

**Society of American Archivists
Council Meeting
May 16-17, 2017
Chicago, Illinois**

**Consent Agenda: Ratify Council Interim Actions
(Prepared by Executive Committee Member Rachel Vagts)**

BACKGROUND

Current parliamentary policy agrees on validating board decisions made remotely, and ratifying the Council's online and conference-call decisions via the Consent Agenda does not conflict with any existing SAA policy.

DISCUSSION

Given the Council's use of an e-mail discussion list to function as a group and make decisions remotely, approving interim Council actions via the Consent Agenda contributes to streamlining the group's work and improves access to the interim decisions of SAA's elected decision makers.

RECOMMENDATION

THAT the following interim actions taken by the Council between January 31 and May 5, 2017, be ratified:

- Published a [statement](#) addressing the Trump administration's Executive Order Restricting Entry into the United States by Individuals from Seven Muslim-Majority Countries. (January 31, 2017)
- Adopted the [February 6, 2017, Council conference call meeting minutes](#). (February 23, 2017)
- Adopted revisions to the SAA Governance Manual Section IX. Sections and approved a plan to restructure the governing documents for member affinity groups. (See Appendix.) (May 5, 2017)

**Society of American Archivists
Council Interim Action
April 2017**

**Revisions to the Governance Manual Section IX. Sections
(Prepared by Governance Coordinator Felicia Owens)**

BACKGROUND

At its August 1, 2016, meeting the Council adopted a [proposal to consolidate](#) all SAA sections and roundtables (“member affinity groups”) to be “sections.” This proposal included stipulations for revising the Governance Manual and all affinity group bylaws to reflect the adopted transition plan.

DISCUSSION

The SAA Governance Manual must be revised to reflect the adopted changes put forward in the Member Affinity Group plan. Section X. Roundtables must be removed and Section IX. Sections revised to reflect the fact that these affinity groups are now “sections” with identical benefits and requirements. Governance Manual Sections IX. and X. were already similar; only minor changes in “A. Mission Statement” and “B. Goals and Areas of Activity” were necessary to include points that previously appeared only in Section X.

In consultation with the Council Working Group on Member Affinity Groups, the SAA staff determined that it would be beneficial to amend the structure of section bylaws. Previously each section and roundtable had its own set of bylaws and the flexibility to determine, for example, if elections would be held online or at the Annual Meeting. The Council was required to adopt all group bylaws amendments to ensure that they conformed to the Governance Manual and were officially recorded.

In the Governance Manual revisions below, the staff proposes that:

1. Section IX. Sections serve as the bylaws for all sections. One set of bylaws that apply to all sections would ensure that they abide by the same core procedures (for elections, amendments to their mission, etc.).
2. Each group may adopt individualized “standing rules.” (See below: E. Governance, 3. Standing Rules.) Standing rules would serve as a supplement to Section IX., detailing unique subcommittees and steering committee positions of the section, if any. Amendments to a section’s standing rules would no longer require Council approval; after review by SAA staff and the Council liaison to ensure that the changes do not contradict Section IX., the amendments could be approved by a simple majority vote of the section’s membership on their next annual

election ballot. Changes to the section's name or mission/description would still require Council approval to ensure that a balance is maintained among all the sections.

Upon approval by the Council of the proposed changes in Section IX. below, the Governance Coordinator will work with each section steering committee to edit the section's standing rules to reflect these revisions. This will require adding the following language to confirm the standardized procedures:

To "Governance:"

- A. These standing rules of the _____ Section shall serve as a supplement to the SAA Section Bylaws, which govern all SAA sections. Please refer to Section IX. Sections of the SAA Governance Manual for information on membership, section election procedures, reporting requirements, and more.

To "Elections:"

- A. Elections shall be conducted online with the assistance of the SAA staff and in accordance with guidelines for section elections as specified in Section IX. of the SAA Governance Manual. Availability of the online ballot and deadline for voting shall be announced by the Chair to all section members via the section's official email discussion list and website.

