



**ASOR Executive Committee Meeting, Richard Coffman, Presiding
November 20, 2021
2:00–5:00pm
Chicago Hilton Hotel
DuSable Suite, 24th Floor**

Present: Richard Coffman (Chair of the Board); Andy Vaughn (Executive Director); Sharon Herbert (President); Chuck Jones (Vice President); Emily Miller Bonney (Treasurer); Ann-Marie Knoblauch (Secretary); Susan Ackerman (Past President); Jane DeRose Evans; Eric Meyers (via telephone); Lynn Swartz Dodd; Joe Seger;
Guest: Marta Ostovich.

1. Call to Order (Richard Coffman)

- The meeting was called to order at 2:06 PM

Business Items

2. Approval of Agenda (Richard Coffman)

- **BE IT RESOLVED** that the agenda is approved with an amendment to include recommendations from the Committee on Publications about the reappointment of Stephanie Budin and Alex Joffe as editors (below item 8A).

3. Approval of the Minutes from the May 15, 2021 EC Meeting (Richard Coffman)

- **BE IT RESOLVED** that the minutes are approved by unanimous consent with the correction of minor typos.

4. Officer Nominations

- The ONC recommends Ann-Marie Knoblauch for a second three-year term as ASOR Secretary (January 1, 2022-December 31, 2024): c.v. and statement posted for the Nov 2021 meeting at <http://www.asor.org/hidden/board-info>. Ann-Marie left the room while discussion and vote took place.
- **BE IT RESOLVED** that the EC recommends to the that Ann-Marie Knoblauch be reappointed for a second term (3 years) as ASOR Secretary. The resolution passed unanimously.

5. Trustee Elections (Sharon Herbert)

- Jane reported on the results of the Trustee's elections, as listed below.
- Chuck asked why we were not getting more candidates.

- Andy noted that the call for nominations went out earlier than usual this year and encouraged self-nominations. He also noted that people have a lot on their plates right now and the position was a commitment.
- Elected Institutional Trustees (January 1, 2022-December 31, 2024):
 - To an additional 3-year term: Erin Darby
 - To an additional 3-year term: Lynn Dodd
- Member-elected Trustees: (January 1, 2022-December 31, 2024)
 - To an initial 3-year term: Margaret Cohen
 - To an additional 3-year term: Jane DeRose Evans

6. Board-Elected Trustee Appointments (Sharon Herbert)

- Sharon noted that all candidates listed below have agreed to stand for election again and will be recommended to the Board at its meeting on November 21.

For election an additional 3-year term (January 1, 2022-December 31, 2024)

- Susan Ackerman moved, Chuck Jones seconded:
- **BE IT RESOLVED:** The Executive Committee recommends to the Board that Peyton (Randy) Helm be reappointed to the Board of Trustees.
Unanimously approved.
- Joe Seger moved, Lynn Dodd seconded:
- **BE IT RESOLVED:** The Executive Committee recommends to the Board that Eric Meyers be reappointed to the Board of Trustees.
Unanimously approved.
- Ann-Marie Knoblauch moved, Lynn Dodd seconded:
- **BE IT RESOLVED:** The Executive Committee recommends to the Board that Ann V. Sahlman be reappointed to the Board of Trustees.
Unanimously approved.
- Emily Bonney moved, Joe Seger seconded:
- **BE IT RESOLVED:** The Executive Committee recommends to the Board that Carolyn Midkiff Strange be reappointed to the Board of Trustees.
Unanimously approved.

7. Treasurer's Report (Emily Miller Bonney)

- Emily referred EC members to the posted Treasurer's Report. She referenced some specific points and details, notably that we are in a strong position because we have generous members and donors, and we did not lose members during the pandemic; also the market has had extraordinary returns and so allowed our endowed funds to experience extraordinary growth.
- ASOR's audit has been completed, and it shows continued growth and strength; all endowments are up 30-35%, with a total net increase for FY21 of just over one million, and there is a little over one million in cash accounts.
- Exhibit D, regarding investments, is somewhat misleading; it was done at the moment on

September 30, 2021, when there was a sudden drop in the market; Exhibit F (comparing FY 21 to past years) provides a different read because it shows how much growth we had in the last year.

