

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

July 25, 2022

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

1. **Call to Order** – Meeting called to order at 12:08pm by President Linda Whitaker
2. **Roll Call** – Bruce Gwynn

Board Members Present: Robert Ballard, Deborah Bateman, DeNise Bauer, Kelly Corsette, Tom Foster, Bruce Gwynn, Jim Snitzer, Ileen Snoddy, Linda Whitaker

Board Members Absent: Desirae Barquin

Staff Members Present: David Breeckner
3. **Minutes** - Discussion and action, if any, to approve the draft Minutes of the June 20, 2022, Executive Committee meeting.

Linda Whitaker: Title needs to be corrected. Should read “Meeting Minutes of the Executive Committee of the Board of Directors of the Arizona Historical Society.”

No further comments or discussion.

Motion to approve recommended edits by Bruce Gwynn.

Seconded by Tom Foster.

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

No members of the public present.
5. **Committee Report:** Nominating Committee – Deborah Bateman
 - a. **Deborah Bateman:** Thanks to Committee members for their participation. Only 1 Board member did not respond to the inquiry.
 - b. Presentation of slate of candidates. Approval of the slate will occur at the July 29 Board meeting. Final vote will be at the September 30 annual meeting.
 - Three current officers – Linda Whitaker, Ileen Snoddy and Jim Snitzer – are eligible and have been re-nominated for their current roles.
 - Bruce Gwynn (Secretary) has completed his maximum three terms and cannot serve. Stephen Chapman and Dr. Colleen Byron have been nominated.
 - Statements have been requested of all candidates. These will be shared with the full AHS Board in advance of the next meeting on Friday, 7/29/22,

as well as posted to the AHS website and attached to the annual meeting agenda for 9/30/22.

- c. Motion to accept slate of officers by Tom Foster.
 - d. Seconded by Bruce Gwynn.
 - e. Unanimously Approved.
6. **Committee Report:** Outreach Committee – Tom Foster
- a. Meeting took place July 22.
 - b. **AI Merito** nominations are due August 12. Outreach will meet on August 17 to review submissions, and afterward engage the State Board via an online poll. The poll results will be ratified at the September 30 Board meeting, and the winner presented at the Annual Meeting. For future years, the Committee suggested moving the presentation to the History Convention in the spring. This determination will be the subject of future Committee meetings.
 - **David Breeckner:** 2023 is the 50th anniversary of the AI Merito awards.
 - c. Twenty-three **Certified Historic Institution (CHI) Grants** were submitted for FY23. 21 submissions were return applicants. Cosante and Western Spirit are welcomed as new applicants. Two agencies (Cave Creek and Bisbee) submitted grant applications last year but did not apply this year. Nearly all grant requests were approved in full. \$39,700 funds were available and **\$38,491** funds are slated for award.
 - The Committee’s recommended slate of CHI awardees will be presented for a full Board vote on July 29.
7. **Committee Report:** Finance Committee – Jim Snitzer
- a. Review of May finances
 - The May report has been distributed, and a later packet will be sent to Finance Committee members with the July-April reports.
 - Jim Snitzer and David Breeckner shared the May report in the Zoom and walked the Committee through its interpretation.
 - Carole is working to slim down monthly reports to a more accessible format.
 - b. FY23 budget update
 - In May, the Executive Committee approved revisions to the original FY23 budget.
 - In June, Governor Ducey announced a 10% increase to payroll for State employees. The 10% was not an even distribution and only applied to staff positions filled before 7/8/22. This required an update to the May budget for uncovered employees, which was presented..
 - The June budget includes an estimated \$198,000 increase to appropriated funds from the 10% payroll update, but also obligates new expenses to be borne by AHS to maintain equity among position pay rates.

