**Virginia Archaeology Charitable Trust Board meeting minutes**

**November 11, 2021, 9:00 AM**

**Virtual Meeting via Zoom**

In attendance: Mike Barber, Eleanor Breen, Dave Brown, Tom Cuthbertson, Randy Lichtenberger, Chris McDaid, Karen McIlvoy, Carole Nash, and Crystal O’Connor

Randy Lichtenberger called meeting to order at 9:18 AM.

Randy said that he had done some thinking about the VACT and wondered if this group is a solution in search of a problem. Does it have the utility we hoped it would? He wondered whether to wind down VACT or change the scope and/or focus. He thinks that where VACT shines is raising funds for threatened sites throughout the state by using the online platform and mail-in donations, with ASV funneling that money to the appropriate threatened sites.

Tom Cuthbertson said that the most traction a project has received was the Woodville School, partly because the organization promoted themselves beyond what Tom was posting. He said that VACT benefits smaller organizations and smaller projects than Sandusky or Alexandria. He wondered if we should be connecting with smaller groups.

Carole Nash said that she started Mountain Valley Archaeology because it was in part impossible to do that work through J[ames]M[adison]U[niversity]. She continued that the impact of climate change is pressing, but Virginia has gotten quiet about it. Given the immediate loss, the involvement of the public important.

Carole said that Threatened Sites is a line item in DHR’s budget. Mike Barber said that it is $50,000. Mike said that under normal circumstances, Threatened Sites gets more projects than they can fund, and that it will certainly help if VACT can augment that $50K. DHR is set up with protocols to handle that money. We wouldn’t have to limit what VACT is about to limit the option of getting a big donor, but we could highlight threatened sites.

Randy said that if we get a large donor, we’d have a place to park the money at DHR. Chris McDaid asked whether DHR is able to accept extra money. Randy said that he has vetted that question with DHR and ASV. It allows it to happen legally. VACT won’t cut checks to DHR. Money that VACT raises goes to the ASV Threatened Sites Fund that they’ve set up through the VACT, who then chooses sites to augment with funding. The money goes directly to the project sponsor and not to DHR.

Crystal O’Connor asked about talking directly with Colleen [Betti] to ask about her experience [with the Woodville project]. Dave Brown said that in conversation with Colleen, she saw that fundraising is a struggle. There were additional struggles of doing fundraising digitally versus face-to-face. It takes time and patience, and you have to wait for the right time when you have support within the community. He would recommend giving VACT more time and will continuing to move towards goals. He acknowledged that VACT still has a limited track record and that we should be patient.

Randy asked if some of Colleen’s money came through the Threatened Sites fund. Dave replied yes, a $10K grant was given to help with excavation with the site, and that was routed thru Data Investigations.

Dave said that VACT can provide assistance with active communicative outreach that can result in fundraising. Eleanor said not to forget the COVA meeting to highlight Colleen, support her, and have her speak.

Randy commended Data Investigations for not being proprietary with their donors. The Woodville project is successful through the VACT since it is a small independent research project. Since it is a threatened site, people see the immediate need for and impact of their money.

Dave said that everything is about public education and outreach. This is an opportunity to be successful to the VACT mission. Promote a philosophy. We have really good reasons for people to donate.

Randy summarized that the group feels like we need to carry on but shift our focus to threatened sites and small projects. We can promote fundraising events for threatened sites and feature threatened sites on the website.

1. Review organization of BOD – expiration of terms, reappointment

VACT Board Members and Terms as of June 2021

| **Name** | **Organization** | **Title** | **Current Term begin and end** | **Which term in office is this?** | **How many possible 2-years terms left?** |
| --- | --- | --- | --- | --- | --- |
| Randy Lichtenberger | COVA | President | August 2020 to August 2022 | Second | One |
| Dave Brown | COVA | Vice President | August 2020 to August 2022 | Second | One |
| Crystal O’Connor | COVA | Secretary | August 2020 to August 2022 | Second | One |
| Karen McIlvoy | At-large | Treasurer | August 2019 to August 2021 | First | Two |
| Tom Cuthbertson | At-large | Media Coordinator | August 2019 to August 2021 | First | Two |
| Carole Nash | ASV |  | August 2019 to August 2021 | First | Two |
| Mike Barber | ASV |  | August 2019 to August 2021 | First | Two |
| Hannah Burns | ASV |  | August 2019 to August 2021 | First | Two |
| Chris McDaid | ASV | Executive Committee  (non-officer) | August 2019 to August 2021 | First | Two |
| Eleanor Breen | At-large |  | August 2020 to August 2022 | Second | One |
| Jack Gary | COVA |  | August 2020 to August 2022 | Second | One |

1. Randy said that everyone currently serving can serve one more two-year term. He said that we talked about ending terms in August since we launched in August of 2019. His suggestion would be to change it to the end of the calendar year (December).
2. Randy asked that if anyone wants to cycle off the Board at the end of the year to let him know.
3. Chris thought that in January or a little before, the president of ASV should recommend ASV members to fill the slate of positions. Randy agreed. Carole said that it is also the case that some people CAN serve another term. Chris wouldn’t say that he’d serve another term, as it’s up to the ASV president. Carole said that it is actually up to the ASV Board.
4. Mike Barber asked about the status of Hannah Burns. Randy replied that she talked to him separately and wants to continue to serve and asked if permissible. Randy said it was fine, since it’s allowed by the rules and that you just have to be an ASV member, not on the ASV Board.
5. Review tax status, financials – 990PF due on 11/15/21 or file for change of status to public charity using Form 8940.
   1. Randy said that VACT had filed as a 990 Private Foundation as advised, but that requires filling out a long form called a 990PF. An accountant said that VACT is actually a private charity, not a public foundation. When Randy asked the accountant to file the 990PF, they advised Randy to change the status to a public charity. Karen and Randy talked to multiple accountants and the IRS, which requires a $500 fee to change a group’s status. VACT will fill out the 8940 one-page form to change its status and will submit supporting documentation.
   2. Karen estimates we have between $350 and $400 in our account, which factors in annual dues.
   3. Randy said that if VACT doesn’t change status, we have to file and pay by [Nov] 15th.
   4. Carole moved to change VACT’s status from public foundation to public charity. Second by Mike. Unanimous “aye”.
   5. Randy said that in five years it will pay for itself because we won’t have to pay for the 990 form.
6. Official records of the corporation to be kept by the Secretary – status update, online availability
   1. Crystal sent Jolene the previous two meetings’ minutes and the IRS application documents. She still needs to send Jolene emails with votes from approvals for the Woodville and Sandusky projects. She also asked if everyone would reply to the same email thread to make it easier to compile the communication but also asked whether a SurveyMonkey or Google Sheets polls would work.
   2. Carole said that a SurveyMonkey account is about $100/year, so Randy said if Google is free, it might be easier to run the tallies that way.
7. Review state of website and software
8. Project review process
   1. Randy said that everyone on the Board can vote on a project.
   2. Carole asked that once a project is approved that Randy let those not on the BOD know so they can promote it.
   3. Mike thinks the Executive Committee can continue to approve things unless there is some area of expertise they want to bring in people better positioned to review, depending on the site.
   4. Randy confirmed that the Executive Committee will review projects and send results of review to the full BOD. After he receives the final tally of votes, he’ll send an email to the Committee saying it’s been approved.
9. Project promotional goals
10. Set next BOD meeting
    1. Thursday, January 20th at 9 AM via Zoom.
11. Call to floor for announcements
    1. Carole offered Randy a vote of confidence and applauded his ability to handle the various curveballs along the way.
12. Adjourn
    1. Randy adjourned at 10:10 AM.