



ASOR Board of Trustees Fall Meeting
December 16, 2020 Zoom 3:00-6:00PM

Present: Sharon Herbert (President), Richard Coffman (Board Chair), Andrew Vaughn (Executive Director, non-voting), Charles (Chuck) Jones (Vice President), Susan Ackerman (Past President), Ann-Marie Knoblauch (Secretary), Lisa Ackerman, Emily Miller Bonney, Theodore (Teddy) Burgh, Erin Darby, J. P. Dessel, Lynn Swartz Dodd, Peggy Duly, Jane DeRose Evans, Paul V. M. Flesher, Debra Foran, Joe Greene, Michael Hasel, Randolph (Randy) Helm, Øystein (Sten) LaBianca, Susan Laden, Alex MacAllister Carol Meyers, Eric M. Meyers, Robert Mullins, Timothy Potts, Ann V. Sahlman, Joe D. Seger, Carolyn Midkiff Strange, F. Bryan Wilkins.

Absent: Sheila T. Bishop, W. Mark Lanier, Heather McKee, Eric Welch

Guests: Helen Dixon, Melissa Bailey Kutner; Allison Thomason, Meagan Shirley.

Called to order 3:01

Preliminary Matters (3:00-3:10)

1. Call to Order and Introductions

Business Items (3:10-4:20)

1. Approval of Agenda

BE IT RESOLVED: The agenda is approved by unanimous consent.

2. Approval of the Minutes from the September 2020 Board Meeting

BE IT RESOLVED: The minutes from the September 2020 board meeting are approved by unanimous consent.

3. Officers Nominations Committee Report (Joe Greene)

- Joe reported that the ONC recommends Emily Miller Bonney for an initial three-year term as ASOR Treasurer (January 1, 2021-December 31, 2023): c.v. and statement posted at <http://www.asor.org/hidden/board-info/2020/12-handouts>

Carolyn Strange moved.

BE IT RESOLVED that the that the ASOR Board of Trustees appoint Emily Miller Bonney to an initial three-year term as ASOR Treasurer (January 1, 2021-December 31, 2023).

No discussion.

Unanimously approved.

4. Trustee Nominations Committee Report (Jane DeRose Evans)

- Jane reported that Joe Greene will be retiring and thanked him for his service.
- The trustees elected during the November elections are listed below.

Elected Institutional Trustees (January 1, 2021-December 31, 2023):

- To an initial 3-year term: Jason Ur
- To an additional 3-year term: Carol Meyers

Member-elected Trustees: (January 1, 2021-December 31, 2023)

- To a second 3-year term: Theodore Burgh
- To an initial 3-year term: Melissa Bailey Kutner

5. Board-Elected Trustee Appointments for election (Sharon Herbert)

- Sharon reminded the board that a certain segment of our board is elected by the board, and we are very lucky that in this group, all those coming to the end of their terms agreed to sit for another term.
- Biographical sketches for all available at <http://www.asor.org/hidden/board-info/2020/12-handouts>

For election to another term January 1, 2021-December 31, 2023

5a. Peggy Duly,

5b. Susan Laden

5c. W. Mark Lanier

5d. Joe D. Seger

5e. Election to an unexpired term for the Class of 2022: Alex MacAllister as a new trustee

Sten LaBianca moved, Eric Meyers seconded.

BE IT RESOLVED that the ASOR Board of Trustees appoints Peggy Duly, Susan Laden, W. Mark Lanier, and Joe D. Seger to three-year terms (January 1, 2021-December 31, 2023) and Alex MacAllister to a two-year term (January 1, 2021-December 31, 2022).

Unanimously approved.

6. Thanks to outgoing Trustees (Sharon Herbert)

- Sharon expressed thanks and appreciation to those trustees finishing their term and rotating off the board, Sheila Bishop, Joe Greene, and Eric Welch, all of whom have been active and committed trustees in their time on the board. Many thanks for the wisdom and commitment of departing trustees.

Eric Meyers moved.

BE IT RESOLVED that the ASOR Board of Trustees thank Sheila Bishop, Joe Greene, and Eric Welch for their service to the ASOR Board of Trustees.

Unanimously approved.

7. Editor Appointment from the Publication Committee (Sharon Herbert)

- Sharon noted that Hanan Charaf has done an excellent job as editor of the Archaeological Report Series for six years.
- The Publications Committee did a search and came up with an excellent candidate and presents the nomination from the Publications Committee.

