

V. Formation of a Chartered Branch

ASALH enthusiastically supports the formation of new branches and invite members to inquire about forming a branch in their communities. On April 1, 2022, ASALH had 46 chartered branches across 23 states. This number fluctuates slightly from year to year as new branches are chartered and due to the loss of branches that, unfortunately, are not able to fulfill the requirements of their charter. The information in this Manual should make it easier for members to form a branch and sustain its operations at a successful level that avoids the loss of branch affiliation. The branch formation process is depicted in Figure 3.

Email is the primary vehicle used by ASALH to communicate with branches. This refers to communication both during the branch formation process and for chartered branch operations.

ASALH's Constitution, Article IV, revised September 2021, grants the Executive Council (EC) authority to establish branches as feasible. Accordingly, the EC has established criteria for the chartering of a branch as described below. The branch formation process is in three distinct and successive phases: applying to organize a branch; organizing a branch and activating a chartered branch. Once the charter is activated, the branch becomes a formal operating entity.

Branches shall be established by a majority vote of the Executive Council upon the recommendation of the membership committee (MC). Branches may be chartered outside the United States.

ASALH's Bylaws, Section 2b, states that "The Vice President for Membership shall work closely with the President in all business pertaining to the Association and shall chair the membership committee. The Vice President shall supervise campaigns for membership and serve as the liaison between the Executive Council and the branches." In practice, the Membership Committee (MC) is responsible for member services, and it is the committee that originates recommendations to the EC for the approval relative to branch business. References to the VPM throughout this document constitute a direct reference to the membership committee and also imply the VPM or designee.

Figure 3: Branch Formation Process



A. Apply to Organize a Branch

The application process is described in the following table.

Table 1: Application Process

Criteria
ASALH members interested in exploring the creation of a locally chartered branch must file a formal application for review. A realistic assessment of a branch's potential is the critical first step in ensuring that it can succeed.
Application
<ol style="list-style-type: none">1. Submit by September 1, Application to Form an ASALH Branch shown as Appendix 1, per instructions. Apply only when ready to move to the next phase in the process, the organizing phase.2. The VPM will immediately provide a copy of the application to the ED.3. The VPM shall advise the EC of the application.4. The MC will assess the application to determine the feasibility of a branch, with attention paid to the following factors:<ul style="list-style-type: none">o Support that can reasonably be expected from the community for ASALH required public education programs and branch activities.o Potential to attract and maintain at least eight (8) active ASALH members as an organizing branch and 15 active members including one (1) institutional member as a chartered branch, where an active member is defined as having paid dues. Members may join more than one branch.o Commitment from interested members sufficient to a) form an organizing committee (OC) to manage and advance the branch to the charter phase, including fielding a slate of candidates and b) run in the branch's first elections for branch officer positions (President, Vice President, Secretary, Treasurer and Historian).Election of officers is a prerequisite for chartering.

Authorization

ASALH reserves the right to approve or decline the application based on an assessment of its merit.

1. The MC may decide to recommend the application to the EC for approval at its November meeting or decline the application if it identifies deficiencies that cannot be readily corrected.
2. The EC may accept or decline a positive recommendation from the MC.
3. The VPM will communicate any decision made by the MC or EC to the Applicant within 48 hours of the decision.
4. When the recommendation is approved by the EC, the applicant moves to Phase 2 of the process (Organize a Branch).
5. When the application is declined either by the EC or MC, the VPM shall advise the applicant of the reason(s) and how to enhance the application to be eligible to reapply in the next application cycle.

Timeframe

The application process will take three (3) months to complete, September - November

B. Organize a Branch

On January 1, following authorization by the EC, an organizing branch (OB) is launched. The purpose of the organizing phase is to prepare for chartering. The January 1 launch date effectively aligns the business year for the ASALH operations: National Office, Organizing Branch, and Chartered Branch.

1. Organizing Committee

In anticipation of the EC's approval of the application in November to form an OB, the Applicant must establish an Organizing Committee (OC or Committee) by November 1. The OC will have responsibility for managing OB operations in its provisional phase and for shepherding it through chartering. The OC has temporary status and its authority automatically terminates on the December 31, following the granting of charter status or revocation of the Organizing Branch Agreement. On January 1, elected officers will assume management of a newly chartered branch.

Members of the OB will use a voluntary or simple voting process to establish the Committee. Due to its limited scope and duration, the Committee shall consist of three members: President, Secretary/Treasurer and Historian. The qualifications and duties for these positions are like those of branch officers described in the Model Constitution and Bylaws (**Appendix 3**).

OC members will not be restricted from running for elected office and time served on the Committee will not limit the time that they can serve in elective office.

