ARLIS/NA Executive Board Meeting Minutes
February 19, 2015, 2:30–4:00 pm EST

Attending: Carole Ann Fabian, Kristen Regina, Gregg Most, Eric Wolf, Mark Pompelia, Martha Gonzalez Palacios, Sarah Sherman, Sylvia Roberts, Robert Kopchinski
Incoming Board Members: Rebecca Friedman, Heather Gendron, Carol Graney, Jamie Lausch Vander Broek, Anne Roll, Shalimar Fojas White

Excused: Holly Hatheway, Sarah Falls

Call to order

President’s report (Carole Ann Fabian)

ARLIS/NA Leadership Institute

Carole Ann Fabian: The Leadership Institute is coming together. We have contracted Frank Martinelli to be the facilitator with me and Kristen on the leadership institute. He has worked with libraries, museums and non-profit professional organizations and will help with visioning and be an important element in leadership mentoring. Now that the contract has been negotiated, the invitation will go out shortly. Please RSVP.

Conference Code of Conduct

Carole Ann Fabian: Last meeting we began discussing a statement on a conference code of conduct in response to Peter Blank’s suggestion. We do not have a policy on harassment issues at public (or non-public) meetings of the Society. I have heard feedback in support of having such a policy. Our concern is that whatever we put forward would not put us at any legal risk. Robert has come up with a statement pointing people to contacts (me, Robert) should any such problems occur at the conference. We can post language to the conference website and the conference printed program.

Motion #73: Eric Wolf moves that the board adopt policy statement regarding Conference Code of Conduct; Sylvia Roberts seconds

Discussion:

Sylvia Roberts: I think it is a good statement; but would like to include nationality in the list.

Gregg Most: I think it looks like a good statement, but am generally opposed to such policies.
Mark Pompelelia: I think it reads well and is fine, but wonder if it should be a statement concerning all areas of Society interactions, not just the conference.

Carole Ann Fabian: This statement would be for the Fort Worth conference and the next board would take this up for a more general policy covering all Society interactions.

Heather Gendron: This seems like a good interim step. Could we also include local emergency contact information on the conference website and program?

Carole Ann Fabian: Yes, we could put emergency contacts on the program, as we are currently editing the program proofs.

Motion carried; 5 ayes, 1 nay, 1 abstention

CPC reorganization

Carole Ann Fabian: Yesterday I sent out a note on reorganization of the CPC. Hannah Bennett stepped into the position of interim chair and Carol Graney will step into the Board Liaison role replacing Holly Hatheway. Kristen, Hannah, Carol and I, had a face to face meeting discussing questions of honoraria, committee structure, responsibilities, etc. What became clear was that perhaps the notion of a committee wasn’t the best fit for the work of these people who are actually editors of separate projects. So maybe the structure of an editorial board with an editor-in-chief was a better model for this work. If the group agrees, the Society could adopt this change. This would require a three word change in the bylaws requiring a vote. The liaison would be an appointment rather than an elected office. Also the editorial positions are advertised and applied for, then appointed by the vice-president. They would initially serve for two years and then could be reappointed. They would also be reviewed before reappointment.

Carol Graney: All I would add is that we came to this thinking through all of these roles, especially the two at-large members; we were unable to determine the purpose of these positions; this made it clearest that it was not like other committees.

Carole Ann Fabian: the notion of new publications also encourages this change; historically this came from the editors; now that we have a charter system, anyone in the society can fill out the form and submit it to the editor-in-chief and then have it reviewed by the Executive Board.

Carol Graney: This also clarifies the roles of the editors, particular the AWS editors.

Carole Ann Fabian: we also clarified in our management contract that coding responsibilities can be handled by TEI.

Heather Gendron: The terms of office of editors would be the same as committee chairs?

Carole Ann Fabian: in the policy manual there are no term limits at present. This is something we could discuss. But the continuity that Judy Dyki has brought to Art Doc has been very helpful.
Gregg Most: I think this restructuring is very good, but I am concerned about the appointment of an Editor-in-Chief to the board. It does require bylaws changes beyond three words, as “5 liaisons are elected” under the bylaws.