Ann-Marie Knoblauch moved, Carolyn Strange seconded.

BE IT RESOLVED that the ASOR Board of Trustees appoint Jennie Ebeling as Editor of the *ASOR Archaeological Report Series (ASOR-ARS)* for a three-year term, beginning January 1, 2021, and ending December 31, 2023.

No discussion.

Unanimously approved.

8. Treasurer's Report (Heather McKee)

- *Because Heather McKee was not present, Agenda items 8 and 9 were rolled together.*

9. Finance Committee Discussion and Action Items (Andy Vaughn and Richard Coffman)

1. Review and discussion of financial position (Andy Vaughn)

i. Balance Sheet Summary (Exhibit B)

- Andy reviewed key numbers of Exhibit B. Notably, Unrestricted Assets Available for Operations are currently \$423,000; in 2019 they were \$222,000. (This is found on page 2 of the audit.) Andy noted that a balanced budget results in this number (unrestricted assets available for operations) staying the same. A decrease results in this number decreasing, and a surplus results in this number increasing. We thus want to see this balance stay the same or increase over time.
- Last year we had a line of credit for the building for \$325,000; now that this is paid off, and after we receive the PPP loan reimbursement (page 2 of audit), this should give us \$547,000 when added to the \$222,000 from 2019. However, the amount will probably be \$542,000, given a \$5000 deficit, which is a result of overstated accounts for books of \$15,000 in 2019.
- We will see the how the \$5,000 shortfall works in the Budget-to-Actual.

- From 2009 to 2020, the Unrestricted Assets Available for Operations have gone up quite a bit. This is due in large part to the fact that we have operated well for ten years,. Total Net Assets have also increased substantially, due in part to the recent acquisition of the Strange Center. (Fixed Assets such as the Strange Center are considered Net Assets without Donor Restrictions, but are not available for operations.)
- From 2018 to 2020 Net Assets have gone up about \$1,000,000, a very positive thing.
- Temporary Restricted Assets are part of “Assets With Donor Restrictions”. This category is treated as an asset, but is already obligated and has restrictions. Currently this amount is \$293,581. This (temporary restricted funds) is not money for us to spend; it’s earmarked.
- Endowments went up around \$700,000 between 2019 and 2020. The two biggest reasons for the increase is a \$500,000 legacy gift from P.E. MacAllister and a \$200,000 gift into the Stephen Dana fund, also \$30,000-\$40,000 into the Gerrity fund as well as some stock gains.
- The good news is the total net assets have gone up considerably from \$900,000 in 2009 to \$4.8 million in 2020.
- Richard commented that on page seven of the audit, the Statement of Cash Flows indicates that we are up \$67,000, and that is very good in a pandemic.

ii. Review Fiscal Year 2020 Audited Financial Statements (Exhibit A)

- Andy noted that page one of the audit indicates the auditors have not found any problems and management is not difficult to work with. We did not state anything wrong. As the Board looks at our fiduciary responsibility, it is important to note that the auditors acknowledge that we gave them a very clean set of books.
- Sheldon Fox donated a lot of time to work on this, and Britta also did a great job.
- Andy noted that the audit currently shows a liability based on our PPP Loan (\$118,000). He anticipates in the next month we’ll receive the forgiveness for the PPP loan, at which point that liability will go away.
- Andy then turned to the Statement of Functional Expenses, which shows what programs cost from year to year. He noted this is not an operational summary and includes permanently and temporarily restricted dollars.
- The program area of Academic Programs and Policy Support shows a \$550,000 profit. That includes the \$500,000 gift from P.E. MacAllister to the endowment, also \$200,000 to the Dana fund etc. Trustees should understand that this increase includes dollars deposited in permanently restricted (endowments) as well as operational dollars.
- The Annual Meeting does not have any revenue that carries over from year to year, so it gives us a better view at the operational costs for one fiscal year. We can see San Diego meeting lost \$28,000 (including staff and indirect costs). We can use this number to compare the San Diego meeting to the 2020 meeting.
- Cultural Heritage Initiative does not cost us money, nor does it make us money.
- Books: We found we had overstated book sales in a prior year. We had \$13,000 in revenue in 2020, but had to fix a 15K mistake in a previous year and so that category shows a loss. That auditing adjustment was unfavorable for our bottom line for operations in FY20.

iii. Review Budget to Actual showing operating profit or loss (Exhibits C and D)

