



**ASOR Board of Trustees Spring Meeting  
May 8, 2022, 9:00 AM-1:00 PM EDT  
By Zoom and Conference Room in the James F. Strange Center**

**Present:** Richard Coffman (Chair of the Board), Andy Vaughn (Executive Director), Sharon Herbert (President), Chuck Jones (Vice President), Emily Bonney Miller (Treasurer), Ann-Marie Knoblauch (Secretary), Susan Ackerman (Past President), Margaret Cohen, Pearce Paul Creasman, Erin Darby, JP Dessel, Lynn Swartz Dodd, Peggy Duly, Jane DeRose Evans, Paul Flesher, Randy Helm, Melissa Bailey Kutner, Sue Laden, Carol Meyers, Eric Meyers, Robert Mullins, Ann Sahlman, Joe Seger, Nancy Serwint, Carolyn Strange.

**Absent:** Debra Foran, Mark Lanier, Alex MacAllister, Timothy Potts, Jason Ur

**Guest:** Marta Ostovich

**Preliminary Matters (9:00-9:10)**

1. 9:06 AM Call to Order (Richard Coffman)
2. Approval of Agenda (Richard Coffman): Ann Marie asked about the overseas research center reports. Sharon noted a shift to “news” as opposed to “reports”.
3. Approval of the Minutes from the November 2021 Board Meeting (Richard Coffman): Andy noted the issue of Randy Helm’s re-election to the Board.

**Elections (9:10-9:40)**

See report submitted by the Officers Nominations Committee report to the Board.

*Joe and Eric left the meeting.*

1. Life Trustees (Sharon Herbert): Life trustees are voting trustees. People becoming life trustees opens up spots on the Board.
  - a. Eric Meyers
  - b. Joe Seger

Carolyn Strange moved.

**BE IT RESOLVED** that the Board of Trustees accepts the recommendation of the Executive Committee to grant Life Trustee status to Eric Meyers and Joe Seger.

**Unanimously Approved.**

*Joe and Eric rejoined the meeting.*

2. Sheldon Fox as Chair of the Board Jan. 1, 2023-Dec. 31, 2025 (Sharon Herbert reporting for the Board Chair Nominations Committee). Sharon noted that the current chair is at his term limit. Sharon formed a search committee that approached Sheldon Fox, who agreed to stand for election as the next Board chair. This comes as a recommendation from the Executive Committee.

Carol Meyers moved.

**BE IT RESOLVED** that the Board of Trustees accepts the recommendation of the Executive Committee to appoint Sheldon Fox as chair of the Board of Trustees, for a three-year term (January 1, 2023 – December 31, 2025).

**Unanimously Approved.**

*Charles and Sharon left the meeting.*

3. Re-election of the President and Vice President to second terms (Jan.1, 2023-Dec. 31, 2025) (Robert Mullins reporting for the Officers Nominations Committee). The ONC recommends Sharon Herbert for a second term as President and Charles Jones for a second term as Vice President. The recommendation comes from ONC through the EC.

Ann-Marie Knoblauch moved.

**BE IT RESOLVED** that the Board of Trustees accepts the recommendation of the Executive Committee to approve a second three-year term (January 1, 2023 – December 31, 2023) for Sharon Herbert as President.

**Unanimously Approved.**

Eric Meyers moved.

**BE IT RESOLVED** that the Board of Trustees accepts the recommendation of the Executive Committee to approve a second three-year term (January 1, 2023 – December 31, 2023) for Charles Jones as Vice-President.

**Unanimously Approved.**

*Charles and Sharon rejoined the meeting.*

4. Discussion of nomination procedures and officers' terms (Robert Mullins): The ONC raised a number of questions in their report, circulated in advance. It was noted that if the Vice President becomes President at the conclusion of President's term, and if each President

served two, three-year terms, this would mean they could serve 18 years overall (six years as Vice-President, six years as President, and six years as Past President). Is there a better way to establish continuity, perhaps by staggering terms? Chuck has let Sharon and Bob know that he is not interested in serving as President. The EC recommends that Sharon appoint an ad hoc committee to look at governance and term length. Paul acknowledged the benefits of continuity by having the President add a second term, but also stated that most Vice President-to-President organizations do not allow for a second term. Bob asked whether a Past President who has served two terms could return as President in the future. Sharon concluded by saying the ad hoc committee will address these questions.

