

Minutes of the ASOR Executive Committee Meeting
Sheraton Pentagon City Arlington, VA
April 16, 2016

Present: B.W. Ruffner (Chair); P.E. McAllister (Chair Emeritus); Susan Ackerman (President); Sharon Herbert (Vice President); Tim Harrison (Past President); Richard Coffman (Treasurer); Lynn Swartz Dodd (Secretary); Andy Vaughn (Executive Director); Ann-Marie Knoblauch; Joe Seger; Ed Wright.

1. Call to Order. Susan Ackerman opened the meeting in place of B.W. Ruffner at 12:16pm

2. Approval of Agenda

BE IT RESOLVED, the Agenda is approved, by consent.

3. Approval of the Minutes from the November 21, 2015 Meeting.

BE IT RESOLVED, the Minutes are approved unanimously as amended by the Executive Committee. Passed unanimously.

4. Officers Nominations Committee (Joe Seger)

Joe expressed his appreciation for the work of the committee (members listed in the report). Kudos to those who agreed to serve as officers for ASOR.

BE IT RESOLVED, to endorse the nomination of Susan Ackerman for another term as President of ASOR for a term to extend from July 1, 2017 to December 31, 2019 as proposed by the Officer Nominating Committee and recommend her election to the Board of Trustees. Passed unanimously.

BE IT RESOLVED, to endorse the nomination of Richard Coffman for Chairman of the Board of Trustees of ASOR for a term to extend from January 1, 2016 to December 31, 2019 as proposed by the Officer Nominating Committee and recommend her election to the Board of Trustees. Passed unanimously.

BE IT RESOLVED, to endorse the nomination of Chris White for Treasurer of ASOR for a term to extend from July 1, 2016 to December 31, 2017 as proposed by the Officer Nominating Committee and recommend her election to the Board of Trustees. Passed unanimously.

BE IT RESOLVED, to endorse the rotation cycle for President, Chair, Treasurer, Vice President and Secretary, as defined in the ONC report. Passed unanimously.

5. Treasurer's Report (Richard Coffman)

a. Adoption of the FY 2017 budget

Consistent with the budget, ASOR is projected to break even or generate a modest increase in unrestricted assets available for operations (*i.e.*, unrestricted net income) in FY 2016.

The Treasurer noted that the FY 2016 Budget calls for \$80,000 of Annual Fund contributions. However, to date, ASOR has only received \$40,000; we must receive at least \$64,000 before June 30, 2016 to make budget or adjustments will have to be made in other areas. The Treasurer encouraged the Board to please continue giving generously in order to ensure we are able to deliver on our budgeted projections. Moreover, the Treasurer encouraged 100% financial participation by the Board.

The proposed FY 2017 Budget is consistent with the FY 2016 Budget and forecasted results and assumes the renewal of the State Department CHI grant and other grants. That said, the organization is positioned to appropriately manage its expenses, and to revise the FY 2017 Budget should the grants not be renewed or the projected revenue streams not materialize. A discussion of the Budget ensued.

BE IT RESOLVED, the Executive Committee makes a motion that the Board endorse the FY 2017 Budget as proposed by the Finance Committee and recommend its acceptance by the Board of Trustees. Passed unanimously.

b. Auditors for 2016-2018

The Executive Director and the Treasurer received four proposals from external audit firms. They recommended to the Finance Committee, which recommended to the Executive Committee, that ASOR retain Romeo, Wiggins & Co. as its outside audit firm for FY 2016, FY 2017, and FY 2018.

BE IT RESOLVED the Executive Committee makes a motion that the Board retain Romeo Wiggins and Company for FY 2017/18 as ASOR's audit firm in accord with the endorsement of the Finance Committee. Passed unanimously.

c. Amended Investment and Spending Policies

The Treasurer noted that ASOR's FY 2016 investment results for the nine-month period ending March 31, 2016 are less than stellar. The Finance Committee recognized this issue at the 2015 Annual Meeting, after which ASOR scaled back its Sequoia investments. ASOR's investments have fared well over the last five years and are well-positioned going forward. The Charles Schwab investments are solid. While ASOR's Sequoia investments have taken a recent hit because of Sequoia's significant holdings in Valeant stock, Sequoia historically has been a well-managed fund; it has the potential to regain its status as an industry leader. Thus, the Treasurer recommended that before making any further decisions regarding ASOR's Sequoia investments, we should stay the course, and closely monitor them in 2016.