- This shows in more detail how we ended up with a \$5,000 operational loss. If not for the audit adjustment for prior year expenses related to books, we would have had an \$8,000 operating gain. A lot of notes on the Budget to Actual, which highlight where the major variances are.
- Our goal for the Annual Fund last year was \$125,000 by the end of the fiscal year, and we actually raised \$146,000. Andy thanked the Board for its generous support. He is pleased that this level of support was manifest during a pandemic. (Line 11 of Budget to Actual).
- Regarding the pandemic: while there are challenges, we have sufficient resources to weather the storm. This will be a challenging year, but we can continue to expand our operations and meet our needs. In 12 to 18 months or so, things will stabilize. But overall, we are fortunate.
- Sten thanked Andy for the great work and asked about the Strange Center.
- Andy replied that the full staff has not been working from the Strange Center since March 18, 2020, preventing us from using the facility in the way we had hoped to. Staff have been alternating days to work for the facility, so that there is someone in the building a few days each week. The staff have indicated that it is a place they are proud to work and look forward to a time when they can all work from the James Strange Center again.
- Andy noted that one of the motions coming forward is for the creation of a Board-Designated Building Fund, with a goal of reaching \$500,000 for an endowment to support the upkeep and monthly expenses of the Strange Center. Until such a fund is created, maintenance is being paid through ASOR's operating budget.
- Richard asked about any current issues with the building, Andy noted the air conditioning and heater on the third floor needed to be replaced; he also noted that the owner of an adjacent property is planning underground parking. ASOR's pro-bono attorney is reviewing documents that ASOR has been asked to sign.
- Andy also noted the city of Alexandria will pay for planting a tree (redbud) for the space in front of the building. This is to replace a tree in the city right of way that had to be removed before ASOR purchased the building.
- Richard asked if there was anything in the audit that raised red flags or other things we need to be aware of. Andy answered no, the auditors think we are doing well, and fiscal year '20 finished up well. For FY 21, there is some concern that institutional memberships are down (budgeted for 62 but at 45 right now, as schools are making cuts). That may lead to an \$18,000-\$20,000 shortfall if institutions do not renew later. Mail has been delayed, so it is possible that we may see some renewals. Memberships will be strong, however, in large part because of the scholarships that have been given. Andy also noted that we had budgeted for Boston in 2020 to be a strong Annual Meeting financially, but we might be \$60,000 unfavorable compared to what was budgeted because the in-person part was canceled. Between the drop in institutional memberships and the pivot to a virtual Annual Meeting in 2020, we may be as much as \$80,000 unfavorable compared to the FY2021 budget. We plan to make some of that up with operational savings, and we are working on rebuilding revenues. The Second Draw PPP Loan will also be a big help.

- iv. **Review of Investment Balances and Returns (Exhibit E, Exhibit F, and balances listed in Finance Committee Report).**

2. Action Items (Richard Coffman)

We have before us ten motions from the Finance Committee that the Executive Committee has reviewed and recommends for passage by the Board. These are mostly housekeeping and updating to reflect current practices.

i. Motion from the Finance Committee: To receive FY2020 Audit

Joe Seger moved.

BE IT RESOLVED that the ASOR Board of Trustees receives the Fiscal Year 2020 Audited Financial Statements that have been reviewed and discussed by the Finance Committee and EC. (Note: this is not a vote to approve, but a vote to receive the completed audit. This vote signifies that the Board has reviewed and discussed the audit.)

No discussion.

Unanimously approved.

ii. Motion from the Finance Committee: To add a new “Authorized Investment Type” to the ASOR Investment and Spending Policy (Exhibit G.1 of the Finance Committee Report)

Carolyn Strange moved.

BE IT RESOLVED that the ASOR Board of Trustees accepts the motion and amends ASOR’s Investment and Spending Policy to include a new Authorized Investment Type: “A collection of equities and / or fixed income securities managed by investment professionals. Such managed securities will conform to ASOR’s allocation targets and ranges, and trading decisions for individual securities will not be made by ASOR management.”

Discussion:

- Bryan Wilkins asked about the implications of the motion.
- Sharon Herbert explained that the motion updates practices to allow professionals to manage ASOR’s investments, with oversight from the Finance Committee.

