

ASALH Business Meeting Minutes
September 24, 2015
Downtown Sheraton
Atlanta, Georgia

The meeting was called to order by President Scott at 4:16 p.m. A prayer was offered by Gilbert Smith.

President Scott welcomed the general membership and expressed his excitement about the Centennial Conference. He shared with the membership that this is his last year as President of the Association and his last year on the Executive Council.

President's Annual Report

President Scott

A written report was submitted.

President Scott shared with the general membership concerns about the solvency of ASALH. He thanked the membership for their financial support and shared that we have members who have extended additional support to ASALH. Sonia Sanchez the ASALH's poet laureate wrote a poem in honor of the Centennial which debuted at the Centennial Luncheon in February. She shared that poem again at the Teacher's Luncheon today and will be selling autographed copies at the Authors Book signing. President Scott suggested poem written by Sonia Sanchez be folded into one of the editions of the Journal of African American History. He also shared that Charles Bibbs has also supported the Association unselfishly. The Association has been a buzz of celebration all year. The branches in the D.C. area and the Chicago Branch were asked to plan events to celebrate Founder's Day. The events were held over a series of days and they were extremely successful. President Scott thanked the Branches that rose to the occasion and held Founder's Day events. He asked that all branches begin to get Facebook pages. The branches that have Facebook pages can be helped with advertisement and support of their events. Tonight I will host a wine party after the Journal Reception. All are welcome to join us to fellowship and socialize. The Centennial has videotaped as we are trying to capture all that we can.

Constitution and Bylaws

Zende Clark

A written report was submitted.

The Governance committee upon approval of the Executive Council recommends the following changes to the Constitution and By Laws for approval by the General Membership:

ARTICLE III Officers

Proposed Change:

- a. **The President shall be a dedicated person who has been deeply involved in the affairs of the Association. The President shall have been a Member for at least five (5) years immediately preceding election, shall have attended the two previous annual meetings and have served on the Executive Council for at least two years.***

The President shall be elected by the members of the Association for a term of three(3) years and shall be eligible to be elected for a second three year term. Having been elected to serve two three year terms, the President shall not be eligible to be elected for a third time until after a lapse of six years following the end of the office holder's six- year elected term.

Rationale: This provides an opportunity for greater stability since the president will be able to succeed himself/herself for an additional term and brings this position in line with the other officer positions. It

also ensures that the President has an intimate understanding of the needs of the organization and the work of the Executive Council prior to their candidacy.

Vote: Unanimous

Proposed Change:

- b. The Vice President for Membership shall possess the same qualifications as the President. This person shall be elected by the Members of the Association and shall be eligible to succeed himself or herself. If the Office of the President, through any cause, shall become vacant, the Vice President for Membership shall thereupon become President. A person who has held office of President or acted as president for less than one year of another person's term, shall be eligible to be elected to the office of President for two three year terms. Having been elected to serve two three year terms, the President shall not be eligible to be elected for a third time until after a lapse of six years following the end of the office holder's six- year elected term.*

Rationale: This change is being offered to provide an opportunity for greater stability offering the Vice President the ability to run for office in the event this person has to complete the term of the President. It brings this position in line with the other officer positions. It also ensures that the candidate for Vice President has an intimate understanding of the needs of the organization and the work of the Executive Council prior to their candidacy.

Vote: Unanimous

Proposed Change:

- c. The Vice President for Programs shall possess the same qualifications as the President. This person shall be elected by the Members of the Association and shall be eligible to succeed himself or herself. The office holder shall be elected by the Members of the Association for a term of three (3) years. This person shall be eligible for re-election.*

Rationale: This is the current practice however it is not reflected in the Bylaws although this change was approved years ago.

Vote: Unanimous

Proposed Change:

- d. The Secretary shall be elected by the Members of the Association for the term of three (3) years. The Secretary shall be a Member of the Association. This office holder shall be eligible for re-election*

Rationale: This proposal removes the number of years in which a member needs to be affiliated with the Association in order to run for this position. The skill set needed for this position does not require intimate knowledge of the organization.

Vote: Unanimous

Proposed Change:

- e. The Treasurer shall be elected by the Members of Association for a term of three (3) years. The Treasurer shall be a Member of the Association. This office holder shall be eligible for re-election.*

Rationale: This proposal removes the number of years in which a member needs to be affiliated with the Association in order to run for this position. The skill set needed for this position does not require

intimate knowledge of the organization.