To "Amendments:"

- A. To ensure alignment with SAA's governance documents, any amendments to the section's standing rules should be reviewed by the executive director (or her/his designee) and the section's Council liaison by May 1, before they are put forward in a referendum for vote by the section membership. Proposed amendments to the section's standing rules will appear on the section's annual election ballot for a final approval by a simple majority of the section's membership. Any adopted amendments should be posted promptly to the section's official microsite and be noted in the section's next annual report to the Council. Any revisions to the section's name or mission/description must be submitted to the Council for final approval. For more information on amendment procedures, see Section IX. Sections of the SAA Governance Manual.

The only other significant revision proposed is to include in Section IX. the reporting requirements and specific deadlines outlined in the Member Affinity Group Transition Plan. (See below: F. Annual Reporting Requirements.)

RECOMMENDATIONS

THAT Section X. Roundtables of the SAA Governance Manual be removed; and THAT Section IX. Sections of the Governance Manual be revised as indicated below (*strikethrough = deletion; underline = addition*):

SAA Governance Manual

Section IX: Sections

A. Mission Statement

1. Serve as advocate for interest around which the section is formed.
 - a. Sections focus attention on and give voice to the concerns that form the section's particular areas of interest.
 - b. Sections focus expertise and interest in the professional functions and responsibilities to carry out the archival profession's mission to identify, administer, and promote the use of records of enduring value.
 - c. Sections function as communities of interest engaged in generating ideas and meeting the intellectual interests of the members in areas of topical interest.
2. Encourage and provide communication.
 - a. Sections provide a forum for members to discuss matters of interest within the Society.
 - b. Sections provide channels of communication from the section to the membership of the Society and to the Council on matters of concern to the section.
3. Perform work.
 - a. Sections are responsible for advancing the work of the profession within their field of practice.
 - b. Sections provide mechanisms for members to initiate activities of common interest.
 - c. Sections review and respond to material referred to them by the Council for comment or action.
 - d. Sections ~~can~~ may formulate and execute specific projects, ~~for which task forces would be created to execute the projects.~~
 - e. Sections ~~give~~ provide an institutionalized opportunity for members to focus on a longer term basis and in a national forum on specific matters of practical interest.
4. Integrate new members.

Sections provide a vital mechanism for new members to become active in the work of the Society and the group, and to meet ~~members~~ others with common interests. Sections provide new members a chance to participate and to contribute to the work of the group and the Society. (Although it is expected that the core of a section is composed of individual SAA members, anyone may participate in a section by joining its electronic communications list and engaging in discussions of issues of interest to its membership.)

 - a. ~~Membership in sections requires the individual to be a member of the Society.~~
 - b. ~~Society members are limited to two Section memberships and must formally sign up with the SAA office for section membership.~~
 - c. ~~The SAA office maintains the official lists of section members.~~
5. Develop leadership.

The sections, as well as their various subgroups (if any), offer opportunities to their members to take leadership in working with and for their colleagues. Through the years a considerable number of the elected and appointed positions within SAA have been filled by persons who began their leadership role within sections.

B. Goals and Areas of Activity

1. Each section will adopt and maintain a statement of goals and objectives indicating the general concerns and intended areas of work of the section. Section goals should be articulated clearly with reference to implementation strategies and activities. Sections should be specific about their objectives and activities and periodically examine their mission and goal statements for currency.

The statement of goals and objectives may be changed as the section sees fit; information on any changes should be included in the annual report submitted to the Council. Sections should make explicit reference to their annual goals in their annual reports.