Unanimously approved.

iii. Motion from the Finance Committee: To establish the Herbert Warren Mason Endowment (Exhibit H of the Finance Committee Report)

Emily Miller Bonney moved:

BE IT RESOLVED that the ASOR Board of Trustees approves the motion and formally establishes the Herbert Mason Fund using language found in Exhibit H of the Finance Committee Report—in the Motion to Establish Herbert Warren Mason Endowment.

No discussion.

Unanimously approved.

iv. Motion from the Finance Committee: To establish a Board-Designated Building Fund

Emily Miller Bonney moved:

BE IT RESOLVED that the ASOR Board of Trustees approves the motion and retires the current Temporarily Restricted Building Fund and establishes a Board-Designated Building Fund in its place using language filed in Exhibit I of the Finance Committee Report—Motion to Establish Board-Designated Building Fund.

Discussion:

- Andy noted that this is explained in Appendix G; the auditors recommend that we retire the Temporarily Restricted Building Fund and set up in its place a Board-Designated Building Fund.
- There was some discussion about the use of “upkeep” as a verb.

Unanimously approved.

v. Motion from the Finance Committee: To add the Mason Endowment to “Appendix I Investment Targets and Ranges” of the ASOR Investment and Spending Policy.

Joe Seger moved on Motions V and VI, which are housekeeping issues and handled together.

BE IT RESOLVED that the ASOR Board of Trustees adopts the motion and amends “Appendix I—Investment Targets and Ranges” of the ASOR Investment and Spending Policy to add (include) the following new endowment fund: “Herbert Warren Mason Endowment (including accumulated earnings)” with the same percentages as other named funds (45% Large Cap; 15% Small Cap; 20% International Equities; 15% Fixed Income; 5% Cash.)

vi. Motion from the Finance Committee: To add the Board-Designated Building Fund to “Appendix I—Investment Targets and Ranges” of the ASOR Investment and Spending Policy.

BE IT RESOLVED that the ASOR Board of Trustees adopts the motion and amends “Appendix I—Investment Targets and Ranges” of the ASOR Investment and Spending Policy to add (include) the following new fund: “Board-Designated Building Fund (including accumulated earnings)” with the same percentages as other named funds (45% Large Cap; 15% Small Cap; 20% International Equities; 15% Fixed Income; 5% Cash).

No discussion.

Unanimously approved.

vii. Motion from the Finance Committee: To add the Mason Endowment to “Appendix

II—Spending Policies of the ASOR Investment and Spending Policy”

Randy Helm moved on Motions VII and VIII, which are housekeeping issues and handled together.

BE IT RESOLVED that the ASOR Board of Trustees adopts the motion and recommends that the ASOR Board of Trustees amend “Appendix II—Spending Policies” in the ASOR Investment and Spending Policy to add a new account: “Herbert Warren Mason Endowment” with a 5% distribution.

viii. Motion from the Finance Committee: To add Board-Designated Building Fund to “Appendix II—Spending Policies of the ASOR Investment and Spending Policy”

BE IT RESOLVED that the ASOR Board of Trustees adopts the motion and amends “Appendix II—Spending Policies” of the ASOR Investment and Spending Policy to add a new account: “Board- Designated Building Fund” with a 5% distribution rate (after the Fund reaches a market value of \$500,000).

No discussion.

Unanimously approved.

ix. Motion from the Finance Committee: to amend the Distribution Rate for the ASOR General Endowment in “Appendix II—Spending Policies of the ASOR Investment and Spending Policy.” See Exhibit G.5.c for rationale.

Eric Meyers moved.

BE IT RESOLVED that the ASOR Board of Trustees adopts the motion and amends “Appendix II Spending Policies” of the ASOR Investment and Spending Policy to increase the distribution rate for the “ASOR General Endowment” from 3.5% to 5%.

Discussion:

- Andy noted that this motion required discussion, because it addresses the distribution rate for the general endowment. This motion would increase the distribution rate, currently at 3.5%. This motion seeks to increase that to 5%. 3.5% is a conservative rate established before the endowment was as healthy as it is today. It was chosen as a way to help the endowment grow. Andy clarified that this does not refer to all endowments, just the endowment for operations. Most other endowments are already at 5% (Harris is at 6%).
- Andy further noted that this is possible because of the generosity of P.E. MacAllister, who gave a \$500,000 legacy gift combined with an additional \$300,000 to Endowment for Operations over the course of his lifetime. He is to be credited with much if the financial health of ASOR.

Unanimously approved.

x. Motion from the Finance Committee: To recognize and thank Heather McKee for her service as ASOR Treasurer for the past three years.

