

American Numismatic Association

Board of Governors

Meeting Minutes Draft for Review/Approval (R1)

**Irving TX National Money Show Regular Meeting
Open Session**

March 9, 2018

(Note: Agenda item text is highlighted in gray)

Call to Order – President Gary Adkins

Meeting was called to order at 10:20 AM CST.

Roll Call – Secretary Sanford Pearl

Board Present: President Gary Adkins, Vice President Dr. Donald Kagin; Governors Col. Steve Ellsworth (Ret.), Brian Hendelson, John Highfill, Greg Lyon, Paul Montgomery, Dr. Ralph Ross, Thomas Uram (arrived 10:25).

Non-voting Members Present: Executive Director Kim Kiick General Counsel Hollie Wieland, Past President Jeff Garrett, Treasurer Larry Baber (by phone), Secretary Sanford Pearl, Parliamentarian Mark Lighterman, Comptroller Carol Shuman, Executive Assistant Donna Nunez, The Numismatist Editor Barbara Gregory, Membership Director Cary Hardy, Past Resolution Committee Chair John & Nancy Wilson, Audit Committee Chair Ron Guth (by phone)

Guests: Doug Davis Numismatic Crime Information Center

A quorum of 8 governors were present. *A governor arrived after the quorum had been declared but before the reading of and vote on the first motion (R1)*

Agenda Item # 1. Resolutions – Co-Chairs John & Nancy Wilson

(180309 OS #1) MOTION by Vice President Kagin, second by Governor Ross to accept the 2018 Irving National Money Show Resolutions as presented.

Discussion: Resolutions Committee Chairs John & Nancy Wilson presented the resolution.

Vote: Passed 9-0-0

Agenda Item # 4. Special Presentation to Numismatic Crime Information Center (NCIC) – President Gary Adkins & Doug Davis, Founder and President of NCIC

Discussion: President Adkins adjusted the agenda sequence and presented a certificate of appreciation *and a \$500 donation (R1)* to Doug Davis in recognition of his efforts to help reduce crime in the numismatic industry.

Agenda Item # 2. Audited Financial Report & 990 – Audit Committee Chair Ron Guth, Treasurer Larry Baber with Controller Carol Shuman

(180309 OS #2A) MOTION by Governor Lyon, second by Governor Ross to accept the fiscal year end (10-31-2017) audited financial report prepared by Waugh & Goodwin, LLP.

Discussion: None further

Vote: Passed 9-0-0

(180309 OS #2B) MOTION by Governor Montgomery, second by Governor Hendelson to approve the fiscal year end (10-31-2017) 990 report prepared by Waugh & Goodwin, LLP.

Discussion: None further

Vote: Passed 9-0-0

Agenda Item # 3. Treasurer's Report – Treasurer Larry Baber

Includes a discussion of Restricted and Designated Funds

Treasurer Baber referred to Page 16 of the Financial Report for information during the discussion.

Agenda Item # 5. Funding for Special Event at 2018 Philadelphia World's Fair of Money – President Gary Adkins

(180309 OS #3) MOTION by Governor Ellsworth, second by Governor Ross to approve the unbudgeted expense of up to \$15,000 to host the Tuesday Night kick-off event at the Museum of the American Revolution during the 2018 World's Fair of Money in Philadelphia, Pennsylvania.

Discussion: None further

Vote: Passed 9-0-0

Agenda Item # 6. Legal Report – General Counsel Hollie Wieland

Counselor Wieland advised that she had nothing to report.

Agenda Item # 7. Discussion: Proposed District Representative Logo – Executive Director Kim Kiick

ANA Member Cassey Morris lives in the UK and is seeking a new design for a membership logo for District Representatives. She has stated her intent to incorporate the new logo in her company's advertising. According to the Bylaws, the Board has the authority to regulate the use of the ANA's logo.

ARTICLE XIII: Special Provisions, Section 6. Association Symbols

Reproduction of the Association's seal or logo shall be used for no purpose other than official stationery and official publications, *except with the written authorization or approval of the*

Board of Governors. An ANA member may utilize the ANA membership logo next to his or her name only to indicate his or her status as an ANA member. [Italics added.]

(180309 OS #4) MOTION by Governor Montgomery, second by Governor Hendelson to approve the use of the ANA District Representative logo as proposed by Cassey Morris.

Discussion: *Executive Director Kiick indicated that the member asked that her request for a unique ANA logo be presented to the board. Kiick was asked if she had concerns with their request and commented that she had no concerns about allowing ANA District Representatives using the proposed logo. (R1)*

Vote: Passed 9-0-0

Agenda Item # 8. Discussion: Money.org Co-branding – President Gary Adkins & Executive Director Kim Kiick

A discussion of making our website, money.org, more prominent in our ANA brand.

