

AIC MEMBER BUSINESS MEETING MINUTES
San Francisco, CA
31 May 2014

*Minutes of the meeting submitted by AIC Board Secretary Sanchita Balachandran
and approved by the AIC Board of Directors on 24 October 2014*

AIC President Pam Hatchfield called the meeting to order at 7:44 a.m. and welcomed attendees to the Member Business Meeting.

Secretary's Report

Secretary Sanchita Balachandran noted that the 2013 Members Business Meeting Minutes had been posted previously on the AIC website, found both on the new Business Meeting page and in the Governance section. She asked if anyone had corrections or additions to the minutes. With no comments forthcoming, Balachandran made a motion to approve the minutes. Suzanne Davis seconded the motion and the minutes of the 2013 Member Business Meeting were approved.

Nominating Committee Report

Committee Chair Glenn Wharton began by noting that despite having no contested elections this year, the number of votes submitted showed support of seated board members. He congratulated board members elected to their second terms: Sanchita Balachandran, Secretary; Jennifer Hain Teper, Treasurer; Stephanie Lussier, Director, Professional Education; Deborah Trupin, Director, Specialty Groups.

Wharton thanked his committee members, Ellen Pearlstein and Nancie Ravenel, for their excellent work, noting that Ellen Pearlstein is the incoming chair. He reminded those present that each year a new member of the Nominating Committee is approved by a vote of Associate, Professional Associate, and Fellow members of AIC attending the Business Meeting. This year, the nominees must be Fellows of AIC in order to fulfill the Bylaws requirement of two Fellow members on the committee.

Nominations for the new Nominating Committee members were then opened. Victoria Montana Ryan was nominated and agreed to serve if elected. Judy Walsh was also nominated. Walsh was not present, but had already expressed her willingness to serve. Following the voting process and a supervised tally of ballots, it was announced that Victoria Montana Ryan had been elected to serve on the Nominating Committee for a three-year term.

Treasurer's Report

AIC and FAIC Treasurer Jennifer Hain Teper began her report with an overview that compared AIC's 2013 and 2014 budgeted income and expenses and included year-end 2013 actual numbers. The budgeted deficits shown essentially equal the deficits projected by the specialty groups as a whole.

The small 2013 deficit is misleading, since the AIC board approved funds from AIC net assets, separate from the approved 2013 budget, for the new website and database. These

costs increased expenses in 2013, but the approved funds are not reflected in the budgeted income.

The 2014 budget was presented using revenue and expense columns, bar graphs, and pie charts. The pie charts provide a more visual way to understand major income and expense areas. Membership dues and meetings produce almost 70% of AIC's operating income, while support of membership, meetings, and publications are 80% of AIC's expenses. Teper also noted that 2014 expenses were expected to be higher than those in 2013, given the location of the Annual Meeting.

Despite a conservative investment policy, AIC's net assets have recovered well from the recession. 2013 net assets, at \$978,711, are \$173,500 higher than in 2008. Teper stated that assets are generally on an upward trend based on changes seen over the past ten years.

Teper turned next to the FAIC financial overview, comparing FAIC's 2013 and 2014 budgeted income and expenses and including the year-end 2013 actual numbers. Due to accrual accounting methodology, comparing income to expenses on an annual basis is misleading as all grant income must be booked on the date the grant award is made, no matter when the funds are actually received or spent. For instance, the Net Loss in FY2014 is \$1.1 million. However, this loss is covered by Net Gain in FY2010.

The large increase in net assets in 2010 reflects the Andrew W. Mellon Foundation grant of \$3.64 million for the Hermitage Project. Net Assets have been decreasing since that date as the grant funds are expended.

Teper ended her report by urging members to donate to FAIC and help support its activities. Donations made to FAIC do make a difference, serving AIC members and advancing the field through professional development, grants and scholarships, publications, and more. Teper thanked the specialty groups for their annual donations, primarily made to Professional Development and the Stout Fund.

A member asked where income from the Western Area Art Conservators (WAAC) appears in the budget. Teper responded that this amount is reflected in the "donations" category in the FAIC budget.

Another member asked whether the Specialty Groups (SGs) have a liaison who can give them information about the current budget as they plan their activities. The SG staff liaison Ruth Seyler provides quarterly financial reports to each SG that includes a comparison to current year budget and prior year revenues and expenses, in addition to the current level of reserves. Seyler is available to answer SG financial questions, as are Board Liaison Deborah Trupin and Executive Director Eryl Wentworth.