Carol Meyers moved.

BE IT RESOLVED that the ASOR Board of Trustees adopts the motion and enthusiastically thanks Heather McKee for her service as ASOR Treasurer for the past three years.

Discussion:

- Heather's term ends at the end of the calendar year (2020), and this motion was met with much enthusiasm from the Board.

Unanimously approved.

3. Additional discussion items:

i. Discussion of financial oversight (see Finance Committee memo reporting on the engagement of Todd Mann Management Group [TMMG] and Charity CFO)

- Andy began the discussion by referring Board members to the Executive Director's Report, that by engaging TMMG, ASOR would now have an external accounting firm doing the monthly reconciliations, but without the power to write checks. Previously we had not been following best practices; this external oversight will help. Todd Mann Management is an ACLS-recommended management firm.
- Sharon provided some background, indicating that ASOR has been doing a great job managing the books internally, first with Andy and Selma, and now Andy and Britta. As ASOR has grown, however, the right thing to do is to bring in external oversight.
- Richard noted that this will free up time for Britta to do other work that needs to be done.

ii. Chairs Coordinating Council (CCC) Update (Chuck Jones)

- Chuck shared that the CCC had met monthly over the course of the year, in which the chairs gave updates on the work of their committees. He noted two topics of most concern to the committee chairs:
 - The Strategic Plan
 - Efforts towards DEI
- The CCC also advised the Program Committee regarding the pivot to the online Annual Meeting.
- Each committee has also put together a document explaining how they will comment and discuss on the the Strategic Plan during the course of doing their committee work..
- Chuck also noted the success of the CCC overall, as it represents a huge change in how information is communicated throughout ASOR.
- Finally, he noted that there are no committees that need new chairs in the coming months.

Break 4:20-4:30

Discussion Items (4:30-6:00)

- 1. The 2020 Virtual Annual Meeting and Preliminary Plans for 2021 (Sharon Herbert with Helen Dixon and Allison Thomason, chairs of PC, as distinguished guests).**

- a. Sharon began the discussion by reminding the Board that the Annual Meeting (AM) is one of the most important things we do. We reluctantly shifted to an online Annual Meeting in 2020, but it was a success in large part because of the hard work of the Program Committee. The online meeting had some downsides, but many more upsides, and it seems to be a “genie we can’t put back in the bottle.” As we look to the future, we will need to continue with some of the virtual events.
- b. We are now looking at ways to combine an in-person meeting with an online component for 2021.
- c. Helen (joined the PC in 2016, co-chair since 2017) and Allison (first year as co-chair of the PC) gave a brief report (and referenced their submitted written report and summary data report):
- d. While the committee was at first skeptical about the pivot to a virtual format, the results show a lot of participation. Survey results indicate that 80% of respondents gave the AM (meeting, content and format) a 4 or 5 out of 5, indicating they were happy with the content. (See their report.) 4-9% of the respondents did not enjoy the meeting, but qualitative comments suggest it was the idea of a virtual meeting in general, so some of that is out of the Program Committee’s control.
- e. Posters had an hour-long discussion scheduled, something that has never happened, giving posters more attention.
- f. The PC is seeing the meeting as a success.
- g. Planning for 2021 is already beginning, and the dates of the meeting were announced at the Member’s Meeting in November 2020. The meeting will have two components:
 - i. November 17-20 in Chicago (face-to-face)
 - ii. December 9-12 (virtual, similar to the 2020 meeting)
- h. As part of the pivot to online before the 2020 meeting, the PC allowed member-organized sessions and workshops to postpone to 2021. The PC has since reconnected with those who postponed to 2021 to see if they want to be part of the face-to-face or the virtual meeting.
- i. There are also 38 standing ASOR sessions. Those will have an in-person component in 2021. These sessions allow for flexibility in assigning papers in the face-to-face meeting.
- j. Standing ASOR sessions and member-organized sessions were given the option of having a session at both the face-to-face and the virtual components of the meeting.
- k. Standing ASOR sessions:
 - i. In 2021, all standing sessions will be in person, they can also request a virtual slot.
- l. Approved member-organized sessions or workshops:
 - i. Of those that were postponed in 2020, about 29 want to meet in person in Chicago. Eight of those also want time in the virtual component; only one will pivot to a virtual session in 2021.
- m. All sessions will pivot to online if the pandemic demands it.
- n. The call for proposals for new member-organized workshops was sent out today. With the carryover from 2020, there are 31 member-organized sessions already in place for 2021. This might reduce the number of new sessions that can be accepted in 2021, especially if those sessions want to meet face-to-face. The capacity for increasing the number of sessions grows with the virtual option.
- o. Allison and Helen opened the floor to discussion
- p. Carol asked Allison and Helen to talk about what they learned about better structuring the virtual component. Allison indicated that some people thought that