Vote: Unanimous

f. **The Executive Council** shall consist of :

Proposed Change:

*The elected officers of the Association shall consist of President, Vice President for Membership, **Vice President for Programs**, Secretary, and Treasurer and the Executive Director as non-voting Member. The Executive Council Members shall be eligible for re-election. The three year term for Officers and Council Members begins in January following the election.*

Rationale: This was an omission when the position of Vice President for Programs was established. The Organization functions with two Vice Presidents which should be listed in the Constitution and Bylaws.

Vote: Unanimous

BY-LAWS Proposed Changes:

By-laws 2f Proposed Change:

1)Meetings *The Executive Council shall meet in February, in June, and during the Annual Meeting of the Association. **The Executive Council will meet at minimum two additional times utilizing technology to facilitate those meetings. These meetings will be scheduled at the discretion of the Executive Committee.** Executive Council Member who is absent from three consecutive meetings shall be subject to removal as deemed appropriate by two-thirds of the Council*

Vote: Unanimous

Bylaw 6. Proposed Change:

c. ***The Academic Program Committee**, consisting of at least five (5) Members shall prepare the program for the Annual Meeting in accordance with the theme set by the Executive Council. The Academic Program Committee may expand its Membership to include persons from the city in which the Annual Meeting is to be held.*

Rationale: To make the language consistent with the current practice and position. The committee functions with more than five members.

Vote: Unanimous

d. Proposed Change:

***The Membership Committee**, shall include Council representation(three [3]) persons appointed by the President), Branch representation (seven [7] persons) to be appointed by the Membership Chair.*

Rationale: The Association no longer divides or refers to its membership by region. This proposed change makes the language current with our existing practice.

Vote: Unanimous

Membership Report

Janet Sims Wood

The Committee is honored to have five new branches which are being chartered and one branch which is being renamed. We reinstated our branch leadership calls and that has been going very well. Branch members were thanked for their input on those calls. The branches that had Founder's Day activities were also thanked Chicago Branch, The Greater D.C. and Maryland Branches, the Dayton Branch, and others. Branches were asked to plan to hold Founder's Day and Carter G. Woodson Birthday celebrations annually. This year the branch workshop will have breakout sessions. Members were asked to attend the branch workshop sessions and be a part of the breakout sessions. There will be sessions on the following: Recruitment, 2016 Programming, the Branch Toolkit and the Membership Form and Non-Profit Status.

The Branch awards will be given at the awards program; members were asked to attend the 4:00 p.m. session. Branches were asked to tape their history and send them into it to the national office. Five Branches were chartered. The Chartering took place in mass. The President, Vice-President, Secretary and Treasurer were asked to come to the front for the chartering ceremony:

The following Branches were chartered:

Memphis Branch, Charleston Area Friends, Atlanta Organizing, Greater Kansas City, and St. Petersburg.

Greer Standford Randle and the officers of the Dayton Branch have renamed their branch the Paul Lawrence Dunbar Branch. President Scott shared that as a national organization, it takes a branch to make a branch. He suggested that branches reach out to branches in their area and work together to build their branches and programs.

Treasurer's Report

Gilbert Smith

A written report was submitted.

The Audit Report is contained in your packet. The audit report is for the calendar year 2014. Our auditors are MillerMusmar. The report contains a letter to the board of ASALH. The opinion of the audit stated that the financial statement referred to present fairly, in all material respects the financial position of the Association for the Study of African American Life and History, Inc. as of December 31, 2014 and the changes in its net assets and its cash flows for the year ended in accordance with accounting principles generally accepted in the United States of America. That is the best statement that an organization can receive coming out of an audit.

Pages three and four were covered with the membership and are highlighted below. The report shows the following:

| Statement of Financial Position: | 2014 | 2013 |
|---|-------------|-------------|
| Total Assets | \$294, 840 | \$326,223 |
| Total Liabilities | \$ 63,220 | \$ 50,371 |
| Total Net Assets | \$231,620 | \$275,852 |
| Total Liabilities and Net Assets | \$294,840 | \$326,223 |

The Statement of Activities outlines the activities over a twelve month period.

