

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

August 28, 2023

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

Minutes

- 1. Call to Order** – By President Linda Whitaker at 12:02pm
- 2. Roll Call** – Secretary Colleen Byron
 - a. Present – Robert Ballard, Desirae Barquin, Deborah Bateman, Colleen Byron, DeNise Bauer, Linda Elliott-Nelson, Thomas Foster, Jim Snitzer, Linda Whitaker
 - b. Absent – No members absent.
 - c. Staff – David Breeckner, Bill Ponder, Melba Davis, Rebekah Tabah
- 3. Minutes** - Discussion and action, if any, to approve the draft Minutes of the July 24, 2023, Executive Committee meeting.
 - a. Motion to approve minutes as submitted by Colleen Byron and seconded by Deborah Bateman; unanimously approved.
- 4. Call to the Public** – Linda Whitaker
 - a. No members of the public present.
- 5. Status of Board Appointments** – David Breeckner, Linda Whitaker
 - a. **Executive Session** moved to the end of the meeting agenda.
- 6. Board Update** – David Breeckner
 - a. LAW-2000 assigned training update.
 - i. 9 [Corrected] certificates recorded from Board members who have completed the assigned content. 11 members are still outstanding.
 - ii. David Breeckner reiterated the need to complete this course by Friday, 9/1 to meet 2023 Sunset requirements. A notice will be sent to all AHS Board members who have not yet completed their training to do so by Friday.
 - a. Linda Elliot-Nelson added that the training was easy to complete and could be done within an hour. However, a 70% grade is required to pass and

note-taking is suggested.

b. Linda Whitaker and others shared their difficulties accessing the course through their browsers. David Breeckner and Melba Davis promised to investigate and share the suggested resolution with outstanding Board members. Melba Davis asked anyone experiencing difficulties to contact her for support.

b. Board Officer Slate for 9/29/23 elections.

i. AHS was notified from AZ Boards & Commissions that three of its current Board members – Gene Kunde, Matthew Hernando, and Diane Drobka – would need to leave the AHS Board at the end of their 1-year probationary period. This was owed to no AHS candidates receiving a confirmation hearing after their appointment in the 2022 Legislative Session. AHS was not exclusive in this; 26 other Board members from other agencies did not receive hearings.

a. Gene Kunde’s last day on the AHS Board is 10/5/23. He is ineligible to run as Treasurer on the 2023 Officer Slate.

b. Members of the Board expressed their sympathy for the disaffected Board members, loss for Gene Kunde as an anticipated candidate, and disappointment in the failure in the Legislative process.

ii. As a matter of process, anyone voting in the Officer’s Election may suggest a write-in candidate. Candidates must accept the nomination to be appointed. If no candidate is selected during the 2023 Officer’s Election, the newly-elected AHS Board President may appoint an individual to the position in an interim capacity until the next meeting of the membership.

a. Write-in candidates are supported as an option across both the in-person and online voting platforms for the 9/29/23 meeting.

iii. Call for Treasurer nominations

a. Robert Ballard shared that the Nominating Committee had approached individuals but not received a response. It would be sending out a Board-wide email calling for nominees after the end of the meeting.

b. Linda Whitaker explained that the lack of candidates stepping forward to fill the candidacy vacancy reflects the difficulty and challenges in the Treasurer’s role. The Board does not need to be overly fearful of a blank in the slate ahead of the 9/29/23 meeting.

c. David Breeckner suggested that, if no nominee is elected at the 9/29/23

meeting, the newly-elected Board president should consider approaching the alternative Vice President candidate to see if they'd be willing to serve in an alternate capacity. David asked the candidates – Linda Whitaker and DeNise Bauer – if they'd be willing to consider it.

- i. Linda Whitaker answered that she offered to serve as Vice President to best serve the incoming Officer Slate. She accepted the nomination when no other candidate had stepped forward. She is willing to consider a change in position, but encouraged that others first be considered.

1. Colleen Byron offered her support if Linda Whitaker was willing to serve in the Treasurer's role.

- ii. DeNise Bauer said that she would not be willing to consider the Treasurer position.

