

American Schools of Oriental Research  
Executive Committee Meeting  
ASOR Office  
Boston, MA  
Feb 12, 2006

DRAFT MINUTES

**PRESENT:** P.E. MacAllister, Burt MacDonald for CAP, Andy Vaughn for COP, Eric Meyers, Doug Clark, Executive Director, Larry Geraty, President (by telephone), James F. Strange, Secretary, Joe Seger (by telephone), B.W. Ruffner, Treasurer (by telephone), Rachel Hallotte from CAMP (by telephone), Eric Cline for CAMP (by telephone), Holly Andrews, Assistant Director, Selma Omerefendic, Accountant, and Britt Hartenberger, Interim Publications Manager

**ABSENT:** Dick Scheuer, Life Trustee, Martha Joukowsky, Vice-President

1. CTO 9:45 a.m. by P.E. MacAllister, Chairman.
2. Approval of minutes:

BE IT RESOLVED that the minutes of the meeting of November 18 be approved as distributed. It was moved by Burt MacDonald, seconded by Eric Meyers. Joe Seger asked that a note be entered with regard to item 3, to wit, that Burt MacDonald does not require a vote from the Executive Committee when he appoints someone to his committee. PASSED UNANIMOUSLY.

3. **Report of Investment Committee**— B.W. Ruffner. ASOR's investments are slightly better than the S&P and the Dow. Austin Ritterspach has had more success than the Sequoia Fund. There was a 2% increase in January in Fellowships and Endowment income.

BE IT RESOLVED that the report of the Investment Committee be accepted as read. It was moved by Eric Meyers and seconded by Joe Seger. PASSED UNANIMOUSLY.

B.W. Ruffner pointed out that the income from the Nies Fund is significantly higher this year and needs to be spent appropriately. Historically ASOR had the responsibility for the fund, but has delegated the spending of the fund to the Baghdad Committee. It was suggested that there be a discussion every year between the Baghdad Committee and the Executive Committee on what to do with earnings from the Nies Fund. It was noted that we need an arrangement that does not result in drawing down the corpus. No action was taken, but see below.

4. **Report from Doug Clark, Executive Director**—P.E. MacAllister read Doug Clark's letter of resignation, which had previously been sent to P.E. MacAllister and Larry Geraty. Larry Geraty commented that he (LG) talked with Jim Joseph our pro bono lawyer, who suggested that he send a statement to the effect that ASOR would seal personnel documents associated with Doug, and that neither party will enter into disparaging language about the other.

BE IT RESOLVED that we accept Douglas Clark's letter of resignation as Executive Director with regret and agree with its terms, including that we agree to the statement that will come to us from Jim Joseph. MOTION AMENDED by Andy Vaughn, that the letter be accepted pending the approval of the Executive Committee of the attorney's statement when it comes to every member of the Executive Committee by email and by US Mail, each member of the Executive Committee sending in a vote by fax within five business days of receipt of the letter. This was accepted as a friendly amendment by Larry Geraty, who made the motion. The motion was seconded by Jim Strange. Discussion ensued of the Aug. 31 severance date, but there were no more changes. PASSED WITH ONE "NO" VOTE.

Doug commented on his having sent out to the Board and the Executive Committee notes from Boardsource, and he hopes they were read. Doug called for some kind of Board assessment. He called attention to the lack of communication and to the staff's challenge to respond to contradictory instructions from trustees.

**5. Financial Report**—B.W. Ruffner. B.W. moved that the income from the Nies Fund be spent with a specific plan, but withdrew the motion. Discussion ensued about how to communicate with the Baghdad Committee about getting their import on how to spend the income from the Nies Fund.

BE IT RESOLVED that the chairs of CAP and COP hold discussions with the chair of the Baghdad Committee about how the Nies endowment might best be distributed. The Chair of the COP will subsequently discuss these recommendations with the Chair of CAP. The Chair will report back at the April meeting. It was moved by Andy Vaughn and seconded by Burt MacDonald. PASSED UNANIMOUSLY.

Eric Meyers suggested an Iraq Update article for *NEA*.

P.E. MacAllister APPOINTED A SUBCOMMITTEE of Burt MacDonald and Andy Vaughn to approach the Baghdad Committee as proposed. It was suggested that the focus be on a policy or budget structure so that in any given year those on the Baghdad Committee will know what is going to be made available.

BE IT RESOLVED that the personnel committee report be received without recommendation in light of the resignation from Douglas R. Clark, and the Personnel Committee report will be sealed. It was moved by Andy Vaughn and seconded by Eric Meyers. PASSED UNANIMOUSLY.

Discussion ensued whether Doug Clark should no longer be obliged to continue in the office after the spring Board Meeting when the new officers will take office.

BE IT RESOLVED that P.E. MacAllister appoint an Interim Management Committee who would assign responsibility of overall office management to all members of the staff including the Executive Director. B.W. Ruffner would serve as Chair with Andy Vaughn, Eric Meyers, and P.E. MacAllister as members. It was moved by B.W. Ruffner and seconded by Eric Meyers. PASSED UNANIMOUSLY.

