

## Report of the Bylaws Committee: November 2021 Board Meeting

(Zoom Mtg. October 26, and in-person November 1-2, 2021)

Members: Arletta Anderson; Kevin Barger; Kim Cramer, Julie Grindle, chair; Bob Hobby; Ryan Hostler; Michael Krentz; Jim Rindelaub, *ex officio*

**The Committee met** first via Zoom and then in person in Chicago the following weekend. Following the board's directive, a plan was crafted for how to expand the board to 12 members per the changes in the board motion, and what this would mean for the Bylaws and the 2022 and future elections.

**Attached is our document** outlining what we think is the best way to expand, causing the least amount of transition issues. Note that next year **the board is frozen** as it is (so those who would have cycled off get one more year, including the Secretary/Treasurer; the President position is not extended) as we add three new members. The following year there will be more "normal" elections, but the board will need to **appoint** two people to a one-year term. We suggest that these are relatively recent board members who can easily come back in; the board will need to decide if they can run on the slate the following year.

**The nominating committee** would change to a board-based one, with the President-Elect/Past President and at least three board members on this committee, plus association members chosen by the board. \*There is a paragraph at the bottom of this report outlining the instructions that we recommend go to the nominating committee. They would be tasked with presenting (to the board) a head-to-head ballot for an officer election, and a slate of candidates for Directors equal to the number needed. The membership can vote yes/no on these Directors – a no would mean the committee would bring a different name for a vote. We suggest that all board members begin their terms on August 1 from now on. Our hope is that the board and nominating committee will **work together** to identify the voices for an effective board from year to year (using competencies and constituencies). We recommend that ALCM solicit names for nomination August-October, setting a deadline for names to be considered of Nov. 15 (a Google doc could be used). The committee should strive to **present a slate at the March board meeting**.

I've attached the **Bylaws revisions** that would need to go with this change. We are recommending that all non-officers be called Directors. We made other deliberate choices that we hope make future Bylaws changes rare. Of note: we chose not to remove regions and are hopeful that the board will **task future conference committees** with gathering those in each region as has been done in the past. **We have completely removed Article VIII** as the organization evolves away from chapters. In **Article V:4 and Article VI:5** we have defined term limits after a vacancy is filled.

We encourage the board vote to **recommend these proposed amendments to the membership**. With elections next year we hope the board can deal with this expeditiously, scheduling a member vote on Monday, January 17. This will allow the nominating committee to bring a slate of three in 2022 for a vote as close to our regular voting time (May) as possible.

Thank you for this opportunity to serve!

Julie Grindle,  
Chair of the committee, ALCM Immediate Past President

\*For the nominating committee:

### **ALCM Diversity Statement**

then:

You will receive a list of the voices from the board (competencies and constituencies) that are preferred to be nominated. As we live into this bigger structure, the nominating committee will work with the board to determine annual needs. If there is an officer election you will receive the job description for the office, and for Directors, the duties of a board member, which you are asked to distribute to nominees. You are encouraged to take the diversity statement and geographical representation strongly into account as you consider similar voices and need to decide between otherwise equally strong candidates.

\*\* Other tangential thoughts from the committee:

1. Recommend more standing committees (finance, governance, personnel, development, education, conference, employment resources) that function on a regular basis.
2. Incumbents who are running for reelection may not be members of the nominating committee.