

Council Minutes

August 1 & 5, 2006
Washington, DC

President Richard Pearce-Moses called to order the first Council session at 8:05 am on Tuesday, August 1, 2006. Present: Vice President/President-Elect Elizabeth Adkins, Treasurer Fynnette Eaton, and Council members Mark Duffy, Aimee Felker, Peter Gottlieb, Kathryn Neal, Christopher Ann Paton, Ben Primer, Carla Summers, Sheryl Williams, and Peter Wosh. Also present were Ann Russell (Treasurer, 2006-2009); Rebecca Hankins, Leon Miller, and Nancy Zimmelman (elected to the Council for 2006-2009); and SAA Executive Director Nancy Beaumont, Publishing Director Teresa Brinati, Education Director Solveig DeSutter, and Member and Technical Services Director Brian Doyle. Council members met with members of the National Coalition for History Policy Board from 7:30 to 8:00 am for an informal session. The first session was adjourned at 4:30 pm.

I. COUNCIL BUSINESS

A. Adoption of the Agenda

The Executive Committee moved and seconded adoption of the agenda. PASSED.

B. Approval of the May 2006 Minutes

The Executive Committee moved and seconded approval of the May 2006 Council meeting minutes as written. PASSED.

C. Review of the May 2006 Action Item List

Council members reviewed the items on the May 2006 Action Item List and provided an update on completed and incomplete items.

II. REPORTS

A. Report of the Executive Committee

Paton noted that since May 2006 the Executive Committee had engaged in the following:

- Unanimously approved a motion for SAA to join a group of other associations to submit an amicus brief on behalf of the National Geographic Society in *Greenberg v. NGS* in the 11th Circuit Court of Appeals:
MOVED THAT SAA join an amicus brief filed on behalf of the National Geographic Society in the case of *Greenberg v. NGS* (11th Circuit Court of Appeals), and
THAT SAA contribute an amount of up to \$1,000 for the legal costs of preparing the brief.
- Voted to support the National Coalition for History in joining a coalition of humanities-related, library, and education groups to advocate for “network neutrality.” This vote does not establish a formal policy for SAA; rather, it is a vote as a member of the NCH (National Coalition for History) Policy Board and sets policy for NCH. Net Neutrality ensures that network carriers (telephone companies and cable companies) cannot charge different rates based on content and protects equal access to connectivity to the Internet.
- Discussed the proposed retention schedule for the Archives and Archivists Listserv archives, and agreed to bring the matter to Council for discussion.
- Discussed draft guidelines for carrying out Council business via the Council List, agreed on revisions, and agreed to refer the revised document to the incoming Council for review and final decisions.
- Discussed the renewal of the Executive Director’s contract.
- Reviewed a request to join the U.S. Committee of the Blue Shield, a group that promotes the protection of cultural property during armed conflict, and agreed to bring the request before Council. The group is the cultural equivalent of the Red Cross and its mission is “To promote the protection of cultural property during armed conflict and provide an emergency response when needed.”

- Voted unanimously to approve the language for the Council Exemplary Service Award for Bob Schmidt and the Council resolutions honoring Richard Cox, Gregor Trinkaus-Randall, the Society of Southwest Archivists and the Emergency Disaster Assistance Fund Review Committee, and Kathleen Roe.
- Discussed proposed retention schedules for Section and Roundtable Announcement List contents, and agreed to refer the matter to the Council for further discussion.

In addition, the Executive Committee approved the following on behalf of the Council:

Allocation of FY06 Net Gain

Approved Motion: That the SAA Treasurer and staff be approved to transfer the Society's FY06 net gain of \$157,523 as follows: \$73,000 to the Technology Fund for costs associated with development of a content management system that integrates with the association management software system; \$30,000 to the Education Fund for research and development; \$20,000 to the Publications Fund, earmarked for website content development; and \$34,523 to remain in the General Reserve Fund.

Support Statement: This allocation of the FY06 net gain addresses several of the Society's needs in reinvesting in its infrastructure and member services. SAA has a critical need to re-develop its website content management system to integrate with the new association management software system in order to serve members more effectively and efficiently. Allocation of \$73,000 to the Technology Fund will enable significant progress in this area. Both Education and Publications have proven to be excellent sources of non-dues revenue, and the allocation of \$30,000 to Education and \$20,000 to Publications refreshes those programs with development capital. In the case of Publications, the targeting of funds to website content development may also address SAA's top strategic priorities relating to technology, diversity, and public awareness. Finally, allocation of the remaining amount to the General Reserve Fund is consistent with SAA's goal of ensuring that the fund is adequate in case of emergency or other critical need. With this allocation, the General Reserve Fund will total \$502,332.

Eaton reminded the group that they had voted unanimously, via an online vote that was completed on July 27, to approve the formation of the Louisiana State University Student Chapter of SAA.

B. President's Report

Pearce-Moses's written report covered a variety of items, including the following:

- His attendance and keynote speech at the May meeting of the Council of Inter-Mountain Archivists. CIMA presented him with a \$1,000 donation to the SSA-SAA Emergency Disaster Assistance Fund.
- A review of the "New Skills for a Digital Era" Colloquium, which took place from May 31 to June 2 in Washington, DC, and which he chaired. Proceedings of the meeting will be published in the fall and made available via SAA's website.
- His participation in a meeting on digital archives sponsored by the National Association of Secretaries of State. Pearce-Moses urged the Council to consider ways in which to foster relations between SAA and this group.
- His attendance at the 2006 Annual Meeting of the Association of Canadian Archivists in St. Johns, Newfoundland.
- His correspondence with the chair of the Committee on Ethics and Professional Conduct regarding that group's desire to develop guidelines for professional conduct and institutional best practices.
- Contract negotiations with Executive Director Nancy Beaumont.
- Review of a draft document outlining the procedures associated with Council members' communication via the Council List.

Pearce-Moses noted that he will attend, on behalf of SAA, an August 2 public hearing on possible closure of public reading rooms at the National Archives and Records Administration.

Finally, he urged Council members to attend a special presidents' reception, slated for the evening of August 1, that would bring together leaders of SAA, NAGARA, and CoSA with individuals representing a variety of organizations with similar policy interests. In addition, he stressed the importance of SAA developing a general policy statement on access to records that would aid in communicating SAA's messages to policymakers and the press.

C. Vice President's Report

Adkins reported on several items:

- The status of 2006-2007 appointments to committees, task forces, working groups, and representatives to allied organizations. Included was an analysis of the diversity of appointments based on race/ethnicity, section membership,

length of SAA membership, sex, and geography. She noted that the quality of the analysis was limited by the fact that the current membership database is not robust.

- Submission of a grant application to the Japan-U.S. Friendship Commission.
- The need for many updates to the Council Handbook. She proposed that the Council delegate authority for editing the handbook to the President, Vice President, and Executive Director. A more formal proposal will be submitted in November.
- Her recent presentation to the Association of Catholic Diocesan Archivists.
- Her attendance at a June 29-30 meeting of the national archivists of the United States, Canada, the United Kingdom, Scotland, and France at which the group discussed ways in which to facilitate international cooperation on archival issues.

D. Treasurer's Report

Eaton led a discussion of the year-end variances between the FY06 budgeted and actual income and expenses. She reported that the net gain for the fiscal year (July 1, 2005, to June 30, 2006) totaled \$157,523 due to a healthy increase in membership; successful implementation of the annual meeting, continuing education, and publications programs; and a conscious and considerable effort to contain costs.

E. Staff Reports

Executive Director: Beaumont's written report provided updates on public awareness initiatives, the A*CENSUS grant final report, the Tribal Archives grant, and headquarters operations.

Membership: Doyle's written report provided a summary of membership figures and growth rates by dues category for the past 24 months.

Education: DeSutter's written report provided updates on activities since May 2006, including the status of existing continuing education programs, new programs under consideration for development, and ongoing marketing efforts.

Publications: Brinati's written report provided updates on activities since May 2006, including the status of *The American Archivist*, *Archival Outlook*, and the various book publishing projects that are underway in some form. She noted that sales for FY06 were robust in comparison with budget due to the availability of new titles, and that FY07 would benefit from several new titles as well. She announced several conference events related to periodicals and publications, including an "Opportunities for Authors Breakfast" to stimulate participation in the journal and book publishing programs.

