

**Society of American Archivists
Annual Membership (Business) Meeting Agenda
Saturday, August 6, 2016
11:45 am – 1:00 pm
Hilton Atlanta (*Salon E*)
Atlanta, Georgia**

**Presiding: Dennis E. Meissner, SAA President
Parliamentarian: Scott Cline, CA**

1. Call to Order (Dennis Meissner)

A quorum of 100 voting members was reached and Meissner called the meeting to order at 11:50 am. The rules were adopted unanimously. No changes were made to the agenda.

2. Report of the Executive Director (Nancy Beaumont)

Beaumont's remarks and slides are available on the 2016 Joint Annual Meeting [website](https://archives2016.sched.org/event/6oMo/saa-annual-membership-business-meeting) (<https://archives2016.sched.org/event/6oMo/saa-annual-membership-business-meeting>).

3. Report of the Treasurer (Cheryl Stadel-Bevans)

Stadel-Bevans's remarks and slides are available on the 2016 Joint Annual Meeting [website](https://archives2016.sched.org/event/6oMo/saa-annual-membership-business-meeting) (<https://archives2016.sched.org/event/6oMo/saa-annual-membership-business-meeting>).

4. Report of the 2016 Nominating Committee (Krystal Appiah, Chair)

The Committee's report is available on the 2016 Joint Annual Meeting [website](https://archives2016.sched.org/event/6oMo/saa-annual-membership-business-meeting) (<https://archives2016.sched.org/event/6oMo/saa-annual-membership-business-meeting>).

5. New Business (Dennis Meissner)

A. Council-Proposed Amendments to the SAA Constitution and Bylaws

The SAA Council is responsible for ensuring the efficient and responsible function of the Society's governance structure. The Council proposes amendments to the SAA constitution and bylaws that would streamline governance processes without compromising the transparency of the organization or the role of the broader membership in decision making on issues of importance.

On the issue of filling Council vacancies, the proposed changes would provide the Council with guidance in filling mid-term vacancies and would facilitate continuity and experience of appointees by removing the stipulation that they must stand for an election. On the issue of timing of referendums, the proposed changes would eliminate the considerable expenditure of

funds and staff time to conduct a fall referendum when the measure at hand is not a dues change or other time-sensitive matter.

A full briefing paper was distributed at the meeting and is available [here](#).

SAA member Kim Efird stated his opposition to the proposed amendments regarding filling of mid-term vacancies.

SAA member Dara Baker asked for the rate of voter participation in referendums as compared with elections. After some delay while the staff gained online access to the VoteNet site, staff member Matt Black noted that 23.29% of individual members participated in the 2016 general election and 26.27% of individual members voted in the 2015 dues referendum. Baker then asked how much each referendum costs. Beaumont responded that each voting event (election or referendum) costs between \$3,500 and \$4,000. To Baker's question of who will determine what is "time sensitive" Stadel-Bevans responded, "The SAA Council." Baker suggested that when the proposed amendments are brought forward for member vote, the Council should include examples of time-sensitive versus non-time-sensitive issues to aid in members' understanding.

SAA member Dawne Lucas asked about what difficulties were encountered in the two instances since 2009 when Council vacancies occurred. Stadel-Bevans responded that in both instances additional work was required of remaining Council members to serve as liaisons to component groups and to complete such annual assignments as service on the Governance Manual review group and other Council working groups.

SAA member Leah Weisse noted that she would like to see transparency in how the Council will fill a vacancy if it uses a process other than the spring election.

SAA member Meg Phillips asked if the Council could be more explicit about the process of "balancing the will of the voters." Stadel-Bevans indicated that it would depend on when the vacancy occurs. If a resignation occurs during the first year of the term, the Council would likely approach the next-highest vote-getter on the previous ballot (as it did in 2009). If the vacancy were to occur later in the three-year term, the Council would likely turn to someone with recent experience on the Council so that individual could "jump right in" (as it did in 2015). Another factor is ensuring that there is balance on the Council in terms of representation of repository type. Outgoing Council member Lisa Mangiafico noted that the Council respects the will of the membership and therefore would select an individual who has been 1) slated for ballot by the Nominating Committee or 2) elected to serve previously.

SAA member Bill Landis, who served on the Council from 2011 to 2014 and who participated in drafting the proposed amendments, noted that the constitution and bylaws currently give the Council no guidelines on this issue. The proposed amendments would give some direction "without tying the Council's hands." Given that the Council is elected by the membership to lead, it would seem appropriate to give the Council this leeway.

SAA member Dan Noonan asked for clarification of whether this would mean that the Council would appoint to fill a vacancy rather than filling it via an all-member election. Stadel-Bevans noted that the amendments would give the Council the flexibility to fill a vacancy in either way,

depending on the situation.

B. Resolutions from the Floor

No new resolutions were brought forward.

6. Announcements / Appreciation (Dennis Meissner)

There were no announcements. Meissner acknowledged retiring Council members Lisa Mangiafico, Tim Pyatt, and Helen Wong Smith.

7. Remarks from Incoming SAA President (Nancy McGovern)

McGovern's slides are available on the 2016 Joint Annual Meeting [website](https://archives2016.sched.org/event/6oMo/saa-annual-membership-business-meeting) (<https://archives2016.sched.org/event/6oMo/saa-annual-membership-business-meeting>).

8. Adjournment (Dennis Meissner)

The meeting was adjourned at 12:54 pm.