

# Society of American Archivists

## Information for New Council Members June 2019

### **Congratulations on your election to the SAA Council!**

The SAA Council is the governing authority of the Society. The officers are the president, vice president/president-elect, and treasurer. The Executive Committee consists of the three officers, one Council member (from the third-year class) elected by the nine Council members, and the executive director. The Executive Committee conducts business between Council meetings and immediately before them, and reviews the performance of the executive director. The president convenes and presides over the Council and Executive Committee meetings (both real and virtual via teleconference and email). The executive director attends Council meetings but has no vote.

### **Roles and Responsibilities**

A complete list of responsibilities can be found in the *SAA Governance Manual*. See the SAA website at: <http://www2.archivists.org/governance/handbook>.

To help ensure that the Council is successful in directing the affairs of the Society, each member should:

**Take seriously the responsibility to govern the Society thoughtfully and with an eye to the future.** Each Council member should participate actively in the strategic planning process. (See the current SAA Strategic Plan [here](#).)

**Be a good steward of the Society's finances.** Council members must review and understand financial documents to ensure that the budget is responsible and reflects the Society's priorities.

**Be an ambassador of good will to members, the profession at large, and the general public.** Remember to draw a clear distinction when you are speaking for SAA and when you are expressing your personal opinion. Further, remember that as long as you are a member of the Council, even your personal opinions and actions reflect on SAA.

**Attend meetings.** If you cannot attend a meeting, you should inform the president or executive director as soon as possible.

**Participate in discussion and deliberation at meetings, on conference calls, and on the Council discussion list.** The president is responsible for ensuring that all members have a chance to speak and that no one dominates the discussion. By tradition, Council deliberations generally are conducted as collegial and informal discussion; when several

people wish to speak, the president may formally recognize who has the floor. (Officially Council business is governed by *Robert's Rules of Order*, but it may proceed under less formal procedures when reasonable.) Council members are expected to be respectful of and civil to others. They are expected to take responsibility for their participation, both by ensuring that they make their opinions, ideas, and questions known and by ensuring that they do not dominate conversation. In general, the president serves as a facilitator of, rather than a participant in, the discussion. If the president wishes to speak to an issue, they pass the gavel to the vice president.

**Contribute to the SAA Foundation.** SAA recognizes and appreciates the value of time and in-kind contributions that Council members make, and even a small financial donation to the SAA Foundation is sufficient to meet this requirement.

**Resign other leadership roles within SAA.** Members of the Council may not serve as an officer, chair, or member of an SAA committee, board, section steering committee, as Editor of *The American Archivist* or Publications Editor, or as an official representative to an external organization (except where this service is mandated by the SAA constitution or bylaws or where the Council delegates such service to an officer or Council member). Based on a July 2013 decision of the Council, members of the Council may serve on SAA task forces when their expertise is useful in the matter of special concern. Council members should not typically serve as task force chairs unless a compelling reason exists for them to do so.

**Serve as a liaison to groups within the Society.** Each member of the Council is assigned as liaison to a number of committees and working groups, sections, and other groups (collectively referred to as “component groups”). As liaison, you are the link between the Council and the groups. You should be in periodic contact with the groups’ leaders to listen to their concerns, help them learn how to “navigate” within the Society, and communicate information from the Council.

- About six weeks before each Council meeting, the SAA staff sends a general notice to all leaders reminding them of the upcoming meeting and letting them know that Council liaisons will be in touch via email or phone. At least 30 days before each Council meeting, you should contact the leaders of your assigned groups to determine if they have any issues to bring before the Council. Many leaders are quite responsive, and an email exchange is sufficient. If you have not heard from a leader, you should try to follow up by phone. Your role as liaison is important to ensure that grassroots leaders feel connected to SAA’s goals.
- Many groups have well-established procedures and many leaders need no mentoring. To the extent that you have time, however, you should offer to help any groups that you think could benefit from a stronger program, better facilitation, or anything else to make the members’ participation more worthwhile.
- Please become familiar with the Leadership Resources page on the SAA website: <http://www2.archivists.org/governance/leaderresources>. The “Guide for SAA Leaders” on this page provides some general information based on the types of questions we’ve received in the past.

