

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

March 25, 2024

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

Minutes

- 1. Call to Order** – By President Linda Elliott-Nelson 12:00 pm.
- 2. Roll Call** – Linda Elliott-Nelson on behalf of Deborah Bateman
 - a. Present – Robert Ballard, Desirae Barquin, DeNise Bauer, Deborah Bateman, Linda Elliott-Nelson, Jim Snitzer, Linda Whitaker, Bruce Gwynn , and Kelly Corsette (member of the AHS Board present by request)
 - b. Absent – Tom Foster
 - c. Staff – David Breeckner, Vince Bradley, Rebekah Percival, Melba Davis, Jace Dostal, Rachael O’Hara, Vanessa Fajardo, Marianna Touloumes, Sebastian Alt
 - d. Public – Duffie Westheimer, Gwen Groth
- 3. Minutes** - Discussion and action, if any, to approve the draft Minutes of the Executive Committee meeting from January 22, 2024 and February 26, 2024.
 - a. **Motion to approve minutes of January 22, 2024, and February 26, 2024, as posted on the AHS website unanimously approved. (Linda Whitaker, Jim Snitzer)**
- 4. Call to the Public** – Linda Elliott-Nelson
 - a. Duffie Westheimer
- 5. FY25 Budget: Updated.** David Breeckner shared the revised FY25 budget and narrative.

In its original submission to the State in August 2023, AHS had requested a \$1.45M appropriations increase for its FY25 budget. Since then, changes to AHS’ operations and State funding realities required an update to the FY25 budget. Specifically,

- The state is currently operating at a \$400m deficit and is unlikely to give any budget increases.
- At AHS, there has been a cost savings with the change of operations in Yuma.
- AHS is looking at the continued closure of the Pioneer Museum and has struggled to fill positions with allocated funds in 2022 and 2023.
- AHS has been non-competitive with salaries which impacts recruitment and retention.

- Utility rates have increased.
- EOY projections for FY24 revenue.

The updated draft budget adjusts revenue projections, makes minor cuts to several expenditure categories, and reallocates Yuma cost savings. The updated budget includes increases to staffing and salaries to more closely approach the median rate in other Arizona state agencies. The updated budget is premised upon and obligates a non-staffing commitment for Pioneer museum in FY25.

The AHS Finance Committee reviewed and re-envisioned the budget and it voted to recommend the updated FY25 budget to the Board for a full vote, including re-allocating the Flagstaff salary funds to Phoenix and Tucson.

David Breeckner added that, while the budget as a financial strategy will be reviewed and voted upon by the full Board, the decision of whether to commit to another year of closure for Pioneer warranted separate review and recommendation to the Board by the Executive Committee.

Linda Whitaker noted that the Finance Committee accepted the numbers as proposed. There should be sit-down meetings with Flagstaff on options available.

Desirae Barquin shared that there are many feelings on this recommendation to the budget and concerns that there are no prospects on re-opening the Pioneer Museum. She shared that her concerns are that AHS is gambling the Pioneer Museum's possibilities within the budget going into the future. She does not feel comfortable voting to approve this budget update.

Duffie Westheimer, a member of the public, raised her hand to speak. Linda Elliott-Nelson asked for a point of protocol to have a member of the public speak during an Executive Committee meeting after the Call to the Public agenda item had passed. David Breeckner noted that it is the Board President's decision to allow the member of the public to speak. Linda Elliott-Nelson stated that Duffie Westheimer could speak and should stay within the parameters of the Call to the Public protocol of addressing the agenda item and remaining within the five minute limit of speaking. Duffie Westheimer thanked Linda Elliott-Nelson for the opportunity to speak and shared that she has been a resident of Flagstaff for 44 years. She said she is so sad that the Pioneer Museum is closed and that there will be one more year before the conversation to open it would occur. She added that school children need to understand what Flagstaff is and that buildings do not like to be empty. She added her concern that funds that earlier were assigned to Yuma and Flagstaff would be going elsewhere and that she hoped the AHS board would reconsider its position.

Jim Snitzer stated that everyone is correct. The choices for AHS are to do a poor job of everything or do a few things better. There needs to be support from the community in this situation since there is no viable path going forward.

Bruce Gwynn said that Flagstaff cares about their place deeply, but they don't have the funds. He commended Desirae Barquin who cares about Flagstaff and is strong. An option might be to save some of the funds from Yuma and build a nucleus to get going.

David Breeckner said that the AHS budget has been worked on since October 2023. This appears to be the best solution for finances and sustainability. In 2019, the Pioneer Museum was fully opened and only earned 30% of its operating cost. In that year, AHS subsidized 70% of its operating cost of \$280,000. At the AHS Tempe facility, the expenses match the income, so it is self-sustaining. AHS needs to look for capacity for growth and is currently facing an operational deficit of \$400,000 each year. AHS needs to have a strategy for Flagstaff.

