

**Minutes of Public Meeting of the
Board of Directors of the
Arizona Historical Society
Friday, February 19, 2021, at 12:00 p.m., virtually.**

Agenda

1. Call to Order – President Linda Whitaker.

Meeting called to order at 12:04 p.m.

2. Roll Call – Recording Secretary – Tawn Downs (for Bruce Gwynn)

Board members present: Robert Ballard, Deborah Bateman, DeNise Bauer, Wynne Brown, Janice Bryson, Colleen Byron, Kelly Corsette, Linda Elliott-Nelson, Tom Foster, Sharon Holnback, Richard Powers, Sherry Rampy, Greg Scott, Jim Snitzer, Ileen Snoddy, Linda Whitaker

Board members absent: Voie Coy, Bruce Gwynn, Tom Rose

Staff members present: Marilyn Murphy, Tawn Downs, James Burns, Kim Bittrich, Bill Ponder, Rebekah Tabah Percival, Robin Abbott, David Turpie

3. Welcome and Introductions – New board members introduced themselves.

Deborah Bateman – Vice Chair, National Bank of AZ, second generation Arizonan. Passionately loves AZ and wants to do anything possible to continue to connect people through the history of AZ and leave a great legacy for future Arizonans.

Wynne Brown – Freelance writer, editor, and graphic designer. Storyteller at heart and is in love with the stories of AZ. Most recent publication is about Sara Plummer Lemmon (Mt. Lemmon is named after her), a biography that will be published by University of NE press this Fall.

Linda Elliott-Nelson – Second generation Arizonan, mostly Yuma-based. Recently transitioned from VP for Learning Services at AZ Western College to Strategic Partnerships. Works a lot with Mexico along the border. Chairman of AZ Town Hall 2015-2017; has worked on civil discourse around many issues. Has seen how history impacts people, particularly young people. Excited to connect young people to history.

Richard Powers – First generation in AZ, originally from KS. Civil Engineer; worked 30 years for ADOT, designed a lot of bridges. Now has his own business providing engineering services, particularly in Eastern AZ. Became interested in history when he worked for ADOT

on the Apache Trail. Did a lot of research on the history of the trail and published an Arcadia book.

Sherry Rampy – Realtor for the past 20 years, specializing in historic properties. Has consulted on historic property rehabs. Has been involved with historic preservation in Phoenix. On City of PHX Historic Preservation Commission for the past six years; was chair. Owned the Jack and Marie Halloran house.

Ileen Snoddy – Has worked for Salt River Project for over 30 years. Responsible for the SRP Heritage Center. First generation Arizonan; husband is third generation. Longtime affiliation with AHS. Has a passion for telling AZ history. Has been very involved in National History Day AZ (NHDAZ). Loves the direction the historical society is taking.

Reminder from Whitaker, that the New Board member orientation is on March 3, from 9:00 am – 5:00 pm. Orientation is mandatory. Advises new members to think carefully about what committees they want to be part of. We need their expertise. Orientation materials will be circulated in advance of the meeting.

4. Discussion and action, if any, to **approve the draft Minutes** of the January 8, 2021, Board of Directors meeting.

Whitaker stated there was a request from Michael Wade for an addition to the January minutes. She asked Burns to read the statement:

"Michael Wade stated that he served as the Chair of the Transition Task Force when the AHS Board was transitioning from a member-appointed to a governor-appointed Board. He said that the meaning of the designated historical organizations mentioned in the law was carefully considered. The minutes of legislative committee meetings, as well as the wording of the law itself, produced the conclusion that the term refers to the AHS Chapters. He said the Governor's Office concurred with that interpretation."

Bateman asked: "What does that mean?" Whitaker responded: Michael's statements summarize the Transition Task Force work done in 2015 and the interactions at that time with the Governor's Office. It is important to note that there has been no official communication from the Governor's Office then or now to confirm that interpretation of the law. The law allows for chapter representation on the Board but does not state that chapters are historical organizations.

Whitaker responded that this is an interpretation that the governor's office considers Chapters to be certified historical organizations. Bateman asked, "Does that mean then or now?" Whitaker responded that it means "then" (2015), but that there is no record of that meeting to confirm that this is an official reading of that interpretation of the legislation

This addition will be made under agenda item #12.

Byron moved that the minutes be accepted as amended; Scott seconded. All voted in favor of approving as amended.