- This new budget lowers the May-approved deficit by \$10,000. As it only reduces cost, no new Board or Committee action/approval is required.
- **Deborah Bateman:** The FY23 budget reflects a deficit at year's end. How can we justify that?
- **Jim Snitzer:** We have reserves. Revenues are down across several categories, but should be expected to recover over time.
- **Deborah Bateman:** Can we acknowledge we have a deficit and identify a strategy to mitigate the run off? I would like to go to the board with more information.
- **Jim Snitzer:** Let's pick up that discussion with the FY24 overview. Our biggest single item of expense is salary. We are not fully compensated by the state to fund salaries. AHS can set its annual budget to any amount it desires, but has to make up any deficits of appropriated funds with non-appropriated, earned revenue (grants, admission, rentals, sales, etc).
- **David Breeckner:** The June draft of the FY23 budget reflects a \$10,000 decrease in the May-draft FY23 budget deficit.

c. FY24 proposed budget.

- AHS has prepared 4 draft budgets for FY24, which reflect different funding scenarios based on active conversations with OSPB and ADOA. AHS expects to receive an answer from these two departments in August, before the September submission deadline.
- Conversations focus on obtaining parity in appropriated funds: through increased investment in payroll services and/or with an increase to base expenditures (based on the June FY23 budget). AHS currently receives ~70% in appropriated funds for payroll services. The original FY23 budget allocated 85%. The increase to base expenditures reflects the \$256k deficit in the FY23 budget.
 - Even a return to 85% puts the AHS budget in the black.
- These scenarios will be presented to the full Board for a collective vote on July 29.
 - **Linda Whitaker:** Please explain the timeline of our talks with OSPB and ADOA and when we might know their determinations?
 - **David Breeckner:** We are waiting on the determination from OSPB. With ADOA, Andy Tobin and his CFO have seen the same information presented today and are investigating. I am hopeful to hear back by the first week of August.
 - **Linda Whitaker:** Would you dispel some of the "myths" that we are not liked, respected or trusted by the state?
 - **David Breeckner:** AHS has been receiving regular material and

technical support by multiple State agencies, including with HR, CIP, and Procurement. The OSPB/ Governor's FY23 "State Agency Budgets" details the ratio of non-appropriated funds and general funds since FY19, including within personnel services and ERE. The "myth" of AHS receiving 0% support by the state here is incorrect.

- **Linda Whitaker:** This opens up clearer paths of communication.
- **Deborah Bateman:** Do you know the breakdown of other agencies?
- **David Breeckner:** Anecdotally, it is between 85% and 100%.

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

a. Sosa-Carrillo House

- Rio Nuevo has provided AHS with a formal offer and proposed Purchase Agreement for the Sosa-Carrillo House in Tucson. The Agreement includes all previous protections and conditions discussed between AHS, RN, and the tenants. AHS is in negotiations with RN following its initial review of the document. Proposed changes are relatively minor, and already agreed to by RN. Updated Lease Agreements have been provided to the tenants to ensure their coverage and benefits from any potential sale (Los Descendientes and Borderlands Theater). AHS is awaiting review and determination by the AG prior to the Agreement's presentation to the State Board.
- **Linda Whitaker** would like to have complete documentation of the sale proposal with vetting from the AG's Office before presentation to the Board. What is the timeline here?
- **David Breeckner:** Fletcher will present the amended Agreement to the RN board (Tuesday, 7/26). Additionally, the current contract is incomplete and awaiting referenced Appendices. AHS will not progress in its talks until it has a complete document. Once received, AHS may hold a special Board meeting in August. If so, RN estimates a closing date of early September. Otherwise, the proposal will be presented at the September 30 meeting, with an estimated closing date of late October. AHS will work with RN and the tenants to ensure a unified and supportive message following news of any potential sale.

b. Capital Campaign – RFI Procurement Protocols

- Due to the complexity and uniqueness of the Capital Campaign proposal, ADOA has assumed the vetting and procurement of fundraising services on behalf of AHS. We are in direct talks with the State's Chief Procurement Officer and his senior staff, who are leading/monitoring the process. An RFI (Request for Information) was posted on July 5 and concluded on July 19. Procurement is reviewing responses to determine the best path forward that complies with State

guidelines and the option of a sole source vendor.