A motion was made to support the AHS Finance Committee's budget recommendations as they commit to the continued closure of the Pioneer Museum in FY25. (Jim Snitzer, DeNise Bauer).

Further discussion on the motion continued. Linda Whitaker stated that we need to be clear – there needs to be a dialog with Flagstaff on who else needs to be at the table. These entities need to be from the larger community.

Desirae Barquin observed that there are more opportunities, but it appears that AHS is telling Flagstaff that the Pioneer Museum is Flagstaff's problem, and that Flagstaff needs to figure it out. She noted that the Pioneer Museum has been closed for the last 4 years and options for the future need to include AHS's input and involvement.

Duffie Westheimer raised her hand. Linda Elliott-Nelson asked for a point of protocol on a member of the public speaking during a specific agenda item outside of Call to the Public. Desirae Barquin shared that Duffie Westheimer would have a better knowledge of partners in the Flagstaff area. Linda Elliott-Nelson asked Duffie Westheimer to speak on this agenda item. Duffie Westheimer shared that Flagstaff does not have resources. There are many non-profit organizations in Flagstaff, which makes it difficult for the Pioneer Museum to raise funds. Many visitors go to the Grand Canyon and pass by the Pioneer Museum. Duffie shared that this is a national and state topic. Flagstaff used to raise revenue for AHS. She added that she understands the challenges.

David Breeckner stated that AHS does not intend to give up on Flagstaff. AHS will continue to host events at the Pioneer Museum and open the Pioneer Museum on weekends when possible. The challenge on this agenda item is partnerships. AHS needs to lead the charge. In the past 40 students from NAU were brought up as possible interns, but this would have required hiring an additional full-time staff person at AHS to supervise them. AHS needs to find new partnerships to support the Pioneer Museum. AHS has asked other agencies to support the Pioneer Museum, but the answer has been no. David shared that there is not a clear path forward.

Jim Snitzer shared that he can see where this is going, but he is not happy about it. Jim said he can see three options: 1) funding from AHS, which is no; 2) funding from the community, which is no; and 3) operational efficiencies. Jim suggested that AHS needs to get people in the room in Flagstaff who can do stuff. Jim volunteered to be there. Jim added that there is no long-term solution at present and we need to face reality.

Kelly Corsette shared that we should take 6-12 months to have a conversation with Flagstaff to see a way forward.

Linda Elliott-Nelson repeated the motion on the table: A motion was made to support the AHS Finance Committee's budget recommendations as they commit to the continued closure of the Pioneer Museum in FY25. (Jim Snitzer, DeNise Bauer) and called for the vote. Executive Committee members voted in favor of the motion, with Desirae Barquin voting no and Bruce Gwynn abstaining. Motion passed.

6. Sanguinetti House Museum and Gardens Update (SHM). Bruce Gwynn shared that the governor is signing the bills (HB2427 and SB1441) to move ownership of the Sanguinetti House and Gardens, the Jack Mellon House and the Molina Block, from AHS to the City of Yuma. There should be a ceremonial signing later on. Linda Elliott-Nelson asked when these bills would take effect. David Breeckner shared that bills take effect 90 days after the close of the legislative session, which would mean August through October 2024. This bill requires AHS to turn over any documentation of ownership 15 days after this period.

A motion was made to acknowledge HB 2427 and SB 1441 and their benefits to the agency and provide requested information and help as needed to the House or Governor's Office. (Linda Whitaker, Jim Snitzer). The Executive Committee members voted in favor of this motion, with Bruce Gwynn abstaining. Motion passed.

7. Special Meeting Series. David Breeckner shared that there have been updates at the State level that directly impact Board and Agency operations and that additional training is needed to expand board knowledge on Board and Commissions (protocols and FAQ), State Procurement and ADOA Conflicts of Interest. Linda Elliott-Nelson added that she and David Breeckner had talked with Carlos Ramos, the Director of Boards and Commissions, about updates, and that it appears that Carlos could give those updates on Boards and Commissions during an AHS full board meeting on May 31, 2024. David Breeckner shared that AHS can move forward in a better way with the AHS Board being fully knowledgeable on how the state gets things done.

Linda Whitaker asked about previous mandatory trainings that the AHS board completed in August 2023 and asked if this course has been recently updated. David Breeckner added that only half of the AHS Board took the course. Linda Whitaker asked who would retake the course and if there is new information in the course. David Breeckner shared that the information shared with the AHS Board would be a live person from state who could take questions from the AHS board and be more responsive. Linda Whitaker asked who would teach the class. David Breeckner answered that it would be an ADOA trainer. Linda Whitaker noted that AHS has had a hard time getting a quorum and asked how special meetings would be different. David Breeckner noted that AHS has had no course on procurement to date and that the state has shifted on procurement. He added that the AHS Board has to follow through on this and needs to address. Melba David added that she has been working with the Chief Procurement Officer and he and the Procurement Office have a specific class they can put together. Linda Whitaker noted that the idea is

commitment and at what level and asked if we will go to the full board with a pledge that all will participate. She asked where the board buy-in is.

