

**Notice of Public Meeting of the Executive
Committee of the Board of Directors of the
Arizona Historical Society**

Mission: Connecting people through the power of Arizona's history.

Pursuant to A.R.S. §38-431.02, notice is hereby given to the members of the Arizona Historical Society and to the general public that the Community Outreach Committee of the Board of Directors of the Arizona Historical Society will hold a meeting, open to the public, on **Wednesday, February 27, at 11 a.m.** at the **Arizona Historical Society, Arizona Heritage Center at 1300 N College Ave, Tempe, AZ 85281** in the **conference room on the second floor**. Note: One or more members of the Executive Committee of the Board of Directors of the Arizona Historical Society will attend either in person or by telephonic, video or internet conferencing.

Minutes

1. Call to Order - Chair, Voie Coy

Meeting called to order at 11:14 a.m.

2. Roll call (quorum)- Chair, Voie Coy

Present (in-person or virtually): Linda Whitaker, Voie Coy, Michael Wade, Bruce Gwynn, Robert Ballard, Meredith Peabody, Thomas Foster. Absent: Kelly Corsette (portion of the meeting), Jeff Horwitz. Quorum present.

3. Call to the Public-Consideration and discussion of comments from the public. Those wishing to address the Board need not request permission in advance. Presentations will be limited to five minutes. Action taken as a result of public comment will be limited to directing staff to study the rescheduling of the matter for further consideration and decision at a later date.

No one came forward to speak.

4. Discussion and action, if any, to approve the minutes of the September 7, 2018 Executive Committee meeting.

Thomas Foster moved to approve; Bruce Gwynn seconded. No discussion or corrections. All voted aye.

5. Discussion and action, if any, on proposed policies relating to board responsibilities.

Wade asked if there would be a draft of the proposed policies sent to the full board. He also asked if the policies are being divided into the four types in the policy/governance model. Whitaker responded that the working group was asked to go through current policies and new policies proposed by Mr. Wade. Work group met for several hours to review a 24-page draft document of policies. The policy document has not yet been formatted; sorting policies

into types is part of formatting. The working group has checked to see if policies were still current. Some policies don't have dates. Whitaker has not seen the final product yet. Will be part of a board manual. The front part of the manual will contain policies. Richard Shaw and John Lacy are reviewing policies to make sure they do not conflict with the bylaws. Bylaws and supporting documents will also be a part of the manual. Lacy and Shaw are paying close attention to language as they are attorneys; the final version will reflect their legal background. Wade asked that the document be sent to the board for review. He emphasized the need to designate each policy by its type and urged holding off on ends policies until all of the other types (means policies) are complete. It is important not to have a policy that is both one type and another type. The four types are: 1) Governance Process 2) Board-Management Delegation 3) Executive Limitations and 4) Ends. Coy said it needs to be clear how the Executive Director will be evaluated. Secretary of the Board should document things that the board passes and track progress. No committee should have the authority to unilaterally pass policies. Goals and objectives for the Executive Director must be set. Whitaker asked if we have a current, viable job description for the Executive Director. Are there objectives? Does the board understand what is going to be evaluated? Nothing should be arbitrarily introduced later on. Whitaker mentioned that there will be supporting documents for the policies, such as the job description.

Kelly Corsette joined the meeting at 11:35 a.m.

Wade stated that the Executive Committee worked on an approach for the evaluation at the last meeting. That might conflict with the work that the Governance Committee is doing on the policies. Should that document go to the Governance Committee? Coy wants a policy stating that policies should not sit in committee for more than 60 days. At that point they must be passed along. Governance Committee will schedule a meeting prior to the March board meeting to review the draft policy manual and determine if it is ready to be presented for review by the State Board of Directors at their March 22 board meeting. There may be policies, such as the collections management policy, that don't fit neatly into one category of policy. Those might have to be supporting documents. Whitaker indicated that there should be an introduction to the policy manual. All agreed.

6. Discussion and action, if any, regarding Executive Director's performance evaluation.

Coy indicated that it is difficult to know how to evaluate the Executive Director and that there might be differences between the Governance and Executive Committee models for evaluating the Executive Director. Burns, when asked for input, indicated that the evaluation should take place concurrent with AHS' fiscal year.

Michael Wade departed at 11:58 a.m.

Whitaker suggested testing the evaluation process to see if it works. Will wait until after the March meeting to see what Governance Committee comes up with. Will have another meeting between March and April meeting. Whitaker suggested compiling the Director reports and the work priorities as part of the evaluation. Peabody asked that Burns sort the objectives into

red, yellow, green. Are they being accomplished for a certain quarter or not and why?

7. Update and discussion about AHS Board member re-appointments and resignations.

Discussion occurred about which board members are interested in returning, which board members are not interested in returning, and which board members are undecided.

Coy addressed Executive Committee members about the need to ensure transparency in the President's letter for the annual report. He asked for from committee members with preparing the letter. Coy asked Peabody to write a paragraph about the mission, vision, and strategic planning. Coy asked Whitaker to write a paragraph about the sunset review and performance audit findings and progress towards addressing those issues. Coy asked Wade to write about the policy governance model. Coy will write a paragraph about hiring a new Executive Director. Burns suggested a paragraph about the certified museums program and this year's grants.

Adjournment. Meeting adjourned at 12:15 p.m.

Executive Committee, Arizona Historical Society

W. James Burns

Dated this 28 February 2019

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