

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

**June 20, 2022**

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

1. **Call to Order** – Meeting called to order at 12:05pm by President Linda Whitaker
2. **Roll Call** – Bruce Gwynn

Board Members Present: Desirae Barquin, Deborah Bateman, DeNise Bauer, Tom Foster, Jim Snitzer, Ileen Snoddy, Linda Whitaker

Board Members Absent: Robert Ballard, Kelly Corsette, Bruce Gwynn

Staff Members Present: David Turpie (David Breeckner on vacation)

3. **Minutes** - Discussion and action, if any, to approve the draft Minutes of the June 20, 2022, Executive Committee meeting.

No comments or discussion.

Motion to approve by Jim Snitzer.

Second by Deborah Bateman.

Unanimously approved.

4. **Call to the Public** – Consideration and discussion of comments from the public.

Alberto Valdez was present as an observer and did not wish to speak.

5. **Director's Update** – Linda Whitaker for David Breeckner Summary discussion below. See Appendix A (below) for Director's narrative report.

- a. Sosa-Carrillo House

We have not received a formal, Rio Nuevo Board-approved proposal. When that arrives, we will ask for AG review. This issue will then go before the full AHS Board for discussion and vote. The next regularly-scheduled Board meeting is July 29, 2022 in Flagstaff. That meeting will be a hybrid, allowing for both on-site and virtual attendance. A special, one- item meeting could be called prior that.

- b. Capital Campaign & Friends of AHS

The six-month contract will reflect recommendations from the Philanthropic Group Feasibility Study. It entails purchasing the services of a registered state contractor and providing the budget and timeline for implementing study recommendations to prepare for the Capital Campaign's launch. This is the operational and legal mechanism for drawing down a gift fund (non-tax-payer money) approved by the AHS Board in 2020 and set aside for professional fundraising. Staff was charged with writing the contract and negotiating timeline and deliverables.

AG's review for compliance is pending. Procurement also needs to approve the single vendor (Friends of AHS, Inc.) request as well the \$200,000 budget before posting it. This is a purchasing contract, considered by the State to be confidential. Once posted, this document becomes public and will be circulated to every Board member. The Board will use this purchase agreement to monitor outcomes, expenditures and determine next steps.

Conversation which ensued:

- **Ileen Snoddy** posed questions related to transparency and conflict of interest. Who from the Board has seen the procurement contract in its current form?
- **Linda Whitaker:** "Ileen, I'm under the impression from David [Director Breeckner] that you got to see it."
- **Ileen Snoddy:** "I did get to see it; nobody else has."
- **Linda Whitaker:** As an update from the Director's Update (now outdated since the time of distribution), State Procurement now controls the process moving forward; the contract will become publicly posted once it clears their internal review.
- **Ileen Snoddy** posed additional questions related to transparency and conflict of interest. **What is the Friends' proposal?** Who sits on the Friends Board? How does someone get on that Board? How many staff does Friends intend to hire? What are state rules about hiring former State employees or having them serve on the Friends Board? Why has no one seen a proposal from Friends? Where are the Friends Board meeting minutes? Did the Director recuse himself when Friends voted to approve the contract language?
- **Linda Whitaker:** I will request a list of current members of the Friends Board and will circulate this to the committee. Note this is a Board in transition and a number of changes are expected in the near future. No Friends meeting minutes or Board members list have been posted because Friends has no website. Bylaws have been adopted but not posted for the same reason. A Friends website is essential.

Friends has a fixed budget. They determine who/how many to hire. Here is the link that to the State Employee Handbook that outlines conflict of interest for former employees.

<https://hr.az.gov/sites/default/files/SPS%20Employee%20Handbook.%202008.17.18%20PDF.pdf> See pages 8-9.

AHS has representation on the Friends Board to provide information for those unfamiliar with State government and to facilitate peer to peer communication. The Director also sits on Friends as a voting member because he has a fundraising responsibility and is expected to inform Friends of agency needs and where fundraising fits in the strategic plan. He has stated that he recused himself during the Friends vote to accept the contract terms. This will be reflected in the upcoming May minutes of Friends, but these minutes are still awaiting review and approval by Friends at their June meeting.

There is no formal proposal from Friends to be reviewed by AHS. AHS is developing a contract for services through state procurement. The RFP (contract) is a purchase agreement for Friends' fundraising services, as such AHS generates the contract terms for timelines and deliverables.

**Tom Foster:** The meetings of NPOs are public - some will post meeting minutes while others make meeting minutes available upon request.

**Deborah Bateman:** A former AHS employee is currently serving as Treasurer of Friends as a volunteer, uncompensated and on her own time.

c. Flagstaff collections transfer

See Director's Update.

d. Grants: AZ Humanities, AZ State Parks

See Director's Update.

e. Support groups: NAPHS, Tucson

David has received NAPHS response to support group proposal. There is a new support group emerging in Tucson.

**6. Status of the Board: Scheduled Meetings**

a. June 29, 2022 – State Board Meeting.

This meeting is being planned as an in-person event in Flagstaff. It will be a hybrid meeting, with the option for the Board and members of the public to attend virtually. Currently, approximately 7-10 members from NAPHS and Northern Chapter are expected to attend. All members of the AHS Board who wish to attend are requested to RSVP with David Breeckner.

b. September 30, 2022 – State Board Meeting.

This is the Annual Meeting of AHS. This meeting is being planned as an in-person event in Tempe. It will be a hybrid meeting, with the option for the Board and members of the public to attend virtually. AHS will complete the day with a guided tour of the back collections area, which it will also live-stream for online audiences. All members of the AHS Board who wish to attend are requested to RSVP with David Breeckner.