Motion was made to recommend to the State Board a special meeting series, as described in today's minutes, for all Board members. (Robert Ballard, Bruce Gwynn). Motion passed unanimously.

8. Board-Staff Relations

- a. David Breeckner shared that the “**staff contact list**” has been distributed to Committee members. Linda Whitaker asked if this list is a caution to the AHS Board to go through the Executive Director or the Deputy Directors instead of board members contacting staff directly. David Breeckner noted that if a board member is already assigned to a particular item, they should contact staff directly as their official duty on a committee. If it is a general idea, the board member should contact the Executive Director, the Assistant Director, or the Executive Assistant to the Executive Director.
- b. **Code of Ethics.** David Breeckner shared that the AHS Code of Ethics was last updated in 2021 and that AHS does not have a Conflict-of-Interest Statement.

Linda Whitaker shared that in 2020-2021, the AHS Board adopted an ethics code as part of its AAM accreditation and that it was contained within the Code of Ethics. and that there was a link on the website, and a national statement. David Breeckner agreed and clarified that this was a request for review and, as necessary, update to align with the Special Meeting series training.

Motion: To assign the Governance Committee to review and update both the AHS Board's Code of Ethics document and Conflict of Interests document for consideration at the AHS State Board's July meeting. (Robert Ballard, Jim Snitzer). Motion passed.

- c. David Breeckner shared that there is a current lack of definition of roles between AHS staff and AHS Board members in regard to oversight and operations, or who is doing what and what type of support occurs in day-to-day operations. This is meant to be a two-way conversation through a special task force with co-chairs representing staff and the board. Linda Whitaker asked if this impacts board policy and staff policy. David Breeckner said that he believed so and this would be a codified policy.

Motion: to approve a special taskforce to define Board-staff roles in oversight and operations, and to codify them in a shared document. The task force should be comprised of 2-3 members of staff and 2-3 Board members, with Board and staff co-chairs. Executive Committee and staff leadership should recommend their task force members for the April 30, 2024, Executive Committee meeting. Their finished document should be presented to the AHS State Board for its review at its July 2024 meeting. (Jim Snitzer, Robert Ballard). Motion passed.

Desirae Barquin volunteered for the Governance Committee and the task force.

9. National History Day: David Breeckner made a last appeal for volunteers for National History Day. He said that AHS just had a contest in Flagstaff and that there is a link in the agenda to volunteer. Rebekah Percival shared that there is one more event, the state competition on April 13, 2024, at Arizona State University.

10. Director's Update:

a. David Breeckner shared that AHS continues its hiring efforts and has finished, published and posted positions available. AHS has been able to make its staff positions more competitive and has promoted Jace Dostal to Collections Manager.

b. **Update:** David Breeckner noted that he had sent an email regarding HB2632. The Senate Governance Committee voted to send forward an amended strike-through bill to replace HB 2613 (the January 2024 sunset hearing recommendations). This new bill changes the time of the sunset reviews from 8 years to 2 years and affects all agencies that went through their sunset reviews in January 2024. This has advanced the bill to the full Senate for a vote. If the bill passes the Senate, it goes back to the House and if it passes the House, it goes to the governor for signature. AHS is recommending that people call their legislative officials to urge them to vote no on HB 2632 and yes on the 8-year sunset review recommendation.

11. **Announcements:** Linda Elliott-Nelson asked for any announcements. There were none.

12. Adjournment by Linda Elliott-Nelson at 1:15 pm.

Dated this 26th day of March 2024.

Arizona Historical Society

Linda Elliott-Nelson

Linda Elliott-Nelson, 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.

Upcoming Executive Committee Meetings

Noon and Virtual via Zoom unless announced otherwise

Please use the following link as a hyperlink to solicit online registrations. It has been set up to work (individually) for all Executive Committee meetings in 2024.

· <https://us02web.zoom.us/meeting/register/tZUlc-2hqDisG9QarPDKi819C7uUohXboP9Q>

Meeting Dates:

April 29, 2024

May 20, 2024

June 24, 2024

July 22, 2024

August 26, 2024

September 23, 2024

October 28, 2024

November 25, 2024

December 30, 2024 (to be discussed)

Upcoming State Board Meetings

Noon and Virtual via Zoom unless announced otherwise

Please use the following link as a hyperlink to solicit online registrations. It has been set up to work (individually) for all State Board meetings in 2024.

· <https://us02web.zoom.us/meeting/register/tZAod-2opj4qHNEcUWuowtZ2nJI5HaZEciYX>

Meeting Dates:

March 29, 2024

May 31, 2024

July 26, 2024

September 27, 2024

December 6, 2024