ASALH will approve the OC and its members as part of the provisional process. Duties of the Organizing Committee include:

- a. Serve as the point of contact (POC) with ASALH to organize the branch, manage OB operations, and petition for charter status.
- b. Sign the Organizing Branch Agreement (President).
- c. Define for membership approval, the service area for programs and member recruitment.
- d. Recommend for membership approval, the Branch Name. Usually, the name is linked to the geographic area or a symbolic figure. It cannot be named after a living person.
- e. Develop for membership approval, parameters for the constitution and bylaws and a draft of the document, using Appendix 3 as the guide.

- f. Present the initial slate of candidates and hold elections for branch officers.
- g. Organize and conduct membership meetings
 - The initial meeting to introduce OC members and their role, assess overall support for the parameters of the constitution and bylaws, and discuss the path to chartering. A recommended agenda is shown on page 16 (5).
 - The annual meeting to approve the constitution and bylaws and elect officers, among other activities. A recommended agenda is on page 17 (9).
 - Additional meetings as needed.
- h. Prepare and submit annual reports for the business year due in January, even though the submission occurs after the Committee’s term expires.

2. ASALH Initiatives

Organizing branches can expect ASALH to fully welcome and support them with information and resources. The MC led by the VPM will ensure a smooth start-up. An OC can anticipate that the VPM will promptly announce the branch and communicate next steps.

Table 2: Initiatives

(1) Announcement	(2) Welcome Letter
<p>VPM will within seven (7) days of the EC’s approval of OB:</p> <ol style="list-style-type: none"> 1. Announce the new OB to the general membership and invite members to join and support the branch. 	<p>VPM will within seven (7) days of the EC’s approval of the OB:</p> <ol style="list-style-type: none"> 1. Send a signed and personalized Welcome Letter to the Applicant. 2. Request that the Applicant submit a completed Branch Officers Form by December 5, in this case, for the OC. 3. Request that the Applicant submit a photo of the President, OC, by December 5.

Table 2: Initiatives (cont.)

(3) Organizing Branch Agreement² & Other Documents	(4) Orientation
<p>VPM will within five days of receiving the completed Branch Officers Form, exchange information with the President, OC.</p> <ol style="list-style-type: none"> 1. Send Organizing Branch Agreement for signing by the President, OC, and request that it be returned by December 20. 2. Request submission of the OB membership list by December 20. 3. Provide OB version of ASALH logo³. 	<p>VPM will immediately upon receiving the Branch Officers Form for the OC, invite the OC to an orientation designed for OBs. VPM will invite appropriate EC members and executive staff to participate.</p> <p>The orientation will ideally take place between January 2 - January 12 and the agenda may look as follows:</p> <ol style="list-style-type: none"> 1. Welcome and Congratulations 2. Ice Breaker Introductions 3. Role of Organizing Committee 4. Overview of ASALH⁴ 5. Importance of Role and Branches 6. Timeline to Create Branch Constitution & Bylaws and Elect Officers 7. ASALH Annual Requirements for an OB 8. Pathway to Charter Status 9. How to Use ASALH Website (helpful to demonstrate live and for each attendee to follow along on their, as able) 10. Other Information Critical to Success of an OB 11. Q&A 12. Adjournment

²A sample Organizing Branch Agreement is shown as Appendix 2.

³ASALH has created specific logos consistent with its naming convention for branches. See page 27 for guidance on use of the logo.

⁴The ASALH Overview at <https://asalh.org/branch-members-call/> can be used for this and other orientations.

3. Organizing Branch Response and Initiatives

The branch is expected to timely respond to the foregoing requests from the VPM to successfully incorporate itself into ASALH's operations. As the OB phase is to prepare for chartering, the OB must also meet certain milestones to qualify. The required responses to the VPM's requests and other essential submissions are itemized in the table below.

Table 3: Organizing Branch Action Steps

(1) Establish Organizing Committee	
<p>By November 1, interested members must establish an OC in anticipation of the EC's approval to organize a branch.</p> <p>The OC will manage the OB during its year of organizing for chartering.</p>	
(2) Branch Officers Form for OC	(3) Organizing Branch Agreement⁵ & Membership
<p>By December 5, the President, OC shall respond to the VPM's request to submit the following information for the OC:</p> <ol style="list-style-type: none"> 1. Branch Officers Form https://asalh.org/members/branch-directory/branch-officers-and-officers-changes/ 2. Branch President Photo https://asalh.org/members/branch-president-photo-submission/ <p>Receipt of this form triggers the onboarding of the OC.</p>	<p>By December 20, President, OC shall submit:</p> <ol style="list-style-type: none"> 1. Signed Organizing Branch Agreement 2. List of active branch members <p>The Organizing Branch Agreement formally recognizes the relationship between the branch and ASALH and gives it provisional rights to participate in branch activity while the charter process is completed.</p>

⁵A sample Organizing Branch Agreement is shown as Appendix 2

Table 3: Organizing Branch Action Steps (cont.)

