

Dear ASALH Members,

At the June 3, 2021 Executive Council meeting, the Governance Committee on behalf of the Nominating Committee proposed the attached Constitution and Bylaw change to the Executive Council. After careful consideration the Executive Council voted to support the proposed change. It is our belief that this change will enhance the management of the organization and provide members with greater clarity regarding our processes. This Constitution and Bylaw change is being sent to you for consideration at our September 30, 2021 General Membership meeting. Please review the proposed change in preparation for voting on September 30th.

PROCESS FOR AMENDING CONSTITUTION

Constitution Article VII Amendments

The Constitution may be amended in either of two ways: (1) A proposed amendment may first originate in, or be submitted to, the Executive Council. It shall then be approved by two-thirds of the members at the Annual Meeting, provided that the membership shall have been appraised of the proposed change(s) at least sixty (60) days before the Annual Meeting. (2) Amendments may be submitted at the Annual Meeting of the Association. Upon approval by majority vote, such amendment(s) will be presented for final approval at the next Annual Meeting of the Association. Adoption of the proposed Amendments shall be effected by two-thirds of the members present.

PROCESS FOR AMENDING BYLAWS

7. By-Laws may be amended by a majority vote at any Annual Meeting of the Association.

Constitution Amendment Staggering the Election of Officers

Proposed Change: Addition of Language

Creating the conditions for success involves building an organizational structure that supports and manages the processes of change. The Nominating Committee recommends that elections for the Leadership Team of the Association be staggered so that all offices are not vacated at the same time. The Leadership Team consists of the President, the Vice President for Membership, the Vice President for Programs, the Secretary, the Treasurer.

For one election cycle, at the end of year 3 of the class elected in 2021, the positions of President, Vice President for Membership, and Treasurer, will open for election in 2024. All current officers will be eligible for re-election. What this also means is that the Vice President for Program and the Secretary will serve an additional year and elections for those position will open after year 4, in 2025. The latter two members are also eligible for re-election. After this one time when The President, the Vice President for Membership, and the Treasurer serve for three years while the Vice President for Program and the Secretary serve four years, all

members in leadership positions revert to serving three-year terms. This change in our election process serves to ensure that there is always someone in leadership who has an operational understanding of all programs, processes and procedures governing and governed by the Executive Council.

Sincerely,

Zende Clark and Susan Sims Marsh
Governance Committee Cochairmen

THE ASSOCIATION FOR THE STUDY OF AFRICAN AMERICAN LIFE AND HISTORY, INC

PROPOSED CONSTITUTIONAL/BYLAWS AMENDMENT

Article Number III

Article Title: Officers

Section Number 2 Section Title: Qualifications, Elections, and Terms

Page Number 3

Current Language

Section 2: Qualifications, Elections, and Terms

- “a). . . 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.
- b). . . The Vice President for Membership shall . . . be elected by the Members of the Association and shall be eligible to succeed himself or herself. . .
- c). . . The Vice President for Programs. . . shall be elected by the members of the Association for a term of three (3) years.
- d). . . The Secretary shall be elected by the Members of the Association for the term of three (3) years.
. .
- e). . . The Treasurer shall be elected by the Members of the Association for a term of three (3) years . . .

Proposed Language: New Language

- “a). . . 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.
- b). . . The Vice President for Membership shall . . . be elected by the Members of the Association and shall be eligible to succeed himself or herself. . .
- c). . . The Vice President for Programs. . . shall be elected by the members of the Association for a term of three (3) years.
- d). . . The Secretary shall be elected by the Members of the Association for the term of three (3) years.
. .
- e). . . The Treasurer shall be elected by the Members of the Association for a term of three (3) years . . .
- f). 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.

i. Staggered Elections: Officers of the Association will be elected on a rotating basis.

The offices of President, Vice President for Membership and Treasurer will be open for election during the same year.

The offices of Vice President for Program and Secretary will be open for election during the year following the election of the President, Vice President for Membership and Treasurer.

Rationale:

The departure of the entire leadership team poses a significant threat to the stability of the organization. Organizational conditions and culture which are necessary for success become uneven. The Association loses a sense of continuity, appropriate changes are not identified and significant initiatives are not developed. This kind of departure disrupts relationship building, stalls initiatives, and sometimes erodes the evolution of long-term vision and strategy.

The new members, as excited and as energetic as they may be, do not know enough about the work of the organization to identify and make appropriate changes. By the time they get through the “honeymoon period” of learning about the organization’s programs and structure, time would have passed, and turmoil and hostility which sometimes come after such a move, will make it harder to get major change done. The process of correcting a false start can cause years of work on programs to be postponed.

With this new arrangement, there will be institutional memory to explain where the organization is, in the execution of its plans, and what are likely to be the organization’s short and long-term challenges.

Impact:

The President, Vice President for Membership, and the Treasurer elected in 2021 will serve a three-year term. (2022-2023-2024). Elections to these positions will take place in 2024 and every three years hereafter.

The Vice President for Program and the Secretary elected in 2021 will serve a four-year term (2022-2023-2024-2025). Elections to these positions will take place in 2025 and every three years hereafter.

Proposed Amendment Fiscal Impact: There is no fiscal Impact

Proposed Amendment Resource Impact (Personnel, Time) Not Applicable

Proposed Amendment Submitted By: Annette Palmer, Nominating Committee Co-chair

Date: Approved By Executive Council on June 3, 2021