Eric Wolf: Maybe a non-voting ex-officio board member; a non-elected, voting board member serving for more than two years is problematic.

Gregg Most: Maybe a term limit of three terms, so no more than six years, but maintaining continuity. Remove from liaison category and add a new article to the bylaws.

Kristen Regina: I am always concerned about renewable positions as they exclude new people who want to contribute.

Carole Ann Fabian: I would like to make revisions to the proposal and present them to Hannah and Carol and discuss this at the pre-conference board meeting. It would then need to be voted on by the membership after being posted for 35 days.

Kristen Regina: the editor-in-chief would not receive an honorarium, but would get the Board Liaison’s travel funds.

Gregg Most: it is a hybrid role of board and non-board; I do agree about the non-voting role.

Action item #56: Draft proposal of CPC restructuring will be shared by Hannah and Carol to share with CPC confidentially so there can be incorporated and this can be taken up at the preconference board meeting (Carole Ann Fabian)

Action item #57: Draft bylaws changes dropping liaison and replacing with Editor-in-Chief (Gregg Most)

Robert Kopchinski: when considering the bylaws revisions, we have to realize we would lose a liaison, but we only need three directors, so it would be legal.

Gregg Most: is there a reason for 35 days? 30 seems more reasonable.

Robert Kopchinski: We would have to check the D.C. code of incorporation.

Policy Manual & Bylaws change proposals

Carole Ann Fabian: Given that this is an 84 page document, I understand that you have not all read all of this. But we need to make changes to reflect CPC changes. I also would like to establish an ARLIS/NA documentarian who would report to the secretary who would work on policy manual updates every year. Also the archiving and electronic archiving and an oral history project that has been neglected. We are working on which liaisons are mapped to what projects and responsibilities. We want VP to be liaison to strategic planning and move Diversity Committee liaison responsibilities to membership. This can be actionable at the pre-conference meeting.
Kristen Regina: Please look at the sections corresponding to your duties. I think restructuring the responsibilities of the Vice-President/President/Past President cycle is important as VP is still learning, President is running the organization and the Past-President can concentrate on making changes with the experience gained in the two previous years.

Martha Gonzalez Palacios: Is there a deadline for responding to this?

Carole Ann Fabian: we are currently two years behind in revisions. So I would like this read before the pre-conference meeting and would like to discuss this at that meeting.

Gregg Most: I do not think that we ever adopted Heidi Hass’s revisions. There was discussion that past-secretary would be documentarian.

Carole Ann Fabian: This was discussed, but has not gone into effect.

Sylvia Roberts: I think this is essential to be done at the pre-conference meeting so we have this at the leadership institute.

Carole Ann Fabian: Mark for instance, we have not changed anything in the financial areas. So please, all board members look at the areas that reflect your duties and responsibilities before the pre-conference board meeting. I would like changes back to me by March 9th.

**Action item #58: All board members to review sections of the proposed revisions to policy manual and send to Carole Ann by March 9th.**

**Secretary’s report (Eric Wolf)**

Eric Wolf: the CAC annual report is being edited and should be submitted this week.

**Motion #74: Kristen Regina moves that the January Meeting Minutes be approved; Gregg Most seconds**

Motion carried unanimously

**Treasurer’s report (Mark Pompelia)**

Mark Pompelia: Old checking account was closed and CD matured, so we now have about $250,000 for new investments within Vanguard; and we just moved $170,000 to money market from new checking account.

**Past President’s Report (Gregg Most)**

Gregg Most: I have nothing to add to the report I submitted. I am still waiting to hear from Development Committee regarding ARLIS/NA Marketplace.

Mark Pompelia: You mention that there is only one applicant for Kress fellowship, is it a credible candidate?
Gregg Most: Yes, but the deadline is not yet here.

**Vice-President’s Report (Kristen Regina)**

Kristen Regina: I am continuing to make appointments and will send out invitations for leadership breakfast next week.

