

ASOR Board of Trustees Meeting
Marriott Downtown, Chicago,
November 17, 2012

DRAFT MINUTES

PRESENT: P. E. MacAllister, Chairman; Tim Harrison, President; Robert Massie; Gary Arbino; Sheila T. Bishop; Jeffrey Chadwick; Richard Coffman, Assistant Treasurer; Stevan Dana; J. P. Dessel; Raymond C. Ewing; Jane Evans; Weston Fields; Sheldon Fox, Treasurer; Lawrence T. Geraty; Barry Gittlen; Ann-Marie Knoblauch; Sten LaBianca; Jimmy Hardin; Sharon Herbert, Vice President; Laura Mazow; Carol Meyers; Eric Meyers; Robert Mullins; Beth Alpert Nakhai; Orlyn Nelson; Barbara Porter; Christopher Rollston; B. W. Ruffner; Joe Seger; Audrey Shaffer; Susan Sheridan; Lydie Shufro; James F. Strange, Secretary; Andy Vaughn, Executive Director; Randall Younker; Robert J. Bull.

ABSENT: Susan Ackerman; Theodore Burgh; Nili Fox; W. Mark Lanier; Robert A. Oden, Jr.; K. Lawson Younger.

VISITORS: Vivian Bull, Barbara Porter (ACOR director), Andrew McCarthy (CAARI director), Lynn Swartz Dodd, Sy Gitin (AIAR director)

1. Call to Order by Chairman P.E. MacAllister—9:00 am.
2. Treasurer's Report was moved to this slot because of pressing family matters. The Audit is complete and posted online. Memberships and Subscriptions are up about \$12,000 or 3% over last year on a cash receipts basis. The Finance Committee reviewed the budget to actual report, which shows an unrestricted profit of \$41,000 and results in an increase in unrestricted net assets for operations of a similar amount to total almost \$200,000 at the end of the fiscal year. The Finance Committee reviewed the 2012 audit and auditors' communications.

BE IT RESOLVED to approve the Audit. This is a motion and a second from the Finance Committee. PASSED UNANIMOUSLY.

A draft of Form 990 for an Organization Exempt From Income Tax was reviewed by the Committee. After some minor issues are resolved, the Form 990 will be submitted to the IRS and posted to the ASOR website. The Committee reviewed ASOR's investment allocations and found all funds to be in line with the investment guidelines, except for the Meyers-Wright Fund, which is changing to adopt the same investment policy as the other endowments. The Finance Committee reviewed and approved the Investment and Spending Policies with two small changes to the asset guidelines and spending policy of the Meyers-Wright fund.

BE IT RESOLVED to adopt the Investment and Spending Policies as forwarded by the Finance Committee. PASSED UNANIMOUSLY. The Investment Policy will be posted on the website.

For the current fiscal year, ASOR is ahead in fund-raising to date and is managing well in relation to the budget. Finally, the Committee reviewed the journal escrow requirement:

BE IT RESOLVED that, in order to segregate Funds needed to fulfill ASOR's obligation to publish journals, ASOR will segregate, either in a separated bank account or by memorandum entry on its financial reports, 40% of deferred income from journals for FY13. For purposes of calculation, deferred income will be reduced by outstanding accounts receivable, since there is no obligation relating to memberships and subscriptions that have not yet been paid. This is a Motion and Second from the Finance Committee. PASSED UNANIMOUSLY.

The Finance Committee reviewed the annual conflict of interest forms. The items that are listed are reviewed, and items that are appropriate are listed in the Form 990. The Finance Committee did not find any material conflicts.

The Officers Nominating Committee nominates Richard Coffman as Treasurer. PASSED UNANIMOUSLY.

There was a resounding "thank you" to Sheldon Fox, Treasurer for his work in the past six years (two terms).

2. Approval of Minutes from the previous Meeting (September 8, 2011).
It was Moved and Seconded to accept the Minutes as amended by the Executive Director. PASSED UNANIMOUSLY.
3. Approval of Agenda--approved by consensus.
4. Board Nominating Committee—Beth Alpert Nakhai. The following have been elected to the ASOR Board at the Membership Meeting: Catherine Duff and Ann Marie Knoblauch (individual trustees); Susan Ackerman and Barry Gittlen (institutional trustees).

The President added that three Board-Appointed nominees are Sheldon Fox, Jim Strange, and B. W. Ruffner. These three were elected to the Class of 2015 unanimously.

5. The Officers Nominating Committee brings the name of Lynn Swartz Dodd forward as Secretary for the term 2013-2015.

BE IT RESOLVED that Lynn Schwartz Dodd be elected Secretary. PASSED UNANIMOUSLY.

Two members are rotating off the ONC as their terms as trustees end: Chris Rollston and Susan Sheridan. At the request of the ONC, the President will appoint Barry Gittlin and Ann Marie Knoblauch as their replacements.

