

## **Minutes of the Archives Partnership Trust Annual Board Meeting**

**3:00 pm, June 3, 2015**

**The New York State Education Building, 89 Washington Ave., Room 311, Albany, NY**

### **Board Members Present**

Stephen Pagano, Chair; Barbara A. Brinkley, Treasurer; Bronwyn Hannon, Secretary; John J. McEneny, Joyce Shenker, Gary Smith, and Chris Ward.

By telephone: George R. Hearst III, Vice Chair; Kathy Ahearn, Tom Birdsey, Kimberly Gilmore, Harold N. Iselin, and Rosemary Vietor.

### **Staff Present**

Tom Ruller, Acting Chief Executive Officer; Janet Braga, Director; Jill Rydberg, Assistant Treasurer and Administrative Officer; and Judy Van Allen, Development Assistant and Assistant Secretary.

### **Board Members Excused**

Nedda C. Allbray; Pamela Brown; Harold Holzer.

### **Call to Order**

The meeting was called to order at 3:08 p.m. Mr. Pagano welcomed Board members, staff and guests, and noted the presence of a quorum.

### **News and Introductions (Item 1)**

Mr. Pagano introduced Janet Braga, the new Director of the Trust and welcomed her to her new position. Mr. Pagano announced that Mr. Hearst has again offered the Hearst Tower for the October Board meeting and annual Stewards Reception. Mr. Ruller reported that the exact date for the reception would be announced when the speaker for the evening was finalized. He hopes to get Sam Roberts and will speak to him at the Conference on New York History later this month. There will also be Board meetings in February and March 2016.

### **Administrative Items (Items 2.1 – 2.3.e)**

#### **Proposed Resolutions for Approval of the Minutes of the March 19, 2015, Board Meeting and the April 30, 2015, Board Meeting (Items 2.1.a and 2.1.b)**

The next item was a resolution to approve the minutes of the March 19, 2015, Board meeting. The motion to approve the minutes was made by Mr. McEneny, seconded by Ms. Vietor, and unanimously passed.

**Resolved**, That the minutes of the March 19, 2015, Board meeting are hereby approved.

A second resolution followed to approve the minutes of the April 30, 2015 Board meeting. The motion to approve the minutes was made by Ms. Ward, seconded by Ms. Hannon, and unanimously passed.

**Resolved,** That the minutes of the April 30, 2015, Board meeting are hereby approved.

**Financial Reports (Item 2.2)**

Ms. Rydberg reported on the financial report dated March 31, 2015 showing end of fiscal year figures. The Endowment Investment Account's net equity value was \$4,029,133, with \$14,216, representing Operations and Projects funds temporarily deposited to the account until needed, leaving the actual Endowment value as \$4,014,917. The chart shows the revenue and expense activity of the Endowment account including the funds transferred out in March pursuant to the budget. The account for processing credit card transactions (established to keep such transactions apart from the main endowment account for security purposes) shows that in March, the typical rollover into the Endowment account of \$9,047 leaves a balance of \$3,940. The Operations Account cash balance was \$178,720 and there is a little over \$11,000 in revenue that has not yet been transferred out of the Endowment account and into Operations and a few minor expenditures of \$348 carried over to the current fiscal year. If you include the revenue and expenses in the encumbered column, the cash balance at the end of the year is a little higher than the \$165,000 projected. The Projects Account cash revenue was \$408,461 (another \$5,184 of membership revenue awaiting transfer out of Endowment account) and expenses were \$238,509, leaving a cash balance of \$169,952.

Mr. Pagano remarked that we have had a pretty good year, due mostly to keeping expenses down.

**Annual Review of Policies (Item 2.3a – 2.3.e)**

Mr. Ruller announced one item of action which is a technical correction to the Charter of the Audit Committee. A section was incorrectly identified as Section 6. It should be Section 5. The Board needs to formally approve this modification.

A resolution followed to amend the Audit Charter as presented. The motion to approve the minutes was made by Ms. Brinkley, seconded by Mr. McEneny, and unanimously passed.

**Resolved,** That the Charter of the Audit Committee be corrected as presented is hereby approved.

Mr. Ruller explained the need for the annual review of four Trust policies. Current policies for review include: Code of Ethics, Investment Policy & Guidelines, Procurement Policy and Property Disposal Policy.

Mr. Ruller asked for any questions or discussion concerning the Code of Ethics. Ms. Ward pointed out that this code and associated policies have been updated in June 2014 to be in compliance with all new statues regarding non-profits in New York State. This was done on June 27, 2014. No questions we raised.