(4) Constitution & Bylaws⁶	(5) Start-up Meeting⁷
<p>OC to prioritize creation of constitution and bylaws using the model in Appendix 3.</p> <ul style="list-style-type: none"> • Create a first draft within six (6) weeks of EC authorization to organize. • Create a final draft within four (4) months. <p>Apply and adapt the constitution and bylaws as it is being developed to ensure that fit the needs of the branch.</p> <p>Approval of a provisional constitution and bylaws by members is a condition for chartering.</p> <p>Members must subsequently ratify the ASALH approved version at its first chartered branch meeting in January.</p>	<p>OB shall by January 30, hold a meeting of members to confirm direction.</p> <ul style="list-style-type: none"> • Invite committed and potential members to the meeting. • Develop and distribute an agenda at least 10 days in advance with a minimum of the following items for discussion: <ul style="list-style-type: none"> ◦ Welcome & Introductions ◦ Organizing Committee Members & Purpose ◦ Name & Geographic Area to be Served ◦ Official Mailing Address ◦ Mission & Goals ◦ Organizing Branch Agreement Commitment(s) ◦ Constitution & Bylaws Parameters ◦ Path to Charter Status ◦ Required Programs & Potential Activities ◦ Need to Field Slate of Candidates for Elections ◦ Membership Recruitment • Maintain meeting minutes indefinitely

⁶Organizing branches are required to use the **Model Constitution and Bylaws at Appendix 3**.

⁷Appendix 3 provides guidelines on conducting membership meetings.

Table 3: Organizing Branch Action Steps (cont.)

(6) Member Recruitment and Retention	
<p>Branches have a core responsibility to maintain a strong and stable community of local members.</p> <p>From the outset an OB must develop strategies to deliver member value by providing opportunities that satisfactorily engage members. A satisfied member will generally renew their membership. Simultaneously, the branch must actively recruit new members because it takes both of these efforts to maintain membership at the level required by ASALH, which is 8 members for an organizing branch and 15 for a chartered branch. Section X of this Manual provides a more extensive discussion of membership.</p>	
(7) Operating Plan	(8) Media
<p>An OB is required to develop a summary plan that states how it will fulfill specific conditions as a chartered branch.</p> <p>The plan should show capacity to successfully:</p> <ol style="list-style-type: none"> 1. Execute the required three (3) public education programs: Black History Month, Founder’s Day, and Woodson’s birthday 2. Engage branch members 3. Recruit new members 4. Contribute a recommended \$600 to ASALH by August 31 (first year as a chartered branch) <p>The OB should view this plan as a long-term strategy for upcoming years. Include goals and cite outcomes for events that occurred during the organizing year.</p>	<p>OB should develop a website and social media capability to the extent possible.</p> <p>Today, organized entities are expected to have a website and social media presence to communicate with current and prospective audience.</p> <p>Review Section VI on Chartered Branch Operations for a more complete discussion of communications and marketing.</p>

Table 3: Organizing Branch Action Steps (cont.)

(9) Annual Meeting to Vote on Bylaws & Elect Officers^{8,9}

Before May 1, hold an Annual Meeting that is governed by the draft constitution and bylaws. Regarding the flow of the meeting, approve the constitution and bylaws, then officers can be elected. Going forward, after obtaining charter status, fall is the recommended timeframe for holding the Annual Meeting.

Activity and Agenda:

1. Publicize the meeting to members
2. Develop and distribute the agenda at least 10 days in advance. The agenda should cover at least:
 - Welcome & Introductions
 - Constitution & Bylaws (vote required)
 - Dues, if applicable (vote required)
 - Budget for upcoming year (vote required)
 - Introduction of Initial Slate of Candidates for Elections
 - Floor Nominations for Additional Candidates (no motions required)
 - Election of Branch Officers (vote required)
 - Motion to Seek Charter Status (vote required)
3. Maintain meeting minutes

(10) Cash Management

Given that OBs will open a bank account only after chartering, financial transactions will need to be cash based for a portion of the operating year. Once a bank account is established, the OB must immediately switch to using bank checks, which provide a better audit trail.

To account for cash transactions, the branch must use a **manual** journal entry system.

- A cash receipts journal to summarize all cash receipts.
- A cash disbursement journal to summarize all cash disbursements.
- Follow all internal controls for cash management outlined on page 38.