### **Committee Reports and Discussion/Action Items (9:40-10:35)**

1. Ad Hoc Committee on Climate Impact (Andy Vaughn): Andy invited comments and feedback on the committee's posted report.

Ann-Marie asked what are the next steps or actions that the committee asks the Board to take?

Andy replied that these can be found at the bottom of page 4, and end of page 5. The committee will monitor different options over the next months before making a recommendation. The charge was to look at the Annual Meeting and whether it can be carbon neutral in the next couple of years. While the Annual Meeting may not be the only way ASOR impacts our climate, it is a visible/public event that ASOR can control. It is harder to control what people do on their own excavations.

- What meeting format strikes the optimal balance between carbon emission reduction and sustaining the in-person meeting?
- What carbon-offset strategy to close the gap will be most sustainable? What carbon-offsets will be recommended to ASOR members and ASOR attendees? Not all carbon-offset programs are equal. Two airlines claim to be carbon-neutral (United and Delta).
- What budget allocations besides member contributions will be needed to achieve these goals?
- The Committee thinks carbon neutrality is feasible and attainable. This marks a culture change for ASOR members, and it is essential for attracting a new generation.
- The Committee is looking for guidance on the level of commitment from the Board. Allocation of \$30-40K for carbon-offsets.

There was discussion about whether the Board should comment now or wait to see the full report. Some other issues discussed include:

- Individual versus organizational changes
- Climate-friendly hotel policies
- Affordability and accessibility for members versus asking people to pay more for carbon offset or climate-friendly options
- Additional travel impact to SBL when ASOR does not meet with them

- Other organizations within the ACLS and how/whether they are addressing climate change
- Cost of offsetting in-person versus virtual meetings. Virtual meetings still have a carbon impact.

The Climate Committee's work also needs to be discussed within standing committees and the CCC.

The Board would like to see more information on costs and budget before acting on recommendations from the ad hoc committee.

Sharon invited the Board to think about whether the spring meeting needs to be in-person.

## 2. Ad Hoc Committee on the ASOR Archives (Susan Ackerman)

Richard noted there is a recommendation about the proposal from the American Heritage Center from the EC to consider.

Susan reviewed the proposal from Paul Flesher about housing ASOR's archives at American Heritage Center (University of Wyoming) and the process the committee has gone through. There were reservations about location and accessibility for members and researchers. The solution to this problem is digitization, and there were concerns about the rate and scale of digitization and how it would go forward. Currently, 30-50% of the ASOR Archives are digitized, but they are not easy to access/use. Once deed of gift is signed, it is a permanent move. AHC is world-class institution with the requisite skills to handle the ASOR archives.

The Committee and EC recommend that the ASOR Archives be sent to the AHC as their new and permanent home.

Randy asked whether there a timetable for the digitization process. Susan responded that the committee has not negotiated a strategy or timetable. Paul responded that the AHC has a large staff of 20 archive professionals to handle materials, both physical and those already digitized. The alternative is sending them to the Strange Center, and ASOR would absorb all of cost. AHC would make it part of their ongoing daily process. Paul discussed what types of materials are the highest priority. Paul is also confident in pulling in donor funds to help with digitizing and curating the ASOR Archives.

There was discussion of the upfront cost to ship archives to Wyoming, the timeline, logistics of the move, and cost. Paul suggested that for \$3,000 (to be split between ASOR and AHC) the archives could be transported via a rental van from Harvard to the AHC.

Erin asked about the relationship between the AHC and University of Wyoming. Paul responded that while Wyoming is experiencing some financial pressure, the AHC has sizable endowments that are growing.

Chuck asked about international collections at the AHC. Paul replied that the biggest collections are western, economic geology, and entertainment. It is a national collection, not

a regional archive. AHC has not done archaeology in the past, but Paul wants to grow in this area. Has been in conversations with the Albright. He is also interested in acquiring excavation records: e.g., field notes and excavation reports. Would love to be the repository for these.

*Randy left the in-person meeting; will login from the road.*

Carol asked about the timeline for digitization and Paul replied that it is a matter of funds. He plans to test a project with a semester internship \$2,500 15 hours/week to see how much can be done. Certain collections can also be prioritized.