5. **Call to the Public** – Consideration and discussion of comments from the public. Members of the public wishing to address the Board should identify their interest at this time via the chat box. Those wishing to address an item on the agenda will be called upon when that item is being discussed and given up to five minutes. Those wishing to address an item not on the agenda will be allowed up to three minutes. Such items may not be discussed by the Board but may be directed to Staff for study and consideration at a later date.

Susan Dale was in attendance but did not wish to speak.

6. **Summary of Current Events** – Brief summary of current events by the Board Chair, pursuant to A.R.S. § 38-431.02(K). The Board will not discuss, or act on, any current event summary. – Whitaker

Whitaker asked new board members to think about committees they might be interested in serving on. She gave a brief over view of some of the committees.

7. **Executive Director Summary** – Summary of written report submitted to board with update on goals, initiatives, opportunities, communications – Burns

Burns shared the January 2021 Monthly Board Report, highlighting a new section called AHS Mission Reach. Mission Reach 13,551; Membership 1,449; social media reach – table of data. There was a request for an explanation of what Mission Reach consists of and a question as to whether the possibility of duplicate counting of virtual reach had been accounted for. There was some discussion about the data until all questions had been answered.

Highlighted other areas of the report: Grants, donations, legislative relations, alliances, task forces, history partners, and individual functional area reports. There was a special mention of the newest double issue of the Journal of AZ history that just hit mailboxes. New exhibitions were highlighted as was the Banner Health partnership and archival project, which resulted in the donation of 200 linear feet of archival material from what was Good Samaritan Hospital.

Comment from Whitaker: A question has come up previously about how to measure the productivity of staff. Look at the quality of what is being produced. The staff is talented and they are doing good work.

8. **Sunset Review and Performance Audit** - Update and discussion regarding status of sunset review and meetings of task force and January 8, 2021 Auditor General's Office presentation to the Board – Whitaker

Whitaker explained the Sunset Review for new members. It is a requirement for all State Agencies. The review is completed every 10 years, or more frequently if needed. Agencies can be "sunsetting" if they do not meet the requirements of the state. That means they must close down the agency.

Whitaker reviewed the Sunset Review tracking document. A list of Board requirements from the Sunset Review will be distributed to the Board prior to the April board meeting.

The next review (2024) will be conducted by committees of reference in the legislature, not the Auditor General's office. Whitaker requested that the list of reviewing committees be distributed to board members as part of the minutes of this meeting. Burns acknowledged request.

Whitaker provided an explanation of the accreditation effort for the four AHS museums (AHM, AHC, Sanguinetti, Pioneer). This is an all or nothing effort; all pass or none pass. There has been a lot of progress on collections and facilities management. She stressed that accreditation can help us in our Sunset Review and that it can help us get grants and donations. Accreditation review will take place March 22 – 26, virtually. Commission meets June 16 – 18 to consider the reviewers' report and makes a decision.

Burns noted that we have a tracking mechanism for measuring staff performance against our Strategic Plan goals and initiatives. This is important for Sunset Review and Accreditation. It will be distributed prior to the April board meeting.

9. **AHS Board Health** - Update on appointments, committees – Whitaker

Whitaker provided an update on appointments and committees. She commented that the process for getting new members on board has been episodic, with many members terming out before new members are appointed or before reappointments are made. Communication should come from the Governor's office to board members who are not being selected for reappointment. We are told more new appointments are coming. With the newest appointments, we now have 17 board members, and are healthier than we have been for a while. We still have 8 open seats.

Bateman asked about the health of the board over time. Whitaker responded that the shift to a governor appointed board has been both challenging and positive. The result has been an infusion of new perspectives and a broad range of experience that better prepares us to adapt and thrive. She applauded the Governor's office for the newest appointments. Accreditation and Sunset Review will be a test of our health.

Scott said that things are going in the right direction.

10. **Treasurer's Report.** – Jim Snitzer, Bill Ponder, Kim Bittrich

- a. January 2021 financial statements
- b. Presentation of financial overview and 'Feel the Burn'

Snitzer reviewed the Top Level Overview Narrative. He explained the "Burn Rate" concept and what it means for AHS. He then reviewed the Top level Overview of financials, noting a bequest last year to AHS, and explaining that the board voted to not use the donation to

support operations, but to use it instead to invest in a Capital Campaign. We need the funds from a major fundraising campaign to support the organization in the future. For instance, part of the land that the Arizona History Museum is built on is leased from the University of Arizona, and one day we will need capital to address that issue.

Snitzer reviewed the financial forecast for the end of year projection based on the current run rate. He also reviewed the “Feel the Burn” document.

