



2013 RAO Annual Report Appendix B

1113 Interim Action

Society of American Archivists Council Interim Action November TK, 2013

Proposed Change in SAA Governance Manual, Approval of Reference, Access and Outreach Section Bylaws Revision

(Prepared by Immediate Past Section Chair Jill Severn and
SAA Executive Director Nancy Beaumont)

BACKGROUND

During its annual review of the Reference, Access and Outreach Section bylaws in the fall of 2012, the RAO Steering Committee (Jill Severn, Kathryn Otto, Mary Manning, Greg Kocken, Alison Stankrauff, Jean Green, and Rachael Dreyer) identified several areas for revision, including clarifying language where it was confusing, correcting some typographical errors, and, most importantly, proposing new language to clarify the selection and roles of the Communications Liaison and Web Liaison positions (strikethrough = deletion, underline = addition):

The officers of the Reference, Access and Outreach Section shall be the chair, the vice chair, ~~and the communications liaison~~, and the web liaison. Only members of SAA and the Reference, Access and Outreach Section may serve as officers of the Section.

. . . The communications liaison shall be appointed by the chair, with the advice of the Steering Committee, for a term of two years, which may be renewed indefinitely. The Communications Liaison is responsible for issuing at least one newsletter annually to the Section membership. The

Communications Liaison is also responsible for using various communication modes, such as the Section listserv, Facebook, and Society of American Archivists publications, to communicate with the Section membership about news and events.

The Web Liaison shall be appointed by the chair, with the advice of the Steering Committee, for a term of two years, which may be renewed indefinitely. The Web Liaison is responsible for maintaining and updating the Reference, Access and Outreach Section microsite as well as creating new content as needed. The Web Liaison collaborates with the Communications Liaison to distribute information to the Section.

RAO Section members were given appropriate notice of the proposed revisions to the bylaws and a bylaws referendum was conducted in conjunction with the 2013 election process. RAO Section members approved the revised bylaws. Beaumont was not asked to review the proposed revisions prior to conduct of the bylaws referendum.

In reviewing SAA's governance documents upon assuming responsibilities as 2013-2014 Section chair, Manning discovered that both the previous and revised RAO bylaws, which specify that the Communications and Web liaison positions hold officer status, might be in conflict with the rules governing SAA component groups. Per a September 6, 2013, email message to Beaumont and Council liaison Terry Baxter, Severn wrote:

This year we proposed a modest revision to the RAO bylaws to clarify roles of the Web Liaison and the Communication Liaison and to clean up some confusing language and a few typos. This revision continued the previous bylaws language in place that described these two positions as appointed and also as officers. Mary Manning, current chair for RAO was reviewing the SAA's governance documents and discovered that the existing RAO bylaws and the current revisions RAO members just approved are at odds with the directive from SAA that officers must be elected. For many reasons, I don't think we want to elect the Web and Communications Liaisons, but at the same time, we feel that they are integrally part of the leadership team and as such should be officers. Is there any latitude on this matter from SAA's perspective? Have other component groups ever been able to have appointed members serve as officers? If the answer is no to both of these questions, then what we propose to do to resolve this:

- Alert members via listserv and newsletter that upon direction from SAA, RAO must further revise its bylaws to reflect the non-officer status of the two liaison positions
- Prepare revisions to the bylaws to bring them in line with this rule
- Have members vote during the summer election on this new revision
- Depending on the outcome pass on the proposed revisions to Council for review and determination.

We appreciate your guidance on the best way forward with this matter and will certainly abide by your direction.

DISCUSSION

Both the previous RAO Section bylaws (revised 2010) and the revised bylaws adopted in July 2013 situate the Communications Liaison and Web Liaison positions as officers. The previous bylaws did so by implication (by listing these positions under the "Officers" heading); they did not state explicitly that the liaisons are considered officers. In practice, RAO leaders interpreted the 2010 bylaws to confer officer status to these positions. In reviewing the bylaws as a matter

of course, the RAO officers in 2012 determined that the bylaws should be revised to clarify the officer status of these liaison positions.