Susan brought up the EC's question about the future of the archives once Paul is no longer the AHC director. Paul replied that the archives will become part of institution's collections, and the contract will be honored. The current platform has 150K items. These things won't change if Paul is not around. ASOR will always be present and part of the conversation.

Andy and Eric voiced their support for the recommendation.

Erin brought up research opportunities for students who cannot travel overseas to work with the archives.

*Paul left the meeting*

Ann-Marie moved.

**BE IT RESOLVED** that the Board accepts the recommendation of the Executive Committee on the recommendation of the Ad Hoc Archives Committee that the ASOR Archives be deeded and sent to the American Heritage Center at the University of Wyoming as their new and permanent home.

**Unanimously Approved.**

3. Publications: Discussion and Action on possible gift of the journal *Maarav* to ASOR—the following is a motion from the Publications Committee. Trustees are invited to amend this suggested language if desirable. (Andy Vaughn)

Chuck moved.

**BE IT RESOLVED** that the Board of Trustees, acting upon the unanimous recommendation from the Committee on Publications (COP), authorizes the Executive Director (Andy Vaughn) and Chair of Publications (Kevin McGeough) to negotiate with University of Chicago Press, *Maarav* (and West Semitic Research [the Publisher]), and a possible new editorial team made up of University of Chicago faculty and other scholars for *Maarav* to become an ASOR publication.

**Unanimously Approved.**

*Marta left the meeting.*

4. ASOR connection with American Excavations in the Tophet at Carthage Exhibition (Sharon Herbert): The EC discussed this and is supportive of the idea, but it did not think the Board was the appropriate starting or ending point. It should go through CAP. The project was started before CAP was formed. Joe Greene is willing to apply for CAP status for this purpose.
5. CCC Activities (Chuck Jones): For the past few years the CCC has met once a month. In the past the meetings have focused on committee reports, but in the past year the CCC has focused on larger issues such as DEI initiatives, supporting the staff at the Strange Center, and the Program Committee. The CCC also discusses the plenary speaker for the annual meeting. This year the plenary speaker will be Solange Ashby. The CCC has changed the timing of their selection process so that they discuss and choose the plenary speaker earlier in the year.
6. Development (Lynn Swartz Dodd): See attached submitted report.

**Break (10:35-10:45)**

**Financial Matters (10:45-11:45)**

1. Treasurer's Report (Emily Miller Bonney): Emily reviewed the submitted report, indicating that ASOR has benefited from the generosity of donors, and grant income (at \$308,000) is more than twice what was budgeted. The webinars, which raise money to support ASOR scholarships, tend to be more popular when the topics are controversial. ASOR's self-managed investment accounts are doing better than the endowment funds managed by professional managers at Scott and Stringfellow (Truist Securities). The question remains as to what to do with Scott & Stringfellow. They are not doing terribly, but not doing great either. The Finance Committee recommended that the Treasurer, Board Chair, President, and Executive Director review investment analysis data after June 30, 2022, and then make a decision about whether to leave funds with Truist Securities, or to move funds to ASOR's self-managed Schwab accounts. The approach and plan were approved by consensus.
2. ASOR Net Investment Report (Andy Vaughn): Andy referenced the submitted report, highlighting that ASOR's investments are performing in line with the general securities markets. Andy noted that most stocks are experiencing losses in the first half of 2022.
3. Finance Committee Action Items
  - a. Review and adoption of FY23 proposed budget

Ann-Marie moved.

**BE IT RESOLVED** that the Executive Committee recommends that the Board of Trustees receive the FY22 Budget to Forecast report and adopt the Proposed FY23 Budget as received from the Executive Director and the Treasurer, and as discussed by the Finance Committee.

**Unanimously approved.**

b. Establishment of Stevan B. Dana Endowment Fund #3

Chuck moved.

**BE IT RESOLVED** that the ASOR Board, acting on the recommendation of the Finance Committee and the subsequent recommendation of the Executive Committee, recommends that the Board of Trustees formally establish the Stevan B. Dana Endowment Fund #3 using the language provided in Exhibit E.

Discussion: Discussion clarified that the precise language was requested by the donor, and that the funds had to be used in the “State of Israel.”

**All in favor with one abstention.**

c. Motion to treat the Board-Designated Publications Fund as a quasi-endowment fund.