- the live discussion for each session was too short and should be 90 minutes.
- q. Furthermore, the session chairs were not given a lot of instructions on how to organize their discussion session, and it might be useful to give session chairs more guidelines to standardize how the sessions/discussions are run.
 - r. Helen noted a few other things learned from the feedback: the number of late cancellations led to some last-minute shuffling of papers within discussions that then led to an imbalance of papers included in any given discussion slot. Furthermore, a lot of people took advantage of the recorded papers to go over time.
 - s. Allison noted that the break out rooms/networking lounges were sometimes lively, but at other times it was clear everyone was tired.
 - t. Sten complimented Allison and Helen on the great job, and asked about attendance. Andy referred him to the Board handouts that lists the numbers of attendees per session (without names).
 - u. Allison complimented Arlene and the incredible work that she did from June onwards to keep all of the balls in the air.
 - v. Helen noted that looking forward to 2021, it makes sense to plan a virtual from the start, but keep working towards a face-to-face. This year we all were made aware of the advantages of a face-to-face meeting. A virtual component should not be a threat to the face-to-face experience, but a benefit and option to those who can't make it.
 - w. Sten asked Chuck about feedback he had been hearing about the Annual Meeting from the CCC. Chuck indicated that it echoes this report. He noted that next year, given reduced travel funding and other issues, there might be fewer people able to attend. He also noted that having virtual sessions at different times might better engage those in different time zones.
 - x. Emily also complimented Allison and Helen, as well as Arlene, indicating that the interface provider was easy to work with.
 - y. Teddy echoed the praise, especially what the committee was able to pull off with just a few months to plan. He noted that as an attendee at the meeting, he has come to realize he needs to be more proactive, understanding that meetings won't go back to an entirely face-to-face format.
 - z. Susan also expressed how impressed she was with the success of the AM, indicating that she went to discussion sessions having not watched the papers.
 - aa. There was some discussion about improving the logistics of access to papers and knowing what to find and where within the platform.
 - bb. Andy praised the staff, especially Arlene, who took on the Virtual Annual Meeting and made it part of her life for three or four months. In the future, we want to create a conference where she does not feel that pressure. He noted Jared Koller's expertise was critical to the success, and Jared was also very accommodating in uploading papers and fixing individual problems. All of the staff throughout the conference went above and beyond, and they were committed to making sure things went well.
 - cc. Sharon thanked Allison and Helen for the successful conference, noting that attendees really liked the broadened participation and more open discussion.

2. Final steps on ASOR name change (Sharon Herbert and Richard Coffman)

- Sharon began by summarizing the history of ASOR's name change, which can also be found in her President's Report.

- She indicated this has been a long saga, and the end result, American Society of Overseas Research, won by about 2/3 of the membership-wide vote. It is anodyne, but it allows us to grow and change. It also removes the offensive language from our name and that is a huge step forward.
- Richard has crafted the motion presented here. This name change may have to go by the membership for ratification. The motion has been reviewed by ASOR's pro bono attorneys, Arnold and Porter, and they will let us know if the name change needs to be ratified by the membership.
- Andy noted that if we vote for a name change here, we will have to go forward with changing the articles of incorporation to reflect the new name.
- This motion to accept and ratify the new name comes at the recommendation of the Executive Committee.

Eric Meyers moved.

Motion to Ratify Membership Vote to Formally Change the Name of the Corporation

WHEREFORE, by democratic vote of the Corporation membership eligible to vote pursuant to Article II of the Corporation Bylaws, which was electronically conducted by the Corporation, from October 28, 2020, through November 6, 2020, and overseen by the Corporation Secretary and Executive Director, the Corporation membership voted to formally change the name of the Corporation to the American Society of Overseas Research;

I HEREBY move (i) that the membership's vote be ratified by the Board of Trustees, (ii) that the name of the Corporation be formally changed to the American Society of Overseas Research, and (iii) that the President, Chairman of the Board, and Executive Director be empowered to do whatever must be done, with all expediency, to effect the formal name change in the Corporation's Bylaws, books, and records, as well as across all public-facing and membership-facing platforms, media, and communications.

