The Executive Council meeting held, via Zoom, on Thursday, February 17, 2022, at 7:00 pm (EST).

W. Marvin Dulaney, President of ASALH called the meeting to order at 7:06 pm and presided and Susan Simms Marsh, Secretary of ASALH, served as Secretary of the meeting.

Secretary Susan Simms Marsh reviewed the Virtual Meeting Logistics.

Secretary Susan Simms Marsh conducted the roll call:


The above constituting a majority and quorum of the Executive Council necessary for the transaction of business.

ADOPTION OF THE AGENDA

There was one correction to the agenda: The minutes of December 21, 2021, rather than December 20, 2021.

Motion: It was moved by Gladys Mack and seconded to adopt the agenda as corrected. The motion passed.

MINUTES

Susan Simms Marsh presented the following minutes for approval:

- December 16, 2021 Executive Council Meeting
• December 16, 2021 Executive Council Executive Session
• December 21, 2021 Executive Council Meeting
• January 20, 2022 Executive Council Meeting

The following corrections to the December 16, 2021, Executive Council Executive Session minutes was noted: Valarie Holt, Sylvia Cyrus and Tina McIntyre did not attend the Executive Session.

**Motion:** Susan Simms Marsh moved the approval of the minutes as corrected. The motion passed.

**PRESIDENT REPORT**

W. Marvin Dulaney presented the President’s Report. On behalf of ASALH, the President participated in several interviews. ASALH Operations Manager resigned which will impact the operations of ASALH DC office. The President will pick up some of ASALH policy procedures. It is important that all Executive Council members are members of ASALH. Executive Council members must meet the required financial obligations of $1300 which includes the $300 for the February Black History Month Festival. The President requested all committees meet and invite the President to the meeting. Written reports must be submitted to the Secretary prior to the Executive Council meeting. The Executive Council must work together to maintain a solid financial association.

The President presented the following recommendations:

**Recommendation No. 1**

Approve the CESU Master Cooperative Agreement

**Recommendation No. 2**

Approve the AA Civil Rights Civil Rights Network Application

**Recommendation No. 3**

Approve the America 250 Foundation, Inc. Memorandum of Understanding & Sublicense Agreement

**Motion:** It was moved by David Walton and seconded to approve the CESU Master Cooperative Agreement, AA Civil Rights Civil Rights Network Application, and America 250 Foundation, Inc. Memorandum of Understanding & Sublicense Agreement. The motion passed.
SECRETARY REPORT  (WRITTEN REPORT)
Susan Simms Marsh presented the Secretary’s Report. There were no recommendations. The report is attached to the minutes. Officers, committee chairs and Executive Director are requested to prepare written reports for Executive Council meetings. Recommendations for action to be taken at Executive Council meetings should be included at the end of the report. Executive Council meeting minutes, once approved, may be posted to ASALH members’ page. Executive Council Executive Session meeting minutes are confidential and will be distributed by the secretary to Executive Council members.

VICE PRESIDENT OF PROGRAMS REPORT  (WRITTEN REPORT)
Aaisha Haykal presented the Vice President of Programs’ Report. There were no recommendations. The report is attached to the minutes. The outcome from the Black History Month Festival will be reported at the next Executive Council meeting. The Executive Council will need to vote on the COVID policy for the upcoming conference in Montgomery.

Motion: It was moved by Zebulon Miletsky and seconded to accept the report. The motion passed.

NOMINATING COMMITTEE REPORT
Natanya Duncan presented the Nominating Committee Report. The Nominating Committee met and subsequently made recommendations to the President. The first recommendation was based on the constitutional obligations and guidance of the Executive Council from the January 2022 Executive Council meeting to fill the three vacancies on the Executive Council. The Committee reviewed the number of votes of the candidates who ran for office in the most recent election and their willingness to serve on the Executive Council. The committee contacted Erik Jackson who had the highest number of votes from the prior election cycle, and he is willing to serve on the Executive Council. The committee contacted Gregory Mixon and he is willing to serve on the Executive Council. The committee recommends Anita Shepard serve as the corporate member on the Executive Council.
Recommendation

The Nominating Committee recommends the following ASALH members serve on the Executive Council: Erik Jackson, Gregory Mixon and Anita Shepard.

Motion: It was moved by Natanya Duncan that the Nominating Committee recommendation for the following ASALH members serve on the Executive Council be approved: Erik Jackson, Gregory Mixon and Anita Shepard. The motion passed.