**Ms. Ahearn joined the meeting by phone at 3:21.**

Mr. Ruller asked for any questions or discussion concerning the Investment Policy & Guidelines, Procurement Policy or Property Disposal Policy. No questions we raised.

**Board Committees (Item 3)**

### **Audit Committee**

Mr. Birdsey reported on the Audit Committee meeting held on April 6, 2015. Committee members on the call included Ms. Hannon, Mr. Pagano and Mr. Birdsey and also included Ms. Rydberg and Mr. Ruller. The purpose of the meeting was to approve engaging UHY for both audit services and tax preparation for the year ending March 31, 2015. It is part of the Committee's new responsibility to preapprove the Firm to be used. After discussion of the previous four years experience with UHY, it was agreed that the Committee is happy with their services and to engage UHY for the FY2014-15 audit year. The committee agreed to consider asking UHY to rotate the partner in charge of the audit next year.

### **Executive Committee**

No Report

### **Investment Committee**

Ms. Brinkley reported the Investment Committee is made up of Mr. Pagano, Ms. Iselin, Mr. McEneny, Ms. Vietor and Ms. Brinkley. They meet four times a year with investment manager Paul Murray of Janney Montgomery Scott, Ms. Rydberg and Mr. Ruller. The last meeting was on May 7, 2015. On March 31, 2015, the investment portfolio was valued at \$4,029,133 with total return earned by the portfolio in the last quarter of 1.92%. Total return earned over the prior 12 month period was 6.76%. Asset distribution is roughly 23% fixed income with equities at about 76%. Liquidity reserves are primarily in the money market and FDIC insured CD's. Mutual fund dividends which are about \$50,000 a year are paid directly into the investment portfolio. The next meeting is scheduled for July 15, 2015, at 10:00 AM.

### **Nominating Committee**

Ms. Hannon reported a poll was taken on May 22, 2015, on the slate of candidates. All candidates were re-elected with the following results:

<u>Office</u>	<u>Term</u>	<u>Officer</u>
Chair	Two-year term, May 2015-May 2017	Stephen Pagano
Vice-Chair	One-year term, May 2015-May 2016	George R. Hearst III
Treasurer	One-year term, May 2015-May 2016	Barbara Brinkley
Secretary	One-year term, May 2015-May 2016	Bronwyn Hannon

### **Program and Development**

No current activity.

### **CEO Report**

Interim Executive Officer Mr. Ruller commended Ms. Rydberg, Ms. Van Allen and Ms. Braga for organizing the sold-out ESAHA that night in the Education Building with Mr. David McCullough. Mr. Ruller spoke of the earlier part of the day spent with Mr. McCullough and his wife, Rosalie.

Mr. Ruller issued an invitation to all Board members to take a tour of the Conservation Lab as part of a meeting or as an individual if desired.

A written report is included as Appendix 1.

**Conclusion**

Mr. Pagano announced the next meeting of the Trust Board will be in October 2015 at the Hearst Tower with date and time to be announced. A motion to adjourn the meeting was made by Mr. McEneny, seconded by Ms. Vietor and unanimously passed. Mr. Pagano adjourned the meeting at 4:05 pm and thanked all for their participation.

Respectfully submitted,

A handwritten signature in black ink that reads "Judy Van Allen". The signature is written in a cursive, flowing style.

Judy Van Allen  
Assistant Secretary  
August 27, 2015

**New York State Archives Partnership Trust  
Interim Executive Officer’s Report  
June 3, 2015**

**Consider the Source: Historical Records in the Classroom**

Work continues on the website. Julie Daniels and Jessica Maul continue to work closely with Information Services (IS) staff to transfer current website education content to the new application. This detailed work will continue through 2015.

**Student Research Awards:**

Applications are due on June 1, 2015 for this year’s awards.

**New York Archives Magazine**

We continue to produce high quality content for the magazine. The summer issue is complete and work has already begun on the fall issue. We will be hiring a new copy editor later this year as our current copy editor is retiring.

No progress so far on an electronic version of the magazine, but it is the 2015 work plan.

**Hackman Research Residency Program**

The Larry J. Hackman Research Residency program is now in its 19th year. Over 160 researchers have been awarded Hackman Research Residencies to conduct research in the historical government records held by the State Archives. The program is supported through donations made by the Hearst and Littauer Foundations and proceeds from the general endowment fund.

Nine scholars have been selected for this year’s program who will perform research on topics including corporate governance, disability rights, Puerto Rican workers in New York City and environmental law and policy. The scholars have been contacted to confirm they are still able to accept their awards.