Discussion:

- Alex asked for some background on the old name, and Sharon explained the problematic baggage associated with the term "Oriental" since the 1920s; furthermore to many people that refers to East Asia, which is not typically the region where ASOR members work.
- Alex indicated support for the new name as an update to the organization.
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Unanimously approved.

- Sharon expressed thanks to the ad hoc committee who tackled this issue, noting their wonderful work.

3. **Proposal from Publication Committee that Opportunity Fund be used for book subventions. (Sharon Herbert)**

<http://www.asor.org/hidden/board-info/2020/12-handouts>

- Sharon provided some background, that the Publications Committee is proposing that periodic distributions from the Opportunity Fund (\$125,000) will be used for book subvention(s). This money came from generous authors who published and donated their royalties to ASOR (especially, editor-in-chief of the Oxford Encyclopedia of the Ancient Near East, Eric Meyers). This motion comes from the Publications Committee with the full support of the Executive Committee.

Joe Greene moved.

BE IT RESOLVED that the ASOR Board of Trustees accepts the recommendation of the Executive Committee that periodic distributions from the Opportunity Fund be used to support subventions for authors who have a financial need for subvention funding and are selected by the Publications Committee.

- **Unanimously approved.**

4. New and ongoing initiatives (Andy Vaughn)

a. Achieving a carbon-neutral Annual Meeting by 2025

- Andy brought this up as an important topic as we look to the second quarter of the 21st century. Research has been done to look into some changes (cut down the printing of program books and name badges, etc.) Carbon offsets for the Annual Meeting will cost about \$15,000-\$20,000.
- Andy indicated that we could be leaders here among learned societies, and it is something that is within reach.
- Alex asked how much carbon ASOR produces to get back to neutral. Andy responded that the Annual Meeting is one of the biggest things we do that produces carbon, and a poster by an ASOR member brought up the potential for going carbon-neutral. There are things we can do to offset our carbon production: for example, meet in hub cities to minimize flights. But, ultimately, to achieve carbon neutrality, ASOR would need to purchase carbon offsets. It is estimated that this would cost about \$15-\$20 per person, per meeting.
- Sharon noted that the change in the administration in Washington might help us, John Kerry has been supportive of ASOR in the past.
- Ann Sahlman asked if this falls as a priority for ASOR and its mission.
- Randy noted that a lot of institutions have gone in the direction of being carbon neutral. Offsets for travel are included. We may find some institutions are already providing climate offsets.
- Joe Greene noted that he observed in our conversation about the name change of ASOR that times have changed and climate change has a global impact—our membership is younger people who notice these things; it is an issue we have to face.
- Emily suggested that the task force can sort out what it looks like to go carbon neutral, and part of the charge would be figuring it out how to pay for it.
- Andy opined (in response to Ann’s question) that this was a priority for ASOR and for many of our members. He noted that our members are engaged in protecting heritage around the world, and this initiative helps ensure there is the environment is protected so that the tangible heritage important to our membership can be preserved. Andy stated that it is not only the right thing to do, but it is also a smart business decision.

- Sharon asked if the original poster could be shared.

- **Developments in ASOR Online Resources**
 - Andy pointed Board members to the section in the Executive Director's report about online resources. He also thanked the members of the BOT who have donated materials.

- **Current Cultural Heritage Initiatives**
 - Andy noted that ASOR has been focusing on North Africa, specifically Libya. We have four grants with the State Dept now. They are going well. We've also produced a 120-140 page report currently being translated into Arabic that details looting and anti-trafficking efforts from 2011 to 2020.
 - We are also producing a supplement to the Red List and a "Most looted list for Libya" including 25-30 pages for law enforcement.
 - This can be replicated on other parts of North Africa and other places in the Middle East.
 - Carolyn expressed her enthusiasm and support for the work ASOR is doing in Libya and hopes it can continue in other regions.
 - Sten noted that Artemis Joukowsky passed away. Arte had been a great supporter of ACOR and chair of the ACOR Board for two decades. Sten wishes for the Board to take action to recognize Arte's service to archaeology in this region and extend sympathies and condolences to Martha and the entire Joukowsky family.

Meeting adjourned.

Respectfully submitted,

Ann-Marie Knoblauch