GOVERNANCE COMMITTEE REPORT (WRITTEN REPORT)

Zende Clark presented the Governance Committee Report. The report is attached to the minutes. There were no recommendations. Article III Section 2F states: “The Executive Council shall consist of: Twenty-four (24) persons (members of the Association in good standing) elected by the Association. . . .”

The following Executive Council Members are not members of the national organization at the time of submission of the committee report for the Executive Council meeting: Omar Eaton-Martinez, Randal Jelks, Moses Massenburg, Zebulon Miletsky and David Walton. The following Executive Council Members have not satisfied their $300.00 obligation for the Black History Month Festival at the time of submission of the committee report for the Executive Council meeting: Charles Ferrell, Randal Jelks, and Tara White.

An update and timeline for the Branch Handbook was provided to the Executive Council. The timeline includes presenting the Branch Handbook to the Executive Council at the May meeting and voting on the Branch Handbook at the June Executive Council meeting.

Motion: It was moved by Zende Clark that the Governance Committee report be accepted. The motion passed.

VICE PRESIDENT OF MEMBERSHIP REPORT (WRITTEN REPORT)

Ida Jones presented the Vice President of Membership Report. The report is attached to the minutes. Over half of the branches have submitted the Annual Activity and Financial reports. Eleven branches have not submitted the reports.

Recommendation

The deadline for Branches who have not submitted Annual Activity and Financial reports be extended to March 17, 2022.
Motion: It was moved by Ida Jones and seconded that the recommendation to extend the deadline for Branches who have not submitted Annual Activity and Financial reports be extended to March 17, 2022, be approved. The motion passed.

AUDIT AND FINANCE COMMITTEE REPORT (WRITTEN REPORT)

Gladys Mack presented the Audit and Finance Committee Report and the following recommendations based on the recommendation from the accountant, Tina McIntyre:

Recommendation No. 1

ASALH checks (of any amount) require only one signature from an authorized check signer (President, Treasurer, or Executive Director).

Recommendation No. 2

All invoices under $5,000 will be approved electronically (via e-mail) by the Executive Director. All invoices over $5,000 unrelated to a pre-approved contract or agreement will be sent to the Treasurer for approval electronically (via e-mail).

Recommendation No. 3

Any checks payable to an authorized check signer shall require a signature by someone other than the payee unless it is for $500 or less (e.g., expense reimbursements supported by receipts) or if the expense has been authorized by the Executive Council.

Motion: It was moved by Gladys Mack that the Audit and Finance Committee recommendations that 1) ASALH checks (of any amount) require only one signature from an authorized check signer (President, Treasurer, or Executive Director); 2) All invoices under $5,000 will be approved electronically (via e-mail) by the Executive Director. All invoices over $5,000 unrelated to a pre-approved contract or agreement will be sent to the Treasurer for approval electronically (via e-mail); and 3) Any checks payable to an authorized check signer shall require a signature by someone other than the payee unless it is for $500 or less (e.g., expense reimbursements supported by receipts) or if the expense has been authorized by the Executive Council be approved. The motion passed.

FESTIVAL 2022 COMMITTEE REPORT
Gladys Gary Vaughn presented the Festival Committee 2022 Report and provided an update on the 2022 Black History Month Virtual Festival. There were no recommendations.

**EXECUTIVE DIRECTOR’S REPORT**

Sylvia Cyrus presented the Executive Director’s Report. On February 14, 2022, the Operations Manager resigned and last day of work is March 7, 2022. There were no recommendations.

**DEVELOPMENT COMMITTEE REPORT**

W. Marvin Dulaney presented the Development Committee Report. There were no recommendations. The Committee discussed Capacity Grants. Thank you extended to members and the Executive Director for raising funds to support the Black History Month Festival.

The President shared the following three goals for 2022:

1. Increase membership to 5000 and projecting ahead in subsequent years to a membership of 10,000
2. Expand development opportunities
3. Successful academic conference

**Announcements**

Aaisha Haykal shared that the theme for 2023 must be voted upon by email. All members are encouraged to review the draft IBlack Resistance Executive Summary and email comments by March 4, 2022. The document is located on the Executive Council private page under February 17, 2022 meeting.

Moses Massenburg suggested the 2024 theme include something in environmentalism conservation work and land stewardship particularly with African Americans. Valerie Holt shared that the Department of Agriculture has capacity building grants and that so before when we decide the 2024 theme, we should make sure we have had an opportunity to flush out.

**Motion:** It was moved by Valerie Holt to adjourn the meeting. The motion passed.

Meeting adjourned at 8:47 pm.
Prepared By

Susan Simms Marsh
Secretary