Annual Meeting: Beaumont's written report noted that all indicators were on target for the DC 2006 meeting to meet or exceed income projections. She reviewed a list of assignments for Council members to visit with exhibitors and sponsors to thank them for their support at the meeting.

Status of Archives and Archivists List Migration: Doyle's written report provided an update on transition of the Archives and Archivists (A&A) List from Miami University of Ohio to SAA. The list will migrate to Lyris ListManager 9.0 and will be coordinated by the SAA staff with the assistance of Kerwin So, a student member at San Jose State University. The SAA Council will establish list policy. Doyle will work with So and Miami University IT personnel to announce the launch of the new list, provide subscription instructions, and coordinate the closing of the old list, with a goal of completing the migration by September 1.

F. SSA-SAA Emergency Disaster Assistance Fund

Summers's written report noted that to date, a total of \$48,470 has been donated to the EDA Fund, a total of \$27,750 has been disbursed, and the current balance (including interest earned) is \$21,350.

G. DC 2006 Joint Annual Meeting Program Committee Report

DC 2006 Program Committee co-chairs Robert Horton and Tom Hyry provided a written report on the meeting in which they noted the makeup of the Program Committee by race/ethnicity, state/region, type of repository, and sex; the process by which the Committee selected sessions; and the list of 12 sessions that were "examples of the program's successful effort to address diversity issues." Those sessions were the following:

- Ethnographic Archives, Communities of Origin and Intangible Cultural Heritage (pre-conference workshop)
- Passport to History: African American Historic Sites in Washington, DC (#104)
- Yizkor Books, Weblogs and Ethnic Cleansing: Grassroots Documentation and New Technologies (#105)

- When Technology and Traditions Collide: Respecting the Cultural Traditions of Native American Collections (#201)
- Questioning Culture: Comparing the Culture of Archives in China and the US (#206)
- Uncovering the Hidden: Finding the GLBTQ Resources in Libraries and Archives (#405)
- Overcoming Another Obstacle: Documenting the History of a Community's Disabled (#406)
- Brown University Steering Committee on Slavery and Justice (#407)
- Ethnographic Collections: Description and Access (#507)
- Not Just a City: Recapturing the History and Culture of New Orleans (#609)
- Native American Protocols for American Libraries, Archives, and Information Services (#709)
- Archives Seminar: Archives for Justice (#807)

III. ACTION ITEMS

A. Task Force on Dues

A Council task force (Eaton [chair], Neal, Primer, and Williams) was charged in February 2006 to "evaluate ways in which the SAA dues structure might be simplified and assess whether a dues increase is necessary or desirable in the next three years."

The task force met via conference calls in June and July. The following information was researched and discussed:

- The last SAA dues increase occurred in 1999 and comprised "a 7% increase to the nearest \$5." No change was made to the existing student membership rate of \$40.
- The Consumer Price Index has increased approximately 18% in the seven years since the last dues increase. The average annual increase during the past seven years is 2.62%.
- Dues represent approximately 28.84% of SAA's FY2006 actual revenue and 24.64% of the FY2007 budgeted income. Beaumont reports that the benchmark for dues as a percentage of total income for associations nationwide with a budget of \$2 million to \$5 million (per the American Society of Association Executives) is 35%.

The task force also discussed the current structure of membership categories and possible alterations in that structure, as well as the logic of various approaches to apportioning dues increases across categories of membership. To inform those conversations, Doyle created scenarios that applied various assumptions about the membership categories and dues increases.

The task force considered various aspects of the dues increase issue using the following guiding principles:

- To the extent possible, SAA must ensure a fair administration of any dues increase.
- It is important that SAA continue to invest in students and those just starting out in their careers. This may mean that individuals in those categories are "subsidized" by the dues amounts paid by other individuals and institutions.
- Per A*CENSUS results, there is a significant subset of SAA members earning in excess of \$60,000 per year, and it is appropriate that those who are better able to pay are asked to pay a larger share.
- SAA has not increased dues for seven years, and this cannot be sustained indefinitely.
- It is not feasible for SAA to recover the full 18% differential created by CPI increases in the years since the last increase.
- SAA should "institutionalize" the process of dues increases in order that 1) members are aware of the schedule and 2) the organization does not again fall so far behind the CPI.

In early discussions of collapsing existing membership categories and salary ranges in order to simplify the "ID" structure, task force members noted the significant issue that individuals at the lower end of existing ranges could end up paying more, while those at the higher end of merged categories could end up paying less. This does not seem to be a fair administration of a change in the dues structure. This realization, together with the simple equations demonstrating that it would be difficult to increase overall dues income to the association by using this strategy, moved the group away from recommending a reduction in the number of membership categories.

At the same time, task force members acknowledged that the A*CENSUS survey data show that at least 219 survey respondents who are SAA members earn more than \$75,000 per year. The group agreed that creation of an "ID7" category would place at an appropriate dues rate those members who are able to pay more.

Because SAA's recent financial performance has been very strong, task force members agreed that it could be challenging to justify a dues increase to members. It is critical to note that whereas SAA's sources of revenue are well balanced, a major "hit"

to any of the sources of non-dues revenue (e.g., cancellation of the annual meeting due to a hurricane, slow-down in production of books, cancellation of workshops due to a terrorist attack) could have a significant impact on the association's resources. In addition, as SAA moves to the next level with programs in advocacy, public relations, and other areas that provide member value but that do not generate non-dues revenue, it will be important to have the resources to accomplish those programs well and effectively.

Just as it is good business practice to regularly evaluate and adjust SAA's non-dues revenue portfolio, it is critically important to periodically evaluate and adjust dues revenue in relation to the Society's overall practice. The benchmark of 35% of income from dues for an organization of SAA's size is an appropriate target for SAA.

MOTION 1

THAT the SAA Council take to the general membership in August 2007 the following proposal for an increase in member dues, effective January 1, 2008:

THAT a new membership category be created for those SAA members whose salary is \$75,000 per year or greater, and that the annual dues for that category of membership be established at \$216;

THAT a 10% dues increase be implemented for all categories of membership, except for Life and Retired members, effective January 1, 2008;

THAT SAA dues be adjusted upward every three years, effective January 1 of the third year, in an amount equal to the average annual percentage increase in the Consumer Price Index for the preceding three-year period; and

THAT the SAA Council may suspend or reduce the triennial increase as economic factors warrant; and

THAT SAA evaluate the dues level categories every ten years to reflect the effects of inflation on the overall income of SAA members.

Support Statement: These changes are necessary to support the ongoing financial stability of the organization, to reflect cost of business increases since the last dues change, and to ensure a fair distribution of the dues burden among the various categories of membership.

Fiscal Impact: There is no material direct cost associated with implementing a dues increase. Projected change in revenue based on the proposed model is an increase of \$59,032. Member attrition as a result of a dues increase cannot be predicted at this time.

Moved by Eaton; seconded by Adkins.

Amendment (underlined) moved by Pearce-Moses, seconded by Gottlieb (PASSED, with Primer dissenting).

PASSED (unanimously).

B. Task Force on Publications Editor

A task force (Wosh [chair], Dennis Meissner, Megan Sniffin-Marinoff, with staff support from Beaumont and Brinati) was established in January 2006 to consider appropriate structures and directions for the Society's non-serial publishing program. Although Richard Cox's resignation as Publications Editor constituted the immediate reason for appointing the task force, Council members also felt that this was an opportune time to examine the structure in order to ensure that the program meets current and future needs.

The task force gathered data from other professional associations, including the American Association for State and Local History, ARMA International, and the American College of Healthcare Executives; discussed the issues with the Publications Board at that group's February meeting; and contacted several key individuals and constituencies in order to receive input, including: former publications editors and board members, ex-Council members, authors, and archival educators. An interim report to the Council in May fueled further discussion.

MOTION 2

THAT the title of the "Publications Editor" be changed to "Editor, Print and Electronic Publications" in order to more accurately reflect the current status and future directions of the publishing program; and

THAT the Council Handbook be modified to emphasize within the duties of the position that the editor's role is to provide philosophical direction, set a vision for the program, acquire manuscripts, develop a clear and transparent review process, coordinate the "virtual clearinghouse," and direct the work of the Publications Board.

Support Statement: The recommended changes provide a clearer understanding of the role of the Editor within SAA's publishing program.

