

Council Minutes

January 24-26, 1997

January 24, 1997

President Nicholas Burckel called the meeting to order at 1:35 pm, Friday, January 24, 1997. Present besides Burckel were: Vice President William Maher, Treasurer Leon Stout, and Council members Valerie Browne, Bruce Bruemmer, Susan Davis, Anne Gilliland-Swetland, Lori Hefner, Steven Hensen, Peter Hirtle, Sharon Gibbs Thibodeau, Sharron Uhler, Executive Director Susan Fox and Assistant Executive Director Debra Mills. Also present at portions of the meeting as guests were Archivist of the U.S. John Carlin, NHPRC Executive Director Gerald George, and University of North Carolina Prof. Richard Kohn.

Motion to Adopt the Agenda

Browne moved and Hirtle seconded the motion to adopt the agenda as amended. PASSED.

Motion to Approve the Minutes of the Previous Meeting

Bruemmer moved and Hirtle seconded the motion to adopt the minutes of the August 27 and August 31, 1996 meetings as amended. PASSED.

Report of the Executive Committee

Davis reported that the Executive Committee devoted most of its meeting to discussion and review of the Council agenda. The Executive Committee also discussed issues to be raised with U.S. Archivist John Carlin upon his visit with Council.

Report of the President

Burckel said he had nothing of substance to report.

Report of the Vice President

Maher said he had nothing of substance to report, but encouraged Council to give the upcoming TFOE report due consideration because it would set the agenda for SAA for years to come. He asked that Council move expeditiously to set the framework for a broader discussion of TFOE issues within the Society.

Report of the Treasurer

SAA Treasurer Lee Stout reviewed the December income and expense report. He said SAA was currently in a marginally healthy fiscal situation, revenues had decreased slightly while the pressure on costs continued to rise. He presented the auditor's statement and management letter, both of which indicated good fiscal controls within the Society. A more comprehensive review of the Society's finances would occur at the June meeting when the FY98 budget will be under Council review.

Stout moved adoption of the FY96 audit, Davis seconded the motion. PASSED.

Report of the Executive Director

Fox presented a five-year fiscal projection for the Society. The projection indicated that unless significant additional revenues could be identified, SAA would not be able to hire an additional staff member to help manage electronic communications and publications as recommended by the Task Force on the Future of the American Archivist. The projections also highlighted the fiscal impact of the site of annual meetings. She said this may be an item worth further consideration in June. Burckel noted that other factors would need to be considered as well, but that this report was a good early alert.

Mills presented early results from the salary survey. Burckel noted that with this information and that to be gathered from the educational needs assessment, Council would be well positioned on Planning Day to accurately assess the current state of the association and to concentrate on the specifics of what needed to be accomplished over the next few years.

Mills discussed plans for the 1997 annual meeting to be held in Chicago August 28-31. She distributed a schematic of blocked session and meeting times. Fox noted that in place of a membership forum Council would meet with Committee, Board, Section and Roundtable chairs and co-chairs. Detailed plans for the meeting were still being developed.

Council Committee on Committees

Uhler presented a report on Membership Committee activities, commending Dennis Harrison for his fine work in establishing a Key Contact Program for SAA. Harrison's report revealed 100% participation from all key contacts, and indicated he may come back to Council in June with a request to add a Canadian to the committee.

Gilliland-Swetland reported that the Committee on Education and Professional Development (CEPD) was very active and had established a listserv discussion of the draft Professional Archivist Continuing Education (PACE) Guidelines. The final draft was due by March 1, 1997. CEPD would conduct a vote by March 15 and send the guidelines to the Standards Board for review by April 1.

Committee on Sections and Roundtables

Hirtle presented the Visual Materials Section's response to the Visual Resources Professional Criteria developed by the Visual Resources Association (VRA). The VM Section did not recommend endorsement of the criteria.

Hirtle moved and Bruemmer seconded the motion that Hirtle edit and send to the VRA the letter declining endorsement. PASSED.

Hirtle said that members signing the petition to create a proposed Security Roundtable met SAA criteria and moved that SAA establish the roundtable. Hefner seconded the motion. PASSED.

Committee on Task Forces, Boards, and Representatives

Browne reported that Joyce Ray would be representing both NARA and SAA to the Association for Information and Image Management (AIM) and wanted to inquire of Council whether this arrangement met approval or not. Council agreed in this particular case dual representation would not be a conflict of interest, but agreed that as a rule dual representation should not be encouraged.

