

# PROPOSED OAH CONSTITUTIONAL CHANGES

## 2011 OAH ELECTION



The OAH Executive Board recommends the following changes to the OAH Constitution. These changes were made either to clarify sections of the Constitution or to meet best practices in nonprofit governance.

### 1 • ARTICLE III, SECTION 1—MEMBERSHIP

**Current Wording:** Last sentence: “All classes of membership are eligible to participate in the affairs of the Organization.”

**Proposed Change:** Delete entire sentence.

**Rationale:** While members can participate in the affairs of the organization, there are different levels of membership therefore different levels of participation permitted. These levels of participation are spelled out in documents related to membership benefits and since these benefit levels change periodically, they should not be included in the OAH Constitution.

### 2 • ARTICLE IV, SECTION 1—OFFICERS & TERMS OF OFFICE

**Current Wording:** The officers of the Organization shall be a President, a President–Elect, who shall succeed to the presidency at the end of his/her term, a Vice President, who shall become President–Elect at the end of his/her term, an Editor of the *Journal of American History*, an Executive Director, and a Treasurer. The Editor and Executive Director shall serve as nonvoting members of the Executive Board.

**Proposed Change:** The officers of the Organization shall be a President, a President–Elect, who shall succeed to the presidency at the end of his/her term, a Vice President, who shall become President–Elect at the end of his/her term, an Executive Director, an Executive Editor, and a Treasurer. The Executive Editor and Executive Director shall serve as nonvoting members of the Executive Board.

**Rationale:** This change makes the titles of editor consistent since there are a number of editors at the OAH.

### 3 • ARTICLE IV, SECTION 3—OFFICERS/TERMS OF OFFICE

**Current Wording:** The President, President-Elect, and Vice President shall serve one-year terms. Members elected to the Executive Board shall be elected for three-year terms.

**Proposed Change:** The President, President-Elect, and Vice President shall each serve one-year terms. Members elected to the Executive Board shall be elected for three-year terms.

**Rationale:** This change clarifies that each officer serves a one-year term.

### 4 • ARTICLE IV, SECTION 5—OFFICERS/TERMS OF OFFICE

**Current Wording:** The Editor of the *Journal of American History*, the Executive Director, and the Treasurer shall be appointed by the Executive Board for a term of five years. The Executive Director shall be reviewed annually, the Editor biennially, and the Treasurer near the end of his/her fourth year. Reviews will be the responsibility of the Executive Board.

**Proposed Change:** The Executive Editor and the Executive Director shall be appointed by the Executive Board. The Treasurer shall be appointed by the Executive Board for a term of five years.

**Rationale:** The addition of the word “Executive” Editor clarifies to which Editor this passage refers. The removal of the last sentence relates to personnel issues and policies. According to nonprofit best practices, personnel policies should not be included in an organization’s Constitution. These policies can change frequently and presently are set by Indiana University.

### 5 • ARTICLE IV, SECTION 6—OFFICERS/TERMS OF OFFICE

**Current Wording:** The term of office of elected officers shall begin with the adjournment of the Annual Business Meeting.

**Proposed Change:** The term of office of elected officers shall begin with the adjournment of the OAH Annual Meeting.

**Rationale:** This change clarifies when the new board officers’ terms begin.

## 6 • ARTICLE V, SECTION 2—ELECTIONS/NOMINATIONS

**Current Wording:** Nominations shall be made by a Nominating Board of nine persons elected by the membership. Members of this board shall serve three-year terms, three being elected each year. The Vice President shall designate a chair from Board members serving in their second year.

**Proposed Change:** Nominations shall be made by a Nominating Board **including** nine persons elected by the membership. Members of the board shall serve three-year terms, **with** three being elected each year. **The President-Elect shall appoint one of the second year members to serve as Chair during his or her third year. The Second Past President shall also be a voting member unless unavailable for this service, in which case the President shall appoint another Past President to serve. The Executive Director will serve as staff liaison and will attend all meetings.**

**Rationale:** This change provides the Nominating Board with stronger staff support and with a recent President's experience with the affairs and needs of the organization.

## 7 • ARTICLE V, SECTION 2—ELECTIONS/NOMINATIONS

**Current Wording:** These nominations shall be communicated to the Executive Director before July 1 and to the membership before October 1 in an appropriate publication of the Organization.

**Proposed Change:** These nominations shall be communicated to the Executive Director before July 1 and to the membership before October.

**Rationale:** This allows for announcement in other venues, including electronic ones.

## 8 • ARTICLE V, SECTION 3— ELECTIONS/VOTING

**Current Wording:** The Executive Director shall prepare and mail by paper and email the official ballot to the membership at least six weeks before the annual meeting.

**Proposed Change:** The Executive Director shall prepare **and make available** the official ballot to the membership at least six weeks before the **OAH Annual Meeting**.

**Rationale:** This change allows for other ways for ballot to be made available to members.

## 9 • ARTICLE V, SECTION 3—ELECTIONS/VOTING

**Current Wording:** In case of a tie vote in the mail ballot, or in order to fill an emergency vacancy, the election in question shall be determined by ballot at the annual Business Meeting. When a vacancy occurs in the Executive Board with two or more meetings left in their term, the Executive Board candidate who received the next highest number of votes cast in the most recent election shall serve for the remainder of the term.

**Proposed Change:** **The Executive Board shall be empowered to fill all vacancies occurring between elections or a term of office and to resolve any tie votes.**

**Rationale:** This change expedites the process by which vacancies are filled so the Executive Board can efficiently function.

## 10 • ARTICLE VI—POWERS & DUTIES

**Current Wording:** The Executive Board shall have the final and legal responsibility for the well-being of the Organization.

**Proposed Change:** The Executive Board shall have the final and legal responsibility for the **management** of the Organization.

**Rationale:** Well-being is not a legal term, so word management has been substituted

## 11 • ARTICLE VI—POWERS & DUTIES

**Current Wording:** The Executive Board in consultation with the Executive Director shall have the authority to develop appropriate personnel procedures. The Executive Board shall be presided over by the President. It shall establish such committees from among its members as necessary to carry out its responsibilities in an efficient manner. A quorum of the Executive Board shall be seven voting members.

**Proposed Change:** The Executive Board shall be presided over by the President. It shall establish such committees from among its members as necessary to carry out its responsibilities in an efficient manner. A quorum of the Executive Board shall be seven voting members. **[Sentence regarding personnel procedures deleted.]**

**Rationale:** The removal of the first sentence relates to personnel issues and policies. According to nonprofit best practices, personnel policies should not be included in an organization's Constitution. These policies can change frequently and presently are set by Indiana University.

*The OAH Constitution and Bylaws may be found online: <http://www.oah.org/about/constitution.html>*