Moved by Wosh; seconded by Summers. PASSED.

MOTION 3

THAT the Editor, Print and Electronic Publications, report directly to the SAA Council; be required to submit periodic reports to the Council; and meet with the Council at least annually (~~in conjunction with the Annual Meeting~~);^a

THAT the SAA Council develop and implement a formal mechanism for evaluating the Editor's performance annually;

THAT the term of office, assuming satisfactory performance, be three years, with an option of reappointment for one additional three-year term; and

THAT the position carry with it a "~~substantial~~" an appropriate stipend as well as additional funding for work-related travel and incidental expenses.^b

Support Statement: The proposed changes create appropriate parity between the positions of Editor, Print and Electronic Publications, and *American Archivist* Editor.

Moved by Wosh; seconded by Summers.

^a Amendment proposed by Adkins, seconded by Pearce-Moses. PASSED.

^b Proposed as friendly amendment by Summers, with no dissent.

PASSED.

MOTION 4

THAT the Editor serve as Chair of the Publications Board;

THAT the Publications Board consist of eight individuals appointed for four-year terms (in conformance with the model developed for the *American Archivist* Editorial Board);

THAT the procedure for appointing Publications Board members be standardized as follows: Each year the Editor, in consultation with the Publications Board, recommends two new members for appointment by the SAA Vice President/President-Elect. The Vice President/President-Elect bears ultimate responsibility for appointing Board members in order to ensure that they represent diverse knowledge areas and constituencies within SAA. The Editor's recommendations, however, bear considerable weight in this appointment process. Special attention is paid to ensuring that at least one member of the Publications Board has significant knowledge and experience in the area of electronic publications.

Support Statement: The proposed changes are intended to eliminate ambiguity about the roles of the Editor and the Publications Board Chair and ensure continuity of, and coverage of key areas among, members of the Publications Board.

Moved by Wosh; seconded by Summers. PASSED.

MOTION 5

THAT the Publications Board charge be revised to specify that Board members have an active rather than purely advisory role, with specific assignments and responsibilities.

Support Statement: Although the Editor ultimately directs the work of the Publications Board, providing vision and philosophical direction for the program, the recommendation supports a collaborative and decentralized style of management. Individual Board members may, for example, nurture electronic publications, shepherd individual manuscripts through the editorial process by soliciting reviewers and coordinating comments, or help to develop particular product lines. Such expectations should be embedded in the Board charge.

Moved by Wosh; seconded by Summers. PASSED.

MOTION 6

THAT the SAA office staff be charged to coordinate and assume greater responsibility for handling the more "mechanical" aspects of the publishing program, from maintaining the reviewer roster to ensuring that all deadlines are met.

Support Statement: In order to support the Editor position as newly defined, it is important to shift responsibility for certain tasks from the Editor to the staff.

Moved by Wosh; seconded by Summers. PASSED.

MOTION 7

THAT the Electronic Publishing Working Group be disbanded with thanks, effective at the end of the 2006 Joint Annual Meeting.

Support Statement: SAA would benefit from a coordinated publishing strategy that incorporates both print and electronic publications. With representation on the Publications Board by at least one individual with interest and expertise in electronic publishing, as well as staff input in light of existing Council-adopted recommendations, that coordination can occur without the need for another appointed group.

Moved by Wosh; seconded by Summers. PASSED.

C. Task Force on Sections and Roundtables

The Task Force on Sections and Roundtables (Duffy [chair], Gottlieb, Rosemary Pleva Flynn, Paul Lasewicz, Bill Landis, with staff support from Beaumont and Doyle) provided an extensive report with a significant number of recommendations embedded within it. Council members praised the report and agreed that the recommendations should first be discussed broadly with current Section and Roundtable leaders.

MOTION 8

THAT the SAA Council postpone consideration of the recommendations in the Task Force on Sections and Roundtables report until the report is posted to the Leader List for comment, input is received, and Council members review and discuss the feedback at the November 2006 Council meeting.

Moved by Wosh; seconded by Eaton. PASSED (unanimously).

D. ACE Guidelines

Action on final Archival Continuing Education guidelines was postponed because the Committee on Education had not yet met to discuss member feedback to the draft document. The Committee was to meet on August 2, and will prepare a final recommendation for Council consideration in November 2006.

DISCUSSION WITH AMERICAN ARCHIVIST EDITOR MARY JO PUGH

Mary Jo Pugh, appointed editor of *The American Archivist* effective January 1, 2006, met with the Council to discuss the status of her work on the journal. She thanked the group for their support and briefly summarized the discussions coming out of an April meeting of the Editorial Board. She noted her desire to serve *ex officio* on the Program Committee in order to be more aware of work being done and submitted for presentation; her progress to date in developing a manuscript tracking database; her conviction that the Editor should have significant input into the process of selecting Editorial Board members, as this should be a place not to learn, but to bring expertise; her plans to conduct a readership survey; and her intent to get current and forward issues digitized and to develop relationships with vendors for indexing and abstracting of journal content. She reflected on the need to capture case studies to build a body of best practices, and asked Council members to reflect on how to capture articles relating to SAA's strategic priorities.

E. Diversity Committee Charge

The Council invited newly appointed Diversity Committee Chair Thomas Battle to join the group for a discussion of his perceptions of the committee in light of the draft charge that was under consideration.

MOTION 9

THAT the SAA Council adopt the following revisions to Section 7 of the Council Handbook [additions underlined, deletions struck through]:

Diversity Committee

Purpose

The Diversity Committee works to ensure that the organization's services, activities, policies, communications, and products support the goal of a more diverse SAA and professional archival community. It functions as a catalyst for new diversity-related initiatives, developed in coordination with various SAA entities, ~~and as the organization's "conscience"~~ in monitoring, evaluating, advocating, and reporting and monitors, evaluates, advocates for, and reports on matters pertaining to the diversity of archival practitioners and documentation.

II. Committee Selection, Size, and Length of Terms

The committee consists of six members, including the chair, who are appointed by the SAA vice president/president-elect. The chair serves a ~~two~~-three-year term. Committee members serve staggered three-year terms, with two appointments occurring annually.

Duties and Responsibilities

- Guides members and staff to recognize the integral links of diversity to all SAA entities and concerns.
- Develops diversity-related initiatives either on its own or in conjunction with other SAA units or the SAA office. Identifies prospective initiatives through reviews of the annual reports of SAA units and other means.
- Regularly informs the membership of SAA's progress regarding the organization's efforts.
- Monitors within and outside the organization issues that pertain to diversity concerns and advises the Council on how to address them.
- Gathers, reviews, and analyzes feedback from the general membership, SAA leaders, and the Council.
- Explores strategies with the SAA Membership Committee for recruiting and retaining individuals from underrepresented populations into the organization.
- Cultivates relationships with allied professions to seek out opportunities for collaboration.

Reporting Procedures

Each year, the committee chair reports on the status of SAA's diversity initiatives at the annual business meeting and in the organization's periodicals and submits an annual report to the Council by December 31. The chair also submits recommendations for action by the Council as necessary.

Meetings

The committee meets once per year at the annual meeting and may also meet mid-year when appropriate. In addition, the committee may conduct its business by e-mail or telephone during the course of the year.

Approved by Council: 2003

Revised August 2006

Support Statement: Currently the section on the Diversity Committee in the Council Handbook includes only a statement of purpose. It lacks descriptions of the committee's appointment process, composition, duties, reporting procedures, and meeting schedule. Codifying this more explicit charge for the committee will clarify its purpose and facilitate its ongoing function.

Fiscal Impact: Adoption of this resolution should have no additional fiscal impact except when the Council determines that funds may be designated for in-person mid-year meetings.

Moved by Neal; seconded by Adkins. PASSED.

F. "Trusted Preservation Repository" Guidelines Proposal

At its May 2006 meeting, the Council discussed a proposal submitted by Preservation Section Chair Gregor Trinkaus-Randall and Visual Materials Section Chair James Eason that SAA develop guidelines for a trusted preservation repository. Pearce-Moses agreed to discuss the proposal with the drafters and to encourage them to develop a more concrete plan for a self-assessment tool.