- Emily noted that we should consider additional ways to raise funds and that Institutional Member numbers might not be stable.
- Last year's Annual Meeting (2020) was unfavorable by \$45,000 more than budgeted.
- Andy noted that 525/530 people said they would be attending the Chicago Annual Meeting; about 500-525 people actually came in person; and the combined registration with the Virtual Annual Meeting is currently at 1047. (It helped that the fee was the same for both.)
- The Program Committee indicated that 326 paper presenters were at the meeting. (68% of attendees are giving papers, normally it's around 60%)
- Under normal circumstances we thought attendance at the Chicago meeting would be like Boston (around 1200-1300 attendees); with the virtual component we are not far off from that. Andy also noted that the Program Committee has indicated that the workload has been extremely heavy, in part because of constant last-minute changes.
- Emily also noted that the engagement of the Todd Mann Management Group has not worked as well as had been hoped for in terms of the comprehensive accounting services, so the contract was renegotiated and it was decided that Britta and ASOR would reassume responsibility for the daily journal entries. Britta will work directly with Andy on QuickBooks descriptions and entries, which should be more expedient.
- Andy said that the Todd Mann Management Group will do the oversight and do the monthly reconciliations of the bank and investment accounts, and Britta will go back to managing the QuickBooks, etc. TMMG will continue to provide monthly balance sheets and provide monthly checking.
- Emily reported that Romeo and Wiggins (our auditors) completed the audit on time this year, and we have a draft of the IRS Form 990. This is an improvement from prior years.
- Emily thanked the Finance Committee for their careful work.

8. Finance Committee Discussion and Action Items (Andy Vaughn and Emily Miller Bonney)

- Vote to RECEIVE the FY 2021 Audit (Exhibit A)
- Jane DeRose Evans moved.
- **BE IT RESOLVED** that the ASOR Executive Committee recommends the Board of Trustees receive the Fiscal Year 2020 Audited Financial Statements that have been reviewed and discussed by the Finance Committee and Executive Committee. (Note: this is not a vote to approve, but a vote to receive the completed audit. If passed in the Board meeting, this vote signifies that the Board has reviewed and discussed the audit.)
Unanimously approved.
- Emily noted she and Andy will put the audit out to bid in January.
- Vote on recommendation to Board to emend December 2020 decision with regards to the Board-Designated Building Fund (Susan Ackerman).
- Joe Seger moved (coming from Finance Committee, so no second required).
- **BE IT RESOLVED** that the that the Executive Committee endorses the recommendation of the Finance Committee and recommends that the ASOR Board of Trustees emend its prior resolution adopted in December 2020: "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)" to strike the parenthetical "(after the Fund reaches a market value of \$500,000)"
Unanimously approved.

8A. Motions from the Publications Committee (added late to the agenda)

- a. COP recommends to the Board that Stephanie Budin be reappointed for a second three-year term as editor of NEA.
 - Chuck Jones moved.
 - **BE IT RESOLVED** that the Executive Committee accepts the recommendation of the COP and further recommends to the ASOR Board of Trustees that it appoint Stephanie Budin to a second 3-year term as editor of NEA (January 1, 2022-December 31, 2024).

Discussion:

- Susan asked about the high number of special issues for ASOR. Chuck indicated that a lot of people are interested in special issues and article submissions are slow coming in for regular issues.

Unanimously approved.

- b. COP recommends to the Board that Alex Joffe's term as editor ANE Today be extended for one year while we search for a suitable replacement.

- Jane DeRose Evans moved.
- **BE IT RESOLVED** that the Executive Committee accepts the recommendation of the COP and further recommends that the ASOR Board of Trustees extend Alex Joffe's editorship for one year as editor of ANE Today (January 1, 2022-December 31, 2022).

Unanimously approved.

Discussion and Voting Items

9. The Strategic Plan (Sharon Herbert)

- Joe Seger moved, Emily Bonney seconded.
- **BE IT RESOLVED** that the Executive Committee recommends that the Board adopt the Strategic Plan as presented by the President.

Unanimously approved.

- Joe commends the President for her hard work and diligence.

10. The DEI Committee and necessary amendments to the by-laws

- Sharon noted that the creation of a standing DEI committee is implicit in the DEI report.
- She noted further that Erin did an excellent job as the chair of the task force
- Chuck Jones moved, Emily Bonney seconded.
- **BE IT RESOLVED** that the EC accepts the recommendation of the President and further recommends to the BOT that the bylaws be amended as circulated on Oct 29, 2021, to the voting members of the Board to establish a standing DEI committee.