Andy explained that the language comes from the Publications Committee to give them latitude to do what is best. The motion includes language received from Sheldon and auditors. Board can change its mind in the future.

Jane moved.

**BE IT RESOLVED** that beginning with Fiscal Year 2023 (July 1, 2022), that the Executive Committee, acting on the recommendation of the Finance Committee, recommends that the Board of Trustees treat the Board-Designated Publications fund as a quasi-endowment, like the Board-Designated Building Fund and the Board-Designated Kershaw Fund. As outlined in ASOR’s Investment and Spending Policy, the Board-Designated Publications Fund will produce quarterly distributions to support ASOR publications. Recommendations for spending these dispersed funds will be made by the Publications Committee, subject to the approval or amendment by the Board. The Executive Committee may act on behalf of the Board for spending recommendations. As a Board-Designated Fund, this decision and these allocations may be changed by a future vote of the Board.

**Unanimously approved.**

d. Motion to formalize names of the three (3) Dana Endowments

Pearce moved.

**BE IT RESOLVED** that the Executive Committee recommends that the Board of Trustees formalize the names of the following three endowments established by Stevan B. Dana:

- i. Stevan B. Dana Endowment #1 for Scholarships to Support Fieldwork Participation in Israel
- ii. Stevan B. Dana Endowment #2 for Grants to ASOR-Affiliated Excavation Projects
- iii. Stevan B. Dana Endowment #3 for Grants to ASOR-Affiliated Excavation Projects in the State of Israel

**Unanimously approved.**

- e. Motion to amend the Investment and Spending Policy

Ann-Marie moved.

**BE IT RESOLVED** that the Executive Committee, acting on the recommendation of the Finance Committee, recommends that the Board of Trustees amend the Investment and Spending Policy to modify the investment strategy for the Board-Designated Opportunity Fund and the spending provisions for the Building Fund and to include newly created endowments and funds using language provided in Exhibit F.

**Unanimously approved.**

- f. Motion to amend the second paragraph of the Travel and Entertainment Policy (the amendment marked below): Andy noted that this comes at the recommendation of the auditor.

Jane moved.

**BE IT RESOLVED** that the Executive Committee, acting on the recommendation of the Finance Committee, recommends that the Board of Trustees amend the second paragraph of the Travel and Reimbursement Policy as indicated below (by adding the sentence found below (with a blue font and underlining)):

“The ASOR Board of Trustees further recognizes that from time to time, the Executive Director must travel and entertain prospective donors, government representatives, and other persons critical to ASOR’s business and mission. In doing so, the Board of Trustees imposes the business judgment rule on the Executive Director; to wit, in deciding whether to incur a travel or entertainment expense, the Executive Director must act on an informed basis, in good faith and in the honest belief that the action taken is in the best interests of ASOR. The Executive Director’s travel and entertainment is subject to review by the President or Board Chair at any time upon request. Requests by the Executive Director for reimbursement under this policy should be reviewed and approved by the Treasurer or the President.”

**Unanimously approved.**

- g. Motion for selecting External Auditors:

Jane moved.

**BE IT RESOLVED** that the Executive Committee, acting on the recommendation of the Finance Committee, recommends that the Board of Trustees authorize the Treasurer and Executive Director to review proposals (bids) for ASOR’s external auditor and to select a firm for a 3-year contract after consulting with the President and Board Chair. This authorization is contingent on the final, guaranteed price not exceeding the FY23 budget by more than 10%. If the Treasurer and Executive Director wish to choose a firm whose bid exceeds 10% of the FY23 Budget, they will first seek approval (by email or Zoom) from the Finance Committee.

**Unanimously approved.**



**Personnel Committee Recommendation on Renewal of A. Vaughn's contract (Sharon Herbert 11:45-12:00)**

Sharon reported on the Personnel Committee's work. Andy's contract was extended for an additional year (until June 30, 2025)

**Breakout Discussion Groups (12:00-1:00)**

The format of future Spring Board meetings.

Sharon decided that breakout groups would not be effective given the hybrid format of the meeting. She asked us to consider what we should do next regarding the spring board meeting. Should it be only face-to-face, hybrid, or only over Zoom?

Richard wished all of the mothers a happy Mother's Day.

Meeting adjourned at 12:30 PM.

Respectfully submitted,

Ann-Marie Knoblauch, with assistance from Marta Ostovich