| Revenues: | 2014 | 2013 |
|------------------------------|-------------|-------------|
| Memberships: | \$142,004 | \$112,845 |
| National Conference | \$263,631 | \$206,967 |
| Contributions/Grants | \$211,109 | \$280,784 |
| ASALH Store | \$ 3, 914 | \$ 8,385 |
| Black History Month Luncheon | \$129,596 | \$108,283 |

| | | |
|-----------------------|------------------|------------------|
| Publications | \$160,469 | \$192,447 |
| Rent Revenue –In-Kind | \$ 24,000 | \$ 24,000 |
| Other | \$ 7,362 | \$ 9,225 |
| Restricted | <u>0</u> | <u>0</u> |
| Total Revenue | \$942,085 | \$942,936 |

Expenses:

| | | |
|-----------------------|-------------------|--------------------|
| Program Expenses | \$781,446 | \$943,977 |
| Supporting Services | \$205,247 | \$201,666 |
| Total Expenses | \$ 986,693 | \$1,145,643 |

| | | |
|--------------------------------------|-----------|-----------|
| Cash and Cash Equivalents, Beginning | \$272,036 | \$489,974 |
| Cash and Cash Equivalents, Ending | \$249,346 | \$272,036 |

President Scott shared that the reason this conference is fully in September is because if the government shuts down it will not impact us. President Scott reminded the membership that the conference held in Jacksonville was greatly impacted by the government shutdown that October.

It was moved to accept the report of the Treasurer.

Vote: Unanimous

Nominating Committee**Annette Palmer**

A written report was submitted.

We have changed all of the officers this year. President Elect is Evelyn Brooks Higginbotham, the Vice President for Membership is Greer Stanford-Randle, the Vice President for Programs is Jim Harper II, the Secretary is Karsonya Wise Whitehead and the new Treasurer is Gilbert Smith.

We will have three corporate members: John Ashley, Jeffrey Banks and Cornelius Scott.

It was moved that the election results be approved.

Vote: Unanimous

The membership was reminded that we are looking for Council members for the class of 2019.

Centennial Committee Report**Sheila Flemming-Hunter**

Sheila Flemming Hunter stated, “We did it with the vision of our ancestors. We must continue this work because our people need it. If we don’t tell them the world will never know. That is our tagline, please use it.” Sheila Flemming-Hunter thanked the membership for attending the conference as the conference is a large source of revenue for the Association. She shared with the membership that we have to begin to intentionally find benefactors and use our God given intellect to find ways to ensure that this organization continues for the next 100 years.

Sheila Flemming-Hunter commended Daryl Scott our Centennial President. She stated, “I call him Daddy’s baby, he is a scholar and Woodson’s incarnate in his love for this Association. He was the person that God ordained to be our Centennial President.” President Scott made sure that the organization had a party that it could afford. She

reminded the membership that we are still in our Centennial year so they have until December to contribute to the Centennial Fund. She asked that if members can only give \$100 per year above your membership then do it. Sheila Flemming-Hunter also commended the Executive Director acknowledging that Sylvia Cyrus has given her life to this organization. ASALH has been blessed with her leadership. She reminded the membership that Sylvia Cyrus came in as the Executive Director when she was president. She shared that the President and Executive Director are two sides of the same coin, they have a symbiotic relationship. Sheila Flemming-Hunter stated, "Evelyn and Sylvia I give you the second century."

Executive Director

Sylvia Cyrus

Sylvia Cyrus stated that she appreciates the membership for letting her know that it appreciates what she does. She shared that ASALH needs your time, your talents and your treasures. The Association needs to increase the number of branches so we need members who don't have branches in their area to create a branch. We have built this conference to serve 5000 people. As of this morning we have 1349 people registered for this conference. We had 30 students and 40 teachers in attendance today. For those of you who are not life members please know that membership dues is \$1000.00 however it will go up to \$1500.00 in 2016. You can pay the interim membership of \$200 per year however you must keep your membership current. Evelyn Brooks Higginbotham is interested in hearing from members who are interested in working and being committed so please contact me because we want your involvement. Thank you to Lionel Kimble and Cornelius Bynum for the wonderful job that they have done with this conference. I am charging every branch to have a Facebook page so that we can remain abreast of your activities and help you market them.

Sylvia Cyrus stated, "Mr. President, I'd like to thank you for all that you do for ASALH. We appreciate you and thank you for your dedication. "

Minutes

Zende Clark

It was moved by Dorothy Green and seconded by Regina Williams to accept the minutes.

Vote: Unanimous

It was moved by Renalda Hobson and seconded by Dorothy Exum to adjourn the General membership meeting at 5:45 p.m.

Vote: Unanimous