

PHS MANAGERS MEETING – November 1, 2012

Draft Minutes

Present: *Walton Burwell, Christopher Densmore, V. Chapman-Smith, Cynthia Little, Theopolis Fair. Also present, Blanchard, ex officio nonvoting.*

The meeting reports for the April 26, 2012 meeting and the July 19, 2012 retreat were reviewed. In addition to some minor changes, it was noted that report of the retreat should be amended to indicate that the by-laws reproduced in the member guide are the official by-laws and not a summary. The meeting reports for both meetings were approved as corrected, to serve as the minutes of those meetings.

Annual Meeting. It was agreed that PAS would hold an annual meeting on April 25, 2013 as usual, but at a later time in the day, and with a teleconference option available for Managers who cannot attend in person. Notice of this change of time will be sent to all members of PAS via U. S. Mail.

Awards event. There was general agreement on the value of planning a grant awards event, not connected to the annual meeting, to build awareness of PAS and its programs. The board is leaning toward something for mid- to late-May, to allow the Philadelphia Foundation time to prepare the checks issued from that account, assuming they want to participate. Board voted to authorize a \$1,000 maximum expenditure on the event. Venue: a 2012 award recipient. Individuals are tasked to approach the following 2012 recipients sequentially, in the order shown below:

1	Philadelphia History Museum at the Atwater-Kent	Chapman-Smith / Little
2	Cliveden	Chapman-Smith
3	Library Company of Philadelphia	Chapman-Smith or Blanchard
4	Charles Blockson Collection	Chapman-Smith
5.	College of Physicians of Philadelphia	Blanchard
6.	Abraham Lincoln Foundation of the Union League	Chapman-Smith

Other considerations for this event: Format would be: reception and networking (20 min); award announcements and presentation of checks (15 min); something about the host institution's collections with some kind of visuals, such as a display of the black Quaker dolls at the Philadelphia History Museum (15 min); additional presentation/entertainment (30 min); additional networking (probably not long). This order is subject to change, depending on the venue.

Online registration for the event will be via EventBrite or similar service to capture contact information. Some publicity channels would include electronic mailing lists of grantees, as well as PACSCL, Civil War History Consortium, Delaware Valley Archivist Group, History Affiliates (HSP), Museum Council of Philadelphia and the Delaware Valley. Additional publicity will be via community calendars, newspaper calendars, grantee calendars, the PAS website, Phillyfunguide, social media, and related outlets. Board members with additional suggestions should send them to Laura Blanchard.

Membership issues. The advisability of having PAS continue as a membership organization was discussed and questioned. One proposed new model is to have a self-perpetuating board and a Friends of... organization with committees that can be incubators for future Board members. Three committees were considered: a program committee (to plan the annual awards event and possibly other events); a website/communications committee; and a scholarly advisory board. Some names for the latter were suggested – Gary Nash, Elijah Anderson, Cornel West, and Henry Gates. V. Chapman-Smith and Chris Densmore will consider additional names.

The issue of appropriate dues and a possible change was raised and, in the absence of clarity on the nature of membership, tabled. It was noted that the dues collected each year are minimal – Laura Blanchard is holding \$11 in 2012 membership dues. V. Chapman-Smith noted that previous years' dues have been used to defray postage costs and other incidental expenses. It was agreed that it should be noted in minutes or elsewhere that annual dues are used to defray minor organizational expenses: postage, photocopying, modest refreshments for managers' meetings.

Laura Blanchard will contact the Philadelphia Foundation about several issues: timing for presentation of checks; whether the Foundation could send a representative to present their checks; whether the meeting time can be moved to late afternoon; whether the Foundation could make a speakerphone available; and what Delaware Valley Grantmakers services are available to PAS via the Philadelphia Foundation.

Grantmaking process for 2013. It was agreed that the process used in 2012 was both efficient and effective, and that it would be repeated for 2013. This year's deadline is December 30. Laura Blanchard noted the means by which the grant program had been publicized in her manager's report (attached as part of these minutes).

Officers and managers for 2013. Laura Blanchard presented a list of members of the Board of Managers from 2008-2012. Although the PAS by-laws call for term limits, in practical terms the pool of potential Manager is just too shallow, so the current slate will stand with the following changes:

Zelbert Moore -- not having attended the 2012 meeting, nor communicated with any Manager despite attempts to reach him via U.S. Mail, email, and telephone -- will not be proposed as a Manager for 2013. Cynthia Little will approach Patricia Wilson-Aden about serving. Laura Blanchard will contact Jean Moore to find out if she is still willing to remain on the Board, and will report back with her answer. A potential replacement for Jean Moore has not yet been identified, and the Board is hoping it will not be necessary.

Organizational issues and legal assistance. The Decennial Report of Association Continued Existence has been prepared and signed and will be mailed to the Department of State. Laura Blanchard noted that PAS is in need of legal counsel to make any necessary changes and file any necessary forms with the Commonwealth of Pennsylvania and then to seek 501(c)(3) exemption from the Internal Revenue Service. The attempts to reach out via Lynanne Wescott and Laura Solomon have not yet resulted in a referral, so Laura Blanchard will contact the Arts & Business Council of Greater Philadelphia for pro bono assistance or, failing that, its roster of courtesy attorneys.

By-laws changes. Laura Blanchard presented a discussion draft of possible changes to the by-laws, incorporating some materials from the original Act of 1789 as well as subsequent discussions. She noted that conversations about membership and other issues may require changes to some sections. The Managers will review them and send their comments.

Dissolution of Society (contingency planning). It was agreed that the bylaws should contain some provision for disposition of assets in the event that the Society dissolves. V. Chapman-Smith suggested that the Managers consider issues and resources that the Society has traditionally cared about and provide for the direction of its assets toward these ends. Some issues raised include ownership and stewardship of PAS collections (Historical Society of Pennsylvania); honoring the Quaker tradition (Philadelphia Yearly Meeting, Fair Hill Burial Ground, Swarthmore College); continued grantmaking (via Philadelphia Foundation or other organization). Managers with specific suggestions should email them to Cynthia Little, clittle2@comcast.net.

Sheryl Simonds. The passing of member Sheryl Simonds was noted again and on motion duly made, seconded, and unanimously carried it was resolved that the Secretary should convey to her father the Society's deep appreciation for her commitment to its goals and her work on its behalf.

The meeting was adjourned at 5:25 p.m.

Respectfully submitted,
Laura Blanchard for the Secretary