

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

27 September 2021

1. **Call to Order** – President Linda Whitaker

Meeting called to order at 12:01

2. **Roll Call** – Bruce Gwynn

Committee members present: Linda Whitaker, Tom Foster, Desirae Barquin, Colleen Byron, DeNise Bauer, Jim Snitzer, Kelly Corsette, Robert Ballard

Committee members absent: Bruce Gwynn, Ileen Snoddy

Staff present: Kim Bittrich, James Burns

3. **Minutes** - Discussion and action, if any, to approve the draft Minutes of the September 10, 2021 Executive Committee meeting.

Byron moved to accept the minutes as presented; Ballard seconded; all approved.

4. **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.

5. **Board Appointments** – Whitaker

There are still some appointments pending per Boards & Commissions; we are unaware of which positions.

6. **Sunset review compliance and progress report on contracts with not-for profit organizations that work with AHS** – Ponder and Burns

Responses to draft letters to 501(c)(3) regarding contracts:

Burns presented an update for both himself and Mr. Ponder, who was not present. Each of them worked with four groups: (Ponder – Historical League, NAPHS, Friends of Arizona History, and Los Amigos / Burns – Friends of AHS Inc., Arizona History Convention, YCHS, and Pathfinders).

Historical League:

From the first point of communication, the Historical League has indicated that they are fully in favor of a continued strong relationship with AHS. On the strength of that statement, the draft document was forwarded to Current President, Claire Nullmeyer. She has presented it to their Board. The Board officers reviewed the document and sent their comments back to AHS.

It should be noted that the League has documented an IRS determination letter that indicates their status is not one of a supporting organization. Although it was originally classified as a supporting organization under Internal Revenue Code (IRC) Section 509(a)(3), as of 12/12/18 the IRS stated "we determined you meet the requirements for classification as a public charity described in IRC Section 509(a)(2) and updated our records." This status change is very important as it removes them from the structured requirements AHS is trying to achieve. They no longer fall into the category of support groups that the Auditor General was concerned about in their review.

The League has now chosen to voluntarily enter into a contracted relationship with AHS. As such the final agreement will be subject to more modifications than may have been originally perceived. However, it is still believed that the final document will define a relationship that achieves the most important of the goals sought after. President Nullmeyer and President-Elect, Christine Hackett, have engaged in direct discussions and productive negotiations with AHS. We are redrafting the contract at this point and believe that the process may be 85%-90% completed.

NAPHS:

NAPHS has been contacted. Their President, Charlotte Madden has received the draft document. She will present it to the board at their next meeting on September 28th. She will then contact me about a follow-up meeting to discuss what comes out of the board meeting. She did continue to bring up the 1984 documents describing their first donation of collection artifacts and any strings attached thereto. This will continue to be a stumbling block until AHS has secured an opinion from the State's AG.

We know that NAPHS does support other organizations as well as AHS. If they elect to continue down the path of having a relationship with AHS, it may be informed by the work that comes out of our agreement with the Historical League.

Friends of Arizona Historical Society Southern Chapter 501c3:

The President of this group (Vicki Schwager) has expressed that they have elected to not engage with AHS until 2022.

Los Amigos:

The President of this group (again Vicki Schwager) has expressed that they have elected to not engage with AHS until 2022.

Friends of AHS Inc. - Bruce Gwynn and James Burns had a great conversation. All questions were answered, and no substantial concerns were expressed. Due to Gwynn's travel schedule, he was unable to attend the 9/23 FAHS meeting. There was not a quorum at the meeting, so nothing could be voted on. FAHS is hoping to schedule an emergency meeting prior to October 15. If that is not possible, an extension on the deadline would be appreciated.

Pathfinders - A couple of reviews have been conducted with the Pathfinders President, Gene Kunde. Those meetings were cordial and productive. Gene doesn't see any major hurdles, but there is some ongoing discussion about an endowment of some sort that Pathfinders has. They continue to meet and have reached out to Tucson staff. An extension on the deadline would be appreciated.

YCHS – James Burns met with Tom Hurt and Bruce Gwynn. By the end of the conversation they seemed satisfied and ready to meet with their board. Ponder reported to Burns that that meeting took place, and that a new YCHS President was elected. YCHS definitely wants to continue doing business with AHS, but we have to build a new relationship with the President, with whom AHS staff has not ever interacted with in the past. An extension of the deadline would be appreciated.

AZ History Convention – James Burns met with Stuart Rosebrook, Mark Tebeau, and Katherine Morissey a couple of times. We negotiated the contract together, and there were no points of contention. They stated that they needed to take this to their board. They have not yet been able to find a date where they can get a quorum. An extension of the deadline would be appreciated.

Whitaker thank Burns for the report and stated that if an organization is negotiating in good faith and wishes to have a relationship with AHS that an extension on the deadline is appropriate.

**7. Finance Committee – Snitzer**

a. Updates and discussion.

It is too soon in the year to include a forecast. Snitzer urged everyone to send him suggestions about the financial reports. He wants better and simpler ways to present the data, maybe graphical. Snitzer sees the need to change gears a little as the immediate financial issues are no longer as urgent. He urged AHS to refocus on long-range fundraising – and determine the right person to present information. The focus should now be on strategy.

8. **Governance Committee – Corsette**

a. Updates and discussion

The Governance Committee has not met. Corsette will follow up with the task force that is focusing on the Bylaws and the Policy Manual. That task force is flagging things to be followed up on for input by the full board.

9. **Executive Director Update – Burns**

No update at this time.

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

**Executive Committee Schedule**

**October 25, 2021**

**AHS Board meeting dates and locations: October 15 (Virtual)**

Meeting adjourned at 12:41.

Dated this 28<sup>th</sup> day of September 2021

Arizona Historical Society



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Linda Whitaker, Board President

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