
154 **Support Statement:** The proposal aligns with the SAA Foundation’s mission and goals, is  
155 consistent with SAA strategic priorities, and reflects a worthy project of potential benefit to the  
156 profession.

157  
158 **Fiscal Impact:** \$3,288

159  
160 **Move Items:** Mangiafico  
161 **Second Items:** Mosley  
162 **Vote:** PASSED

163  
164 **(MOTION 9)**

165  
166 **THAT the proposal entitled “Community Archiving Day,” as submitted by Lorena**  
167 **Gauthereau for grant funding in the FY23 cycle, be funded in the amount of \$4500**

168  
169 **Support Statement:** The proposal aligns with the SAA Foundation’s mission and goals, is  
170 consistent with SAA strategic priorities, and reflects a worthy project of potential benefit to the  
171 profession.

172  
173 **Fiscal Impact:** \$4,500

174  
175 **Move Items:** Mangiafico  
176 **Second Items:** Wong Smith  
177 **Vote:** PASSED

178  
179 **(MOTION 10)**

180  
181 **THAT the proposal entitled “Latin American Community Archives Workshops: Training**  
182 **and Collectivity,” as submitted by the Archivist as Espanglish for grant funding in the**  
183 **FY23 cycle, be funded in the amount of \$5,000**

184  
185 **Support Statement:** The proposal aligns with the SAA Foundation’s mission and goals, is  
186 consistent with SAA strategic priorities, and reflects a worthy project of potential benefit to the  
187 profession.

188  
189 **Fiscal Impact:** \$5,000  
190

191 **Move Items:** Mangiafico  
192 **Second Items:** Sokolow  
193 **Vote:** PASSED

194  
195 **(MOTION 11)**

196  
197 **THAT the proposal entitled “Religious Archives in Transition Toolkit & Workshop: A**  
198 **Pilot Program for Archivists for Congregations of Women Religious,” as submitted by**  
199 **Casey Bowser for grant funding in the FY23 cycle, be funded in the amount of \$5,000**

200  
201 **Support Statement:** The proposal aligns with the SAA Foundation’s mission and goals, is  
202 consistent with SAA strategic priorities, and reflects a worthy project of potential benefit to  
203 the profession.

204  
205 **Fiscal Impact:** \$5,000

206  
207 **Move Items:** Mangiafico  
208 **Second Items:** Bhatia  
209 **Vote:** PASSED

210  
211 **(MOTION 12)**

212  
213 **THAT the proposal entitled “Graduate School Archives Internships: Exploring the**  
214 **Efficacy,” as submitted by Denise Rayman for grant funding in the FY23 cycle, be funded**  
215 **in the amount of \$2,925**

216  
217 **Support Statement:** The proposal aligns with the SAA Foundation’s mission and goals, is  
218 consistent with SAA strategic priorities, and reflects a worthy project of potential benefit to the  
219 profession.

220  
221 **Fiscal Impact:** \$2,925

222  
223 **Move Items:** Mangiafico  
224 **Second Items:** Bhatia  
225 **Vote:** PASSED

226  
227 **B. Governance Working Group**

228  
229 a. Codification of Non-Board Member on SAA Foundation Committees

230  
231 **(MOTION 13).**

232  
233 **THAT the SAA Council (as SAA Foundation’s sole corporate member) the following actions:**  
234 **(1) approve an amendment of Section 5.14 of the SAA Foundation Bylaws to expressly authorize**  
235 **the use of non-Board members on SAA Foundation committees, and (2) following the**  
236 **amendment of the Bylaws, the SAA Foundation Board should adopt a resolution ratifying the**  
237 **prior actions of any committee that included the previously unauthorized non-Board members.**

238

239 **Impact on Strategic Priorities:** The proposed recommendations will assist the SAA  
240 Foundation in achieving its Strategic Goal 3: Strengthening Governance and Infrastructure by  
241 establishing and clarifying the numbers and roles of non-Board Members on SAA Foundation  
242 committees

243  
244 **Fiscal Impact:** There is no adverse fiscal impact on the Foundation or SAA from the proposed  
245 recommendations.