BE IT RESOLVED that the Interim Management Committee be empowered to act without confirmation. This committee will report to the Executive Committee at the May meeting and cease to exist at that time. It was moved by Andy Vaughn and seconded by Eric Meyers.  
PASSED UNANIMOUSLY

BW addressed the preliminary budget. There are two important principles underlying the budget. 1) The amount anticipated from the Annual Fund is less than in the past. This makes it easier to make the fund-raising goal, and the money donated will be for clearly identified projects. 2) We have a clean way of segregating money so that it will be easy to identify what the problem is, if something gets out of kilter.

BE IT RESOLVED that all income from subscriptions for journals, individual memberships, and income from the Nies endowment for the calendar year be set aside in a separate account until receipts total \$195,000 in contributions in those three accounts. Any revenue after that sum shall go to the general account. It was moved by B.W. Ruffner and seconded by Andy Vaughn.  
PASSED UNANIMOUSLY.

Andy Vaughn announced that ASOR has received a \$25,000 challenge grant from Notre Dame to fund the production of back issues of NEA. We are obliged to raise \$25,000 from other institutions. The Publications Development Committee has raised money from non-traditional donors and has received about 40 pledges and gifts totaling almost \$10,000 in ten days. Many of these are new donors. By June 30 COP hopes to raise \$100,000.

BE IT RESOLVED that ASOR approve the budget as presented. Moved by B.W. Ruffner, seconded by Andy Vaughn. PASSED UNANIMOUSLY.

5. **CAMP**—Rachel Hallote. (The report was mailed out previously.) Honors and Awards Committee is still receiving nominations.
6. **CAP**—Burt MacDonald (distributed beforehand).
7. **Development**—Doug Clark. Clark points out that we do not have a well developed base of donors for ASOR. Eric Meyers talked to Scott Schultz of Schultz & Williams, who affirmed that we all need to be on the same page about development. Scott suggests we strategically identify some foundations to approach in the coming months.
8. **Report of the Chairman**—P.E. MacAllister read a statement to the Executive Committee. He made the point that there are parts of ASOR that we know well, such as CAMP and its Annual Meeting. But other emphases we do not know so well, such as the Committee on Publications, which has had more arcane inner workings. Thus ASOR *is* three or four initiatives, each of which thinks it is central. Perhaps Development is one of these. It is hard to develop support for a program that few understand or have helped to shape. He pointed out that the major arts organizations were put together by investors like J. Pierpont Morgan, who simply took the initiative to do so. He recommends that we engage more lay members of the board, business people like himself. There ensued a long discussion of Development.

BE IT RESOLVED that we postpone more intensive work with Schultz & Williams until Board discussion at the May meeting, and that we focus our efforts in the interim on the current

shortfall, and any approaches to any foundations be focused and directed to these short term needs. Andy Vaughn moved, and Eric Cline seconded the motion. PASSED UNANIMOUSLY.

There was a discussion about an Interim Chair of Development for ASOR until the May meeting. Various names were discussed.

P.E. MacAllister and Larry Geraty APPOINTED Ann Killebrew to be Interim Chair of Development for ASOR until the May meeting.

10. **COP Report**—Andy Vaughn. (Report distributed). Andy reported that he was asked to contact Piotr Michalowski and Richard Zettler of the Baghdad Committee. The three have agreed to a “cooling off” period until July of 2006. The Executive Committee does not want to lose the *JCS*.

#### 11. **New Business:**

Jim Strange suggested a Cyprus Update, a Turkey Update, a Jordan Update, etc. for *NEA* (like the Iraq update previously mentioned by Eric Meyers).

BE IT RESOLVED that the professional member’s Annual Meeting Registration rate be increased to \$125 for 2006 meeting, the non-member to \$150, Retired and spouse to \$80. Leave the student rate the same. It was moved by Joe Seger and seconded by Andy Vaughn. PASSED UNANIMOUSLY.

BE IT RESOLVED that the Executive Committee agrees in principle to the addition of an “Office of Past President” to the listing of officers as described in the By-Laws of the organization, said office to be filled automatically by the immediate past president of the organization with a term to be co-terminus with the term of the succeeding president. Said Past President shall function without portfolio except that he/she will serve as a member ex-officio with voting privileges on both the Executive Committee and Board of Trustees. Joe Seger moved for the Officers’ Nominating Committee, B.W. Ruffner seconded. PASSED UNANIMOUSLY

BE IT RESOLVED that the Executive Committee endorses the new officers’ slate put forth at the November Board meeting. It was moved by Burt MacDonald and seconded by B.W. Ruffner. PASSED UNANIMOUSLY

BE IT RESOLVED that the Executive Committee approve the contract with Interim Publications Manager: Britt Hartenberger, which is based on the job description of the interim publications manager developed by COP, and that she be paid \$41,000 salary. Discussion: There other provisions in the contract that are based on BU policies – 15 vacation days and 12 sick days per calendar year. It is basically also a rewriting of Billie Jean’s contract. The permanent job will be advertised in March and a search committee will be formed. It was moved by Larry Geraty and seconded by B.W. Ruffner. PASSED UNANIMOUSLY

Larry Geraty asked that the minutes be circulated to the Board of Trustees as soon as possible. The secretary agreed.

Larry Geraty also entered a strong thanks to the Executive Committee and Boston staff for working hard through the past several months.

13. There was a motion to adjourn. The meeting was dismissed at 4:21 pm.

Respectfully submitted.

Jim Strange, Secretary