**Executive Director’s Report (Robert Kopchinski)**

*Fort Worth update*

Robert Kopchinski: As of this morning we have 429 registrations, 58 exhibitors yielding just over $58,000 in revenues and sponsorship at $80,000 (an all-time high). Tours, workshops and buses coordinators are being diligent and have consolidated some tours and workshops. We have draft of final program which is being reviewed and proofed.

*Seattle update*

Robert Kopchinski: we should have a contract by the end of the month. Conference will be March 8-12, 2016. CPAC equivalent meeting will be July 16-17, 2015 in Seattle.

Membership count is now 1224; 446 are still pending membership renewals. We have our first 3 business affiliates.

**Liaison Reports:**

*IRC & PPC (Sylvia Roberts)*

Sylvia Roberts: IRC plan for reciprocal study tour; there is not enough time for people to come in 2015, but would like to focus on west coast institutions and coordinate with Seattle conference as advised by board. They are asking for $500 deposit for Brazil Study Tour which will include a half-day symposium. PPC has received the CAA Code of Best Practices for Fair Use in the Visual Arts and are crafting a response to this document which will be presented to the board.

*Chapters (Sarah Sherman)*

**New Orleans co-chair & theme proposal**

*Motion #75: Sarah Sherman moves that the Executive Board approve the Southeast chapter’s proposed Conference Co-chairs (Program co-chairs: Kasia Leousis, Auburn University and Kim Collins, Emory University and Local Arrangements Co-chairs: Marty Miller, Louisiana State University and Kathy Edwards, Clemson University and their proposed conference theme “Arts du Monde” for the 2017 annual conference in New Orleans; Sylvia Roberts seconds*

Discussion:

Kristen Regina: This is a great theme. I only know Kim Collins of the chairs.
Gregg Most: I believe chairs are appointed by the Vice President.

[Motion amended to approve only the conference theme; chairs to be appointed following practice outlined in policy manual and conference planning manual]

Motion carried unanimously

**Action item #59: President to inform the Southeast conference theme has been approved and what to do re co-chairs (Carole Ann Fabian)**

*Development & Membership (Martha Gonzalez Palacios)*

Martha Gonzalez Palacios: We having incoming chairs for both Development and Membership Committees. The brochure will be ready at the conference. I have including information on the MOQ internship. I had a question about access to Basecamp for incoming chairs.

Carole Ann Fabian: Kristen will get this information to Robert when all the appointments have been made. And the brochure and MOQ material are beautiful.

Martha Gonzalez Palacios: how do we recognize this work?

Gregg Most: The thank you came from the president.

Gregg Most: Should we have a way for people to purchase membership at the Society Circle at the Conference? I sold one membership at the door last year.

Robert Kopchinski: we can do that at registration.

**Next Meeting:**

March 19, 2015 | 9:00 am – 4:00 pm | Omni Fort Worth Hotel, Sundance 3

**Motion to Adjourn**

**Motion #76: Martha Gonzalez Palacios moves that the meeting be adjourned; Kristen Regina seconds**

Carried unanimously

**Motions:**

#73: That the board adopt policy statement regarding Conference Code of Conduct

(M: Eric Wolf; S: Sylvia Roberts; V: Carried; 5 Ayes, 1 Nay, 1 Abstention)

#74: That the January Meeting Minutes be approved

(M: Kristen Regina; S: Gregg Most; V: Carried unanimously)
#75: That the Executive Board approve the Southeast chapter’s proposed theme “Arts du Monde” for the 2017 annual conference in New Orleans

   (M: Sarah Sherman; S: Sylvia Roberts; V: Carried unanimously)

#76: That the meeting be adjourned

   (M: Martha Gonzalez Palacios; S: Sylvia Roberts; V: Carried unanimously)

**Action Items:**

#56: Draft proposal of CPC restructuring will be shared by Hannah and Carol to share with CPC confidentially so there can be incorporated and this can be taken up at the preconference board meeting (Carole Ann Fabian)

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