

**Minutes of the Archives Partnership Trust Board Meeting**  
**4:15 pm, November 8, 2018**  
**The Hearst Tower, 300 West 57<sup>th</sup> Street, New York, NY**

**Board Members Present**

Stephen Pagano, Chair; George R. Hearst III, Vice Chair; Bronwyn Hannon, Secretary; Patricia Fahy, Harold Holzer, Peter Millock, Joyce Shenker, Gary Smith, Rosemary Vietor and Christine Ward

By telephone: Kimberly Gilmore

**Staff Present**

Thomas J. Ruller, Executive Officer; Janet Braga, Director; Jennifer Clunie, Assistant Director, Constituent Relations & Communications; and Jess Maul, Assistant Director, Education and Development

**Board Members Excused:**

Nedda Allbray, Tom Birdsey, Barbara A. Brinkley, James Hoehn and Harold Iselin

**Call to Order:**

Mr. Pagano called the meeting to order at 4:15 pm, noting the presence of a quorum.

**News and Updates**

Mr. Pagano thanked Mr. Hearst for sponsoring and hosting the evening's Steward Reception and providing space for the Board meeting. He noted Board meeting dates proposed for 2019 are:

- Thursday, March 14 (Albany)
- Thursday, June 6 (Albany)
- October date TBD (Hearst Tower, NYC)

**Administrative Items**

**Resolution for Approval of the Minutes of the June 7, 2018, Board Meeting (Item 2.1)**

The first item was a resolution to approve the minutes of the June 7, 2018, Board meeting. The motion to approve was made by Ms. Ward, seconded by Mr. Millock, and unanimously passed.

**Resolved**, that the minutes of the June 7, 2018, Board meeting are hereby approved.

**Financial Reports (Item 2.2)**

Mr. Ruller reported that, as of September 30, 2018, revenue levels are meeting – and in some cases, exceeding – expectations in terms of membership, subscriptions, program income and sponsorship. As stated on the Financial Report, endowment drawdown is 5% of average endowment value over 20 quarters. Mr. Ruller noted this is the maximum amount allowable; need will be ascertained more fully at the end of the fiscal year. Overall expenditures are 50% at this point in the fiscal year and payroll remains stable; as the Trust is down one staff person, it will likely come in below budget at the end of the year.

4:21 P.M. - Kimberly Gilmore joined call.

**Resolution to Approve Extending the Contract with 2k Design for Graphic Design (Item 2.3)**

The next item was a resolution to approve a one-year contract extension with 2k Design for freelance graphic design services. The motion to approve the resolution was unanimously passed.

**WHEREAS**, the current contract with 2k Design for freelance graphic design services, including but not limited to designing *New York Archives* magazine issues, membership and corporate partners program

collateral, annual appeal and other campaign fundraising pieces, event invitations, advertisements, posters, and business print communications pieces, expires January 31, 2019; and

**WHEREAS**, the Archives Partnership Trust needs additional time to prepare, issue and complete the review of and reference checks for proposals submitted concerning entering into a new contract for freelance graphic design services, and

**WHEREAS**, a break in these services would keep the Trust from fulfilling its supporter and subscriber benefits in a timely manner;

**RESOLVED**, that Trust Board approves extending the expiration date of the Archives Partnership Trust's contract with 2k Design for freelance graphic design services from February 1, 2019 to January 31, 2020, at a cost not to exceed \$125 per hour. All other terms of the contract shall remain in effect.

**Resolution to Approve Renewing the Minnesota Charitable Registration (Item 2.4)**

The next item was a resolution to approve the Minnesota Charitable Organization registration form. The motion to approve the resolution was made by Mr. Millock, seconded by Ms. Hannon, and unanimously passed.

**WHEREAS**, sections 309.52 and 309.53 of the Minnesota Charitable Solicitations Act require charitable organizations that solicit in the state of Minnesota and that are not otherwise exempt to register as a soliciting charity;

**WHEREAS**, the Minnesota Charitable Organization Initial Registration & Annual Report Form requires a resolution by the Archives Partnership Trust ("Trust") Board ("Board") approving the contents of the document and authorizing the Trust's officers (Executive Officer and Director) to execute the document;

**WHEREAS**, the Trust seeks to solicit financial contributions from individuals, corporations, law firms, and foundations in the state of Minnesota; and

**WHEREAS**, the Trust has completed the Minnesota Charitable Organization Initial Registration & Annual Report Form and presented it to the Board to approve the contents of the document;

**RESOLVED**, the Board approves the contents of the attached Minnesota Charitable Organization Initial Registration & Annual Report Form as presented at its November 8, 2018 meeting, and authorizes the Trust's officers (Executive Officer and Director) to submit the document to the Attorney General of Minnesota.