7. Sunset Update – David Breeckner, Linda Whitaker

- a. The Sunset Review committee – Linda Whitaker, Bill Ponder, David Breeckner, and Rebekah Tabah – met on the morning of 8/28/23 to review the final packet for the agency's 2023 Sunset Review response. A copy of the primary response – pending minor updates – was provided to the Executive Committee shortly thereafter.
- b. The packet will be printed and submitted on Tuesday, 8/29/23.
- c. David Breeckner shared his screen to show the accompanying Appendices that support the submission packet.
 1. Colleen Byron and Linda Whitaker spoke to the change in the perceived severity of questions and review from the 2013 Sunset.
 2. Robert Ballard expressed his support for the completed packet.
 3. David Breeckner added that this is a strong application that highlights the agency's successes and qualifies shortcomings.
 4. David Breeckner shared that recent conversations with other State representatives and agencies has suggested a Legislative interest in consolidation with parallel agencies. He believes the agency's 2023 Sunset Review response addresses this.
 - a. Rebekah Tabah and Linda Whitaker added that this is a fair question to ask, detailing the operational models of other states. However, AHS' specific scope and efforts are unique and not duplicative to other Arizona agencies. Other

state agencies lack the specific training to meet AHS' statutory requirements.

b. Linda Whitaker asked if there's ever been a joint meeting between AHS, State Parks, and State Libraries to discuss shared missions, operations, and resources. Bill Ponder answered that meetings have happened but not recently, and that AHS has enjoyed a generally amicable relationship with both agencies.

i. David Breeckner answered that this is an opportunity to pursue, but should be looked for in 2024. The possibility of overlap in operations and new shared resources is worth investigating.

8. Director's Update – David Breeckner

a. Finance Update

1. The Finance Committee meeting in August was canceled due to a lack of financial reports for July 2023.
2. AHS is waiting on the execution of its contract with Central Services Bureau (CSB) for their management of select AHS financial operations. This includes signature authority to issue payments for invoiced expenses and production of monthly reports. AHS expects to have this in place for the Committee's September meeting.
 - a. This contract will provide long-term financial support of AHS' Finance Department and at a reduced cost than that of a FTE staff member.
 - b. Melba Davis added that AHS has been proactive on present and future invoices. It is now able to pay all bills and invoices.
3. Melba Davis has been working with JLBC, OSPB, and GAO to oversee completion and submission of AHS' financial closeouts – including its FY25 Budget Submission – due on 9/1/23.
4. Deborah Bateman asked about the quality of leadership present in AHS' Finance Department.
 - a. David Breeckner answered that leadership is presently absent, following the retirement of Carole McQueen. A desired qualification of the future CFO is prior experience with the State's accounting practices and systems. Several candidates meet this qualification. Concerns over future leadership and secondary signatories have been addressed in the new organizational chart (below).

b. Restructuring/Organizational Chart (see attached)

1. David Breeckner shared the organizational chart.
 - a. This restructuring strengthens local and mid-tier supervision authority, removing a top-heavy senior leadership. AHS will operate under 3 divisions: Mission, Development/Outreach, and Operations. These divisions bring

together former departments, assigning them thematically around shared/similar activities/resources.

- i. Predominantly, this did not require any changes to staff classifications or salary.
- ii. Melba Davis is currently enacting the transfers and updates to staffing descriptions to fit this new structure.
- iii. Rebekah Tabah added that this codifies previous efforts to break down “silos” within AHS and work more functionally across the agency.

b. Finance

- i. Deborah Bateman asked about positioning the CFO in a secondary position under the Deputy Assistant Director, rather than directly under the Executive Director. When hiring, the CFO is not a simple accountant and should be someone with the ability to significantly contribute to the mission and future of AHS.
- ii. David Breeckner answered that the Deputy Assistant Director avoided signatory authority conflicts between the CFO and Executive when acting in a secondary capacity. The Deputy Assistant Director is being hired with consideration to their financial experience to support the CFO position.
- iii. Jim Snitzer added that the Board needs a CFO who can deliver not only reports but look ahead to provide future-views. He and others provided qualities and skills desirable in a candidate.
- iv. Melba Davis added that the State is also updating to a new accounting system – AZ360 – and can assign training to all new hires.

c. Status of Hires/Departures – Melba Davis

1. Lora Key has resigned as Managing Editor of the JAH, accepting a new position at ASU.
2. Open positions: Flagstaff AA3, Yuma AA3
3. A letter of Offer has been issued for the VP of Marketing & Communications position.
4. The CFO position is open and currently undergoing phone screenings.
5. The AHC Tempe Preparator position has been open for 8.5 months; applicants have not met hiring criteria or declined over the offered salary (too low).

d. Staff Retreat update

- i. Staff conversations have occurred; immediate feedback was surprised over

Dated this 31st day of August 2023.

Arizona Historical Society



Linda Whitaker, Board President

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Upcoming Executive Committee Meetings

Noon and Virtual unless announced otherwise

Click the date to register for the meeting; all meetings are hosted are live-streamed via Zoom

[September 25, 2023](#)

[October 23, 2023](#)

[November 27, 2023](#)

Upcoming State 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

[September 29, 2023](#) — Annual AHS Member Meeting

[November 24, 2023](#)