Another member asked whether AIC and FAIC have considered investing in sustainable funds. Teper said that she and Wentworth would pursue the question with Morgan Stanley and TIFF, where AIC and FAIC investments are held.

Another question was asked about why SGs seem to spend so much over budget as to show a deficit. Teper replied that SG reserves, not shown on the documents presented,

are strong. In fact, SGs have been spending down their reserves in keeping with the levels recommended by our auditor.

AIC Board President's Highlights of the Year

Hatchfield provided highlights of the past year, beginning with thanks to AIC staff, individual donors, and FAIC funders, including the Mellon, Kress, and Getty Foundations, NCPTT, NEH, and IMLS. She acknowledged the work of 8 board members, 120 SG officers, 90 committee members, over 15 network members, and 22 editors and translators. She used the phrase “You are AIC – and its Foundation” to thank the membership for its contributions and support.

Members were urged to “up” their membership status by becoming PAs or Fellows. Hatchfield suggested that members owed this to themselves and their organization. She reminded the membership that these designations signal to outside organizations and professionals that we abide by our Code of Ethics and are professionals who have been peer reviewed for this status. She described the application process as now being simpler than ever, with online submissions and four deadlines per year making it easier to apply. The online directory can also assist in finding those who can support applications by providing a recommendation. She also urged leaders in the field who rely on an institutional membership to consider individual membership in AIC a professional responsibility.

Several members spoke—encouraging others to become PAs and Fellows—and asked that those who already have these designations encourage their colleagues to do the same. Members were asked to offer to provide recommendations for people applying for PA or Fellow status. Some members pointed out that conservators who head major institutional labs should request that their staff become professional members of the AIC and maintain an individual membership rather than relying on an institutional one. A member asked about whether more experienced members could become Fellows without first becoming PAs. Sarah Fisher, chair of the Membership Committee, described the process by which Associate members can become Fellows, with an interim status of PA for two years.

Hatchfield stated that AIC received \$7,000 from the Kress Foundation to conduct a salary survey this year. The survey will be conducted by an outside firm. While annual salary surveys are impractical, it is desirable to conduct them every 3-5 years.

The membership was reminded that AIC and FAIC are two distinct legal entities, with AIC being a membership organization and FAIC an educational and charitable organization. Tax-deductible donations are made to FAIC, the 501(c)3, and are used in support of AIC members and the field. Members were encouraged to donate to FAIC, and, at the same time, take a moment to also ask two others to make a donation.

AIC is involved in a wide variety of programs, including the Annual Meeting, outreach (and providing outreach material), and print publications (including *JAIC*, *Ethics and Critical Thinking in Conservation*, *The AIC Guide to Digital Photography and Conservation Documentation*, and a variety of Specialty Group Postprints). Our online offerings include *JAIC*, *AIC News*, the growing wiki content, the Find a Conservator resource, *Guide to the Maintenance of Outdoor Sculpture* (reissued as an e-book), and the new website with a member-wide forum in MemberFuse.

FAIC also administers a variety of programs and projects, including Charting the Digital Landscape, AIC-CERT, publications, CoOL and the ConsDistList, the Hermitage Museum Project, Angels Projects, lecture grants, and more. Grants and scholarships, in particular, are a valued program of FAIC. As of May, grants and scholarships totaling \$363,000 have been awarded in 2014. Of 104 applications, 53 awards were made. Another important FAIC activity, the Oral History Project, is a long-time partnership with Winterthur, with 260 completed interviews.

Hatchfield also mentioned the locations and themes for the upcoming annual meetings:

- 2015, Miami, FL: Practical Philosophy/The Year of Light and Lighting Technologies (UNESCO)
- 2016, Montreal, Canada, in collaboration with the Canadian Association for Conservation: Disaster preparedness and an acknowledgement of the 50th anniversary of the Florence flood
- 2017, Chicago, IL: theme to be determined (45th anniversary of AIC!)

Hatchfield also discussed AIC's recent advocacy work. AIC was asked by the NY Landmarks Conservancy to consult on the possible de-installation and conservation treatment of Picasso's "Le Tricorne" at the Four Seasons restaurant in New York City. Peggy Ellis led a committee that included Paul Himmelstein and Jim Coddington to assess the situation and provide recommendations.