246  
247 **Move Items:** Clark

248 **Second Items:** Bhatia

249 **Vote:** PASSED

250

251 b. Gift Acceptance Policy

252

253 **(MOTION 14)**

254

255 **That the SAA Council (as SAA Foundation’s sole corporate member) that it approves the**  
256 **proposed Gift Acceptance Policy that establishes a Gift Acceptance Committee, provides**  
257 **general guidelines for the acceptance of non-traditional gifts or donations to the SAA**  
258 **Foundation, and authorizes the committee to work with SAA staff and Executive Director**  
259 **to develop specific procedures for accepting gifts.**

260

261 **Impact on Strategic Priorities:** The proposed recommendations will assist the SAA  
262 Foundation in achieving SAA Foundation Strategic Goal 3.2.2, by clarifying gift acceptance  
263 policies.

264

265 **Fiscal Impact:** There is no adverse fiscal impact on the Foundation or SAA from the proposed  
266 recommendations. The proposal to adopt a Gift Acceptance Policy and establish a Gift  
267 Acceptance Committee may result in a positive fiscal impact on SAA Foundation because of the  
268 clarity the policy provides around accepting large and nontraditional gifts.

269

270 **Move Items:** Clark

271 **Second Items:** Bhatia

272 **Vote:** PASSED

273

274 c. Nominating Committee

275

276 The Board reviewed and discussed the draft revised description, per discussion. The action was  
277 to refrain from voting until revision on updated based on the Board's recommendation.

278

## 279 **C. Other Action Items from Board Members**

280

281 No other action items from Board Members were brought forth.

282

## 283 **VII. BOARD BUSINESS (Continued)**

284

### 285 **B. Review of Board To-Do-List (internal working document)**

286

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

289

## 290 **VIII. DISCUSSION**

291

### 292 **A. 2023 Annual Meeting Plans**

293

294 The Board discussed plans for the 2023 Annual Meeting. The Board agreed to again hold a  
295 Foundation reception and a forum on Strategic Growth Grants, as first introduced at the 2022  
296 conference, and brainstormed further ways to increase the Foundation’s visibility. The Board  
297 will coordinate with staff to plan and prepare for various activities.

298

- 299 a. Reception
- 300 b. Grant Forum
- 301 c. SAA Annual Meeting Membership Presentation
- 302 d. SAA Foundation Information Desk

303

### 304 **B. Other Discussion Items from Board Members**

305

306 SAA President provided an overview of the [Archival Workers Labors Taskforce](#), which was  
307 approved during the May Council Meeting. The taskforce would include a Class B Director  
308 from the SAA Foundation.

309

## 310 **IX. Reports**

311

### 312 **A. President**

313

314 The President provided a verbal update regarding planning for Strategic Plan, the upcoming  
315 Board Meeting, and the upcoming call for Board Officers.

316

### 317 **B. Development Committee**

318

319 The Vice President provided a verbal update for the Development Committee related to the last  
320 appeal and future planning for fundraising efforts.

321

### 322 **C. Executive Director**

323

324 The Executive Director provides a verbal update regarding the upcoming Board meeting and an  
325 update on the 2023 Annual Meeting.

326

### 327 **D. Gift Summary and Analysis**

328

329 The Board reviewed but did not discuss this report.

330

### 331 **E. Annual Meeting Award Committee**

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333 The Vice President verbally updated the current application process for the Annual Meeting and  
334 the in-person or virtual award recipients.

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**F. NDRFA Review Committee**

The Chair of the NDRFA Review Committee provided an update of the current application received for the National Disaster Relief Fund for Archives; no funds were awarded this quarter.

**I. BOARD BUSINESS (Continued)**

**E. Meeting Debriefing / Next Board Meeting**

The Board briefly reflected on the highlights from the meeting and made suggestions for improving future virtual Board meetings.

**F. Adjournment**

Clark moved, and Bhatia seconded a motion for adjournment, and the meeting was adjourned at 11:54 p.m. CT.