MOTION 10

THAT SAA investigate developing a program, ~~requiring little or no maintenance,~~^a that defines a trusted archival^b preservation repository, including what conditions must be met for a repository to describe itself as such a trusted

archival preservation repository, background information that could be used for outreach and promotion, and a periodic review. The program should also include a self-assessment tool; and

THAT the SAA president appoint a task force to develop a brief report that would describe the nature of the program in broad terms and outline a self-assessment tool, a work plan, and a draft budget for creation of a Trusted Archival Preservation Repository program and a self-assessment tool. The SAA Council will review that document ~~at its fall 2006 meeting in January 2007~~^c and decide whether to proceed with the program and what resources to commit.

Support Statement: SAA is considering implementation of a Trusted Archival Preservation Repository program and a self-assessment tool that would help repositories better understand what they need to do to prepare for potential disasters, provide a self-assessment tool for gap analysis, and serve as an authoritative source of information to help convince resource allocators of the need to address such gaps.

Relationship to Strategic Issues: Preservation is on the radar screen, but is not one of the top priorities.

Fiscal Implications: Much work could be done through conference calls and email (limited costs absorbed through overhead). A special meeting would be desirable (approximately \$5,000 for a task force of five people). Given the amount of work to develop and edit the document and to ensure that the task force can attract strong leadership in the chair, a stipend would be desirable (\$5,000). However, other important SAA projects have been done without such support. The budget does not include money specifically directed to such a task force. Writing a grant to NHPRC for support would be challenging given the October 1 deadline, although there are other sources of funds.

Moved by Pearce-Moses; seconded by Eaton.

^a “Friendly” amendment proposed by Pearce-Moses, without objection.

^b “Friendly” amendment suggested by Miller, proposed by Pearce-Moses, without objection.

^c “Friendly” amendment proposed by Adkins, without objection.

PASSED.

G. Endorsement of National History Day

SAA member Lynda DeLoach, a member of the SAA Diversity Committee and the National History Day Advisory Council, submitted a recommendation that SAA become an endorser of National History Day.

MOTION 11

THAT SAA endorse National History Day, Inc., and that the following activities be undertaken as part of that endorsement:

- **Provide space for a local NHD winner (at the state or national level) to display an exhibit at each SAA Diversity InfoExpo, as they occur.**
- **Include a flyer with the SAA Annual Meeting registration packet to recruit judges, especially at the local/state levels.**
- **Include an article in *Archival Outlook* annually featuring an archival repository that works with NHD students and/or institutional sponsor (e.g., state historical society).**
- **Include a hyperlink to NHD on SAA’s website (appropriate placement to be determined).**
- **Encourage SAA units (notably the Program Committee, Host Committee, Diversity Committee, Membership Committee, Archivists and Archives of Color Roundtable, Reference, Access and Outreach Section, and College and University Archives Section) to develop short- and long-term initiatives that target NHD students and teachers.**
- **Submit an article for the 2008 NHD teacher supplement on how to identify archival holdings and repositories not available online (charge to Diversity Committee).**
- **Encourage regional archival groups to support NHD programs in their respective states, as the outreach strength of NHD’s program exists at the state level.**
- **Consult with NHD state coordinators to solicit judges for in-school, county, and state contests.**

Support Statement: One of the major objectives of National History Day, Inc., is to provide its program participants opportunities to work with and to assess primary sources. This objective well suits the mission of SAA, the members of which are stewards of the holdings that support the NHD program. Formal endorsement of NHD offers SAA opportunities to develop activities that address three priority issues in its strategic planning process and to increase the visibility of the organization among students, teachers, and the general public.

Fiscal Impact: There is no upfront cost for endorsement of NHD. Fiscal impact will include SAA staff time for including the flyers in the Annual Meeting registration packets. Any short- or long-term initiatives related to NHD undertaken by SAA units may incur costs that would call for Council approval.

Moved by Neal; seconded by Eaton.

Gottlieb expressed concern that the motion should allow more flexibility, rather than spelling out specific tasks for specific groups or individuals. Sections and roundtables should be given the flexibility to participate in National History Day. He proposed the following substitute motion.

SUBSTITUTE MOTION 11

THAT the SAA Council approve endorsement of National History Day, Inc; and

THAT the SAA Council encourage SAA units to develop short- and long-term initiatives targeting National history day students and teachers, such as:

- **Provide space for a local NHD winner (at the state or national level) to display an exhibit at each SAA Diversity InfoExpo, as they occur.**
- **Include a flyer with the SAA Annual Meeting registration packet to recruit judges, especially at the local/state levels.**
- **Include an article in *Archival Outlook* annually featuring an archival repository that works with NHD students and/or institutional sponsor (e.g., state historical society).**
- **Include a hyperlink to NHD on SAA's website (appropriate placement to be determined).**
- **Submit an article for the 2008 NHD teacher supplement on how to identify archival holdings and repositories not available online (charge to Diversity Committee).**
- **Encourage regional archival groups to support NHD programs in their respective states, as the outreach strength of NHD's program exists at the state level.**

Support Statement: One of the major objectives of National History Day, Inc., is to provide its program participants opportunities to work with and to assess primary sources. This objective well suits the mission of SAA and its units, the members of which are stewards of the holdings that support the NHD program. Formal endorsement of NHD offers SAA and its units opportunities to develop activities that address three priority issues in its strategic planning process and to increase the visibility of the organization among students, teachers, and the general public.

Fiscal Impact: There is no upfront cost for endorsement of NHD. Fiscal impact will include SAA staff time for including the flyers in the Annual Meeting registration packets. Any short- or long-term initiatives related to NHD undertaken by SAA units may incur costs that would call for Council approval.

National History Day, Inc., Endorsement Guidelines

National History Day, Inc., is obligated to protect the integrity of National History Day, Inc., and those who participate in organization programs at any level.

National History Day, Inc., shall not accept endorsement from individuals or organizations whose primary activity is the sale or promotion of products, services, or activities which are illegal if purchased, used, or engaged in by minors, or who are publicly associated with such products, services. The National History Day, Inc., Board of Trustees reserves the right to deny an individual or organization the right to endorse the organization if they deem it to be inconsistent with the mission of National History Day, Inc.

If an organization is applicable and chooses to endorse National History Day, Inc., they must send a letter explaining how they will recognize their endorsement of National History Day, Inc., and include with the letter the organization's name, address, telephone number, mission statement, logo and copy of the current annual report or list of major donors.

By choosing to endorse National History Day, Inc., the organization agrees that National History Day, Inc., may share the organization's name and contact information with public officials, business leaders and the media to demonstrate support for National History Day, Inc. In addition, National History Day, Inc., may use the organization logo on the National History Day, Inc., Website.

Moved by Gottlieb, seconded by Eaton. PASSED.

H. Retention of A&A List Archives

The migration of the Archives and Archivists List from Miami University (Ohio) to SAA's system has raised the issue of what to do with the record of messages (the list archives) sent using that system. Because SAA's system uses different software, the messages cannot be transferred directly from the current L-Soft Listserv system. At the May 2006 Council meeting, Pearce-Moses suggested that the list archives should be maintained indefinitely. Opinion at that meeting was divided, and Pearce-Moses agreed to contact SAA Archivist Michael Doyle to discuss the issue and prepare a recommendation. Doyle recommended against long-term retention of the Archives and Archivists Listserv at University of Wisconsin – Milwaukee.

MOTION 12

THAT the SAA Council adopt one of the following options for retention of the Archives and Archivists List archives:

Option 1. THAT SAA not preserve previous A&A List archives, but shall keep messages distributed on the new list for [x] years.

Support Statement: The A&A List archives is of limited value and does not justify the time or cost of migration or of continued storage.

Option 2. THAT SAA preserve the A&A List archives in the current L-Soft Listserv log format permanently [or for x years] on SAA servers.

Support Statement: Although the A&A List archives is of limited value, it is of sufficient value to warrant that it be kept permanently [or x years] in raw ASCII format.

Option 3. THAT SAA preserve permanently [~~or for x years~~] the A&A List archives in a database separate from the new messages on the list.

Proposed amendment (Adkins): That SAA preserve the A&A List archives in a database separate from the new messages on the list and, after a period of five years, reassess the retention of the file. 5 in favor/7 oppose. Amendment fails.

Support Statement: The A&A List archives are valuable for the study of the history of the profession and that value is significantly enhanced when kept in a database to support queries. The willingness of a member to create such a database at no cost to SAA indicates one user's assessment of the value of the list. Although the value of the list justifies the cost of storage, it is not sufficient to justify the costs of integrating the archives into SAA's newly purchased Lyris software.