Discussion:

- Susan commended Sharon for her description of the committees. She then asked Chuck about the impact of two new standing committees to the CCC meetings and whether it would leave enough time for discussion of agenda items.
- Chuck noted that discussion is always useful, and he has been encouraging committees to submit written reports, which has helped, and the committees are committed to updating committee charges.

Unanimously approved.

11. Election of Erin Darby to the chair of the DEI Committee (Sharon Herbert)

- Emily Bonney moved, Joe Seger seconded.
- **BE IT RESOLVED** that the Executive Committee accepts the recommendation of the President and Vice President, as chair of the CCC, that Erin Darby be appointed as the inaugural chair of the DEI committee for a 3-year term (Nov 21, 2021-Dec 31, 2024). The EC further recommends that the Board adopt this recommendation and elect Erin Darby as chair of the DEI committee for the dates given above.
Unanimously approved.

We took a short break

Discussion and Information Items

- Sharon, as president, has the power to put together ad hoc committees

12. Ad hoc Committee on Climate Impact (Sharon Herbert)

- This ad hoc committee comes out of the goal articulated in the strategic plan to have the Annual Meeting be carbon neutral by 2025 and to investigate other areas where ASOR can cut its carbon footprint (for example, fieldwork and publications).
- The co-chairs will be Virginia Herrmann and Andy Vaughn. Other members are posted on the ASOR website.
- The committee will present an interim report to the Board by the spring 2022 meeting and a final report by November 2022.
- Susan noted that in addition to seeking info and input from the program committee, membership committee should also be consulted.
- Discussion followed about what does it mean to be carbon neutral (avoid travel/Virtual Annual Meeting? Offset fees?)
- Jane noted that online conferences are not carbon neutral.

13. Ad hoc Committee on Archives (Sharon Herbert)

- Sharon directed committee members to the submitted report. ASOR archives currently housed at Harvard must be relocated.
- Harvard wants them out soon.
- Susan Ackerman is the chair of the committee. Other members include Eric Meyers, Jason Ur, and Paul Flesher.
- Currently, the committee is investigating potential locations for the archives.
- Another issue for the committee is artifactual material in the archives (in the Nelson Glueck archives). Those materials will stay at Harvard, and the committee is working with Harvard on details related to that collection.
- A question was asked about future archive-able content, such as current presidential papers.
- Sharon noted the charge to the committee is currently limited to the papers previously stored at Beacon St., but it could be expanded.

14. Formation of Search Committee for Chair of the Board (Sharon Herbert)

- Sharon noted that Richard's second term as Chairman of the Board will end Dec 31, 2022.
- According to our by-laws, the current and past president consult and form a committee chaired by current president.
- The committee consists of Susan Ackerman, Eric Meyers, Bob Mullins, Ann-Marie Knoblauch.

15. Future Annual Meetings (Andy Vaughn)

- Andy noted that we have signed a contract for 2022 and 2025, and the terms are favorable. He is hoping to have contract for 2023 signed by end of calendar year, but it's not likely now. (Additional information can be found in the Director's Report).
- SBL will be in San Diego in 2024, and there might be possibilities in San Diego in 2024 for ASOR. Andy plans a trip to California in January (following the AIA Annual Meeting).
- Until the Board changes the direction to meet in the same city (not a suburb) with AAR/SBL when

- feasible and financially possible, that will govern ASOR's choice of an Annual Meeting location.
- Andy said that we need to gather more info from the membership and is inclined to move slowly booking contracts beyond 2026 because there is so much we don't know, and Richard agreed.
 - The ASOR membership has shown they like meetings in Boston, so we are glad to have two meetings booked there (and the second one [2025] in a year when AAR/SBL is in Boston).

16. Organization of Break-out discussion groups for Board--Future of the Annual Meeting and Climate Efforts (Sharon Herbert, Andy Vaughn)

- At the Sunday Board meeting there will be two break-out sessions, with small groups talking for 15 minutes on the future of the Annual Meeting, then reporting out, then fifteen minutes on Climate Efforts, then report out.

The meeting adjourned at 4:44 PM.

Respectfully submitted,
Ann-Marie Knoblauch