

Society of American Archivists
Council Meeting
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Virtual

Governance Manual Review: Reinstate Secretary Position

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BACKGROUND

This recommendation is informed by the work of the Governance Manual Review Committee since 2024, the Section Health Assessment Working Group (2022-2024), discussions with component group leaders, the responsibilities and expectations of Council members, and SAA staff's overburden of responsibilities as consistently reported by the CEO in Council meetings since 2022.

In the past two decades, SAA has become a larger and more complex association, requiring more communications and actions to take place between Council's quarterly meetings. As a result, SAA Council requires additional administrative assistance to manage Council communications, decisions, next steps, and governance compliance to ensure that Council is well-informed in a consistent, timely manner to make decisions in its oversight of the Society and to effectively support component groups in their work.

Upon its founding in 1936, SAA's governing body included several elected positions, one of which was a Secretary. Upon an amendment to the Society's constitution in 1972, the functions and duties of the Secretary were reassigned to and assumed by the Executive Director.¹

DISCUSSION

In response to Council's need for additional administrative assistance in a consistent and timely manner, the Governance Manual Review Committee (GMR Committee) recommends that Council reinstates the Secretary officer position that will facilitate shared labor and institutional memory on behalf of Council in partnership with the Principal Staff Governance Representative (PSGR). In addition to supporting the needs of the Council in a timely manner with archivist sensibilities, the Secretary will streamline workflows, document Council business, and provide guidance to Council members concerning their governance responsibilities. This should relieve

¹ History of SAA Leadership: <https://www2.archivists.org/history/leaders>. For records in SAA's archives regarding the activities of the SAA Secretary, see: <https://digicoll.library.wisc.edu/cgi/f/findaid/findaid-idx?c=wiarchives;view=reslist;subview=standard;didno=uw-mil-uwmms0172;focusrgn=C02;cc=wiarchives;byte=100812328>

some of the burden that staff may experience, particularly for new Council members who require focused orientation and regular guidance during their first year. To effectively serve the needs and interests of the Society and its members, the Secretary and the PSGR will communicate as needed, combining the expertise and sensibilities of archivist leadership with that of association management.

The proposed duties of the Secretary include:

- Ensure that Council members are provided the final agenda and agenda items for meetings at least two (2) weeks in advance of each quarterly Council meeting to ensure ample time to review all agenda items and prepare questions. This means that the Secretary and PSGR must communicate to correct or clarify any content, formatting issues, and/or add missing agenda items.
- Take notes during Council meetings, including votes and decisions, main points of discussion, and action items. Work with Council and the PSGR to ensure that Council meeting notes are complete and accurate for *internal recordkeeping* (information in gray areas are maintained) and for *public distribution* (without the information in the gray areas).
- Provide access to meeting notes immediately following the Council meeting for Council to review and suggest edits on a collaborative document (not via Connect messages) before they are finalized and added to the Council document library. Talking points will be highlighted. All suggested edits will be tracked.
- Post talking points to SAA's main channel (e.g., Announcements) within seven (7) business days following a Council meeting.
- Oversee a central record of discussion items presented in Council and Executive Committee meetings, the status of each (e.g., active, paused, parked, or abandoned), and final determinations.
- Onboard incoming Council members to ensure they read the SAA bylaws and Governance Manual to become familiar with their responsibilities and duties.
- Conduct a Council-focused governance orientation about the responsibilities of Council members, including an overview of creating agenda/discussion items, report templates, Council liaison duties and expectations, Council resolutions, communicating with staff, using Connect and Council's document library, etc.
- Apprise incoming Council members of current subcommittees, working groups, initiatives, and other Council-initiated business to gain a basic understanding of current Council business and meeting procedures prior to their first Council convening at the SAA Annual Meeting.

- Inform Council of actions or decisions that are not in compliance with SAA governance, if made outside of Council meetings, including that of Council and the CEO/staff. This is a shared responsibility with Governance, particularly when Governance is not present.
- Provide guidance for Council members concerning governance. Council members will direct all questions, concerns, etc. regarding governance to the Secretary who, if needed, will consult with the PSGR. This is intended to mitigate unruly communication traffic.
- Provide guidance for Council members concerning full compliance of governance requirements of sections/component groups.
- Meet and communicate with the PSGR *as needed* to facilitate mutual understanding between Council and Staff regarding governance, to discuss any issues that may arise from both functions and address any other relevant concerns.
- May recruit a Council member from the 2nd or 3rd year cohort to assist with Council-centered governance.
- Lead Council's Governance Manual Review (GMR) process with Council members in the 2nd-year cohort. May consult with the PSGR as needed.
- Transfer knowledge of Council-centered governance, workflows, business, etc. to the incoming Secretary through onboarding and training. Connect the incoming Secretary with the PSGR.

Overall, the Secretary position is responsible for the "Council-side" of governance to ensure transparency and accountability, and that Council members are provided all the information they need in a timely manner to make well-informed decisions for the Society and its members.

The Secretary position resembles the Treasurer position in that a SAA member is elected by the membership for a term of three (3) years beginning at the conclusion of the Annual Business Meeting following the election and shall be eligible for immediate reelection for one additional 3-year term. Also, due to the position's extensive and focused responsibilities, the Secretary will not serve as a Council liaison to any component groups.

RECOMMENDATIONS

That the SAA Council reinstate the Secretary position per its proposed purpose.

That the SAA Council approve the indicated duties and term limit of the Secretary position, with the possibility of revisions by the GMR Committee informed by Council's discussion regarding this matter.

SUPPORT STATEMENT

The Secretary will be responsible for supporting Council regarding the “Council-side” of governance by streamlining Council’s workflows and timelines, documenting and tracking key points of discussion, decisions, and current and tabled business, and communicating Council business with the SAA membership in a transparent and timely manner. Reinstating this officer position will lead to the creation of an onboarding process for incoming Council members, improve business documentation for current and future Council members, and improve the working relationship between Council and the CEO/staff to ultimately serve the needs and interests of the Society and its members.

IMPACT ON STRATEGIC PRIORITIES

The Secretary position would assist with all strategic priorities of the Society.

FISCAL IMPACT

There is no fiscal impact for SAA. As with all officer and Council positions, the Secretary position is volunteer-based.

QUESTIONS FOR DISCUSSION

- In what ways does the Secretary position NOT meet the needs of Council to carry out their responsibilities in a timely manner?
- In what ways does the Secretary position create additional long-term *unrelated* work for Council and Governance and therefore requires more of their time and labor indefinitely?
- In what ways will Council, Staff, and/or the Society and its members be negatively impacted by reinstating the Secretary position? Could these perceived negative impacts be resolved?
- If perceived negative impacts cannot be resolved, do they outweigh all the indicated benefits of implementing the Secretary position to the point that such a position will be a monumental disservice to Council, Staff, and the Society and its members?