**The following questions and answers provide some clarification on your important role as liaison to SAA groups:**

*How can I improve the communication/information flow between the Council and the groups that I represent?*

Although the chair of each SAA group is responsible for reporting on the progress and needs of the group, Council liaisons are important facilitators in this process. Liaisons should stay in close contact with their assigned groups and should expect to be familiar with the activities and needs of the groups. In addition, Council members should provide information to help groups understand how to frame issues for Council consideration as appropriate. When action items are received from component groups, they should be sent to the president and executive director for placement on a Council agenda. An important (but not fun) task of liaisons is to “nudge” their groups to submit required annual reports. Although in the past Council members have attended as many of the groups’ meetings as possible at the Annual Meeting to provide updates to the groups about Council actions, in 2012 the Council decided to defer to the groups about how they wish to spend their face-to-face time at the Annual Meeting. Both Council and Program Committee members stand ready to present to their liaison groups – upon invitation.

*Whose responsibility is it to get new business on the Council table?*

Chairs are responsible for submitting new business to the Council, usually through their liaison (although sometimes through the officers or executive director). Chairs generally do not make a personal presentation to the Council unless specifically asked to do so. For this reason, liaisons must be familiar with group activities and be ready to provide the Council with pertinent information about the group. Component group chairs may not understand the cycle of SAA business, so effective liaisons stay in touch to assist such groups. Liaisons must ensure that any new business has enough lead time to be incorporated into the Council meeting agenda.

*Are there deadlines for bringing the concerns of SAA groups to the Council and placing them on the agenda?*

If you wish to have due deliberations about concerns raised by any member group, make sure to give the president and executive director sufficient time to consider the issue for inclusion on a Council agenda and to distribute any necessary documents. Following is our “standard” schedule (based on weeks out from the Council meeting):

5 Weeks Out	To ensure consideration of an agenda item, it should be submitted 5 weeks in advance of the Council meeting.
4 Weeks Out	The president determines the agenda based on information submitted to them and/or to the SAA office.
3 Weeks Out	All Council meeting materials are due to the SAA office.
2 Weeks Out	First posting of Council materials.
1 Week Out	Second and final posting of Council materials.

However, as the Council increasingly considers requests and recommendations via online deliberation and vote, Council members may suggest that a component group's concern be addressed between "official" meetings of the Council. Contact the president and/or executive director for information about initiating an online recommendation.

*Are regular reports expected from committees, boards, working groups, and task forces?*

Committees, boards, and working groups are expected to report to the Council on their work at least annually—and more often if specific tasks are assigned and/or funding is provided for additional meetings. Task forces are appointed to complete a specific task or set of tasks, and they should report to the Council on an appropriate periodic basis until the task(s) is/are completed, at which time they are disbanded.

*Should I attend any of their meetings?*

Most groups are delighted to have Council members attend their meetings, although scheduling conflicts during the Annual Meeting may make this difficult. Liaisons might wish to consult with chairs about attending some or all of the meeting. Remember that Council liaisons are not supposed to drive or direct these meetings; they are there to respond to questions and offer insights when appropriate. In recent years several groups (Publications Board, Committee on Education, Committee on Public Awareness) have been funded for a mid-year meeting so that they may complete work related to developing new products and services. The Council liaisons generally have attended those mid-year meetings.

**Each Council member is assigned a number of exhibitors to visit during exhibit hall hours at the Annual Meeting.** Exhibitors and sponsors are an important source of meeting support and non-dues revenue, and they're always grateful to receive thanks directly from SAA's leaders. Staff provides Council members with information about this important task in advance of the exhibit hall visits.

**Council members are encouraged to visit student chapters** in their geographic area, or to add on a student chapter visit when traveling. These informal visits give students a chance to ask questions of a leader in the field and to feel more connected with SAA. Occasionally a chapter may invite a Council member to make a formal presentation; agreement is at the Council member's discretion. Council members may be reimbursed for some travel costs. Contact the executive director in advance for details. Currently there is no Council liaison to student chapters; this role has been assigned to staff.

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## **First-Year Council Members**

Once officially seated, freshman members are expected to contribute to discussion on an equal basis with all other Council members. One may want to observe and listen at first, but everyone on the Council exercises the same responsibility for discussion and decision-making. By tradition, the first-year members are responsible for planning and

(with staff support) promoting and implementing the Leadership Orientation and Forum that is presented at the SAA Annual Meeting.

## **Second-Year Council Members**

Second-year Council members comprise a working group that, together with the staff, reviews the *Governance Manual* and proposes changes to it to ensure that it reflects current policies and procedures. Although the Council adopted a major revision of the Manual in July 2013, more work remains and a consistent review schedule must be maintained.

One second-year Council member is entrusted to facilitate Council meetings by wielding “the shovel,” a tool that is not described in any standard work on parliamentary procedure but that empowers the individual to close discussion when they deem that the discussion has become circular, excessive, or, in short, no longer of any real value. The recipient of the shovel is selected by the current holder and takes responsibility at the first meeting of the new Council at the Annual Meeting.