Option 4. THAT SAA preserve the A&A List archives, migrate them into the Lyris list archives, and retain messages permanently [or for x years].

Support Statement: The A&A List archives are of significant value and should be kept permanently. To maximize their value, the current list archives should be integrated into the new system so that recent and historical messages can be searched simultaneously.

Moved by Pearce-Moses, seconded by Wosh.

PROPOSED AMENDMENT

THAT SAA preserve the A&A List archives in a database separate from the new messages on the list and, after a period of five years, reassess the retention of the file.

The amendment was defeated, with five in favor, five opposed, and Gottlieb abstaining.

Duffy then proposed the following substitute motion:

SUBSTITUTE MOTION 12

THAT SAA retain the electronic records of the A&A List archives for a minimum period of two years for the purposes of appraisal based on content analysis, cost of maintenance, and ongoing study of the use of the data.

Moved by Duffy, seconded by Williams. PASSED.

I. A&A List Terms of Participation

In the course of appraising the long-term value of the Archives & Archivists (A&A) List, SAA Archivist Michael Doyle advised that provisions relating to copyright in SAA's current A&A List Terms of Participation complicate administration of these records.

In addition, the migration of A&A to SAA's server will eventually require that all A&A List subscriber information be recorded and administered via SAA's new association management software (AMS), MemberMax. The new AMS features integrated functionality with Lyris ListManager (i.e., the list server software), which will enable staff to configure dynamic committee lists. However, integrating internal SAA mailing lists will require that *all* lists hosted by SAA integrate with the AMS.

This will not significantly alter the end user experience for A&A List subscribers but it does mean that basic contact information will reside in SAA's central database and may be included in general marketing promotions. **Note:** SAA's Privacy & Confidentiality Policy allows any contact to submit an "opt-out" request to be omitted from such queries.

These two issues prompted SAA staff member Brian Doyle to review the current A&A List Terms of Participation and draft the attached revisions for the Council's consideration.

MOTION 13

THAT the SAA Council adopt the proposed revisions (see Appendix) in the following sections of the Archives and Archivists List Terms of Participation:

- **Background & Mission**
- **Audience**
- **Scope of the List**
- **Netiquette**
- **Copyright Infringements**
- **List Ownership**

Support Statement: These revisions update the document to reflect such recent changes as the list migration, to streamline redundant language, and to provide greater clarity and direction to list participants without substantially changing list policy and/or infringing upon the open nature of the Archives & Archivists List.

Moved by Pearce-Moses, seconded by Adkins.

^a Amendment proposed by Adkins to change "SAA encourages..." to "SAA expects participants to set a high standard of respect for copyright" was passed.

PASSED.

MOTION 14

THAT the SAA Council agree to include the following language in the Archives and Archivists List Terms of Participation:

Due to certain technical requirements, subscriber information for all SAA-hosted discussion forums must be stored in SAA's central database of member and nonmember contacts. Therefore, by subscribing to the A&A List, participants also grant SAA permission to record essential contact information (e.g., name and email address) in its central database. Personal contact information will be administered in strict accordance with SAA's Privacy and Confidentiality Policy (<http://www.archivists.org/privacy.asp>).

Support Statement: Administration of A&A subscriptions via MemberMax will be an operational necessity in order to support integration of internal committee rosters with the list server. The proposed change is reflected in the draft revised document.

Moved by Pearce-Moses, seconded by Gottlieb. PASSED.

MOTION 15

THAT the SAA Council adopt the draft language contained in the "~~Copyright and Creative Commons License~~" section in the Appendix.

Support Statement: The proposed language clarifies SAA's right, as well as the right of allied institutions such as UWM, to use and distribute list messages in any manner that would contribute to the advancement of the archival profession.

Moved by Pearce-Moses, seconded by Eaton.

^b Amendment proposed by Pearce-Moses to remove from the “Copyright” section all mention of Creative Commons License was passed.

PASSED.

APPENDIX: PROPOSED REVISIONS TO A&A LIST TERMS OF PARTICIPATION

Archives and Archivists (A&A) List Terms of Participation

Revised August 2006

Background and Mission

The Archives and Archivists (A&A) List was established in 1989 by Donna Harlan and John Harlan as an open forum for all topics relating to archival theory and practice. Over the years, A&A has had various homes. In late 1993, the list was migrated to Miami University. In 1998, the Society of American Archivists (SAA) assumed sponsorship of the list as a service to the archival profession. It remained hosted at Miami University under the stewardship of Robert M. Schmidt until July 2006, at which time SAA assumed full ownership of the list and responsibility for its ongoing maintenance.

Audience

The principal audiences include archivists, archival educators, and students enrolled in graduate archival education courses and program. The list is open to all individuals with an interest in the archival profession and in the preservation and promotion of archival materials. SAA membership is not required for participation in the list. Participants are required, however, to “register” with the Society of American Archivists. Please see “Responsibilities of Participants” below.

Scope of the List

Subjects appropriate to the list include all aspects of the theory and practice of the archival profession. In order to maintain a highly informative and focused professional forum, SAA *strongly* encourages list participants to use the following labels at the beginning of all subject lines. This will allow others to filter list messages via mail rules and automatically select those types of information according to their individual needs and preferences.

- “Calls:” (Calls for papers, survey participation, etc.)
- “Disc:” (Discussion on various topics)
- “Event:” (Conference, seminar, workshop announcements, etc.)
- “FF:” (“Friday funnies,” *see below*)
- “FYI:” (General announcements and information)
- “Job:” (Job announcements)
- “Media:” (Links to archives and archivists in the news)
- “Qs:” (Questions)
- “Pubs:” (Announcements re: books, chapters, papers, dissertations, and reviews)

Messages that are unrelated to the archives profession are off-topic and are prohibited. Other off-topic subjects include:

- Unsolicited commercial advertisements for goods and/or services (a.k.a. spam)*;
- Messages directed to specific individuals (please contact them directly);
- Flames (i.e., personal attacks);
- Virus warnings (generally, such messages are hoaxes);
- General humor (*see below*).

* Excluding those nonprofit archival and allied associations listed online at <http://www.archivists.org/assoc-orgs>.

Regarding humor: The posting of humorous anecdotes (a.k.a. “Friday Funnies”), especially as they pertain to archives and/or a current thread, has a long tradition on A&A. General humor, however, is off-topic. Participants are especially encouraged to label Friday Funnies for the benefit of colleagues who may wish to filter these messages and to be mindful of the professional nature of the A&A List at all times.

Netiquette

Participants are strongly encouraged to follow the core rules of netiquette. See: <http://www.albion.com/netiquette/corerules.html>

Copyright^b and Creative Commons License

Participants retain copyright to their individual postings (“the Work”). By posting a message to the list, participants grant to SAA and its agents ~~agree that the individual postings are made available in accordance with the Creative Commons Attribution-NonCommercial 2.5 License and grant to the world~~ a worldwide, royalty-free, non-exclusive, perpetual license to copy, distribute, display, perform, prepare derivatives, or otherwise use the Work in any manner that would contribute to the advancement of the archival profession. Nothing in this license is intended to reduce, limit, or restrict any rights arising from fair use, first sale, or other limitations on the exclusive rights of the copyright owner under copyright law or other applicable laws. ~~For more information on the Creative Commons License, please see: <http://creativecommons.org/licenses/by-nc/2.5/legalcode>.~~

~~Creative Commons licenses are inspired by a number of fundamental concepts, including: the public domain; the commons; open content; and intellectual property conservancies. For more information on these concepts, see <http://creativecommons.org/about/legal>.~~

Copyright Infringements

As a professional association concerned with protecting intellectual property rights of authors whose works are held in archival repositories, SAA ~~strongly encourages~~ expects^a participants to set a high standard of respect for copyright. Copyrighted material beyond brief quotations should not be posted to the A&A List without appropriate permissions. Participants wishing to direct others to copyrighted text are encouraged to post a link to the copyrighted materials on the Web as long as: a) such links do not circumvent any fees charged by the site and b) the URL is not to a site that is itself in violation of copyright.

PARTICIPANTS ASSUME RESPONSIBILITY FOR ALL MATERIALS THEY POST TO THE ARCHIVES AND ARCHIVISTS LIST.