It is anticipated that OBs will have fewer transactions compared to a chartered branch, as is characteristic of start-up operations and given that OBs are not granted the authority to collect dues as a provisional entity. Notwithstanding the volume, all financial transactions must be accounted for.

⁸Candidates for election must be eligible per the constitution and bylaws and remain so during their term.

⁹Elected officers begin their terms on January 1; the Organizing Committee terminates on December 31.

Table 3: Organizing Branch Action Steps (cont.)

(II) Operating Year Requirements
<p>There are specific requirements for which the OB is accountable in its provisional year, as listed below.</p> <ol style="list-style-type: none">1. Submit complete, timely and accurate Financial Report for the operating year by January 31st.2. Maintain at least eight (8) active members3. Approve a branch constitution and bylaws document4. Elect a minimum of five (5) branch officers per the branch constitution and bylaws5. Hold three (3) public programs:<ul style="list-style-type: none">o Recognize Black History Month in Februaryo Recognize Founders' Day, on or around the official founding of ASALH, September 9o Recognize Founder Woodson's birthday on or around his official birthdate, December 196. Represent the branch at Annual Conference and chartering ceremony, preferably the elected President or another Officer and Historian will attend.7. Participate on branch calls led by the VPM with the appropriate representation, and disseminate the information received.8. Develop an Operating Plan to be implemented in the first year as a chartered branch.

4. Petition for Charter Status

An OB is ready to apply for charter when it can demonstrate the capacity to meet the range of requirements of a chartered branch. It must submit an application and be approved for chartering.

Table 4: Charter Petition Process

Branches in the Charter Process
<p>New charters - organizing branches Recharterers - branches that have been discontinued and are seeking reinstatement</p>

Table 4: Charter Petition Process (cont.)

Criteria
<ul style="list-style-type: none"> • Charter status can be activated only by ASALH National. • Charter status is granted to an OB by the EC upon approval of the Application for Charter Status shown as Appendix 4. <p>The application process for rechartering is described in Section VIII B of this Manual.</p> <ul style="list-style-type: none"> • Submit the application by the May 1 deadline per instructions provided on the application.
Submission and Approval
<ul style="list-style-type: none"> • By May 1, confirm that all conditions for chartering identified on the Application for Charter Status have been met by submitting a completed application. • The MC will evaluate whether the conditions for chartering have been satisfactorily met and make a recommendation accordingly to the EC at its June meeting. • The VPM will communicate the outcome to the President, OC within 48 hours of the decision. • If the motion is denied, the VPM will advise the OC of the deficiencies so that they can be corrected in a new application that the OB may submit in the next application cycle. Failure to qualify in the initial cycle may be the result of missed deadlines, non-submissions, poor quality and non-responsiveness to inquiries from the VPM.
Application Expiration
<p>An OB that is not approved for a charter may continue for a second year in a provisional capacity to stay eligible to re-petition in the next application cycle.</p> <p>If after two years, the branch is unable to qualify, the Organizing Branch Agreement will be revoked, eligibility will expire, and the chartering process will terminate. Consequently, it is imperative that branches communicate any challenges that they experience as soon as they occur.</p>
Timeframe
<p>The charter petition process will take two (2) months to complete, May - June.</p>

C. Activate a Chartered Branch

After completing all steps and the EC approves the OB for chartering at its June meeting, the newly chartered branch is introduced at a chartering ceremony¹⁰ held at ASALH's Annual Meeting and Conference in September.

Ideally, all elected branch officers will attend the ceremony but at a minimum, the President or another officer is expected to participate in the ceremony. If possible, the Historian should attend to record the event as part of the history of the branch.

Newly chartered branches can anticipate additional documents and will need to take further steps to activate the branch charter as described below.

Table 5: Branch Activation Steps

<p>Welcome Letter Signed and personalized to the elected Branch President, with a copy to each elected Officer</p>	<p>The letter is the opportunity for the President of ASALH to congratulate the Branch President and other Officers on their election and express appreciation to them for serving as charter officers.</p>
<p>Thank You Letter Signed and personalized to the President, OC with a copy to each Committee member</p>	<p>The letter is the opportunity for the President of ASALH to recognize and thank the OC for successfully starting a branch and leading it to charter status.</p>
<p>Signed Branch Charter</p>	<p>The charter formally recognizes the relationship between the branch and ASALH and clearly specifies that as an affiliate, the branch operates according to the policies and practices established by ASALH</p>
<p>Signed Constitution and Bylaws</p>	<p>ASALH's signature validates that it meets the standard of the model document. Although already adopted by branch members in a recorded vote, it must be ratified at its first chartered branch meeting in January to confirm the name change from "Organizing Branch" to "Chartered Branch" and other possible changes made by ASALH.</p>