## **Third-Year Council Members**

By tradition, at the spring meeting all members of the Council (except the officers) elect a third-year member as their representative to the Executive Committee. This individual is responsible for participating actively in the Executive Committee and for making liaison assignments. The Executive Committee member also serves on the SAA Foundation Board of Directors.

Those third-year Council members who are not selected as the Executive Committee representative serve as members of the Nominating Committee. Often, but by no means always, individuals who are elected by the membership to serve on the Nominating Committee may have limited leadership experience within the Society. The Council members who serve on the Committee can, if necessary, ensure that the Society’s rules and values are respected and help troubleshoot the process if there are any problems.

## **Officer’s Roles**

In addition to other responsibilities, the 2019-2020 officers serve in the following roles:

***President:*** Liaison to 2020 Program Committee, Liaison to 2020 Host Committee, SAA Foundation Board of Directors (as a Class A member, not an officer).

***Vice President/President-Elect:*** Appointments Committee, Liaison to 2021 Program Committee, Liaison to 2021 Host Committee, SAA Foundation Board of Directors (as a Class A member, not an officer).

***Treasurer:*** Chair of SAA Finance Committee, SAA Foundation Board of Directors (as a Class A member, who also serves as the Foundation treasurer).

## SAA Conflict-of-Interest Policy

In the event that a member of the Society of American Archivists Council has interests that are in conflict with those of SAA, the Duty of Loyalty requires that the Council member be conscious of the potential for such conflicts and act with candor and care in dealing with such situations. A possible conflict of interest exists:

1. When a Council member or close relative is an officer, director, employee, proprietor, partner, trustee, or paid consultant in an organization that could be said in a business context to be “in competition with” SAA by offering one or more products or services similar to a product or service offered by SAA.
2. When a Council member or close relative is an officer, director, employee, proprietor, partner, trustee, or paid consultant of an organization that seeks to do business with SAA.
3. When a Council member or a close relative has an interest in an organization that is in competition with a firm seeking to do business with SAA, if the Council member’s position gives them access to proprietary or other privileged information that could benefit the firm in which they have an interest.

All Council members (and Foundation Board members) are asked to sign a conflict-of-interest disclosure form each year during their service. Consult with the president or executive director regarding when it may be appropriate to recuse yourself from Council discussions and/or votes.

## Meetings

### Council Meeting Dates

**Fall**—The fall Council meeting typically is held in Chicago in November. This meeting includes a full agenda, but a major segment is devoted to planning and discussion of strategic issues. All travel expenses for this meeting are fully reimbursed by SAA.

**Note:** This year, the Council plans to hold a two-day retreat in Chicago in early October, to focus on major issues for the Society and the profession. The usual fall meeting will instead be held virtually, most likely in early November.

**Winter**—The Council typically holds a two-hour conference call in late January or early February. On this call the Council discusses any business that has arisen since the fall meeting. (The SAA staff currently are exploring alternative tools to facilitate effective virtual meetings.)

**Spring**—The spring Council meeting, usually held in Chicago in May, focuses on the budget and includes planning for the upcoming Annual Meeting. Traditionally the

Council and the full SAA staff have dinner together. All travel expenses for this meeting are fully reimbursed by SAA.

**Summer**—Two Council meetings are held in conjunction with the Annual Meeting. The first is immediately before the Annual Meeting (typically on Monday or Monday/Tuesday) and is the final meeting of third-year members. New members are expected to attend; they may participate in discussion but may not vote. The second meeting usually is held on Saturday, and this is when the newly elected Council members are officially seated for the start of their term. Third-year members of the previous Council are encouraged to attend to report on their interactions during the Annual Meeting; they may participate in discussion but may not vote.

*See the “weeks out” table on page 3 for the schedule that applies to all Council meetings.*

## Council Meeting Procedures

Before each Council meeting, the agenda, reports, and other documents are placed on the “Council page” of the SAA website ([www.archivists.org/council](http://www.archivists.org/council)). Council members are expected to download and read these documents before the meeting. All meeting materials for the Council meeting – except in the rare instance of a confidential item – are released to the public at the same time that they are released to Council members.

The staff has developed a template for preparation of meeting materials, including action items, discussion items, and reports. To ensure efficiency of the meeting preparation process and effectiveness at the meeting, all Council materials must follow the template. See “Council Report Template” at the bottom of this web page:

<http://www2.archivists.org/governance/leaderresources>.