ARTICLE XIII: Special Provisions, Section 8. ANA Publications

The official publications of the Association shall be its monthly journal, *The Numismatist*, and any associated, informational newsletters. As far as it is possible to do so, *The Numismatist*, together with the Association's official website, shall be the Association's official means of communication with its members. The Association retains the sole right to determine the form in which those publications shall be provided to members. Publications that are in print format and which require postal delivery are subject to additional fees and costs over and above the cost of electronic distribution. Association dues may provide for differing rates depending on the method in which a member elects to receive official publications. [Italics added.]

Discussion: President Adkins commented that co-branding by using Money.org will be used as a marketing tool and will not result in changing the name of the ANA or the name of *The Numismatist*.

Executive Director Kiick and The Numismatist Editor Gregory both indicated that the idea has many excellent merits and the staff is committed to including and elevating the website moniker at every practical opportunity. They do not support using money.org for co-branding the American Numismatic Association, as money.org is a communication tool of the association, like The Numismatist.

Governor Montgomery recommended having more conversations to clarify how we brand the ANA and its message. (R1)

The Numismatist Editor Gregory suggested that the board might consider establishing a tag line for the magazine that mentions "coin collecting" or "coin collector" to help communicate the meaning of "numismatics" and "numismatist" to the general public. (R1)

It was suggested that this be advanced to the Marketing Committee for further discussion. (R1)

Agenda Item # 9. Proposal: The Prue & Arthur Fitts Literary Award – President Gary Adkins & Editor Barbara Gregory

Pursuant to the Board of Governors' motion in April of 2008, the Board must consider whether to approve the proposed award as it entails naming rights.

April 24, 2008: Telephone Vote

Motion by Governor Mishler, second by Governor Rochette, that naming rights of the Association's awards, physical spaces, events, or activities will be considered on a case by case basis and will require review and approval by the Board of Governors.

Vote: Passed – Unanimous

PROPOSAL FOR NEW LITERARY AWARD

Sponsored by Prue & Arthur Fitts

Reviewed & approved by Editor Barbara Gregory

(180309 OS #5) MOTION by Vice President Kagin, second by Governor Ross to approve initiation of the Prue and Arthur Fitts Literary Award, a literary honor that recognizes excellence in numismatic writing in *The Numismatist (RI)* in the fields of ancient and medieval coinage. The literary award will include a wooden plaque and a cash prize of \$250, to be funded by the sponsors. The honor will be presented annually at the ANA World's Fair of Money.

Discussion: None further

Vote: Passed 9-0-0

Agenda Item # 10. Discussion: Board of Governors Election Process – President Gary Adkins, Governor Steven Ellsworth & Governor Greg Lyon

A long-standing topic of discussion, the Board is considering the election process as it relates to finding qualified candidates and the length and limits of the governors' terms.

The Bylaws carefully outlines the entire election process. Any change to eligibility or board structure would invoke a Bylaws change to be conducted as outlined in Article XIV. [Refer to Bylaws for full text.]

Article XIV: Bylaws, Section 2. Changes Affecting the Rights of Members

Any proposed amendment of these bylaws that would affect the voting rights of the members of the Association, *their eligibility for office or the structure of the Board of Governors* shall be submitted in writing to the Executive Director by no less than three members of the Board of Governors, or by the Bylaws Committee, together with written arguments in support of such amendment. [Excerpt. Italics added.]

A) Candidate Vetting – President Gary Adkins

B) Proposed Position Description for Board Members – Governor Steven Ellsworth

C) Board Term Limits and Term Length – Governor Greg Lyon

Consideration of the following questions:

1) In the last 4 elections, we've twice had elections with only 7 or 8 candidates, which does not provide the membership significant opportunities to support (or not support) certain candidates over others. Should the existing 10 year term limits be changed to allow additional candidates to run for the board?

2) When a new member joins the board, there is a significant learning curve. Are 2 year terms too short? Should they be extended to 3 years or 4 years? Would longer terms result in fewer candidates running due to a longer commitment?

3) If we went with a longer term (4 years?), should terms overlap so there is still an election every 2 years?

Discussion: Executive Director Kiick commented that she supports considering longer terms of office.

Past President Garrett commented that new boards need development training, that people with skills needed by the Board should be recruited to run as Board candidates, and that many not-for-profit boards recruit their members and actively fundraise for their organization.

Governor Lyon commented that he planned to draft Bylaw changes to increase the length of term of office.

Governor Ellsworth suggested considering vetting and endorsing Board candidates – actions which would require Bylaw changes.

Executive Director Kiick commented that a Vetting/Endorsing Committee, consisting of non-staff and non-Board members, could be considered in the future. The President can establish this committee to further vet these ideas (R1).

Executive Assistant Nunez commented that as Election Coordinator she could develop packets documenting Board candidate needs and requirements.

President Adkins advised that candidate criteria ideas would be discussed at the 2018 Philadelphia WFOM.

Agenda Item # 11. Presidential Update – President Gary Adkins

President Adkins commented that he had nothing further to add beyond what had already been discussed during the meeting.

ADJOURN at 11:47 AM CST