

**Notice of Public Meeting of the
GOVERNANCE AND POLICY COMMITTEE
of the Board of Directors
of the Arizona Historical Society
Friday, August 6, 2021**

1. Call to Order – [Kelly Corsette, Committee Chair]

Meeting was called to order at 12:13 p.m.

2. Roll call – [Kelly Corsette, Committee Chair]

Committee members present: Linda Elliott-Nelson, Kelly Corsette, Colleen Byron, Ileen Snoddy.

Committee members absent: Bruce Gwynn, Wynne Brown, Vance Bryce.

Staff members present: Bill Ponder, Kim Bittrich, James Burns.

3. Call to the Public – Consideration and discussion of comments from the public. Members of the public wishing to address the Committee 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 Committee but may be directed to Staff for study and consideration at a later date.

No members of the public registered or were present.

4. Review, discussion and recommendations/action to approve the minutes of the June 25, 2021 Governance & Policy Committee meeting.

Elliott-Nelson moved to approve the minutes as submitted; Byron seconded. All present voted in favor of the motion to approve the minutes.

5. Update – [Kelly Corsette, Committee Chair]

No update at this time.

6. Discussion - Governance Working Group review of bylaws and policy manual.

Work group has not met since the last meeting. (Byron, Elliott-Nelson, Bryce, Brown)

7. Discussion regarding definition of the roles and responsibilities of chapter boards.

Corsette provided the background for a document circulated prior to the meeting titled “An Updated Vision and Role for AHS Chapter Boards.” Discussion ensued about chapter boards being the connection between the State Board of Directors and local communities to advance AHS’ mission in communities across the State. Discussion then ensued about the recommended chapter activities. Question: How will this be received by the chapters? Answer: The reactions will likely vary as the chapters are all in different states of activity at this time. Question: Who do the chapter boards report to? Answer: This needs to be clarified in our recommendations. Question: How do we know what will be presented if members of these groups go out and present about AHS? Also, how is the content vetted / fact checked? And, what kind of oversight do we have over presentations they are giving? Answer: We need to determine a process for proper vetting and oversight. Question: How do you become a member of these chapter boards? Answer: Chapter boards are typically recruited locally from AHS membership. Each chapter has their own bylaws, and they vary somewhat. It is up to the board of each chapter to keep those groups healthy. Corsette has done a presentation in the past. It was put together by the staff. Question: How would the State Board ensure quality control and make sure the presentations carry the messages that are desired? Regarding local certified historical institutions, do the existing chapter boards have the expertise to understand how museums work behind the scenes? Answer: The idea isn’t for them to be consultants, rather to be a point of connection to AHS. Question: Do we provide chapter boards with the appropriate materials to go out present with some talking points? Answer: We have some, but probably need more. Those talking points would come from the AHS marketing and communications department. Question: Do the chapters have any responsibility for fundraising? No: That responsibility was removed last year to address a sunset review finding.

Conversation ensued about the contracts currently being negotiated with 501(c)(3) who do business with AHS. Burns clarified that those contracts are an entirely separate project from the discussion with chapter boards and that these are two distinctly different sunset review findings that need to be addressed.

Corsette noted that the language about chapter roles and responsibilities should probably be inserted into the Board Policy Manual. Everyone agreed. Corsette observed that once the policy manual is updated then there might need to be some updates to Chapter Board Bylaws. Question: Are we going to invite chapter board presidents to a meeting to discuss these recommendations? Answer: Yes, it would be appropriate to invite chapter presidents to a discussion at a State Board of Directors meeting. Question: Who do the chapter boards report to? Answer: This has been a point of confusion in the past. The chapter boards report to the State Board of Directors, not AHS staff, and that need to be clarified in writing. To avoid confusion the chapters should have an assigned staff liaison who will be assist them as appropriate; also, the marketing and communications team should provide all of the promotional materials and scripting for chapter use.

Corsette will redline the document and determine when President Whitaker would like this brought to the State Board of Directors for discussion and action.

8. Announcements and identification of matters for consideration in future committee meetings.

9. Adjournment. [Kelly Corsette, Chair] Meeting adjourned at 12:53 p.m.

Dated this 6th day of August 2021

Arizona Historical Society

Kelly Corsette

Kelly Corsette, Governance Committee
Chair

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