2. As governing units of the Society, sections are expected to contribute to the professional discourse and advance the Society's priorities as identified by the Council. Sections have an obligation to respond to requests or tasks assigned to them by the Council.
3. Sections are charged to be active in four areas:
 - a. They identify and consider issues in which a significant number of members have an interest. Members may investigate different facets of the issues, then report and discuss their findings during section meetings and through section communications.
 - b. They recommend to the Council – through reports, action items, or discussion items submitted on the [Council Report Template](#) – ~~or~~ positions the section believes appropriate for SAA. The Council remains the policy-setting body for SAA, and only it can promulgate a formal position for SAA or any of its constituent bodies.
 - c. They suggest program sessions for the SAA Annual Meeting and, with the advice of the executive director, plan section functions for the SAA Annual Meeting (e.g., the ~~Finding Aids Fair of the Description Section~~ [Business Archives Section Colloquium](#)).
 - d. They communicate their activities to the Society at large by publishing information about their work on their ~~websites, and on SAA's main website~~ [SAA microsites, via social media, and/or via external websites and blogs that they may establish \(per the \[Uniform Guidelines for SAA Websites and Online Communications\]\(#\)\)](#).

C. Recognition and Standing

1. The Council will establish SAA sections for groups organized to advance professional practice within broad areas of common archival interest and affiliation, such as institutional settings, archival functional categories, record formats, or programmatic activities. The Council will consider the merits of each application in light of existing SAA groups and the accompanying statement of intent and goals.
 - a. New applications for recognition as a section must be submitted no later than the posted deadline each year for submitting agenda items for the winter Council meeting, so that Council action can occur before the next Annual Meeting.
 - b. Application by petition will include signatures, in paper or electronic form, of at least ~~300~~ 100 members of SAA, a publishable statement of purpose and goals of the Section, and a statement about why a separate section would be advantageous to the Society.
- ~~2. Sections that do not maintain an official membership level of at least 300 members for two consecutive years may be dissolved after due notice and an opportunity for section officers to appeal. The Council will offer to designate such groups as roundtables without re-application.~~
2. To remain in good standing, all sections must fulfill the following annual requirements:
 - a. Posting of standing rules on the section's official microsite to serve as a supplement to the Governance Manual, Section IX. Sections.
 - b. Submission of a proposal for the section's annual meeting (including agenda, description, preference for onsite/offsite location, AV needs, duration, and indication of whether it is a solo or joint meeting) by March 1 each year.
 - c. Conduct of an online election for the section's leader(s) using SAA's process, with submission of the slate due by June 1 each year. The ballot should include a simple questionnaire asking for member feedback on the effectiveness of the section.
 - d. Submission of an annual report and a complete leader roster by September 1 each year. The report should be prepared by the outgoing chair. Reports will be submitted via an

- online form created by the SAA staff and will include an indication of how the section addressed SAA's strategic priorities in the last year.
- e. Responsiveness to SAA Council requests for assistance in conducting research, drafting expert comments, or undertaking other activities related to the section's area of special interest.
3. Sections may be discontinued if they do not meet one or more of the requirements stated above. Inability to meet a requirement will lead to a conversation between/among the section chair and/or steering committee, the Council liaison, and the executive director to determine 1) why the group is unable to complete the activity, 2) what might be done to assist the group in moving forward (e.g., combine with another group, change leadership), and 3) whether the section might function more effectively as a special interest discussion list. The Council will decide if a section is to be discontinued.
4. ~~Should a section decide that the more informal status of roundtable would better suit its ends, it may petition the Council for a change in status.~~

D. Membership, Meetings, and Other Privileges

1. ~~SAA members are eligible for membership in any two sections. The SAA office maintains the official list of section members.~~
1. Membership
- a. SAA members may join an unlimited number of sections. The SAA office will maintain and report on the official list of section members as an aid in allocating resources and tracking member services.
- b. Nonmembers of SAA may subscribe to up to three sections as "list participants" by joining their electronic communications lists and engaging in discussions of and work on issues of interest to the sections' membership. List participants may not vote in section elections/referendums nor hold elected office in a section.
2. Meetings
- a. Each section is guaranteed space and support at the SAA Annual Meeting for an ~~two-hour~~ annual membership meeting, provided that all required report deadlines have been met. A portion of this time may be used for meetings of constituent groups, as deemed appropriate by the section. Sections will be supplied with basic equipment to support their membership meetings.
- b. Sections are encouraged to work creatively and collaboratively with other SAA component groups to plan and conduct programs at the Annual Meeting. The Society makes every effort to provide appropriate meeting space for sections in the conference venue, but sections may be required to meet certain conditions to secure dedicated rooms and other resources, especially equipment, that may be available during the Annual Meeting.
- c. Section leaders will receive an annual notice from the SAA office detailing the process for requesting meeting space and audiovisual support for sections at the Annual Meeting, with deadlines for responding. Sections may be allocated shared meeting space at the Annual Meeting, depending on the number of requests received. The following criteria, among others, may be used to determine the allocation of meeting space and audiovisual support for sections:
1. The SAA office receives a request for space by March 1.
 2. All annual reporting requirements for the previous year have been met.
 3. The section has organized a special presentation or program that advances the Society's strategic plan.
 4. The section is engaged in a collaborative exercise with another section or component group.