The Officers Nominating Committee is currently seeking nominations for President of ASOR. The committee will have made a selection by the end of January. Election will be at the Spring Meeting.

President Tim Harrison reports that the Board Chair Search was announced last November. The Board charged the President with the search process. He asked Susan Ackerman, Jimmy Hardin, Ann-Marie Knoblauch, and Orlyn Nelson to work with him as a committee. Susan Ackerman stepped down because of other commitments. Their first action was to review the by-laws about the Chair and the process. There was a nomination call put out to the membership. All the names submitted have been under review through the fall. Then came consultations and conversations with various members. The Search Committee plans (in the future) to present to the Board recommendations and clarifications to the by-laws on the Process. The Board Chair nominee is B. W. Ruffner.

BE IT RESOLVED that B.W. Ruffner be elected Chairman of the Board of ASOR.
PASSED UNANIMOUSLY.

6. ACTIONS OF THE EXECUTIVE COMMITTEE: At the September meeting of the EC, two important items were discussed that did not need to be brought before the larger board. 1) The Executive Committee accepted a recommendation to increase the page count of BASOR and to move to color in BASOR. The Executive Committee therefore approved the spending of \$10,000 more than had been budgeted and using the Opportunity Fund if necessary. 2) We have been in conversation about outreach programs. We have developed a Webinar program and outreach initiative (Friends of ASOR) underwritten by an anonymous Board member. The Executive Committee approved spending of the donated funds to establish the Webinars and the outreach program. The Outreach Committee is working on that proposal. It is anticipated that the advertisements and promos will go out by Jan 15, 2013. Content includes classes, information, and debates. A massive email blast will go out as the initial advertisement. It will go out to non-professionals. If we receive 1,000 yeses, we will proceed with a self-sustaining program.

7. Development Committee Report. Tim Harrison reports that we are more than half-way to our goal officially advanced in January of 2012. We have received \$670,000 in gifts and pledges for the foundational campaign. We now move into the public phase. In the most recent Development Committee meeting we are broadening participation as much as possible. Board members can give more this year, and help us realize challenge gifts. Also we begin to see an entire array of spectacular brochures about the history of ASOR, another on Contributing Memberships, and a third on the Campaign. There was a discussion of the new brochures, the Campaign, and the processes for advancing the process. We hope to increase our endowment to \$1,000,000. The second is to increase junior scholar and student scholarships. We have had success in that area already, but there is unmet demand. The third area is online digital support.

Andy Vaughn added that two giving challenges have been received from the Kershaw Family Trust and an anonymous trustee. Two \$10,000 matching challenge gifts have been established on the condition that ASOR add 175 new donors by December 31, 2012. Our fiscal year goal is 350 donors by June 30, 2013. The second challenge is a \$50,000 legacy gift from Kershaw Family Trust to match new and increased gifts for this fiscal year. We are up to \$25,000 in new and increased giving so far this fiscal year. The end date for the participation challenge is Dec 31, 2012. The date for new and increased gifts is June 30, 2013. Andy appealed for help in spreading the news of giving possibilities. We are interested in developing more challenges. In January we will email letters to ASOR members asking for pledges. We will have March Fellowship Madness again as last year, as it was so successful. Consider writing a letter

to five friends with a history of ASOR brochure and a Campaign brochure. This has a Dec 10 goal.

Andy called on the Board to stand to show their support for the campaign and to support helping ASOR meet our goals by June 30, 2014. *All stood in affirmation.*

8. Joe Seger reported that we will convene in Indianapolis on April 20, 2013 (a Saturday), for the spring board meeting and a special evening dinner in honor of P.E. MacAllister as the Board Chair of ASOR. P. E. will be named Chairman Emeritus at that time. It is planned as a signal event, and the \$250 contribution for the dinner (paid by attendees), counts toward the Campaign. The New governor of Indiana is head of the local event. Every mayor who has served in Indianapolis will attend if possible. Bob Massie is heading up the local efforts.

9. Andy Vaughn gave the Executive Director's Report. One goal is to start a conversation about the responsibilities of Board Members. Board members should receive a list of such responsibilities soon. He read such a list from "BoardSource and the Association of Art Museum Curators board packet" for feedback from Board members. Considerable discussion ensued.

BE IT RESOLVED that the President appoint a committee to formulate a statement and consider the issues addressed by the Executive Director. Moved by James F. Strange, Secretary, and seconded by Joe Seger. Discussion included the point that this board has fiduciary issues and that there is good legal advice available to help the discussion. There are ethical issues that might involve the Ethics Committee. PASSED UNANIMOUSLY.

