

**SHAFR Council Meeting**  
**April 8, 2024**

Council members present: Mitch Lerner (presiding), Laura Belmonte, Megan Black, Brooke Blower, Ann Heiss, Chris Hulshof, Gretchen Heefner, Melani McAlister, Sarah Miller-Davenport, Christopher Nichols, Vanessa Walker, Molly Wood, and Kelsey Zavelo

Others attending: Amy Sayward (ex officio), Faith Bagley

**Initial procedural matters:**

Mitch Lerner started with thanks for those attending this meeting. Before launching into the business of the meeting, he offered a comment on procedure, explaining that Amy Sayward (executive director) and Faith Bagley (taking minutes) would be present for the discussion of the gift and for the first couple of minutes of the executive director discussion but would then leave to facilitate an open council discussion.

Lerner also made an additional procedural point, reminding Council that the by-laws require a 2/3 vote to approve agenda items, as stated in Article 4, Section 3, of the by-laws: “The Council may reach decisions either at meetings or through correspondence filed with the Executive Director, provided that such decisions have the concurrence of two thirds of the voting members of the Council.” A question had arisen about whether that phrase meant 2/3 of total council members or just 2/3 of those present to vote. Discussions between Lerner, Sayward, and other SHAFR officials led to a consensus that this should be interpreted as 2/3 of those present and voting. Lerner asked if there were any questions or concerns about this interpretation. None were raised.

**Gift from Ronald Steele:**

Council then turned to a discussion of whether to accept the bequest from the estate of Ronald Steele, which came with specific conditions about usage. Lerner reiterated the alternatives that he had laid out earlier and noted that lawyers had concluded that it was unlikely that SHAFR could change the terms of the gift. Council members expressed concerns about both the citizenship and age requirements that were stipulated with the award as well as fears that such a limited-term, large book award would dwarf other SHAFR prizes. Others expressed support for the idea that the interest from the gift could fund other SHAFR programs. Ultimately, Molly Wood moved to reject the bequest proposal, Ann Heiss seconded, and Council voted unanimously to reject the bequest.

**Executive Director discussion:**

Sayward provided a short overview of the position based on her experiences; the executive director serves as the hub connecting the committees, Council, and the membership to

keep the organization rolling forward. She reiterated that the institutional and therefore the financial circumstances of the successful candidate might well be different than they currently are, and Council would need to take that into consideration. In response to a question of what role Bagley played, Sayward pointed to her expertise in MemberClicks, her organization of the mailing list for publications, help with mailings, assistance to committees, mass mailings, and other such duties, which are paid on an hourly basis. Bagley and Sayward then left the meeting.

Council then discussed selection of the new executive director. Lerner reminded everyone of the search committee's recommendation and opened the floor for discussion. Council members noted the high quality of all the candidates and expressed admiration for their long years of service to SHAFR and their many relevant skills and experiences. After a lengthy discussion, council voted 10-1 to offer the position to Richard Immerman.