



## **SAR**

Annual Board Meeting  
Saturday, February 23, 2019  
9:00am-2:45pm  
Dobkin Boardroom  
**Approved August 3, 2019**

### **Board of Directors in Attendance**

Doug Nelson, Board Chair  
Elizabeth Roghair, Vice Chair  
Nancy Bern, Secretary  
Ned Blackhawk  
Dorothy Bracey  
John Camp  
Anne Chognard  
Ken Cole  
Susan Foote  
Brian Foster  
Meg Lamme  
Louise Lamphere

Ann Morton  
Marcus Randolph  
Julie Rivers  
Jim Robins  
Jerry Sabloff  
Greg Smith  
Diane Vennema  
Michael Brown, Ex-Officio

### **Staff In Attendance**

Sharon K. Tison  
Laura Sullivan  
Lindsay Archuleta  
Meredith Davidson  
Michelle (Liv) Turner

#### **I. Quorum Call**

A Quorum established.

Doug thanked the board for the generous giving this year.

#### **II. Consent Agenda**

Consent agenda unanimously approved.

##### **A. Motion to adopt social events and budget for board meetings**

Doug acknowledged that the directors were polled as to their desire to have Friday and Saturday socials that include spouses and partners and that there could be a cost to the directors

##### **B. Motion to adopt meeting agenda**

1. Motion to adopt fixed time of meeting adjournment 3:30 pm

2. Motion to adopt fixed recess times: 10:15-10:30 am & 2:30-2:45 pm

**C. Motion to adopt August 2018 meeting minutes**

**D. Motion to adopt Finance Committee Reports**

1. FY19 Qtrs. 1 Financial Statements
2. FY19 Qtrs. 1 Investment Results

**E. Motion to adopt Audit Committee Report**

1. SAR FY2018 Audited Financial Statements

**F. Motion to adopt Development Committee Report**

**G. Motion to adopt Governance & Nomination Committee Report**

**H. Motion to appoint Ken Cole to the Development and Academic & Artistic Affairs Committees**

**I. Motion to adopt stricken language from Committee Charters**

**J. Motion to adopt Academic & Artistic Affairs Committee Reports**

- Indian Arts Research Center with Accession Report
- SAR Press
- Scholar Programs

**K. Motion to adopt Public Programs & Communication Report**

**III. President Michael Brown's Report**

Michael acknowledged and expressed the loss of two loyal SAR supporters who served on the board and were significant donors, Betty Vortman and John Catron, Esq. Michael stated that the late Mrs. Vortman left SAR a generous donation through the Albuquerque Foundation, the details of which will be known in a few months. Michael thanked Elizabeth Roghair for stewarding this relationship between SAR and her friend Mrs. Vortman. Michael again thanked Elizabeth Roghair for stewarding the gift from the late Pat Kulhough, a docent and volunteer, who visited our campus and expressed her willingness to help SAR with renovations

Michael reported that giving is slightly better than budget for Fiscal year end. Membership has also increased, partially due to the success with SAR events that have sold out.

Michael stated that at SAR we continue to review applications and interview candidates for the librarian and VP positions. The IARC directorship will remain open until the right candidate is identified.

Michael supports the policy governance being implemented by the board. Michael urged the board to approve and adopt the new proposed mission, vision and values statements that

resulted after a year of collaboration with staff and 66 & Co. SAR's goal was to create more concise mission and vision statements. Michael supports the campaign for support now that he is comfortable with the revisions.

The J.I. Staley Prize Winner has been awarded to Matthew Hull, faculty at the University of Michigan in Ann Arbor, for his book *The Government of Paper: Materiality of Bureaucracy in Urban Pakistan*. Michael will travel to Ann Arbor in the fall to present the prize.

**Action(s):**

- The board unanimously approves Matthew Hull as the J.I. Staley prize winner.

**IV. Motion to adopt new Mission & Vision Statement-Meredith Davidson, Public Programs & Communications Director**

Meredith reported that 66andCo and the board have identified three main areas of outreach with different profiles:

1. Ongoing programs with attendance
2. National membership
3. International audience

The Communications department has been supporting each department and event with promotion, sharing relevant news, and raising public awareness locally and nationally. There is a great effort to highlight our alumni and their projects.

The 66andco contract will continue through August 2019 as they continue to help SAR with national outlets and further implementation of their suggested language. They have also been helping to ensure our print and digital materials include the new branding and messaging.

Meredith announced that Lila Romero, the new communications coordinator, is producing aesthetically beautiful work. *SAR Now* will be a bi-annual publication. Our *Enews* arrives to 5,400 email boxes, a significant increase from prior years. We have an average of 129 visitors to our web site on any given day. A lot of planning has occurred for 2019 under the umbrella of "Future of Work" which will be our theme this summer. We have doubled our visitation from Facebook. Doug asked whether there is a way to track the correlation between the website visitors and membership registration. Meredith says there are ways to see who visits the membership page itself, but the direct connection between website visitors and new or renewed memberships is difficult to accurately track.

