

**Society of American Archivists Foundation
Board of Directors Meeting
May 18, 2023
Virtual Meeting**

Agendas and background materials for SAA Foundation Board meetings are publicly available via the SAA website at: <http://www2.archivists.org/groups/saa-foundation-board-of-directors>.

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

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

Absent was Jessica Chapel

I. BOARD BUSINESS

A. Adoption of the Agenda

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

B.1. Board Meeting Minutes

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

B.2. Bylaws

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

C. Acknowledge Conflicts of Interest

Baur and Sokolow acknowledged their conflict of interest.

Notes:

Sokolow – on the NAGRA Board as of March

Baur – Program Director Digital (Annual Meeting)

If you have questions about the agenda, please send them to Jackie via chat or email. Any non-meeting items are sent via e, mail and staff will follow up next week.

II. CONSENT

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

Move Consent Items: Bhatia

Second Consent Items: Mosley

Vote: PASSED

A. Approve February 2023 Board Meeting Minutes [CONFIDENTIAL]

Following this meeting, the February 2023 meeting minutes were made available on the SAA website at: <https://www2.archivists.org/groups/saa-foundation-board-of-directors/february-20-2023-saa-foundation-board-meeting-minutes>

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

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

III. DISCUSSION

A. Executive Discussion

THAT the Foundation Board move into a confidential executive session.

(MOTION 3).

Move Consent Items: Bhatia

Second Consent Items: Mosley

Vote: PASSED

Price Osafo provided an update to the SAA Foundation Board of Directors regarding FY23 financials.

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

(MOTION 4).

Move Consent Items: Bhatia

Second Consent Items: Mosley
Vote: PASSED

B. SAA Foundation FY24 Operations Initiatives

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

V. STRATEGIC PLANNING

A. Review SAA Foundation Strategic Plan & Timeline

The Board reviewed and updated the Strategic Plan & Timeline.

B. “Mega Issue” Discussion Topic

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

C. Mosaic Scholarship

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

VI. ACTION

A. Approve 2022 Strategic Growth Grants [CONFIDENTIAL]

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

(MOTION 6)

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

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

Fiscal Impact: \$4,286

Move Items: Mangiafico

Second Items: Bhatia

Vote: PASSED

(MOTION 7)

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

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

Fiscal Impact: \$4,800

Move Items: Mangiafico

Second Items: Mosley

Vote: PASSED

(MOTION 8)

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

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

Fiscal Impact: \$3,288

Move Items: Mangiafico

Second Items: Mosley

Vote: PASSED

(MOTION 9)

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

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

Fiscal Impact: \$4,500

Move Items: Mangiafico

Second Items: Wong Smith

Vote: PASSED

(MOTION 10)

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

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

Fiscal Impact: \$5,000

Move Items: Mangiafico

Second Items: Sokolow

Vote: PASSED

(MOTION 11)

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

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

Fiscal Impact: \$5,000

Move Items: Mangiafico

Second Items: Bhatia

Vote: PASSED

(MOTION 12)

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

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

Fiscal Impact: \$2,925

Move Items: Mangiafico

Second Items: Bhatia

Vote: PASSED

B. Governance Working Group

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

(MOTION 13).

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

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

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

Move Items: Clark

Second Items: Bhatia

Vote: PASSED

- b. Gift Acceptance Policy

(MOTION 14)

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

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

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

Move Items: Clark
Second Items: Bhatia
Vote: PASSED

c. Nominating Committee

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

C. Other Action Items from Board Members

No other action items from Board Members were brought forth.

VII. BOARD BUSINESS (Continued)

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

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

VIII. DISCUSSION

A. 2023 Annual Meeting Plans

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

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

B. Other Discussion Items from Board Members

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

IX. Reports

A. President

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

B. Development Committee

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

C. Executive Director

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

D. Gift Summary and Analysis

The Board reviewed but did not discuss this report.

E. Annual Meeting Award Committee

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

F. NDRFA Review Committee

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

I. BOARD BUSINESS (Continued)

E. Meeting Debriefing / Next Board Meeting

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

F. Adjournment

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