The SAA Governance Manual, Section IX. Sections, E. Governance, 1. Internal Leadership, states the following:

- a. Every Section will have a chair, vice chair/chair-elect, and a minimum of two steering committee members. The officers and steering committee members of every Section must be chosen by election. [Emphasis added.]
- 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 (eg, web coordinators, committee chairs, etc) to carry out the program and work of the Section.... [Emphasis added.]

It appears that the language in the SAA Governance Manual (as highlighted via underlining above) is internally inconsistent regarding whether “officers” must be elected or may be appointed.

The Section has noted, in Severn’s message to Baxter and Beaumont, that “For many reasons, I don’t think we want to elect the Web and Communications Liaisons, but at the same time, we feel that they are integrally part of the leadership team and as such should be officers.” The Section abided by section c. above in determining that it could appoint additional officers.

We propose to rectify the inconsistency in the language of Section IX. Sections, E. Governance, 1. Internal Leadership – and to “liberalize” the rules associated with section self-governance – by revising section a. to specify that the chair, vice chair/chair-elect, and two steering committee members must be elected. Section c. then specifically allows either election or appointment of additional officers and steering committee members.

Further, we recommend approval of the Section-adopted bylaws.

RECOMMENDATION 1

THAT the SAA Governance Manual, Section IX. Sections, E. Governance, 1. Internal Leadership, be revised as follows (strikethrough = deletion, underline = addition):

- a. Every Section will have a chair, vice chair/chair-elect, and a minimum of two steering committee members. ~~The officers and steering committee members of every Section must be 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 (eg, web coordinators, committee chairs, etc) to carry out the program and work of the Section....

Support Statement: The proposed change eliminates the internal inconsistency in the Society’s policy regarding Section officer positions; ensures transparency in the process by which the chair, vice chair/chair-elect, and two steering committee positions are filled; and permits sections to fill additional leadership positions via election and/or appointment as best suits their needs.

Impact on Strategic Priorities: This action is related to:

- Goal 4.1. Facilitate effective communication with and among members,
- Goal 4.2. Create opportunities for members to participate fully in the association, and
- Goal 4.3. Continue to enrich the association and the profession with greater diversity in membership and expanded leadership opportunities.

Fiscal Impact: None.

RECOMMENDATION 2

THAT the revised bylaws of the SAA Reference, Access, and Outreach Section, as adopted by the Section’s members in July 2013, be approved (strikethrough = deletion, underline = addition).

**SAA Reference, Access and Outreach Section Bylaws
(As adopted July 2013)**

I. Membership

Membership in the Reference, Access and Outreach Section of the Society of American Archivists is open to any member of SAA who has an interest in reference, access and outreach issues.

II. Officers

The officers of the Reference, Access and Outreach Section shall be the chair, the vice chair, ~~and the~~ communications liaison, and the web liaison. Only members of SAA and the Reference, Access and Outreach Section may serve as officers of the Section.

A new vice chair shall be elected at each annual meeting of the Section and shall serve for one year as vice chair, succeeding automatically to the office of chair for the subsequent year. If for any reason the vice chair is unable to succeed to the office of chair, a new chair shall be elected following the same procedures as for election of the vice chair. ~~The communications liaison shall be appointed by the chair,~~

with the advice of the Steering Committee, for a term of two years, which may be renewed indefinitely. Both a chair and a vice chair shall be elected in the first election following the approval of these bylaws. The chair shall preside at all meetings of the Section and the Steering Committee; represent the Section in its relations with SAA in general and with the Council and other groups within SAA; serve on SAA committees, task forces, etc. as an ex-officio member when required or appoint a representative to do so; appoint Section committees as needed; and submit an annual report of Section activities to the SAA executive office. The vice chair shall serve as acting chair in the absence of the chair. The communications liaison is responsible for issuing at least one newsletter annually to the Section membership.