c. Molina Block: Outdoor Exhibit – RFP Procurement Protocols

- AHS is working with State Procurement to hold an RFP (Request for Proposals) for the development of the Molina Block outdoor agriculture exhibit in Yuma. The purpose is to solicit design proposals by various exhibit studios to establish core project details, including: budget, production timeline, interactive elements, exhibit layout, shared aesthetic, and narrative. The principal funder is YCHS and its general estimated budget is \$800k to \$1m. AHS will work with YCHS and Procurement to design the RFP, which will be posted in late August or early September. The review committee for proposals is not yet formed, but David is advocating for a 6-person panel that includes members of both AHS staff and YCHS. The hope is by the end of December we will know what proposal and exhibit design we want to pursue.
- **Linda Whitaker:** How does this arrangement work with YCHS?
- **David Breeckner:** YCHS is a strong and reliable fundraiser. It has successfully secured a private donor. This donor represents the bulk of their financial support for this project, and they are waiting on a 6-month CD prior to being ready to act on that support. AHS will work with YCHS to deliver a polished proposal and vision for the space (the result of the RFP) to YCHS and the donor by December.

d. Flagstaff collections transfer

- Completed; all materials from Conex boxes now in Tempe. This resolves a major, outstanding issue from the 2013 Sunset Audit.

e. Potential acquisitions: Arizona Science Museum (Phoenix History Museum), Phelps Dodge Mining, and the Arizona Institute of Architects.

- Talks are ongoing for the **Phoenix History Museum** collections, but are time sensitive. Discussions are complicated by previous expectations on a donation (donation vs long-term loan).
 - **Ileen Snoddy:** Are we taking in everything from Phoenix History Museum? Not everything is relevant to AHS.
 - **David Breeckner:** We have not yet received a complete inventory list, but have requested one. Conversations with the Science Center are ongoing. Criteria will have to be met for consideration of retaining the collection. AHS has contacts for deaccessioning and is happy to non-materially support any interest by ASC in deaccessioning its collections.
- **American Institute of Architects (AIA)** is facing permanent, archival storage issues in Phoenix. Their archives contain multiple and original historical building plans and maps. They've suggested a joint legislative effort to support an Archives Annex on the AHC Tempe grounds.

- **Phelps Dodge Mining (PDM)** has presented a new and previously-closed opportunity. Their collections are primarily archival documents extending to the 1870s and fill in important gaps in the AHS archives. PDM has approached AHS because they are vacating their offices in downtown Phoenix and are time-pressed, but are willing to temporarily store materials off-site in a rented storage unit.
 - **Linda Whitaker:** AHS approached PDM about these collections 10-15 years ago and was denied the material. PDM called Rebecca to see if AHS was interested in the donation

f. Status of hiring/impact on museums

- AHS is two positions away from filling the Tempe staff: Preparator I and Marketing VP. A letter of offer has been issued to Graphic Design candidate, with a first day of August 8. The Flagstaff Operation Manager position remains open.
- Flagstaff: No staff currently on payroll to keep Pioneer Museum open. Due to this shortage, the museum will remain closed until further notice. Phones have been forwarded to a dedicated line in Yuma.
- AHS has begun to rotate staff from various departments and locations to attend PM in-person at least once a week. AHS is considering opening the museum to the public for free whenever this guest staff member is present. This satisfies state compliance regarding gifting and is acceptable. We are investigating additional security for the property, even seeking local PD to establish a presence on site.

g. Contracts: UA Press publications agreement executed

- AHS has recently announced a new contract between AHS Publications and UA Press. AHS will serve as a partial sponsor to support publication costs for a 30-35 book series titled "Arizona Crossroads". Published books will be released 1 or 2 times a year. AHS will receive equal publication credit and titular name ("An AHS Publication"). AHS will pay a reduced rate for the joint publication, and receive a percentage from domestic and international sales. There will be a virtual launch event co-hosted by The Press and AHS on August 5th.

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

- No announcements.

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

[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](#) – In-person, Flagstaff

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

[*November 18, 2022](#) – Third Friday at noon (tentative)

Adjournment at 1:51pm.

Dated this 28th day of July 2022

Arizona Historical Society



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.