10. Report of the Chairs Coordinating Council (CCC) by Sharon Herbert. The activities of the various committees affect one another, so the CCC is a forum for discussion and action on the business of ASOR. The effective change is that the Vice President formulates the Council's business to share with the Board before the November meeting. The CCC established a Chair Nominating Committee currently formed of Charles Jones and Jennie Ebeling with Sharon Herbert as chair.

The Program Committee reports that this is the largest meeting we have had with a count of 925 registrants. The question discussed was how big to allow ASOR to get. There are quality control issues of advancing size relating to the reception of papers. It was decided to recommend a subject for the Plenary Session "Preservation of Historic and Archaeological Heritage". There is a search for a proper speaker for this potentially controversial topic. There may be panels to discuss the issue.

The Committee on Publications includes in their report the changes in *BASOR*. The Annual and Archaeological Reports have important content in line. The editor of *BASOR* for more than twenty years is looking to retire from the position. Chuck Jones has formed a committee to search for a new Editor. Jim Weinstein has agreed to serve out his term until June of 2013. Jim Weinstein is also designing a new cover for *BASOR*.

BE IT RESOLVED that the Board expresses strong thanks to Jim Weinstein for his extensive editorial career at ASOR. PASSED UNANIMOUSLY by standing ovation.

CAP has streamlined the process of applying. They have affiliated twenty-seven new projects. They have their own website with all sixty-seven projects listed that they are seeing. There has been some discussion of the role of theory in the application process. The other committees all have something to do with outreach and communication with the public. The Regional and Lecture Committees have combined their resources.

[Added after Sharon Herbert left by Andy Vaughn:

Elections: The CCC elected Laura Mazow as Chair of the Awards and Honors Committee, and this appointment was approved unanimously by the board.]

11. Report on the Women's Initiative by Beth Alpert Nakhai. This year a mentoring program was initiated for senior women scholars to mentor younger women scholars. The called for more women mentors. A mapping project will be able to identify where women are working and their specialties, providing networking opportunities. Beth Alpert Nakhai is developing a cohort of women working with her. She was asked to come to SBL, which has a strong status of women committee and a breakfast caucus. This gives ASOR an opportunity to work with a sister organization on this issue.

12. ACOR report by Barbara Porter. ACOR can house fifty-five people and has a large library. Randy Old is now the Board chairman. The Newsletter features the Petra church. A Papyrology volume is appearing soon. Madeba Archaeology Park under development with Robert Schick. CAORC (Council of American Overseas Research Centers) has been running a summer Arabic Program at ACOR, but the application for their funds failed. The political situation has dictated that careful thought be given to emergency contingency plans.

13. AIAR report by Sy Gitin. Sy reports that AIAR has various security plans in place depending of the nature of the problem. There will be workshops, including one on R.A.S. Macalister. Another is devoted to Islamic period materials in February. The Fellowship program has offered \$340,000 in grants. More Chinese nationals are applying for the fellowships. Sy Gitin has lectured in Beijing. AIAR is approaching the idea of how to store paper archives electronically, namely in the Cloud Program. The next major publication of the Ekron report is appearing in six volumes. A Search committee is in place for the new Director of the Albright.

14. CAARI report given by Andrew McCarthy, Director of CAARI. He reported that they had a visit from Andy Vaughn that was well appreciated. In August CAROC reported that the grant to CAARI was first eliminated, then reinstated. Cyprus itself is undergoing severe financial issues. US government money has been dramatically reduced, so Fulbrights in Cyprus have suffered, but CAARI has received one senior and one junior Fulbright. Fund-raising from private sources has had success. The library expansion is back on board. Summer of 2012 CAARI renovated parts of the library while the main library was shut down for renovation and expansion. Raymond Ewing of the CAARI Board announced that the Director's contract has been renewed for another three years.

15. Executive Director's Report. Andy Vaughn reported that he visited all three research centers this past summer. He stressed that brochures are available for Board members to distribute.

16. Tim Harrison adds that CAORC has moved their offices to a new workplace in the Smithsonian Institution. Title VI funds now go only to CAORC, so no other centers have received funding, but this means that CAORC funds can go to our Research Centers. He also points out that ASOR has no single uniform ethical policy document. About a year ago Lynn Swartz Dodd researched ASOR's prior history in adopting statements on ethics and best practices and solicited feedback from the Committees. The next step is to develop what kind of uniform ethics policy we need. Lynn adds that she has a small working group, so if any of them come to Board members for conversation about this, then please have a conversation with them.

Tim Harrison acknowledges Board members who finishing their terms and rotating off the board: Chris Rollston, Audrey Shaffer, Sue Sheridan, and Randy Younker.

17. Old Business—none

18. New Business—none

19. Chairman's Comments: P.E. MacAllister reported on a visit to the site of the Battle of Shiloh. His point was that one department does not stand on its own, but only together can they succeed. Teamwork means everything.

Respectfully submitted,

James F. Strange, Secretary