It is SAA’s policy to respond to notices of alleged copyright infringement that comply with the Digital Millennium Copyright Act. The agent designated to respond to reports alleging copyright infringements, in accordance with the Digital Millennium Copyright Act, is Nancy Beaumont, SAA Executive Director.

The Digital Millennium Copyright Act specifies that all infringement claims must be in writing (either electronic mail or paper letter) and must include the following elements:

1. A physical or electronic signature,
2. Identification of the infringed work,
3. Identification of the infringed material,
4. Contact information for the complainant, e.g., address, telephone number, electronic mail address,
5. A statement that the complaining party has a good-faith belief that use of the material in the manner complained of is not authorized by the copyright owner or the law, and
6. A statement that the information contained in the notification is accurate, and under penalty of perjury, that the complaining party is authorized to act on behalf of the copyright owner.

Agent Contact Information

Nancy Beaumont, Executive Director
Society of American Archivists
527 South Wells Street, 5th Floor
Chicago, IL 60607
Email: nbeaumont@archivists.org
Phone: 312/922-0140
Fax: 312/347-1452

On receipt of a conformant complaint of copyright infringement, SAA’s response may include removing or disabling access to material claimed to be the subject of infringing activity and/or terminating the participation of the infringer. If material is removed or access disabled in response to a DMCA notice, SAA will make a good-faith attempt to contact the participant who posted the content so that he/she will be able to make a counter notification pursuant to sections 512(g)(2) and (3) of that Act. It

is our policy to document all notices of alleged infringement on which we act.

Responsibility of Participants

Participants agree to restrict their messages to the scope of the list; to follow generally accepted principles of netiquette; to respect the interests and rights of other participants and of the Society of American Archivists; and to respect the law. A&A is an un-moderated forum. Participants are solely responsible for their postings.

Due to certain technical requirements, subscriber information for all SAA-hosted discussion forums must be stored in SAA's central database of member and nonmember contacts. Therefore, by subscribing to the A&A List, participants also grant SAA permission to record essential contact information (e.g., name and email address) in its central database. Personal contact information will be administered in strict accordance with SAA's Privacy and Confidentiality Policy (<http://www.archivists.org/privacy.asp>).

SAA reserves the right to block or permanently remove participants if off-topic or abusive messages threaten to disrupt the functioning of the A&A List. SAA may also block or remove participants for violating the copyright of others or for any other actions that do not conform to these Terms of Participation. Punitive action is rare and generally follows numerous warnings and persistent disregard for these Terms of Participation.

List Ownership

The Archives & Archivists List is owned by the Society of American Archivists. The SAA Council is charged with setting policy on the list. The A&A List Coordinator, reporting to SAA headquarters staff, oversees the daily operations of the list, including assisting participants with their subscriptions.

J. Institutional Member Benefits

In the course of assessing needs and identifying specifications for SAA's new association management software system, staff members became aware of a number of problems with current use of the membership database that adversely affect the consistent and equitable provision of member benefits in regard to relationships between institutional members and their nonmember affiliates or employees. The questions that arose are: Who is entitled to receive the privileges of institutional membership, and how can SAA's new AMS system be configured to reliably authenticate an individual's member status and/or benefits?

In reviewing the staff recommendations, Council members agreed that the resolution of the issues would require both a bylaws change and a constitutional amendment. Due to the need to craft new language, they agreed to postpone this item until the August 5 Council meeting, at which new language will be proposed.

IV. DISCUSSION ITEMS

Council members then reviewed and discussed a number of items related to the Joint Annual Meeting, including:

- Three items that would be on the agenda for the annual business meeting: feedback on the Council-proposed change in Fellows' membership requirements, feedback on a proposal to move to online elections, and a member's motion that SAA take action on the matter of reclassification of records undertaken by the National Archives and Records Administration.
- Expectations for a Leadership Orientation Session that Adkins would chair on Wednesday, August 2.
- Expectations for a Strategic Issues Leadership Forum that Pearce-Moses and Paul Conway would chair on Wednesday, August 2.
- And Council members' attendance at an Advocacy Reception on Tuesday, August 1, and visits to exhibitors and sponsors during Exhibit Hall hours.

V. COUNCIL BUSINESS

A. Liaison Assignments

Gottlieb, who serves on the Executive Committee for 2006-2007, reviewed the liaison assignments, noting that continuing members of the Council would retain their assignments and new members would receive the assignments of outgoing Council members. Assignments were not made based on expertise or interest, but rather based on continuity and the notion that Council members represent any and all constituencies.

B. Review of August 1, 2006, “To Do” List

Council members briefly reviewed the Action Item List from the meeting.

C. Adjournment

The meeting was adjourned at 4:45 pm.

Moved by Wosh, seconded by Eaton. PASSED.

SOCIETY OF AMERICAN ARCHIVISTS FOUNDATION BOARD OF DIRECTORS

The group then convened as the Society of American Archivists Foundation Board of Directors to hear a report and take action on one item.

Report: Status of Paperwork Filing

Beaumont’s oral report noted that she had worked with consultant Curtis Deane and a Chicago-based attorney to determine what remains to be done to convert SAA’s Special Funds to the Society of American Archivists Foundation. The attorney has provided a checklist of tasks to be done, and Beaumont will work with staff and the auditors to complete the filing of paperwork in September.

Action Item: Gift Acceptance Policies/Procedures

MOTION

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.

*Approved by the Society of American Archivists Foundation
Board of Directors
August 1, 2006*

Moved by Pearce-Moses, seconded by Adkins. PASSED.

**Society of American Archivists
COUNCIL MEETING MINUTES
August 5, 2006
Washington, DC**

SAA President Elizabeth Adkins called the meeting to order at 9:20 am on Saturday, August 1. Present: Executive Committee member Peter Gottlieb; Council members Mark Duffy, Aimee Felker, Rebecca Hankins, Leon Miller, Ben Primer, Carla Summers, Sheryl Williams, and Nancy Zimmelman; and staff members Nancy Beaumont, Teresa Brinati, Solveig DeSutter, and Brian Doyle. Vice President/President-Elect Mark Greene and Treasurer Ann Russell were unable to attend.

I. COUNCIL BUSINESS

Adkins welcomed Hankins, Miller, and Zimmelman as new members of the Council.

Adoption of the August 5 Agenda

Adkins presented the following agenda for adoption:

- Institutional Member Benefits (Item III.J. from August 1 Council meeting)
- Request from Council of State Archivists to Appoint Members to a Joint Advocacy Task Force in Support of the Partnership for the American Historical Record (PAHR)
- Discussion of the NHPRC Grant Request for Archival Leadership Institute
- Issues Identified During DC 2006
- Schedule for 2006-2007 Council Meetings
- Council List Guidelines
- Process for Making Council Handbook Changes
- Review of the To Do List
- Adjournment

Moved by Williams, seconded by Felker. PASSED.

II. ACTION ITEMS

A. Institutional Member Benefits

MOTION 1

THAT Section VI of the Council Handbook be amended as indicated in Appendix A of Agenda Item III.J. of the August 1 Council meeting.

Support Statement: The proposed revisions will not only bring policy and operational practice into alignment, but will also constitute an appropriate and beneficial enhancement of institutional member benefits, which in turn will enable staff to market this category of membership more effectively.

Section 8 of the SAA Bylaws permits this action to take place immediately as a temporary measure until such time as the proposed enhancements to Institutional membership can be put forward to SAA members in 2007 as a change to the SAA Constitution. Section 8 (“Guidelines”) states: “The council is authorized and directed to prepare, adopt, or amend such administrative guidelines, policies, and procedures as may be desirable to regularize the functions and operations of the Society’s committees, task forces, boards, sections, roundtables, representatives, awards, programs, and other activities. Adoption or amendment of a guideline requires approval by a majority of the council. No part of the guidelines may conflict with the Society’s constitution or bylaws.”

Please note: Updates to individual member benefits are included in this recommendation. Although not explicitly discussed in this report, these modifications reflect Council-approved changes to operating procedures (e.g., elimination of printed Section newsletters) and other developments that have not yet been incorporated into this document.

Appendix A: Recommended Edits to Section VI of Council Handbook (Strikethrough indicates deleted text, underline indicates new text.)