5. The historical and expected attendance are large enough to warrant dedicated space in order to accommodate members.
 - d. Following the process outlined above, section requests for a dedicated meeting room and/or equipment at an SAA Annual Meeting are evaluated by the executive director, based on budgetary appropriations and in consultation with the Council liaison and Executive Committee, as appropriate.
 - e. New sections are eligible for a dedicated meeting room at the SAA Annual Meeting for their first organizational meeting after approval by the Council.
 - f. Sections that are allocated dedicated meeting space at one Annual Meeting will not receive priority over other sections requesting dedicated space at the next Annual Meeting.
 - g. Sections that do not meet at one Annual Meeting but wish to reserve space at a subsequent meeting may request allocation of space without penalty.
3. Sections will receive priority support from the Society's budget for special projects approved by the Council. Sections will also receive electronic communication support in the form of website hosting and electronic lists.

E. Governance

1. Parliamentary Authority
 - a. Robert's Rules of Order (latest revised edition) shall govern the proceedings of the section, except as otherwise provided for in the section's standing rules or the SAA constitution, bylaws, or Governance Manual.
2. Internal leadership
 - a. Every section will have a chair and a vice-chair/chair-elect (or senior and junior co-chairs) and a minimum of two steering committee members chosen by election.
 - b. Section officers and steering committee members must be SAA members in good standing.
 - c. Sections may elect or appoint additional officers and members to the steering committee. Sections are encouraged to retain continuity and recruit leadership by designating other positions of responsibility (e.g., secretary, web coordinator, committee chairs, etc.) to carry out the program and work of the section.
 - d. The chair and vice-chair/chair-elect (or co-chairs) serve consecutively. The vice-chair/chair-elect succeeds the chair at the conclusion of the Annual Meeting that coincides with the term of office. All officers and committee members begin their terms at the close of the SAA Annual Meeting.
 - e. The term of office and the number of consecutive terms that a person may serve in one section office or on the steering committee will be set in the section's standing rules.
 - f. Sections are encouraged to create special or standing subcommittees in order to execute the goals of the section, develop leaders, and recruit members into the Society.
3. Standing Rules
 - a. All sections will adopt and maintain standing rules to define any unique governing procedures of a section. The most current version of a section's standing rules must be posted in an obvious and accessible place on the section's official microsite. This document shall serve as a supplement to SAA's bylaws for sections (SAA Governance Manual, Section IX. Sections).
 - b. All sections' standing rules must include the following:
 1. The Council-approved mission statement and/or description of the section;
 2. Objectives and goals to guide the section's activities and areas of interest;
 3. Defined officer and steering committee positions and term dates, including unique steering committee positions (e.g., web liaison);
 4. Any unique standing subcommittees (e.g., Nominating Committee); and

5. Any other governing procedures necessary for the smooth and efficient functioning of the section.

- c. To ensure their alignment with SAA's governance documents, ~~bylaws~~ any revisions to a section's standing rules and subsequent changes should be reviewed by the executive director (or her/his designee) and the section's Council liaison by May 1, before they are put forward in a referendum for vote by the section membership ~~votes to adopt them~~. Proposed revisions to a section's standing rules will appear on the section's annual election ballot for final approval by a simple majority of the section's membership. Any adopted revisions should be posted promptly to the section's official microsite and be noted in the section's next annual report to the Council. Once adopted, new or revised bylaws must be submitted for approval by the Council to ensure that they become part of the permanent record as a component of Council meeting minutes. Any revisions to the section's name or mission/description must be submitted to the Council for final approval.
- ~~h. Sections are encouraged to create special or standing subcommittees in order to execute the goals of the section, develop leaders, and recruit members into the Society.~~