**Annual Statement Regarding Conflict of Interest**

Mr. Pagano drew attention to the Annual Statement Regarding Conflict of Interest distributed to all Board members. He requested they review and sign the document, then return it to Ms. Braga at their earliest convenience.

**Resolution**

Mr. Pagano proposed a resolution, on behalf of the Board of Trustees, to thank Ms. Braga, Mr. Ruller, and the entire staff for its help making the Empire State Archives & History Award event a success. Recognizing their hard work and extra effort, Mr. Pagano stated, on behalf of the Board, that without staff assistance so much of what the Trust does could not happen and is much appreciated. The resolution was made by Mr. Hearst, seconded by Ms. Ward, and unanimously passed.

## **Board Committees**

### **Audit Committee**

Ms. Ward reported the Audit Committee (comprised of Ms. Hannon, Mr. Pagano, and Ms. Ward) met on July 31, 2018, with UHY auditors to review the audit covering the fiscal year ending March 31, 2018. UHY indicated their review is to ensure statements comply with generally accepted auditing standards and government auditing standards, as well as internal controls and compliance. Auditors issued the following opinion: financial statements present fairly, in all material respects, the financial position of the Trust – considered an “unmodified” (clean) opinion. Ms. Ward thanked the staff for working diligently throughout the year to ensure this result. UHY found no significant deficiencies or material weaknesses –thus, will not be issuing a management letter.

A minor recommendation was made regarding hard and soft closing at year-end, referring to the way the New York State budget runs (April 1- March 31), with some costs being deferred into the following year. UHY will continue to work with Trust staff to make year-end hard closing adjustments and ensure everything is reconciled, but this is not considered a material weakness or significant deficiency.

### **Resolution for Acceptance of FY17/18 Audit (Item 3.1.b)**

The Audit Committee recommended the Board accept the audit. The motion was made by Ms. Ward and unanimously passed.

**Whereas**, the New York State Archives Partnership Trust Board’s Audit Committee, at its July 31, 2018, meeting, examined and discussed in detail the audited Financial Statements and Compliance Report of the New York State Archives Partnership Trust for the year ending March 31, 2018, and dated July 31, 2018; and

**Whereas**, the Audit Committee adopted by resolution a recommendation that the Trust Board accept these audit documents;

**Resolved**, That the audited Financial Statements and Compliance Report of the New York State Archives Partnership Trust for the year ending March 31, 2018, and dated July 31, 2018, is accepted by the Board.

### **Investment Committee**

Mr. Ruller referred the Board to Endowment Investment Account Report (Item 2.2), noting the Trust continues to benefit from a very strong stock market with continued increases in deferred revenue and accrued income. As of September 30, 2018, the cash/money market value was \$44,991; certificates of deposit (CD) totaled \$1,079,512. The Investment Committee elected to purchase \$100,000 in CDs using revenue from the endowment account not used as part of operations or programs last fiscal year, laddering CDs to moderate risk. The remaining balance of the portfolio is invested in fairly conservative stocks, reviewed and managed by strong advisors at Janney Montgomery Scott. Reviewing realized gains and losses, Mr. Ruller stated that overall, the account is healthy and better today than it was a year ago.

Mr. Millock questioned how much ready cash would be made available, should an urgent need arise. In response, Mr. Ruller observed that in the past, more funds resided in the money market account (ready cash); with the Investment Committee’s decision to purchase CDs, the availability of ready funds must be closely monitored in tandem with the structure and maturity dates of CDs. Mr. Pagano noted that in addition, the mutual funds are highly liquid and could be moved quickly if needed.

### **Program and Development Committee**

Mr. Smith thanked Mr. Holzer for his stellar performance, once again helping make the Empire State Archives & History Award event October 25<sup>th</sup> a terrific success. In addition, the preceding event with Stephen Lang and veterans at the Albany VA Hospital received resoundingly positive feedback. Mr. Smith noted the whirlwind

of activities the Trust has engaged in since April 1<sup>st</sup>, as reflected on the printed calendar of events, lectures and educational trainings hosted around the state. The Trust is now up to 25 Stewards; he encouraged every member of the Board to “put their development hat on” and continue to help with this recruitment. Lastly, Mr. Smith reminded attendees the Fall Annual Appeal is out: the Trust is launching a massive new statewide education project, which is also the theme of that evening’s reception generously hosted by Mr. Hearst. The Trust is striving to raise \$50,000 by April 1, 2019, in order to qualify for a 2:1 matching gift grant application to the Robert David Lion Gardiner Foundation.