Bruemmer reported that the Joint SAA-ARMA Committee sent a copy of proposed standards for Australian records management to the standards board. He said that the standards were on a short time-line, about to be presented to NISO for adoption, which presented some procedural difficulties. He said he would work with the chair of the SAA-ARMA Committee to present standards to the SAA Standards Board.

Davis presented Helen Tibbo's addendum to the final report of the Task Force on the Future of the American Archivist. The addendum consisted of a summary of the open forum held at the San Diego annual meeting to discuss the proposed changes to the American Archivist and to solicit member feedback. Davis reminded Council that it had requested further financial information from Fox regarding the feasibility of adding a staff member to attend to expanding SAA's capacity for electronic publication of a variety of materials.

Council requested that Fox develop an article for publication in *Archival Outlook* describing the mitigating circumstances of not having the *American Archivist* published on a quarterly basis, and the potential for alternative communications which would enable the Society to explore new avenues for communication and publication more quickly. The possibility of a joint publication program with Archivaria was raised. Fox said she would follow up with an inquiry to the *Archivaria* editor.

Archivist of the United States

Burckel introduced and welcomed Archivist of the U.S. John Carlin and Gerald George, Executive Director of NHPRC. Carlin spent an hour discussing a wide range of issues, including an update on the National Archives strategic planning process. He said the current focus at NARA was mainly on internal reorganization and its implementation. He said that NARA's emphasis would shift to increase efforts on records management. He entertained a range of questions from Council centering on issues of electronic records management, NARA strategies for the new Congress, and the potential for greater cooperation between NARA and SAA. Burckel thanked Carlin for taking the time to meet with Council.

Task Force on Intellectual Property Strategies

Maher presented the Benedict report of the Task Force on Intellectual Property Strategies. He moved acceptance of the final report. Thibodeau seconded the motion. After discussion, Gilliland-Swetland and Hirtle agreed to give Fox additional editorial language for the document in substitution for the paragraph on the First Sale Doctrine and to add references to earlier, related SAA documents. PASSED.

Maher moved acceptance of the Publications Board Guidelines for SAA Publications in Electronic Format. Browne seconded the motion. After discussion and editorial revision of the document, the motion PASSED.

Thibodeau moved and Hirtle seconded the motion to accept the Publications Board Guidelines for the SAA Website. After discussion and editorial revision of the document, the motion PASSED.

At 6:35 pm Council entered executive session to discuss the Executive Director's contract renewal.

Saturday, January 25, 1997

President Nicholas Burckel reconvened the meeting at 8:45 a.m. on Saturday, January 25, 1997 and announced that Council agreed to establish a new contract with Fox, containing a rolling two year term.

Appointments to Committee to Select SAA Fellows

Hensen and Browne moved that Linda Matthews, Terry Eastwood, with Chris Ward and Fran Blouin as alternates, be appointed to the Committee to Select SAA Fellows. Bruemmer seconded. PASSED.

Report of the Task Force on Organizational Effectiveness

Davis reviewed for Council how the task force had divided its work, and she suggested that Council consideration fall into three sections: Constitution and Bylaw revisions, unit definitions, and suggestions for restructuring the Society.

Maher moved acceptance of the revised Constitution and Bylaws as proposed by the Task Force on Organizational Effectiveness. Davis seconded. Council then discussed the revision section by section.

Council then engaged in a detailed review of the proposed Constitution and Bylaw revisions.

Hirtle moved striking the non-North American associate membership clause from the Constitution and Bylaws. Bruemmer seconded the motion. Hirtle voted in favor, all else opposed. DECLINED.

Stout moved to substitute the word "constituent units" in line 36 of the draft constitution, Section III. Membership, 2. Individual associate membership, with "sections, roundtables, and task forces." PASSED.

Thibodeau moved to amend the motion to change line 36, after "constituent units" to insert the phrase "as specified in the bylaws." Bruemmer seconded the motion. Thibodeau in favor, all else opposed. DECLINED.

Davis moved and Stout seconded the motion to modify Associate Membership by striking "to receive the publications of the Society" and substituting "to receive the benefits of the Society's programs and services." PASSED, with Hirtle opposed.

