



ASSOCIATION FOR THE STUDY OF AFRICAN AMERICAN LIFE AND HISTORY®

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MINUTES

Executive Council Meeting

25 January 2024

7:01p – 9:31p EST

EC Members: Marvin Dulaney, Anthony Cade, Aaisha Haykal, Zebulon Miletsky, Sundiata Cha-Jua, Sylvia Cyrus, Valerie Holt, Karen Cook- Bell, Ida Jones, Daryl Scott, Natanya Duncan, Lionel Kimble, Anita Shepherd, Gladys Gary Vaughn, Augustus Wood, Jarvis Givens, Jeff Banks, Aisha Johnson, Valerie Holt, Deidre Foreman, Karsonya Wise Whitehead

By Proxy: Lopez Matthews and Kenvi Phillips (proxy Ida Jones); Lyman Brodie (proxy Anita Shepherd) Sundiata Cha-Jua (proxy Gus Wood; given at 7:50p); Aisha Johnson (proxy Natanya Duncan; given at 9:15p)

Additional Participants: Fred Cooke, Esq, Fashika Willis McClelland, PRP

I. Open Discussion: Questions raised about when an EC member can select a proxy. According to the Parliamentarian from the January 15, 2024, meeting, they should be emailed prior to the meeting.

Moved by Jeff Banks to either void other votes or go ahead for tonight since it is new; to make it a practice for our next meeting. Seconded by Valerie Holt.

Motion Failed: 3Y, 12N

Moved by Natanya Duncan to Call the Question. Seconded by Anita Shepherd.

Motion passed: 12Y, 3N, 1Abs

II. Secretary's Reports

Karen Cook Bell has changes to the January 15, 2024 Minutes to the December 21, 2024 Minutes. Karen Cook Bell noted that she made the Motion to accept with one correction the spelling of the word "Mellon" and not Natanya Duncan. They will be sent to the Secretary.

III. President's Report: President Marvin Dulaney

1. Ida Jones will work with someone to work on membership.
2. We need everyone to participate in the fundraising for ASALH.
3. Freedom Schools: should we do them on a national level using Florida as a model?

IV. Treasurer's Report: Valerie Holt

1. We do not have any updates because the Report has not gone through the Audit and Finance Committee, but I will take questions.

V. President's Report II: President Marvin Dulaney

1. We need to step back to the Resolution of the Samuel L. Banks Branch of ASALH. It happened in December 2023, but we are just getting all of the paperwork. Ida Jones noted that this is just a formality for the record.

Moved by Ida Jones that the EC accept, on the record, that the Samuel L. Banks Branch has been dissolved as per their paperwork. Second by Anita Shepherd.

Motion Passed: 16Y, 0N

Moved by Anita Shepherd that we close the discussion on the Treasurer's Report and move back to the President's Report. Seconded by Lionel Kimble (through Chat).

Motion Passed: 12Y, 4N

Moved by Anita Shepherd that we hire attorney Fred Cooke to represent ASALH as General Counsel and to take on litigation. Seconded by Gus Wood.

Motion Passed: 12Y, 6N

Moved by Valerie Holt to table discussion until after procedures are met (that ASALH receives a contract from Fred Cooke, and he is asked to leave the meeting during deliberations/discussion about him). Seconded by Jarvis Givens.

Motion Failed: 7Y, 11N

Moved by Natanya Duncan to Call the Question. Seconded by Lionel Kimble.

Motion Passed: 13Y, 4N

Discussion

Jarvis Givens: **Point of information: What is the response from the insurance company?**

President Dulaney: The insurance company has decided not to provide support.

Fred Cooke

Moved by Lionel Kimble that any EC member that is a plaintiff (Valerie Holt and Dr. Jarvis Givens) or is working in concert with the plaintiffs (Dr. Ida Jones) be excluded from all discussion and voting on matters related to the litigation or litigation strategy. Seconded by Natanya Duncan.

Motion Passed: 11Y, 5N

Motion by Natanya Duncan to Call the Question. Seconded Karen Cook Bell.

Motion Passed 13Y, 5N

Moved by Lionel Kimble that all EC members sign the Confidentiality Agreement by Monday, January 29th by 5:00pm (eastern time) or be automatically excluded from all discussions by the EC related to the litigation or litigation strategy, until they do so. Seconded by Natanya Duncan.

Motion Passed: 12Y, 6N

Motion by Natanya Duncan to Call the Question.

Motion Passed 12Y, 5N

Moved by Lionel Kimble that that any violation of the Confidentiality Agreement be considered misconduct under the Code of Ethics. Seconded by Anita Shepherd.

Motion Passed 12Y, 4N

Moved by Gus Wood that only Executive Council members who sign and are not found to be in violation of the Confidentiality Agreement can participate in any discussions and decision-making concerning the lawsuit or litigation strategy. Seconded by Anita Shepherd.

Motion Passed: 12Y, 3N

Meeting Adjourned: 9:10p EST