Council Meeting Agenda			
I.	COUNCIL BUSINESS		
II.	CONSENT AGENDA		
III.	STRATEGIC PLANNING		
IV.	ACTION ITEMS		
V.	DISCUSSION ITEMS		
VI.	REPORTS		
I.	COUNCIL BUSINESS (debrief/adjournment)		

The agenda is adopted formally at the beginning of the meeting.

At each Council meeting, members discuss the status of **strategic issues** that are identified and refined at the fall/winter meeting. A continuing goal of the Council and staff is to ensure that more attention is given over time to issues of strategic importance to the Society. View SAA's current Strategic Plan [here](#).

The Council uses a **consent agenda** as a means of addressing the agenda as efficiently as possible. Following is a brief description of a consent agenda: "Organizations having a large number of routine matters to approve often save time by use of a *consent agenda*, also called a *consent calendar* or *unanimous consent agenda*. This is a portion of the printed agenda listing matters that are expected to be noncontroversial and on which there are likely to be no questions. Before taking the vote, the chair allows time for the members to read the list to determine if it includes any matters on which they may have a question, or which they would like to discuss or oppose. Any member has a right to remove any item from the consent agenda, in which case it may be considered and voted on separately. The remaining items are then unanimously approved *en bloc* without discussion, saving the time that would be required for individual votes."

The **action agenda** includes reports carrying recommendations. Typically the Council discusses the recommendations presented before making motions based on the recommendations. In this way the Council has avoided many "negative" votes (i.e., voting not to approve a recommendation). Council liaisons are responsible for contacting those who have prepared recommendations to summarize the Council discussion and inform them of outcomes.

The **discussion agenda** contains items on which the president, a component group, or staff (for example) would like Council members' perspectives or feedback in order to determine how to proceed with an issue or project. It is not uncommon for a Council member to make a motion as a result of a discussion item included on this agenda.

The **reports agenda** contains routine business, items of an informational nature, and reports that are required for officers, component groups, and staff. Council members are given the opportunity to ask questions about reports, but reports are not routinely discussed in detail. Any Council member may ask that a routine item be taken off the discussion or reports agenda and placed on the action agenda.

Council meetings follow *Robert's Rules of Order*. By tradition, Council members' respect for each other and for civil discourse allows the meetings to be relatively informal in terms of parliamentary procedure. *Robert's* is more a safety net than standard operating procedure. However, motions and voting are more formal and are recorded in the Council meeting minutes. Council members are asked to raise their hands so that a roll for each vote can be recorded.

## Component Group Meetings

Council members may be appointed to a Council task force or Council working group and do serve as liaisons to SAA boards, committees, working groups, and task forces. In



some instances, the SAA budget may include funding for special meetings (i.e., outside of the Annual Meeting) of one or more groups. In those instances, Council members are also reimbursed for travel.

## **Staff**

The executive director and office staff are responsible for SAA's day-to-day operations. The Council sets policy and direction, but leaves implementation decisions to the executive director and staff. The executive director may ask the Executive Committee or the Council to approve expenses that have a significant impact on the budget.

The Executive Committee is responsible for evaluating the performance of the executive director. If you have concerns about the executive director's performance, you should work with the president or other member of the Executive Committee to bring those concerns forward.

In general, Council members are encouraged to work with the executive director rather than directly with the staff. Always remember that staff members work under the supervision of and are responsible to the executive director, not Council members. Although in some instances working directly with staff members is necessary and appropriate (e.g., staff and Council members often collaborate in Council workgroups or on specific projects), all staff assignments are made by the executive director to ensure that the overall plan of work is completed effectively and efficiently. Council members (and staff) should always ensure that the executive director is aware of these working relationships.

Members occasionally may comment on things that the SAA staff "should" be doing. Many of these ideas are excellent, but they may not be a priority for the organization. SAA's staff is talented and hardworking and is constantly looking for ways to improve member satisfaction and do their jobs better. In general, speak highly of SAA staff (because they deserve it) and remind members that staff members are neither omnipotent nor omniscient. Direct any complaints about a staff member to the executive director. For complaints about the executive director, suggest to the individual that they first take up the issue with the executive director. If no satisfaction is gained, encourage the individual to talk to the president directly.

## **Council Records**

The SAA office has responsibility to document the proceedings of the Council and to forward the proper documentation to the SAA Archives. If you suspect that you have some documents that should be added to the Archives but that are likely to have escaped the attention of the SAA office, contact the executive director. With a few exceptions, only the Council representative to the Executive Committee is likely to hold official records of a confidential nature. These should be disposed of in a prudent manner.

To access all Council meeting minutes, agendas, and materials:  
<http://www2.archivists.org/governance/reports>.

## Contact Information

If you have any questions or concerns, please contact the president, vice president, or executive director.

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