The Treasurer noted that it has been over three years since the Investment and

Spending Policies were amended, Accordingly, the Finance Committee determined that it is time to amend the Policies to (i) formally bring the new funds under their ambit, and (ii) make certain other amendments for clarification and consistency of presentation. The proposed amendments to the Investment and Spending Policies were discussed.

BE IT RESOLVED, the Executive Committee makes a motion that the Board amend ASOR's Investment and Spending Policies as recommended by the Finance Committee.

A discussion ensued about a legal proceeding in which ASOR is involved. We are ably represented on a pro bono basis by two highly capable law firms, whom we thank heartily. The Treasurer and Executive Director will continue to monitor the litigation closely, and keep the Board apprised of any substantive case developments.

Andy Vaughn replied to a query from Tim Harrison about membership numbers: Membership is up; subscriptions are flat although we increase our prices 3-5% annually. Mitch Allen undertook an external analysis of NEA's business plan (donor designated funds paid for this – thank you!). Mitch Allen made recommendations for savings, which will be applied toward editorial assistants.

Andy Vaughn replied to a query from Tim Harrison that it would be possible to break out the subscriptions and the membership revenue lines, including the international members, which we hope will start to increase somewhat now that all ASOR benefits are available to all members, including the fellowships and Harris Awards.

6. Chairs Coordinating Council (Sharon Herbert)

The Program Committee has chosen the plenary speaker for November, 2016: Sarah Parcak. Support has been voiced for the Strategic Plan. They discussed the internationalization of CAP and Membership and Outreach issues related to that. The CCC has participated in two phone calls since November's Annual Meeting. It is functioning as it should.

The Junior Scholars expressed their dissatisfaction about financial issues and jobs. Payment of professional membership and annual meeting costs is tough. They have been pleased with the ASOR accommodations thus far.

Program Committee: The PC had received 528 paper submissions for the Annual Meeting, which is the highest ever. We expect that participation in San Antonio will be robust based on this initial indicator.

The Program Committee has also raised the question of "what constitutes initial publication?" (since the ASOR Policy on Professional Conduct requires that ASOR not be the place of initial publication or presentation of unprovenanced material). Susan Ackerman initially asked the Committee on the Policy on Professional Conduct, chaired by Tim Harrison, to take up this question, but the Committee on the Policy on Professional Conduct thought it was better discussed by the CCC.

ACTION ITEM: Susan Ackerman asked the CCC to take up this question.

7. Development Committee (Ed Wright)

Where does the leadership of ASOR want the Development Committee to focus its energies? This committee's action and planning phases are on hold until we approve the Strategic Plan. The committee made a list of funding opportunities that are called for in the strategic plan. They aim to keep the priorities disciplined and focused and await the direction of the Executive Committee.

8. New Business. None.

Discussion Items

9. EC Meeting Schedule (Susan Ackerman)

A discussion about changing the Executive Committee meeting schedule ensued, including the possibility of a multi-day strategic thinking retreat among the EC members or its opposite, a shorter, remote, call-in meeting.

10. Questions and Comments about the President's and Executive Director's Report

See President's report for details, which is included by reference. The Executive Committee held a discussion about the possibility of moving the ASOR meeting to a new time/place.

1. ASOR Branding and Website Project (Susan Ackerman, Andy Vaughn)

A consultant was hired. C&G has been doing a great job. A discussion ensued about the name, logo, attributes, and possible taglines for ASOR.

Thanks were expressed to Susan Ackerman and Richard Coffman.

2. ASOR Strategic Plan:

A discussion of the Strategic Plan is now underway. It has been considered and presented in multiple venues. A discussion about the plan ensued.

BE IT RESOLVED, the EC enthusiastically endorses the Strategic Plan and commends it to the Board of Trustees for adoption. Passed unanimously.

3. ASOR Offices at 656 Beacon Street

In February, we learned that our office space likely would be sold at some point. ASOR is seeking alternative space. However, a quick move is unlikely.

4. Chairman of the Board: BW Ruffner

BW Ruffner would like to continue to make this place more welcoming to lay people.

Susan Ackerman used president's discretionary fund to host a CAP project directors and would be glad to consider an event targeting non-academic attendees at the meeting, to make them feel more welcome and included.

BW Ruffner commends Andy and Susan for two fine reports.

12. Personnel Committee Report (Susan Ackerman)

Regarding the evaluation of the Executive Direction, the President followed the procedure as usual, by soliciting input from Chairs of committees and officers and distilling this into an annual review.

BE IT RESOLVED, the EC endorses the recommendation of the Personnel Committee so that the contract of the ED is extended for another year.

13. Meeting adjourned a 5:00pm.