3. Section Elections

- a. Sections will conduct annual elections via an online ballot system provided by the SAA staff. Members ~~must~~ will vote via the online ballot.
- b. Formal calls for nominations will be issued by the section leadership and collected ~~by June 1~~ in sufficient time to ensure the schedule noted below.
- c. Basic ballot information (e.g., introductory message to voters, listing of offices, number of vacancies for each, names of candidates, and links to candidate statements) will be submitted to the SAA staff by June ~~15~~ 1.
- d. Supplementary ballot information (e.g., candidate photos, biographies, and statements), if desired, will be posted by the section leaders to the section's ~~website~~ official microsite by July 1.
- e. If applicable, any proposed revisions to the section's standing rules will be voted on by the membership via a special referendum on the election ballot. See Section E. Governance, 3. Standing Rules, c. (above) for complete procedures for standing rules amendments.
- f. Online ballots containing basic ballot information will be prepared by the SAA staff and made accessible during the first week of July and will remain open for at least two weeks.
- g. Section members who are in good standing on June 30 are eligible to vote. Members who join after this date will be eligible to vote during the following year.
- h. Ballot results will be reported by the SAA staff to the section leaders in ~~order~~ sufficient time to be announced at the Annual Meeting. Section leaders must notify the candidates of the election results, announce the results to their membership, and report all necessary roster updates to the SAA staff. Newly elected steering committee members begin their term at the close of the section's next annual business meeting.
- i. In the event of a mid-term vacancy, section leaders will follow the same procedures outlined above to collect nominations and conduct an online ballot.

4. Consultation

- a. Sections are incubators for developing leaders who go on to take leadership positions within SAA at other levels of responsibility. Leadership development is a more productive process in an organizational environment that nurtures consultation and participation.
- b. Section leaders are to be appropriately consulted in the decision-making and deliberative processes of the Society. Whenever possible, section leaders should be included in appointments to committees and task forces, when such appointments are appropriate to inform the subject or achieve a diversity of opinion.

F. Annual Reporting Requirements

1. **Leadership Report:** The chair of each section will convey to the executive director or designee an electronic list of the names of section officers and steering committee members within 14 days of the close of the Annual Meeting. The chair will include in that list all individuals who should be subscribed to the official SAA leadership list.
2. **Section Annual Report:** ~~Each section,~~ Like all SAA groups, each section is required to present an annual report for review by the Council. Section annual reports must be filed with the SAA executive director ~~within 90 days of the close of the Annual Meeting by September 1.~~ ~~(Download the [Section and Roundtable Annual Report Template](#).)~~ The annual report should be filed by the section's outgoing chair via an online form provided by the SAA staff and should include a brief summary that includes the following:
 - a. An accurate list of section leaders and contact information.
 - b. A verified count of Annual Meeting attendees.
 - c. A summary of work accomplished.
 - d. A summary of any activities relating to SAA's strategic plan.
 - e. Goals and plans for the coming year.
 - f. Any adopted revisions to the section's standing rules.
 - g. Other pertinent information on section activities.
3. Section annual reports will be posted ~~on the section's website~~ by the SAA staff to the SAA website.
4. **Proposal for the Section's Annual Meeting:** Details about the section's annual meeting, including a short description for the print/online program and room setup and audiovisual needs, should be provided to the SAA office by March 1. The SAA staff will share an online mechanism for providing all necessary details prior to the deadline.
5. The section may be placed on probationary status or lose section privileges if it fails to complete and file ~~an annual report within six months of an Annual Meeting~~ any required reports within three months of the stated deadline. Failure to file an annual report within one year of the close of the Annual Meeting will result in a notice from the SAA president of the section's dissolution. Sections receiving such notice may file an appeal with the Council.