**Action(s):**

- The SAR mission, vision and values statements on page 70 of the consent agenda is approved and adopted unanimously.
- The mission, vision and values statements will be amended into the Board Policies Manual by the Governance and Nomination committee.

**V. Financial Sustainability Modeling, VP Finance & Administration Report-Sharon Tison**

Sharon reiterated and highlighted the increase in the board budget line. Michael has the spending authority of up to \$50k without Finance Committee approval. Sharon gave highlights from the Finance Committee meeting since the consent agenda only covered the first quarter. Our investments fell through the end of December but they are already rebounding. The alternative investments have been sold off all the way down to 3% and cannot be liquidated as of yet. With sustainability, our REDW consultants ran analytics on what our finances would look like in 25 years and it assumed an average investment return of 7.18%, which is looking optimistic. If we change nothing for a long time, 25 years, we are down \$6million. The liquid assets will not last into perpetuity. We probably have 10 years before reaching a critical point.

**VI. Planning for Financial Sustainability Discussion**

**Integrating financial sustainability with mission, vision & values statements-Chair Doug Nelson**

Doug read the new mission, vision and values statements into the minutes:

*Mission: To advance creative thought and innovative work in the social sciences, humanities, and Native American arts.*

*Vision: To become the preeminent institution that fosters understanding of humankind through scholarly and artistic creativity.*

*Values: SAR and its historic campus offers a forum for scholars and Native American artists seeking to challenge the limits of human understanding.*

Doug explained how the mission, vision and values statements give rise to specific outcomes. The board will want to revise the Board Policies Manual to reflect how management is held accountable. Sustainability issues also need to also be incorporated into the Board Policies Manual.

### **Campaign Readiness Update-President Michael Brown**

In August the board charged Michael with task of assessing campaign readiness that would address the financial sustainability issues, specifically the IARC issues. Michael reminded the board that architect Barbara Felix estimated a new IARC building and other construction improvement costs appear to be in the \$15MM range. The Development team has created a new "case for support" to raise the \$45MM over a ten year period. The Development team has begun working on the means to launch a campaign by subscribing to Target Analytics to mine for major donors. At some point SAR will use endowment money towards the campaign. Michael is confident SAR will receive \$100k per year for two years from the Anne Ray Foundation towards research and consulting and/or board training. Our grant writer will increase her hours to full-time status so she can do the research towards this campaign effort. A consultant will be brought into lead a board retreat.

#### **Action(s):**

- Sustainability issues need to also be incorporated into the Board Policies Manual by the Governance and Nomination committee.
- Michael will report back to the board about the retreat consultancy.
- Majority of directors prefer a retreat to be attached to a board meeting.

## **VII. Policy Governance**

### **Director Nominations Update-Committee Chair Jerry Sabloff**

Jerry delivered the update on the prospective candidates who were discussed at the Finance Committee meeting and reminded the board that diversity is a priority. The board is hoping to renew some of the current directorships that will become vacant in August.

Greg Smith introduced some promising Native American candidates, and added that it would be beneficial to elect Brian Vallo, Governor of Acoma Pueblo, to the SAR Advisory Committee.

#### **Action(s):**

- Greg and Ted will forward names of prospective Native director candidates.
- Dr. Nieto-Phillips nomination was advanced.
- Doug Preston will be elected to the Advisory Board in August.
- Lunches and meetings are going to be setup for prospective candidates: Ellen Boozer, Bekki Cook, Tom Connor, and Jim Manning.

### **Discussion of Organizational Essentials, Board Policy Manual Part 2-Chair Doug Nelson**

The time saving consent agenda procedure is evidence of the Governance Committee and Elizabeth's hard work in amending the Board Policies Manual. Doug explained that policy

governance is an attempt to separate governance from management so the board can hold management accountable for achieving goals as opposed to merely executing tasks. Under policy governance we speak with one voice, the board voice. Outside board meeting directors are volunteers. The president is expected to interpret policy, plan and perform towards achieving the objects, and show quantitative and qualitative evidence of pursuit of overarching goals to the board at his annual performance evaluation. The president is authorized to spend up to \$50k without Finance Committee approval, \$50k<\$250k with Finance Committed approval, and >\$250 with board approval.

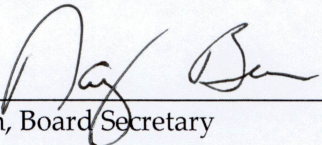
**VIII. Executive Session**

**IX. New Business & Walk ons**

**Action(s):**

- Michael's contract has been approved.
- All in favor for the Governance Committee chair and Marcus will form the committee to negotiate Michael's contract terms and have the board's authority to execute the final contract, pending review of bylaws and policies to make sure the board can assign this to the task force.

**XI. Adjournment 2:45 pm**

  
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Nancy Bern, Board Secretary

2/29/2020  
Date