In closing, Hatchfield urged members to help institutions with which they are affiliated to take part in the second Heritage Health Index survey. The results provide data that can be used in congressional lobbying efforts to support funding of federal agencies such as IMLS and NEH and to support foundation and corporate grant awards and individual donations. In turn, these funds support collection care activities at institutions, provide employment opportunities for our members, and increase understanding of the importance of conservation and preservation activities in general.

Advancing AIC, an Introduction

Proposed Bylaws Revisions

Bylaws Committee Chair Cathy Hawks provided an update on the AIC Bylaws revisions being recommended by the Bylaws Committee. The committee, in addition to Hawks, includes Brenda Bernier, Tom Braun, and Martin Burke. The AIC board convened the Bylaws Committee in response to critiques of the current bylaws from legal counsel, external auditors, and members with significant not-for-profit governance experience and extensive experience in AIC. The Committee was asked to provide the first fully comprehensive bylaws review since the creation of AIC.

The concerns cited included:

- addressing revisions to laws and regulation that have made current bylaws non-compliant
- meeting modern best practices for not-for-profit governance
- resolving internal inconsistencies resulting from prior limited revisions focused on individual topics
- providing an opportunity for broad participation in the revisions by AIC membership.

Assistance and recommendations were solicited from a variety of sources, including legal counsel, auditors, AIC members familiar with original bylaws intent, AIC members with links to other nonprofit organizations, and the AIC executive director. To assist the review process, a chart comparing the existing language and proposed revisions was created. The planned member-wide review was delayed to permit development of our new online discussion platform, MemberFuse.

Draft revisions were posted online along with the documents gathered for AIC members to review prior to the 2014 AIC Business Meeting, and they will remain there for reference. Hawks announced that MemberFuse will open soon with opportunities for members to review and discuss the proposed changes. Draft language may be subject to further revision depending on member response. At a time determined by the board, PA and Fellow members will vote on the proposed changes. Once the vote is completed, the current Bylaws Committee will retire.

Hawks ended by acknowledging the following:

- AIC board and executive director for their patience and help
- External consultants for their expertise
- AIC members who have given extraordinary amounts of time, especially Susanne Sack and Paul Himmelstein
- Committee members—Brenda Bernier, Tom Braun, Martin Burke

AIC Professional Designations

Membership Committee Chair Sarah Fisher presented an overview of discussions underway by the Membership Committee that will, with the help of members, be developed into a proposal for consideration by the AIC board. Attendees were told that discussions that take place during the meeting today will be extended on MemberFuse in a member-wide forum to be launched following the meeting.

Fisher stated that AIC's Professional Associate and Fellow membership categories continue to take on a high level of importance in the conservation field. In the absence of a certification program, the PA and Fellow designations are among the few ways that end users of conservation can identify those highly trained, qualified conservators who abide by the AIC Code of Ethics and Standards of Practice. Many federal and state agencies are already using PA status as a requirement for contracts.

While the current PA and Fellow review process is well regulated, the lack of a continuing education requirement leaves no way to ensure that those given PA or Fellow status keep current in the field and maintain standards. The Membership Committee believes that a continuing education requirement needs to be established to address this concern. The benefits of a continuing education requirement include:

- Setting standards for practice
- Creating a stronger commitment on the part of PAs and Fellows
- Providing credentials for marketing
- Providing a credentialing program that is more appealing to members
- Providing a program that can be managed with existing AIC resources

The Membership Committee is considering a new name for those Professional Associates who choose to participate in the continuing education program, as not all current PAs may wish to do so. The current thought is that Fellows will be exempt from the continuing education requirement, but Fisher invited comments on whether others agreed with this or not. The membership committee would offer the use of a registered trademark to those who complete the new continuing education program. The registered mark being proposed in the AIC Bylaws revisions would be associated with this new name for use as a professional credential and for marketing purposes. Those PAs who decide not to participate in the program would continue to use their PA designation and retain their voting right status.

Fisher asked members to assist the committee in creating a proposal for the board by joining the member-wide forum when it is launched on MemberFuse. She invited members to weigh in on the benefits of a continuing education program, the proposed name change for PAs as a way to demonstrate new requirements, and whether Fellows should be exempt from such a program.