The communications liaison shall be appointed by the chair, with the advice of the Steering Committee, for a term of two years, which may be renewed indefinitely. The communications liaison is responsible for issuing at least one newsletter annually to the Section membership. The Communications Liaison is also responsible for using various communication modes, such as the Section listserv, Facebook, and Society of American Archivist publications to communicate with the Section membership about news and events.

The Web Liaison shall be appointed by the chair, with the advice of the Steering Committee, for a term of two years, which may be renewed indefinitely. The Web Liaison is responsible for maintaining and updating the Reference, Access and Outreach Section microsite as well as creating new content as needed. The Web Liaison collaborates with the Communications Liaison to distribute information to the Section.

III. Steering Committee

The Steering Committee shall consist of the officers and four members. The members shall serve two-year terms, two members being elected at each annual meeting with additional members elected if for any reason unexpired terms need to be filled. The Steering Committee shall serve in an advisory capacity to the chair and its members may be assigned specific responsibilities by the chair. The Steering Committee shall plan each annual meeting of the Section.

IV. Election of Officers and Steering Committee

There shall be a Nominating and Elections Committee consisting of the immediate past chair of the Section (serving as chair of the Committee) and the two Steering Committee members whose terms are not expiring at the conclusion of the next annual meeting. Utilizing an announcement issued by the Section chair, this Committee shall solicit from Section members the names of volunteers or persons recommended for the positions to be filled in the next election. All persons whose names are submitted to the Committee or proposed by the Committee itself shall be considered nominees if they agree to have their names placed in nomination and are members of SAA and the Section. The Committee shall be responsible for ensuring that there is at least one nominee for the position of vice chair and that the number of nominees for membership on the Steering Committee is not less than the number of positions to be filled. The ~~Nominating~~ Nominating and Elections Committee shall distribute information ~~about~~ about the nominees to the membership of the Section at least 45 days before the Annual Meeting. The election shall be conducted in the manner specified by SAA Council. A simple majority of the votes cast shall be required for election to vice chair. Members of the Section may vote for as many nominees for member of the Steering Committee as there are positions to be filled and the nominees receiving the

highest number of votes shall be elected. Elected officers and Steering Committee members shall assume office at the conclusion of the Annual Meeting of the Section.

V. Meetings

The Reference, Access and Outreach Section shall meet once a year at the annual SAA meeting at the time and place scheduled by the SAA program committee and executive office. Additional meetings of the entire membership or the Steering Committee may be scheduled by the chair if needed to carry out the business of the Section.

VI. Amendments

Any member of the Reference, Access and Outreach Section may propose amendments to these bylaws. Proposed amendments must be submitted in writing to the chair at least 60 days prior to the Annual Meeting. The chair shall publish proposed amendments at least 45 days prior to the Annual Meeting and voting on the proposed amendments shall be in the same manner as the election of officers. A two thirds majority of votes cast shall be required to amend these bylaws.

VII. Enactment

These bylaws shall be distributed to the membership of the Section with a mail ballot for their approval or rejection. They shall become effective immediately if approved by a majority of the votes cast by the deadline set for the return of the ballots.

Adopted 1996; revised 2009, revised 2010, revised 2013.

Support Statement: The Reference, Access and Outreach Section's revised bylaws meet the minimum requirements of the Council and are in alignment with SAA's governance documents. By approving the Section's bylaws, the Council places them in the official record.

Impact on Strategic Priorities: To the extent that review, revision, and member adoption of bylaws enhances transparency and understanding of how component groups function, this action is related to:

- Goal 4.1. Facilitate effective communication with and among members,
- Goal 4.2. Create opportunities for members to participate fully in the association, and
- Goal 4.3. Continue to enrich the association and the profession with greater diversity in membership and expanded leadership opportunities.

Fiscal Impact: None.