Byron noted that during the confirmation hearings, Jim was grilled about the termination of three agreements to run non-AHS-owned properties. It was a controversial decision, particularly from Tucson and Flagstaff legislators, who thought that AHS should have bailed out those facilities, and they placed some blame on Snitzer for not being an entrepreneur and finding a way to save them. (Refers to Ft. Lowell and Downtown History Museum in Tucson, and Riordan Mansion in Flagstaff.)

11. **Action Item: Recommendation by the Executive Committee** to Board of Directors to accept the revised Code of Ethics, addressing findings from the American Alliance of Museums’ review.

Whitaker explained that previously AHS had different codes of ethics for staff, board members and volunteers. AAM would not accept that, and advised that a single policy should apply to all groups. This is a bit more granular than previous versions, but there is nothing unusual about this. It is additive rather than subtractive. The revised Code of Ethics was put forward for a vote by the Executive Committee at its January 27, 2021 meeting, and the committee unanimously voted to recommend to the full board acceptance of new ethics policy.

A voice vote was taken on the recommendation from Executive Committee to approve the revised Code of Ethics as submitted. All board members present voted in favor of approving the recommendation of the Executive Committee to accept the new Code of Ethics.

12. **Discussion about the role of AHS Chapters** – Fundamentals and guidelines; statutory language regarding chapters, designated historical organizations, and composition of the board.

Whitaker recommended tabling discussion about chapters until the Governance Committee has a new chair and can reconvene. There are some proposals being considered by the committee. Whitaker let new board members know that any action on recommended bylaw changes require 30 days advance notice to the board and any recommended policy changes require 10 days advance notice to the board.

13. **Committee Reports**

- a. Properties and Building Committee Report – Rose

DeNise Bauer reported that there has not been a meeting since the last board meeting, and that one has been scheduled for March 3.

b. Community Outreach Committee Report – Foster

Bryson noted that she did not reapply for reappointment, but has not been notified by the Governor's office that she has been replaced yet. She assumes that she is no longer a board member, but will continue to serve on the Outreach Committee. Bryson advised that Tom Foster became the chair of the committee at the February 16 meeting.

Foster reviewed the Outreach Committee recommendations as per the report. The committee approved the renewal of 53 museums, with several receiving conditional approval pending receipt of specific items.

Action Item: Committee requested board approval of 6 new museums for certification as recommended by the Committee (Arizona Military Museum, Heritage Square Foundation, Los Descendientes del Presidio de Tucson, Presidio Museum (San Augustin), Tucson Musicians Museum, Vail Preservation Society).

A voice vote was taken and all board members present voted to approve the committee's recommendation. Note: Corsette had to leave the meeting and was not present for this vote.

c. Governance Committee Report

No report at this time as there is no committee chair.

d. Library, Archives, and Collections Committee Report – Scott

Scott reminded the Board that every object that is brought into the collection, or removed from the collection, must be approved by the staff collections review committee. Deaccessions have a higher bar. When the staff collections review committee recommends a deaccession, the Board Library, Archives, and Collections Committee must review and then the deaccession must be approved by the full board if recommended by the committee.

Scott reviewed a slide presentation which included pictures of all items proposed for deaccessioning. He noted that there were two objects that were removed from the deaccessioning request – some rocks and some hoes. Those images were inadvertently left in the presentation.

The Library Archives and Collections Committee recommended to the full board that the items presented be deaccessioned.

Byron asked how items are disposed of if they go to auction. Burns responded that we work through State Procurement to identify approved vendors for

auction, though that is not the only means of disposition for deaccessioned artifacts.

Action item: Call for vote to approve objects recommended for deaccession as presented.

Recommendation was unanimously approved by all board members present.

Note: Corsette was not present for this vote.

14. **Announcements** and other matters for consideration in future board or committee meetings.

2021 AHS Board meetings:

April 16, 2021 – Location to be determined

June 18, 2021 – Location to be determined

August 20, 2021 – Location to be determined

October 15, 2021 – Location to be determined

December 17, 2021 – Location to be determined

2021 AHS Executive Committee meetings:

Monday, March 1, 2021

Monday, March 22, 2021

Monday, April 26, 2021

Monday, May 24, 2021

Monday, June 28, 2021

Monday, July 26, 2021

Monday, August 23, 2021

Monday, September 27, 2021

Monday, October 25, 2021

Monday, November 22, 2021

Monday, December 27, 2021

Adjournment at 2:18 p.m.

Dated this 22nd day of February 2021

Arizona Historical Society



Linda Whitaker, Board President

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