Member Acknowledgements

Director of Professional Education Stephanie Lussier acknowledged the committees that have been instrumental in the Bylaws and membership designation discussions and those who will also be critical in the upcoming discussions and decisions. She named the members and leadership of the Bylaws, Membership, and Education & Training Committees and the Emerging Conservation Professionals Network and asked those in the room to stand up to be recognized.

Advancing AIC, Moderated Discussion

Hatchfield opened the discussion period. She asked that members keep to the Bylaws and membership discussions brought up earlier in the meeting. Members provided the following comments:

Some members stated that opportunities for continuing education may not only be provided by AIC. As our field grows more diverse, it is essential that we take into account all of the different kinds of training—beyond conservation alone—that are relevant to our work. Therefore, any AIC continuing education program must be flexible in the types of education eligible for credit.

In general, support was expressed for a continuing education program, as long as it can remain flexible and accessible to all members. Online activities, writing abstracts and other contributions, can be considered in addition to the more typical activities such as attending workshops and annual meetings. Service including work completed as part of an Angels Project might be considered as well. Several members commented that Fellows should not be exempted from the requirement, as this should be part of their professional responsibility.

Sarah Fisher clarified that the Membership Committee intends to be very open to what may or may not count as continuing education. It was recommended that the Committee look at the documents previously developed for Professional Certification as they contain some guidelines for what would be acceptable for continued professional development.

It was also suggested that AIC take into account the need for professional designations rather than membership categories, i.e., “professional conservator,” “conservation professional,” or “conservation scientist” vs. “Fellow.” Careful thought should be given to the final terms selected, and be vetted by the membership. There may need to be an extended conversation about the terms finally selected, perhaps as a moderated discussion at an annual meeting.

Members discussed the existing divide between private practice and institutional members. While institutional conservators benefit from the credibility that comes from being part of an institution, conservators in private practice must apply for PA or Fellow designations for the benefit of their practices. However, there is a need to ensure that conservators in all contexts raise their membership levels to PA or Fellow as an indication of their professionalism in the field. Museum leadership, in particular, needs to support continuing education, along with PA and Fellow status, for the member designation program to enjoy continued success.

It was pointed out that the divide between private practice and institutional members is less now as some conservators move between institutional projects and taking on private work. Members can no longer assume that they won’t ever be in private practice, even if part time, at some point in their careers. Furthermore, it is important that museum conservators refer potential clients to PA or Fellow level professional conservators in their area, thus supporting their peers.

Some state run institutions, however, are not allowed to provide referrals. In such cases, institution-based conservators can provide a referral to AIC’s Find a Conservation resource rather than make a direct recommendation.

Representatives of the Ethics and Standards Committee expressed concern that there is still no requirement that associate members of AIC agree to abide by the Code of Ethics. This lack of accountability for a significant part of the membership needs to be addressed as discussions about membership categories and continuing education requirements continue.

Sue Sack, who helped create the original Bylaws for AIC and who consulted extensively on the recommended revisions, rose to state that an excellent job was done to prepare the revised Bylaws. She urged members to approve the revisions.

Members suggested that there should be better mechanisms for retired, or nearly retired, conservators to liaise with younger conservation professionals. Not only is this an excellent opportunity for mentorship, but may be a way for younger conservators to take on some of the equipment and reference materials amassed by senior conservators over their careers. The wiki page is currently one place where senior conservators can be matched with emerging conservators. It was suggested that senior conservators might make in-kind donations to FAIC.

Outreach beyond the conservation community was discussed as being an important part of our professional work. Presenting papers at allied conferences or working directly with such organizations as AASLH, AAM, and AAMD should be pursued by the

membership. AIC's Collections Care Network (CCN) should be seen as one avenue through which outreach to these organizations, among others, might be achieved.

FAIC donors were thanked for their generosity. Members were invited to support FAIC and to support their membership organization through even small donations.

Old Business

There was no specified old business.

New Business

It was suggested that AIC and FAIC consider socially conscious investing. This will be looked into by Teper in collaboration with Wentworth and reported back to members.

It was noted that the field is changing, with conservators finding that their work no longer primarily constitutes treatment on the rise. The membership of AIC is changing as well, and is now becoming home to non-conservators. As an organization, we should consider if/whether changes in our membership—from primarily conservators, to registrars, for example—is something that we wish for AIC.

Members were reminded that bylaws and member designation discussions will continue online. Hatchfield moved to close the meeting. This was seconded by Barbara Appelbaum. The meeting was adjourned at 9:50 a.m.