As always, we are grateful to Board member Dr. Nedda Allbray, Lawrence Hauptman and Kendra Smith-Howard for their invaluable service on the selection committee.

**Oral Histories of Key Education Policy Leaders: States’ Impact on Federal Education Policy Project (SIFEPP)**

Work continues on this oral history project, which is the capstone of the multi-year SIFEPP project, originally funded through the Community Trust/Wallace Foundation and later, through the Archives Partnership Trust. Gordon Ambach provided a personal gift of approximately \$28,000 to fund continuation of the project. The purpose of the project is to:

- Collect accounts of the unique experiences, perspectives, and knowledge of individuals who helped shape the course of education policy in the United States over the past decades and

- Enrich the historical record of under-documented aspects of the history of education policy – in particular, the impact of states’ actions on federal policy during a period of increasing federal engagement at the state and local levels.

Anita Hecht has successfully performed oral history projects of a similar scope and policy focus. Her company was responsible for the successfully executed oral history component of the SIFEPP project when it was funded by a Wallace Foundation grant managed through the Regents Research Fund.

John Suter is an archival consultant with expertise in the subject of education policy. He previously served as coordinator of the SIFEPP project prior to his retirement from the State Archives in 2011. In that capacity, he worked closely with former SED Commissioner and project sponsor Gordon Ambach as well as with many other high ranking education policymakers at the national level.

### **Conference on New York State History:**

The Conference on New York State History will be held on June 18-20 in Niagara New York. Several archives staff will participate. The Trust is a major sponsor of this event.

### **New York State History Day:**

The Trust awarded Sarah Jones, a Guilderland High School junior an award for outstanding use of primary sources on a New York State topic. Sarah’s project was an individual website titled: “A New Deal for New York: FDR and TERA.”

### **Trust Staffing:**

At the special April 30 meeting of the Trust Board, I indicated I would send an initial draft of a procedure for staff selection. A draft for your consideration is appended to this report.

### **Archives Highlights:**

The annual review of records management grants to local governments and Documentary Heritage Program grants will occur next Thursday and Friday.

Bids were received for the single statewide provider of technical advisory services and education and training services for historical societies, museums, libraries and other non-government institutions holding historical records. We anticipate that selection of a vendor will be completed by July 1.

A major collection of records from the state’s Bureau of Land Management, which document land acquisitions by the State of New York for the last 200 years are scheduled to be transferred to the Archives this year. This will be a major research resource.

We are providing two major “train the trainer” workshops to NYS Agencies in June. We have hired four new support staff and promoted one professional staff member.

The conservation laboratory has installed a new sonic welder, a new microscope and a new “suction table” as part of the ongoing program to upgrade and improve the capability in the laboratory.

We continue to expand and enhance our use of social media. Consider following us on Twitter at: @nysarchives

**DRAFT Trust Hiring Process**  
**June 3, 2015**

**Hiring**

- Trust staff work with NYSED to draft position description, including qualifications
- Executive Committee approves position description whenever position becomes vacant
- NYSED coordinates required posting for position
- Trust staff coordinate broader advertising
- NYSED receives resumes using existing process
- Search committee is organized including Trust and Archives staff and at least one member of Executive Committee
- Resumes are initially screened by search committee to select candidates for interview
- NYSED reviews candidates selected for interview to confirm that they are qualified and appointable. Qualifications are based on approved position description (see above)
- Search committee conducts interviews of qualified candidates. Resumes of all candidates selected for interview are shared with entire Executive Committee
- Search committee recommends finalist(s) who are interviewed by at least two members of the Executive Committee (one member could also be on the search committee) and the Trust Executive Officer or Trust Director
- Final candidate is proposed and formally voted by the Executive committee
- In the case of the Director of the APT, the final candidate is additionally voted by the entire Trust Board
- Once Executive Committee or Board approves, formal offer is made to candidate and candidate is hired using existing NYSED hiring process.

**Performance Management**

- Performance plan for Director is developed by Executive Officer, based on the job description and the Board-approved annual work plan for the Trust
- Performance plan for other staff is developed by Director
- Annual/six-month performance review for:
  - o the Director is shared by Executive Officer with Board Chair. Board Chair may elect to share performance review with Executive Committee
  - o other Trust staff is conducted by the Director and Executive Officer
- Executive Committee will hold an annual personnel meeting which includes the Executive Officer and Director to discuss overall performance of all Trust staff.
- Recommendations for termination will be made by Executive Officer or Director and will be shared with Board Chair who may elect to share the recommendation with the Executive Committee.
- Termination process will follow NYSED/NYS Civil Service Law policies, practices and rules