Section VI: Membership Categories

A member shall be enrolled upon first payment of dues and shall receive benefits during the period for which dues have been paid. All dues shall be payable in advance. Changes in membership dues shall be determined at the annual business meeting of the Society.

A. Individual Membership

Full membership is open to those who are or have been engaged in the custody or control of records, archives, or private papers, or who wish to support the objectives of the Society.

Privileges and benefits:

Eligible to hold office in the Society; to serve on appointed groups; to vote for officers, members of Council, and members of the nominating committee; and to vote on all matters requiring a vote which come before the Society as a whole.

- Receives the *American Archivist*; *Archival Outlook* (formerly the *SAA Newsletter*); ~~and the *SAA Membership Directory*~~; the annual meeting ~~information packet~~ preliminary program; and other mailings.
- Password access to the online membership directory.
- ~~able to purchase~~ Full member discounts on publications sold by SAA at member prices
- ~~receive member rates~~ Full member discounts on event registration for the annual meeting and SAA-sponsored workshops continuing education programs.
- Individual member discount on job vacancy announcements placed in *Archival Outlook* and posted in SAA's *Online Employment Bulletin*.
- May join up to two SAA Sections at no additional fee.
- May join an unlimited number of SAA Roundtables.

Associate membership (domestic) is limited to persons living in the United States who wish to support the objectives of the Society but are not professionally responsible for custody or control of records, archives, or private papers. is open to those who wish to support the objectives of SAA. Associate members receive all of the benefits of full membership except that they may not vote, hold office, or serve on appointed groups other than task forces.

Privileges and benefits:

- ~~receive the *American Archivist*; *Archival Outlook* (formerly the *SAA Newsletter*); and the *SAA Membership Directory*; the annual meeting information packet; and other mailings~~
- ~~able to purchase publications sold by SAA at member prices~~
- ~~receive member rates for the annual meeting and SAA-sponsored workshops~~
- ~~may join two Sections~~
- ~~may join unlimited number of Roundtables~~

Associate membership (Foreign) is limited to persons living outside the United States whose primary allegiance is to their own national archival association.

- *Domestic associate membership* is for individuals residing in the United States and is limited to those who are not professionally responsible for custody or control of records, archives, or private papers and who are not engaged in the study or teaching of archives.
- *International associate membership* is for individuals living outside of the United States whose primary allegiance is to their own national archival association.

Student membership is open ~~to students~~ for a two-year period only to individuals in degree-conferring programs. Student members receive all of the benefits of full membership.

Privileges and benefits:

- ~~eligible to vote for officers, members of Council, and members of the nominating committee; and to vote on all matters requiring a vote which come before the Society as a whole~~
- ~~receive the *American Archivist*; *Archival Outlook* (formerly the *SAA Newsletter*); and the *SAA Membership Directory*; the annual meeting information packet; and other mailings~~
- ~~able to purchase publications sold by SAA at member prices~~
- ~~receive member rates for the annual meeting and SAA-sponsored workshops~~
- ~~may join two Sections~~
- ~~may join unlimited number of Roundtables~~

Bridge membership is a one-time benefit for full members who are unemployed. ~~Must be an SAA member for at least one year prior.~~ *Not applicable to new members.*

B. Institutional Membership

Institutional membership is open to organizations or agencies that are responsible for or substantially interested in the custody, study, teaching, control, or use of records, archives, and/or private papers.

Member institutions ~~must~~ ^a may designate a “primary contact” who is or has been engaged in the custody or control of records,

archives, or private papers at the institution, or who wishes to support the objectives of the Society. This individual receives the following benefits on behalf of the institution:

- Eligible to hold office in the Society; to serve on an appointed group; to vote for officers, members of Council, and members of the nominating committee; and to vote on all matters requiring a vote that come before the Society as a whole.
- Receives copies of the *American Archivist*; *Archival Outlook*; the annual meeting preliminary program; and other mailings.
- Password access to the online membership directory.
- Full member discounts on publications sold by SAA.
- Full member discounts on event registration for the annual meeting and SAA-sponsored continuing education programs.
- May join up to two SAA Sections.
- May join an unlimited number of SAA Roundtables.

There are two levels of institutional membership:

1. **“Regular” institutional members** receive: ~~hip~~ is open to institutions or agencies with or substantially interested in the custody, control, or use of records, archives, and/or private papers.

Privileges and benefits:

- One copy of the *American Archivist* (mailed to the primary contact if that individual is named).
- One copy of *Archival Outlook* (~~formerly the SAA Newsletter~~) (mailed to the primary contact if that individual is named).
- The annual meeting preliminary program and other mailings (mailed to the primary contact if that individual is named).
- Discounts for employees of the institution on books published by SAA and on event registration for the annual meeting and SAA-sponsored continuing education programs.
- able to purchase publications sold by SAA at member prices
- receive member rates for one representative to attend the annual meeting and SAA sponsored workshops
- Institutional member discount on job vacancy announcements placed in *Archival Outlook* and posted in SAA’s *Online* may list job openings in *the SAA Employment Bulletin* and *the SAA Newsletter* at a discount.

2. **Sustaining institutional membership** is open to institutions eligible for regular institutional membership: receive:

- Two copies of ~~each issue of~~ the *American Archivist* (mailed to the primary contact if that individual is named).
- Two copies of ~~each issue of~~ *Archival Outlook* (~~formerly the SAA Newsletter~~) (mailed to the primary contact if that individual is named) delivered via first-class mail to United States, Mexico, and Canada, and via air mail to all other countries.
- Institutional member discount on job vacancy announcements placed in *Archival Outlook* and posted in SAA’s *Online* may list job openings in *the SAA Employment Bulletin* and *Archival Outlook* (~~formerly the SAA Newsletter~~) at a discount
- receive ~~One complimentary copy of every SAA publication issued~~ book published during the year of membership.
- Discounts for employees of the institution on books published by SAA and on event registration for the annual meeting and SAA-sponsored continuing education programs.
- able to purchase other SAA publications at SAA member prices
- receive member rates for three representatives to attend the annual meeting and SAA sponsored workshops
- may choose to receive up to two section newsletters

C. Honorary Membership

Honorary Membership may be extended to any person chosen by a two-thirds vote of the full membership of the Council in recognition of eminent distinction in any of the fields of the Society’s objectives. Honorary membership shall be for life, and honorary members shall not be required to pay dues or other assessments. They shall have all the privileges of full membership and shall receive publications of the Society. The honorary members shall not exceed five at any one time.

Moved by Summers, seconded by Gottlieb.

^a “Friendly” amendment proposed by Summers, without objection.

PASSED (unanimously).

MOTION 2

THAT the SAA Council present to the membership at the 2007 Annual Membership Meeting the following proposed change to Section III.A.4. of the SAA Constitution [new language underlined]:

4. Institutional membership shall be open to institutions or agencies responsible for or substantially interested in the custody, study, teaching, control, or use of records, archives, and/or private papers. Institutional members are eligible to receive the publications of the Society. Each institutional member must ^a identify a primary contact person, who is eligible to vote, hold office, and serve on appointed groups.

Support Statement: The proposed revision will not only bring policy and operational practice into alignment, but will also constitute an appropriate and beneficial enhancement of institutional member benefits, which in turn will enable staff to market this category of membership more effectively.

Moved by Duffy, seconded by Summers.

^a “Friendly” amendment proposed by Summers, without objection.

PASSED (unanimously).

B. CoSA Request for Joint Advocacy Task Force on PAHR

Adkins read to the group a letter from Council of State Archivists President Karl Niederer, in which he announced the formation of a Joint Task Force to advocate on behalf of the Partnership of the American Historical Record initiative and requested 1) official action on the part of SAA to participate and 2) appointments to the task force from SAA.

MOTION 3

THAT the SAA Council approve SAA’s active participation in a Council of State Archivists-proposed Joint Advocacy Task Force on the Partnership for the American Historical Record, and that SAA communicate this decision to the CoSA board of directors as soon as possible.

Support Statement: The Partnership for the American Historical Record (PAHR) is a worthy initiative that SAA has supported in the past. PAHR is most likely to succeed if SAA works actively with the Council of State Archivists and others in a coordinated manner.

Moved by Gottlieb, seconded by Felker. PASSED.