## Trust Updates

Highlights:

1. **Empire State Archives & History Award Event** (October 25, 2018): Ms. Braga wished to thank Mr. Holzer for the honor of working with him on the event; the VA Hospital visit with Stephen Lang was an incredible experience to witness and be part of.
2. **Media exposure:** Ms. Braga thanked Mr. Hearst for the opportunity to place a full-color wrap ad in the *Times Union*, promoting the Empire State Archives & History Award event, Student Research Award program, and the new education project to expand curriculum development and resources for teachers at the State Archives.
3. **Endowment:** over \$13,000 was raised this year for the Chodos Family Fund to benefit the Student Research Award and the *Consider the Source Online* education project.
4. **Steward Recruitment:** 26 individuals attended the recruitment luncheon in June; 3 of those guests have already signed on to join their peers in the Steward Program. Potential exists for a similar recruitment luncheon in New York City – to be reviewed by the Program Committee.
5. **Capital Region Gives:** Ms. Braga thanked Mr. Hearst for generously sponsoring an ad for the Archives Partnership Trust. Voting in this highly coveted contest runs November 15-December 3. The top ten nonprofits, as determined by the voting public, will have the opportunity to each win a \$10,000 marketing package from the *Times Union*.
6. **New York Genealogical & Biographical Society:** The Trust is partnering with NYG&B to sponsor publication of *The New York State Archives: An Authorized Guide for Family and Local Historians* by Jane E. Wilcox in 2019. In conjunction, a joint Speakers Series is being planned with APT and NYG&B in key locations throughout the state. In 2020, NYG&B will be hosting their bi-annual conference in Albany.
7. **Consider the Source Online: Teaching with Historical Records Project:** Materials were distributed at the meeting and is the focus of the evening’s presentation. Board members are encouraged to reach out to Ms. Braga with questions. The Trust posits itself as the ideal organization to lead such an initiative, especially given its statewide presence, ability to collaborate and connect educators with local repositories housing primary documents, and an experienced teacher on staff full-time.

## Archives Updates

Mr. Ruller thanked the Board for its support of the work the State Archives, and the daily impact that support makes on its programs.

Highlights:

1. **Save America’s Treasures Grant:** The Archives received a \$125,000 grant through the National Parks Service Save America’s Treasures program for conservation and digitization of approximately 1,000 extremely fragile court record documents regarding Loyalists during the Revolutionary War

era. This collection also includes Chancellery records from undocumented and under-documented communities, such as enslaved people in New York State, which will be made available to the public.

2. **Dutch Colonial Materials:** the State Archives is scheduled to meet with the Dutch Consulate in New York City November 16, 2018, to discuss coordination of projects to raise awareness of, and connection to, the wide spectrum of Dutch colonial materials across New York State. Opportunities to connect the State Archives' holdings of the West India Company (~13,000 records) to broader documentary materials and material culture to foster a greater understanding of the Dutch influence in New York will be discussed.
3. **"Ben Franklin's World":** Liz Covart, host of the popular history podcast, will be coming to the State Archives in Albany April 25, 2019, for a presentation. More information to follow.
4. **Researching New York Conference** November 15 – 17, 2018: Proud sponsors of the annual conference on New York State history, the Archives & Trust will be hosting a session on the Larry J. Hackman Research Fellowship Program to encourage more graduate and post-doctoral students to apply.
5. **Ulster County Courthouse Bicentennial Celebration** November 15: includes public display of the original 1777 New York State Constitution in Kingston.
6. **New accessions** include:
  - A. State Wildlife Pathology Lab
  - B. New York State Energy & Development Authority (NYSERDA)
  - C. New York State Theater Institute
  - D. Office of General Services (OGS) – use of lands underwater application files and maps
  - E. Verplank Colvin field books and maps of the Adirondacks
  - F. Department of Corrections and Community Supervision

Mr. Ruller noted the State Archives' website is often considered the doorway to the State Archives. October 2018 saw 55,000 unique page views, a 34% increase from the month of October 2017. Increased social media presence, attendance at conferences and events, outreach to communities throughout the state and the monthly e-newsletter are attributable factors for the increase. The Archives' YouTube channel has also increased its holdings; copies of educational programs such as "Vegetable Soup" and old "I LOVE NEW YORK" commercials are being digitized and viewed on YouTube.

## Conclusion

A motion to adjourn the meeting was made by Mr. Pagano and unanimously passed. Mr. Pagano adjourned the meeting at 5:15 pm and thanked all for their participation.

Respectfully submitted,

Jennifer Clunie  
November 28, 2018