¹⁰Outside of the ASALH chartering recognition, arranging a charter signing and framing ceremony with members and local media is one way to publicize the branch and create a memorable experience for charter members and everyone in the community

<p>Login Credentials</p>	<p>Any credentials needed to access general or restricted areas of the ASALH website will be provided to new Branch Officers.</p>
<p>Employer Identification Number (EIN)</p>	<p>Within 10 days of chartering, a branch must apply for an EIN. The branch name on the EIN must be as stated in its Charter. The branch is considered not in good standing if this requirement is not met.</p> <p>Appendix 5 discusses the purpose and process to obtain an EIN.</p>
<p>Establish Bank Account</p>	<p>Within 15 days of obtaining an EIN, submit indicated documents as proof of a bank account established in accordance with the constitution and bylaws:</p> <ul style="list-style-type: none"> • The first bank transaction as proof of a bank account to conduct financial business, such as, deposit dues, collect fundraising payments, make payments and send contributions to ASALH. • A copy of the first bank statement to confirm the account is correctly named. <p>The branch is considered not in good standing if this requirement is not met.</p>

Table 5: Branch Activation Steps (cont.)

<p>Orientation Requirement for officers of Newly Chartered Branches</p>	<p>An orientation date will be announced at the Charter Ceremony after prior coordination with elected officers of the newly chartered branches. The orientation will be conducted by the VPM with support from EC members and executive staff. This is a leadership development training that should occur within six (6) weeks of chartering and no later than November 1 to prepare officers for their January 1 start date. The branch is considered not in good standing if officers do not attend the orientation.</p> <p>The agenda will focus on building performance capacity and transitioning to a formal branch. The VPM may invite an established branch to share their experience as a peer mentor. This pairing of an established branch with a newly chartered branch could even be developed as a support/mentoring model beyond the orientation session.</p> <p>The Chartered Branch Orientation Agenda may look as follows:</p> <ol style="list-style-type: none">1. Welcome & Congratulations2. Introductions3. Overview of ASALH4. Importance of Branches5. Role of Branch Officers6. Overview of ASALH's programs7. Calendar: ASALH events, submitting EIN# and bank information8. ASALH's online systems: Login requirements, website content, tools and resources (toolkits for marketing & communications, membership recruitment, flyers/brochures, and newsletters) – helpful to demonstrate live and for each attendee to have a computer to follow along, as able9. Records management system and responsibility for keeping records (Appendix 6)10. ASALH logo guidelines11. Requirements for branch to be in good standing12. Strengths & opportunities based on performance as an organizing branch
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Table 5: Branch Activation Steps (cont.)

(cont.)	13. How to use Branch Manual 14. Presentation by Established Peer Branch: "Factors Critical to Branch Success" 15. Adjournment
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D. Summary Calendar for Branch Formation

The calendar in the table below recaps activities and due dates relative to the formation of a chartered branch.

Table 6: Calendar for Branch Formation

Phase	Activity & Due Dates for Branches			
Apply to Organize a Branch	By September 1 Submit application to VPM	Within 48 hours of EC vote at November meeting Expect decision on application	By November 1 Establish OC	
	3 months to complete the application phase (September - November)			
Organize Branch	By December 5 President OC to submit Branch Officers Form	By December 20 President OC to submit 1) Signed original of Organizing Branch Agreement and 2) Membership list	January 1 Launch the organizing branch	January 1 Immediately begin to engage and recruit members
	By January 30 Hold startup branch meeting	By February 15 OC to create initial draft of constitution & bylaws and final draft within four (4) months.	Before May 1 OC to conduct annual meeting to elect officers and hold other votes.	Before May 1 1) Meet all requirements for an OB and 2) Complete the Application for Charter Status
	By May 1 (4 months after launch) OC to submit Application for Charter Status that the EC will vote on at its June meeting.	8 months to complete the organizing branch phase (January - August)		
Activate Chartered Branch	In Late August/September Branch receives charter at charter ceremony during Annual Conference, preferably with the elected President and Historian attending, but at a minimum, one elected officer to attend.	Within 10 days of chartering Branch to apply for a State Employer Identification Number (EIN).	Within 15 days of getting EIN Branch to submit 1) proof of established bank account and 2) copy of first bank statement	By November 1 Attend new chartered branch orientation.
	4 months to complete the branch activation phase (September - December) 12 months to complete the branch formation process (January - December)			

Table 6: Calendar for Branch Formation (cont.)