Davis moved and Stout seconded the motion to strike "to receive the publications of the Society" under student membership and substitute with "to receive the benefits of the Society's programs and services." PASSED.

Hirtle moved and Gilliland-Swetland seconded the motion to strike the words "full time" from the definition of student membership. PASSED, with Bruemmer, Maher, and Hefner opposed.

Bruemmer moved striking the phrase "Membership in good standing may be reinstated upon payment of back dues within 180 days." Hefner seconded. PASSED.

Gilliland-Swetland moved to strike "Duties of Officers Section 1.B." from the bylaws and place the section in the Constitution, following the words "annual meeting." Hensen seconded.

After Council discussion, Gilliland-Swetland withdrew the motion.

Maher moved amendment of the motion to leave the clause in the bylaws, but to add the words "or in case of a vacancy in the presidency" in the bylaws Duties of Officers Section 1.B., following the words "The vice president shall perform the duties of the president in case the president is absent or incapacitated, ..."

Stout moved to strike the proposed lines "When meeting in person, a vote shall become the act of Council on approval by a majority of those present and voting, unless otherwise required by the constitution and bylaws. When meeting through telecommunications or electronic conference, a vote shall become the act of Council unless otherwise required by the constitution or bylaws." Bruemmer seconded the motion.

After Council discussion, Stout offered a secondary amendment to delete the proposed lines from the constitution and insert them in the bylaws, creating a new Section III and renumbering subsequent sections. Bruemmer seconded. PASSED.

Gilliland-Swetland moved that under proposed Constitution number "VII. Records," to strike "deposited" and substitute "placed." Davis seconded. PASSED.

Maher moved and Hirtle seconded the motion to insert "membership directory" after "newsletter" under proposed Constitution number "VIII. Publications" and to strike "and the," substituting "a" and to insert "a membership directory" following the word "newsletter." PASSED.

Browne moved to insert the word "Councilors" following "officers" in proposed Constitution number "VII. Records." Stout seconded the motion. PASSED.

Hefner moved to strike "30" and substitute "60 days in advance," under proposed Constitution number "X. Amendments." Bruemmer seconded. PASSED.

Stout moved approval of the document for presentation to members. Davis seconded. PASSED.

By-laws

Stout moved to strike proposed section "3. Council" and substitute "3. Council Voting Procedures." Hensen seconded. Hirtle offered an amendment to retain the title of the new section "3. Council" and to strike "when meeting" in the first sentence to substitute "when Council meets in person." PASSED.

Stout moved inserting a sentence under Duties of the President stating that the president may vote in any meeting of the Society at which he or she presides. Uhler seconded. PASSED, with Hefner against and Hensen in abstention.

Bruemmer moved and Stout seconded the motion to insert "from among the three elected members of the committee" at the end of bylaws proposed section "4. Election of Officers and Councilors" so that the full phrase would read, "The person receiving the most votes in the election by the membership shall serve as chair. In the event of a tie vote, the chair shall be appointed by the vice-president elect from among the three elected member members of the committee." PASSED.

Davis moved that in the event of a tie in the vice presidential election both candidates would be elected, with one candidate serving one year and the other the next. The order in which they serve shall be determined by lot. Uhler seconded. PASSED, with Hefner and Stout opposed and Maher in abstention.

Hefner said she was concerned about an individual coming into office without a plurality. She said that circumstances for the Society change from year to year and while the candidate may be a viable candidate for one year, they may not be suited to the circumstances of the next year.

Hirtle moved and Bruemmer seconded the motion to insert the phrase "except as otherwise specified in the constitution and bylaws" before the words "Standing committee," in the first sentence under the proposed section "5. Organizational Units." PASSED.

Bruemmer moved to insert a separate Section 7 entitled "Personnel Grievance Committee" and insert "in the event of grievances as specified below there shall be..." Hefner seconded. PASSED.

Gilliland-Swetland discussed inserting "Student chapters may be initiated in academic institutions and approved by Council. Each student chapter shall select its own leaders and adopt bylaws defining its own governance, provided that no student chapter bylaw may be in conflict with the constitution, bylaws, or guidelines of the Society." After Council discussion Gilliland-Swetland agreed to redraft the language for further consideration the following day.

