

Minutes of the virtual Zoom meeting of the Governing Board of the Popular Culture Association, Tuesday, June 28, 2022, 1:30-4:00 PM Eastern Time (US and Canada).

PCA President Sue Matheson called the meeting to order at 12:35 pm. Opened with calls to possibly strike a cost cutting working group as well as a Code of Conduct committee. Board Chair Colleen Karn welcomed general membership to the meeting. Secretary Beth Downey called the roll of members and verified the presence of a quorum.

Voting Members present: Sue Matheson, Sherry Ginn, Nicole Freim, Brenda Boudreau, Novotny Lawrence, Debbie Phillips, Robin Reid, Jen Atkins, Peter Cullen Bryan, Colin Helb, David Moody, Beth Downey, Colleen Karn

Voting members absent: Tiffany Weaver

Non-voting members present: Kathy Merlock Jackson, Gary Burns, Melissa Vosen Callens, Lynn Bartholome

Non-voting Members absent: Phil Simpson, Carl Sederholm, Ann Larabee, Lily Kunda

Approval of the Minutes for 12 April 2022: Brenda moved, Peter seconded, no discussion, approved.

Approval of the Minutes for 15 June 2022: Sherry moved, Colin seconded, no discussion, approved.

Action Item 1 - HR Policy: Sue brought forward a motion to have a specific HR Policy (see "PCA HR Policy needed" document). Novotny seconded. Discussion ensued, to define what HR issues are, confidentiality, and whether this was part of bylaws. There were questions whether this is a moot point if we go with a management company. Brought up that we may hire temporary help. Vote was called to pursue HR policy, 12 yay, 0 nay, motion passed.

Organizational Management Platform/Google Workspace for Nonprofits: Colin explained the benefits of the workspace. Colleen pointed out how we were able to post all the documents needed for this meeting. Jen discussed accessibility and the ability to print and download documents. Colin motioned to keep using, Beth seconded. Vote was called; 12 yay, 0 nay, motion passed.

Action Item 2 - Hiring website company/person: Colin brought up the PCA website is running slowly and having other issues. With the resignation of the previous web developer a new one is needed. Colin held interviews with various firms (see "Web Development Firm Search" document). Dave asked if this is strictly for migration, or do they also manage, and how would they work with the Executive Director? None would create content but two would be available on a monthly basis for training, etc. Brenda: How would we create content, and what's the timeline? One firm thought it would take 6+ months, another 3-4 months, but neither in time for the

conference . The board asked if there was a cost comparison? Not yet (note: Colin said he would email comparison to board in a couple of days, but would need breakdown of what Tony did and his compensation). No vote: Colin asked the Board to review materials in the folder, we can vote at the next meeting.

Action Item 3 - Confidentiality agreement and disclosure policy: Sue brought up the need for confidentiality and disclosure policies. Sue submitted two rough drafts (see files in folder, “Confidentiality & Disclosure”) for the Board to review and revise, and to run by lawyers to bring back for vote later. Sue made a motion to send a draft of confidentiality policy to Joelle for advice, then return to board to discuss and decide. Debbie seconded. Vote was called; 12 yea, 0 nay, motion passed.

Disclosure policy was brought up when a request was made for our past financials. Sue drafted a policy asking lawyers what could be released and what can't. This would be available in a file managed by the Executive Director's office. Make sure all board members know what can and can't be released. Sue made a motion to send the draft of disclosure policy to Joelle for advice, then return to board to discuss and decide. Novotny seconded. Peter asked about David Silverman's request for monthly financials 2018-present. Lawyer was specific about what can be given, and how to file a request, including what they are for. David S. has not gotten back to us about that. Nicole asked if this is in bylaws, Sue said no, it's archived with our policies. Vote was called; 12 yea, 0 nay, motion passed.

Populate Committees: Sue wants committees populated by mid-July and reports by August. See “Populating Committees” list. Decided the San Antonio committee should be an “advisory” committee that includes general membership in addition to Board Members. In addition, add advisory committees for “Area Chair” and “Graduate Students”

Executive Director Search (or hire an outside company): Sherry says Executive Director contract expires August 2023; wants to strike a committee to decide next steps. Would like the board to consider hiring a company (“Meeting Expectations”) rather than an individual Executive Director. Many old duties can be operated by other board members. Looking forward, a new Executive Director would be handling the move to a future website, new conference formats, simply hiring a staff. It's a lot to ask someone to give up their academic career in order to dedicate five or ten years to run PCA's day-to-day operations. Meeting Expectations can handle those things. They already have proven success with running the Children's Literature Conference. Kathy points out the current position doesn't offer benefits, only a salary. Brenda asks about Meeting Expectations' track record and accounting. Sue says Meeting Expectations has been around 40 years, and would also do accounting and conference planning. Colin states they do work well with one of the web firms we're looking at. Dave is concerned about having two separate third party vendors, and could we have one company for all? Also without an Executive Director, would they send someone to our meetings? Sue says they would have boots on the ground for the conference, but not sure about the board meetings. Peter asked about scalability, Sue said they would have no problem. Jen pointed out lack of visible diversity on staff and concerns about optics, Novotny agrees. Sue says we need to decide now whether

to go with the company or strike a hiring Executive Director committee. Sue makes a motion to hire a company to run the organization and the conference to work one year starting 7/15/2022, Dave seconds. Robin says we should do a diversity review for all future vendors; did we do so for possible web firms? Colin says yes, we did. Sherry wants Meeting Expectations to start with San Antonio; Dave asks, would they work alongside the current Executive Director? Who takes the lead? Dave takes back his second. Sherry rescinded and made a new motion to pursue a management company minus the deadline; Robin seconded. Vote was called; 10 yay, 2 (CH and DM) abstained, motion passed. Sue will strike a committee to review/investigate diversity statements.

Midyear meeting: Looked at cost of Chicago and New Orleans but think we should just do virtual again. a) Covid, b) travel costs, c) optics. General conference committee will look into future midyear meetings.

San Antonio: Still a lot of concerns about safety, whether we have San Antonio or not. Serious safety issues in Texas. Sherry moved that we wait to decide until the next meeting, Beth seconded. Vote was called; 9 yay, 0 nay (3 members had to leave early); motion passed.

Membership & registration for award winners: Brenda moved to extend membership paid to award winners, and registration IF they attend that year. Peter seconded. Vote was called; 9 yay, 0 nay, motion passed.

Special topics areas: Brenda moved for Reproductive Justice special topic, Nicole seconded, motion passed.

Nicole moved to approve a new Professional Wrestling area, Peter seconded. Vote was called; 9 yay, 0 nay, motion passed.

Co-Chair of Mystery and Detective Fiction: Nicole moved to name Marla Harris as new co-chair. Peter seconded. Vote was called; 9 yay, 0 nay, motion passed.

Peter points out by-laws election rules have to get passed soon, hopefully by mid-August meeting.

All other agenda items moved to the next meeting. Colleen will do a Doodle poll for July mid-month meeting to finish business.

Colleen moved to adjourn, Nicole seconded; meeting adjourned at 4:09 pm.

Humbly submitted,

Beth Downey
PCA Secretary