G. Consultation with the Council

1. The SAA president will extend an invitation to section leaders to attend the annual Leadership Orientation and Forum. Attendance by section leaders is strongly encouraged.
2. The Council is responsible for addressing section matters, making recommendations about section matters, and communicating actions concerning sections to the leaders. Each section is assigned a Council liaison, who is the primary contact for section leaders with the Council. Any concerns that section leaders have with their assigned Council liaison should be discussed with the executive director or the SAA president.

H. Communications

1. Sections will provide to the SAA staff key leadership information for display on the main SAA website. This information will be reviewed annually by the section steering committee and used to orient officers and steering committee members. The information should include, at a minimum, up-to-date versions of the following:
 - a. A statement of purpose and current goals.
 - b. ~~The section's bylaws~~ standing rules.
 - c. Specific duties of the officers, including their reporting requirements.

- d. Information on officers and activities from the section's annual reports.
2. Sections exist first and foremost to engage their members in discussing relevant archival topics through various communication channels, primarily their email discussion lists. Section websites, e-mail discussion lists, document workspaces, and online social networks will conform to the [Uniform Guidelines for SAA Websites and Online Communications](#).
3. ~~The SAA office will contact section chairs, in time for publication in the Annual Meeting program, to request information on plans for the section meeting at the Annual Meeting.~~

I. Funding for Section Activities

1. Sections will receive priority support from the Society's budget for special projects approved in advance by the Council.
2. SAA's fiscal year extends from July 1 to June 30. Budget requests from sections will be submitted to the executive director via the [SAA Component Group Funding Request Form](#) no later than March 1.
3. Funds allocated to a section during one fiscal year are not carried over to the next fiscal year. If an allocation must be deferred to the next year, the section must formally request funding for that year ~~in~~ via a new [SAA Component Group Funding Request Form](#).
4. A section must receive authorization from the Council to spend any monies or commit any monies to be spent. Although exceptions can be made, the Council expects to appropriate monies for section activities through the regular budget process.
5. If a section wishes to seek resources (in cash or in kind) from any source outside of SAA, Executive Committee approval must be obtained in every instance before approaching the source. Proposals should be routed through the section's Council liaison with sufficient time for consideration by the Executive Committee, which will respond within 30 days.

J. Use of SAA Name, Logo, and Auspices

1. The use of SAA's name, logo, and auspices for publications, meetings, mailings, websites, social networks, electronic communications, and other activities is available only through specific provision of the Council and will conform to the [Uniform Guidelines for Use of the SAA Logo](#).
2. Although sections are within the SAA structure, they are not empowered to take action in the name of SAA or request money in the name of SAA or the section itself without specific prior authorization from the Council. This firm rule is required to protect SAA and its members from potential legal complications.
3. As of July 2017, all sections have been provided with standardized logos that may be used on their SAA microsite, social media accounts, external websites such as blogs, paper handouts, etc.

Approved by the SAA Council: September 1989.

*Revised: January 1991, February 1992, January 1993, March 2007, July 2008, February 2010, March 2011, June 2012, January 2013, July 2013, January 2014, July 2017.**

**Note: In July 2017, the SAA Council approved a plan to simplify SAA's component group structure. Through this action, all roundtables became sections and [Section X. Roundtables](#) was removed from the SAA Governance Manual. Section IX. Sections became the bylaws that governed all sections, with each section having "standing rules" detailing unique governing procedures.*

Support Statement: These changes are in alignment with the proposed Member Affinity Groups plan put forward for member comment and approved by the SAA Council in August 2016.

Relation to Strategic Plan: Goal 4: Meeting Member Needs – SAA is an agile association that delivers outstanding service and fosters a culture of inclusiveness and participation; 4.1. Facilitate effective communication with and among members; 4.2. Create opportunities for members to participate fully in the association; 4.3. Continue to enrich the association and the profession with greater diversity in membership and expanded leadership opportunities.

Fiscal Impact: None.