Prof. Richard Kohn

Burckel welcomed Prof. Richard Kohn, who spoke of the concerns of the historical community regarding the revised strategic plan for the National Historic Records and Publications Commission (NHPRC). The revised plan would place documentary editing projects on a lower priority level than their previously favored first priority. Kohn said the decision reversed a 60 year history of support for documentary editions. He expressed concern with the process in which the Commission arrived at the revised plan, and said that historians were eager to restore the funding of documentary editions to a level one priority. He especially did not want the controversy to divide the archival and historic professions. Kohn then entertained questions from Council. Burckel thanked him for his time, and expressed his appreciation for Kohn coming to speak to Council on his own resources.

Task Force on Organizational Effectiveness

Davis presented the Draft Definitions of SAA Organizational Units as recommended by the Task Force on Organizational Effectiveness. Bruemmer noted that he appreciated the efforts that TFOE had made on some difficult issues but also that he was disappointed that the unit definitions and the suggested organizational changes did not go far enough in reducing the number of reporting units within SAA. He noted that the unit definitions did not clearly support the kinds of decisions reflected in the organizational changes, and thus, he felt that TFOE did not provide as sufficient re-engineering of the Society as he had anticipated.

Council then engaged in a wide-ranging discussion and review of the document, paying particular attention to the proposed definitions of Sections and Roundtables. Maher moved acceptance of unit categories as amended. Thibodeau seconded. PASSED.

Maher moved to accept the report with amendments made and other editorial work to be done to the definitions of Committee, Boards, Task Forces, and Representatives. Stout seconded. PASSED.

Maher moved that the definitions of Sections, Roundtables, and Student Chapters be delegated to the appropriate Council members (Thibodeau, Hefner, and Hirtle) to recraft and bring back to Council for distribution by March 1, 1997 for final vote at the June Council meeting. Hensen seconded. PASSED.

Bruemmer, Uhler, and Stout agreed to craft a charge for a Task Force on the Dues Structure for consideration at the June meeting.

Browne, Fox, Mills and Maher agreed to craft a charge for a Task Force on the Annual Meeting for consideration at the June meeting.

Proposed Committee on Diversity

Council discussed whether establishment of a Committee on Diversity, as noted in TFOE's report, was the most appropriate step at this time for the Society to address the issue of diversity. Council decided to open the issue to broader discussion within the Society. Fox said she would address the issue and ask for feedback in her Archival Outlook column. Uhler and Hefner said they would contact the leadership of those committees and roundtables most interested in the issue for additional input.

Proposed Litigation

Bruce Craig v. USA

Hefner provided a synopsis of the case. The Craig case offered an opportunity for SAA to join an amicus curiae brief in support of a petition for an order releasing historically significant grand jury records pertaining to a McCarthy era espionage investigation. After general discussion of the case Council concluded more information was needed to make an informed judgement. Hefner moved and Hensen seconded the motion that SAA contact the American Historical Association to thank them for sharing the opportunity to join the case and request that they submit a copy of the full amicus brief for the Executive Committee to consider more fully. Council indicated SAA's general support for participation in the litigation. PASSED.

Tax Analysts v. IRS

Council then considered Tax Analysts et al. v. IRS and NARA. The case would require the IRS to comply with the Federal Records Act and to direct the National Archives to enforce the Federal Records Act and its own regulations. After a discussion led by Hefner, Bruemmer moved and Uhler seconded the motion that SAA join the plaintiffs in the case. PASSED (with Thibodeau in abstention).

Public Citizen v. Carlin

Hirtle and Hefner presented a synopsis of Public Citizen et al. v. John Carlin et al. The complaint challenges the Archivist's promulgation of a General Records Schedule (GRS 20) authorizing federal agencies to destroy electronic versions of records stored on agency email and word processing systems provided the agency made a hard copy of the electronic record on paper or microform. After discussion, Hefner moved and Hirtle seconded the motion that SAA decline the invitation to join the plaintiffs of Public Citizen et al. v. John Carlin et al. PASSED, with Thibodeau in abstention .

Hefner then moved and Gilliland-Swetland seconded the motion that the SAA President work with the plaintiffs and the defendants, discuss SAA's interest and serve as a mediator to reach a positive, professional conclusion in the case. DECLINED, with Hefner, Gilliland-Swetland, Hensen and Uhler in favor and Thibodeau in abstention.

Hefner moved that the SAA President work with the plaintiffs and the defendants, to have SAA serve as a mediator in the case to reach a positive, p