7. **Status of the Board: Nominating Committee**

Deborah Bateman will chair this committee. She has asked Robert Ballard and Linda Elliot Nelson to serve. First meeting is June 27.

8. **Status of the Board: Finance Committee**

**Jim Snitzer** is recruiting new members to replace two volunteers who completed their one-year commitment. Valerie Welsh-Tahbo has requested to come off this committee due to her busy schedule. Jim needs but has not received financial reports for April and May and is awaiting updates regarding the 2023-24 budget proposal. (The monthly reports are done but not circulated.) Linda will follow-up with David.

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

- **Ileen Snoddy** reported on the successful Juneteenth celebration at the Heritage Center where SRP was a key sponsor. Over 200 people registered. The crowd was enthusiastic and engaged. She suggested Tucson as a site for next year.
- **DeNise Bauer** reported that the Buildings and Property Committee met and plan to travel to Yuma in the fall for a tour of the Sanguinetti House and Gardens.

Executive Committee Schedule: Noon and Virtual unless announced otherwise

Click the date to register for the meeting

All meetings are hosted are live-streamed via Zoom

[July 25, 2022](#)

[August 22, 2022](#)

[September 26, 2022](#)

[October 24, 2022](#)

[November 28, 2022](#)

[\\*December 19, 2022](#) (tentative)

Upcoming AHS Board Meetings: Noon and Virtual unless announced otherwise

Click the date to register for the meeting

All meetings are hosted are live-streamed via Zoom

[July 29, 2022](#) – possible in-person, Flagstaff

[September 30, 2022](#) – Annual and Board Meeting

[\\*November 18, 2022](#), third Friday at noon (tentative)

Adjournment at 12:54pm.

Dated this 23th day of June 2022

*Linda A. Whitaker*

---

Linda Whitaker, Board President

*The Arizona Historical Society does not discriminate on the basis of disability in the administration of its program and services as prescribed by Title II of the Americans with Disabilities Act of 1990, as amended, and Section 504 of the Rehabilitation Act of 1973, as amended. Persons with a disability may request a reasonable accommodation such as a sign language interpreter or alternative formats, by contacting AHS Administration at 520-617-1169. Requests should be made as early as possible to allow time to arrange for the accommodation.*

## APPENDIX A.

### **Director's Update**

#### **Director's Update – David Breeckner.**

##### a. Sosa-Carrillo House

Rio Nuevo's Executive Committee met on Tuesday, May 24. Although not an action item, their contract and the Restoration Report were discussed. There is still an interest in proceeding. RN promises to have a Purchase Agreement (PA) ready for AHS' review by the end of Friday this week. AHS has discussed terms with RN and has set expectations on the nature of language and scope within the proposed PA.

- The rental agreement with Los Descendientes is set to expire at the end of June.
- RN has requested that contracts be negotiated between AHS and the tenants, with RN self-obligating their compliance with them via dedicated language within the PA.
- AHS is drafting an updated contract for Los Descendientes and Borderlands; this contract includes a clause which stipulates \$1/mo rent for 5 years BUT on the condition of a sale to RN. Otherwise, both parties continue payment at their current rent.

##### b. Capital Campaign & Friends of AHS

The terms of the contract, to be run through state procurement and the AG, are ready for review. These were inspired by both the recommended SOW (Scope of Work) offered by F-AHS and by Phoenix Philanthropy in their 2021 Feasibility Study. It specifies \$200,000 for 6-month term with clear end-products and services expected.

Copies of the contract are available to Board members upon request. An NDA is available and must be signed by any reviewing Board member to ensure compliance with State procurement. Any Board member who wishes to review the full contract please speak with David Breeckner.

##### c. Flagstaff collections transfer

AHS staff members will be arriving to Flagstaff on Monday, 6/20 to transfer AHS collections from 4 Conex containers to several moving vans for transport to Tempe. AHS will be using its two vans and has rented two 26 ft UHaul vans.

In attendance will be Rebekah Tabah, Nate Samoriski, and Jace Dostal

(Collections), Irma Lopez (HR: Volunteers), Peter Mueller-Martin (Facilities), Destiney Evans (Guest Experience), and David Breeckner. NAPHS and Northern Chapter have been invited and will be providing several volunteers.

Monday will be an inventory, assessment, and packaging for move day. Tuesday will be a load day, and Wednesday will see teams depart no later than 11am for Tempe.

d. Grants: AZ Humanities, AZ State Parks

AZ Humanities: Buffalo Soldiers Grant

AHS has submitted a “Change of Scope” for this project with AZ Humanities, citing difficulties in working with our regional partner (UA) to complete their core component of the project in a timely manner. The project is now 2 years behind schedule; AHS is refocusing to remove UA as a partner and complete the project internally.

AZ State Parks

In 2020, AHS was awarded ~\$70,000 to install new ADA pathing and trail signage at Pioneer. This project was delayed due to the need for an on-site archaeological site survey. This work was contracted to Cornerstone, a certified company in Flagstaff. Their final report of this survey is now nearing completion, and is receiving final edits from State Parks and ADOT. One new archaeological site has been discovered on-site from this survey. One was previously discovered in 1977. They date to approx 900-1050 CE.

Moving forward, due to this discovery, AHS will have to contract with Cornerstone or another monitoring company to observe the work on trail construction once it is permitted to begin.

e. Support groups: NAPHS, Tucson

NAPHS has provided their annotated copy of the Support Group contract for AHS’ review. AHS has heard from an interested citizen in Tucson who is now working with other locals to determine the viability of a new support group in that region.