

**PROPOSED BYLAW AMENDMENT**

Article Number Bylaws Article Title \_\_\_\_\_

Section Number 6 Section Title Standing Committees

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**Current Language**

**6. Standing Committees**

The following standing committees shall be appointed by the President of the Association with the approval of the Executive Council: an Auditing Committee, a Nominating Committee, a Program Committee, and a Membership Committee.

a. The Auditing/Finance Committee shall consist of not less than five (5) members. The Auditing Committee, in conjunction with the President and the Treasurer, shall call for an annual audit of all Association finances by an independent certified public accountant. Such audit report shall be included within the Auditing/Finance Committee's written report to Annual Meeting.

b. The Nominating Committee shall consist of five (5) members. It shall nominate by ballot two Candidates for each of the following offices: President, Vice President for Membership, Vice President for Programs, Secretary, and Treasurer. It shall present preferably two or more names for each position on the Executive Council. In making the nominations for membership on the Executive Council, the Nominating Committee, as far as possible, shall accord representation to its membership in the branches, the public and private elementary and secondary schools, colleges and universities, and professionals within the corporate community.

The Nominating Committee also shall give strong consideration to service to this Association. All nominees for offices in the Association must be members in good standing. The Nominating Committee shall strictly adhere to the election process and schedule as set forth in the Constitution of the Association. One hundred members of the Association may present a petition for a candidate for any office open to election, provided that such petition, accompanied by a nominee's written acceptance, is presented to the Nominating Committee before it prepares the ballot. Candidates so nominated shall be identified on the ballot as a "candidate by petition."

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.

d. 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.

**Proposed Language (New Language is in bold print)**

**Section 6. Committees of ASALH**

*There are two types of committees within the Association: standing and ad hoc committees. Each committee is appointed by the President of the Association with the approval of the Executive Council.*

*A. Standing Committees-Standing committees are permanent committees that are necessary for carrying out the official business of the Association. There will be no additional standing committees unless the proposed committee is deemed critical to the operations of the Association. The standing committees are as follows:*

**a. Auditing/Finance Committee**

- i. The Auditing/Finance Committee shall consist of not less than five (5) members. The Auditing Committee, in conjunction with the President and the Treasurer, shall call for an annual audit of all Association finances by an independent certified public accountant. Such audit report shall be included within the Auditing/Finance Committee's written report to Annual Meeting.

**b. Nominating Committee**

- i. The Nominating Committee shall consist of five (5) members. It shall nominate by ballot two candidates for each of the following offices: President, Vice President for Membership, Vice President for Programs, Secretary, and Treasurer. It shall present preferably two or more names for each position on the Executive Council. In making the nominations for membership on the Executive Council, the Nominating Committee, as far as possible, shall accord representation to its membership in the branches, the public and private elementary and secondary schools, colleges and universities, and professionals within the corporate community.

The Nominating Committee also shall give strong consideration to service to this Association. All nominees for offices in the Association must be members in good standing.

The Nominating Committee shall strictly adhere to the election process and schedule as set forth in the Constitution of the Association. One hundred members of the Association may present a petition for a candidate for any office open to election, provided that such petition, accompanied by a nominee's written acceptance, is presented to the Nominating Committee before it prepares the ballot. Candidates so nominated shall be identified on the ballot as a "candidate by petition."

**c. Academic Program Committee**

- i. 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.

**d. Membership Committee**

- i. 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.

**B.** *Ad Hoc Committees-Ad Hoc Committees are formed for a specific purpose/interest of which the duration of their existence is for as long as the purpose/interest exists. Ad hoc committees can be suggested to the President for consideration by any member of the Executive Council.*

- C. *Duties-Committees are expected to meet regularly to further the necessary business of the Association. Each committee should adequately keep the President or his/her designee (executive director) informed of committee work. Committees serve at the pleasure of the President and can be reconstituted by the President at any time and for any reason.*

**Rationale**

Currently, there is no mechanism within the constitution and bylaws that addresses work performed outside the scope of the standing committees. At certain times, it is necessary for the President to form committees of limited scope and/or duration to address important issues. Additionally, there needed to be language to define ‘Standing Committees’ and clearer language that all committees work within the existing structure of the Association and serve at the pleasure of the President, with the consent of the Executive Council.

Proposed Amendment Fiscal Impact None

Proposed Amendment Resource Impact (Personnel, Time) None

Proposed Amendment Submitted By: Governance Committee Date 6/5/20