C. NHPRC Grant Request for Archival Leadership Institute

Several institutions have contacted DeSutter and Beaumont to determine whether SAA is interested in participating in grant proposals responding to a recent call from the National Historical Publications and Records Commission for development of an Archives Leadership Institute. DeSutter suggested that staff’s response to various institutions could be made consistent with a directive from the Council.

MOTION 4

THAT the SAA staff be directed to communicate widely the fact that SAA would be willing to provide a standard set of services to any education institution that may wish to apply for an NHPRC Archives Leadership Institute grant, based on the recommendation of staff or a Council member.

Moved by Gottlieb, seconded by Williams. PASSED.

D. Council List Guidelines

Adkins noted that Duffy had drafted, and the Executive Committee had reviewed, proposed guidelines for use of the Council List. (See August 1 Council Meeting Agenda Item II.B. President’s Report, Appendix 2.) She proposed that the guidelines, as revised by the Executive Committee, become the working procedure for use of the list. There was no objection.

Guidelines for Use of the Council List

Preface

Electronic communication has created opportunities for the SAA Council and its Executive Committee to conduct the Society's business between meetings. This technology can facilitate communication among Council members and between the Executive Committee and the full Council, permitting timely, informed, and orderly discussion and decision making. Although the regular meetings of the Council are the appropriate setting for conduct of major Council business, the Executive Committee and Council may use electronic discussion lists to carry out Society business between meetings.

Electronic communications on official matters are carried out on the utility called the "Council List," which is maintained by the SAA office. The Council List is used primarily as a means for deliberation of Council business on matters brought before it by the Executive Committee. It may also be used to ensure that Council members are aware of relevant information and events and for open discussion of other issues.

In keeping with the Bylaws (sec. 4): "The Executive Committee shall act for the Council in conducting the affairs of the Society between meetings of the Council and shall provide timely communication and consultation with the Council between meetings," the Executive Committee may make decisions on routine, housekeeping matters or take action in urgent situations requiring an immediate response, especially when decisions can be guided by existing policy and precedent.

In other cases, particularly those that may be of great significance to SAA or in which policy or precedent is not clear, the Executive Committee may present the issue to the Council List for consultation. If timeliness is critical, the Executive Committee may make a decision informed by that discussion. If time permits, such decisions should be made by Council.

Matters for Executive Session are not appropriate for discussion on the Council List.

The following procedures for the Council's and Executive Committee's use of electronic communication while conducting the Society's business are intended to ensure efficiency, effectiveness, and accountability to the SAA membership.

Procedures

Council members may bring issues to the attention of the Executive Committee at any time, with recommendations for action, either as individual members or as liaison with an SAA committee, task force, section, roundtable, or working group that seeks Council action or direction. Recommendations for Council action should include a specific statement of action or policy proposed for Council adoption, a support statement outlining pros and cons of such action, and an indication of the level of urgency or immediacy of such action. The presiding officer, in consultation with the Executive Committee and executive director, will decide whether the concern is a routine matter that can be acted on by the Executive Committee or staff, an urgent matter that must be acted on immediately by the Executive Committee or staff, a long-term issue that can be deferred to the next scheduled Council meeting, or a matter that requires quick action by Council or the Executive Committee.

The presiding officer is responsible for initiating a discussion or vote (by either the Council or the Executive Committee) on official SAA business using the following steps:

- The presiding officer (or his/her designee) will put the matter in the form of a recommendation, including (when possible) references to supporting documents or reports, a brief statement of the proposed action by the Council or the Executive Committee, a supporting statement (with pros and cons, if possible), and a timeline for action.
- The posting will carry in the subject line [REQUEST FOR COMMENT] or [MOTION FOR DISCUSSION:]. The message will include the information listed above (references, recommendation for action, support statement, and timeline). A set time (usually one week) will be allowed for discussion and deliberation before a vote on the motion is called. At the end of the proscribed time, if the presiding officer determines that unresolved questions or ongoing debate require further time, additional time for discussion will be announced. This additional time typically should not exceed one additional week. Items that cannot be agreed to within two weeks of list deliberation should be postponed for action until the next scheduled Council meeting or settled via a conference call of the Executive Committee or Council.
- After the proscribed time for deliberations has passed, the presiding officer (or his/her designee) will issue a call for a vote via a posting that includes the phrase [VOTE NOW:] in the subject line. Council or Executive Committee

members may then register their vote using the same phrase in the subject line. Council or Executive Committee members will register their vote in a message to the entire list.

- For a motion to pass, a majority of Council or Executive Committee members must vote in the affirmative (Bylaws sec.3). At the conclusion of voting, the Executive Director will record and announce the decision and the vote tally using a standard heading and topic [MOTION PASSED:] or [MOTION DEFEATED:].

Additional Guidance

When the presiding officer makes a motion on the Council List, each Council member is expected to respond to the entire list as soon as possible, if only to acknowledge that he or she has received the message.

Because the intent of the Council List is to serve as an official forum for Council business, members should be free to discuss their views as openly as possible. Just as SAA Council meetings are open to members (except when in Executive Session), however, Council members should be aware that what they write on the Council List may be seen by others. Council members should not share messages from the Council List without seeking prior consent from its sender(s).

If necessary, messages can be faxed to a Council member by the SAA office. In such instances, these Council members must respond to requests for discussion and vote within the allotted time periods. They may do so by fax or by telephone, followed by written confirmation. Only written responses via fax or e-mail will be counted in tallying actual votes for the record.

Council members are asked to notify the Council List of extended absence and to check their e-mail regularly when they are in their office. The non-responsiveness of Council members during either the discussion or voting periods may indicate an unexpected absence or communication difficulty and should not preclude an attempt by the presiding officer or executive director to communicate with them by other methods to solicit their input. Only written responses via fax or e-mail will be counted in tallying actual votes.

The executive director is responsible for keeping a permanent record of Council votes by electronic communication and works with the SAA archivist to preserve other messages of the Council List. All decisions made by vote via the Council List upon recommendation of the Executive Committee will also be recorded in the minutes of that body.

Conventional Uses for Council List Headings

Council messages should be accompanied by the use of standard headings and uniform topical subject lines. The following headings will allow Council members to give appropriate attention to incoming electronic communication from the Council List.

[FYI:] Any member of the Council List may inform the Council of matters relevant to SAA that require no action or comment. This is typically used for messages to ensure that Council members are aware of relevant information or events.

[REQUEST FOR COMMENT:] Posted by the presiding officer (or his/her designee), asking Council members to comment on an issue.

[EXEC COMM ACTION:] Posted by the presiding officer (or his/her designee), informs Council members of an Executive Committee vote or action taken on behalf of Council. Clarifying questions may be asked.

[MOTION FOR DISCUSSION:] The presiding officer (or his/her designee) presents a motion for discussion.

[VOTE NOW:] The presiding officer (or his/her designee) calls a vote.

[MOTION PASSED/DEFEATED:] The executive director announces the result of the vote.

[MOTION WITHDRAWN:] The presiding officer/Executive Committee withdraws consideration of the motion.

III. DISCUSSION ITEMS

A. Issues Identified During DC 2006

Adkins led a brief discussion of Council members' impressions of the joint annual meeting and the feedback that they had received about various aspects of the meeting.

B. Process for Making Council Handbook Changes

Adkins noted that many portions of the Council Handbook are outdated and require revision. In the interest of expediting the process of updating, she suggested that the Executive Committee and executive director be permitted to do any necessary “wordsmithing.” Council members agreed with this, but also requested that the final wording be shared with the full Council.

IV. COUNCIL BUSINESS

A. Schedule for 2006-2007 Council Meetings

Adkins proposed that the Council meet in late October or early November 2006 (rather than in January or February, as per previous practice) and in late May or early June 2007. She expressed a concern that the traditional schedule does not permit the newly constituted Council to “bond” as a group until well into the Council term. Council members agreed with the proposed schedule as a trial. Adkins and Beaumont will work to secure dates and locations and will notify Council members as soon as possible. Adkins also noted that she would like to conduct a series of up to three Council conference calls in January in order to ensure that Council business is completed in a timely manner.

B. Review of August 5, 2006, To Do List

Council members briefly reviewed the Action Item List from the meeting.

C. Adjournment

The meeting was adjourned at 11:00 am.
Moved by Gottlieb, seconded by Hankins. PASSED.

Approved by the SAA Council on October 31, 2006.