Transforming ALA Governance Task Force Report - January 2022

The Task Force

The Transforming ALA Governance Task Force (TAG) was appointed by the Executive Board in July 2021 with the charge: a) indicate and operationalize the culture changing principles of the Avenue M report, SCOE recommendations, the Forward Together work, and a new governance landscape, b) establish a regular governance review process, and c) assess the large projects that need to be addressed and create a plan to address them.

Task Force Members

- Amy Lappin, Chair
- Meg Delaney
- Liana Juliano
- Eldon (Ray) James
- Oscar Lanza-Galindo
- LeRoy LaFleur
- Kathy Carroll
- Patty Wong, Board Liaison
- Lessa Kanani'opua Pelayo-Lozada, Board Liaison

Staff Liaisons

- Tracie Hall, Executive Director
- Sheryl Reyes, Director of Governance
- Raymond Garcia, Special Assistant to the ED
- Marsha Burgess, Council Secretariat

Process

There was great hope that Council would be able to vote on new governance structures at ALA Annual in June 2021. The Forward Together Resolutions Working Group did an excellent job of preparing resolutions for Council's consideration, it became apparent that more time was needed to clarify and develop the final concept. FTRWG's Co-Chairs, Christina Rodriques and Jack Martin wrote in their final report, "We understand that many of the resolutions proposed by the FTRWG present additional questions and need for clarity and discussion." There has been a general consensus throughout the association that we get this right and not vote until there is a clear understanding of the road ahead.

On June 27, 2021, President Patty Wong announced a pause in the resolutions process to provide more time to create a plan to operationalize the data, information, and opinions that had been gathered, researched, and expressed to that point. The Transforming ALA Governance Task Force was created in July 2021 to complete this work.

The task force held a kick-off meeting August 24, 2021 and initially scheduled bi-weekly meetings. As the work required more frequent discussion, the task force began meeting weekly in mid-October.

Conversations in the beginning were centered on the details of structure and the number of representatives in various models, but once we pivoted to discussions about function and culture our work became focused and meaningful. Task Force discussions returned again and again to the ability to take advantage of the "brain power" in Council sessions. How do we make the work engaging for all Council members?

To arrive at TAG's recommendations, the task force meticulously focused on what had been communicated by Membership, Council, Staff and Leadership from across the Association. Namely, members are looking for change and the data provided in the work that has come throughout the past 5 year defined our task ahead. TAG's role was not to start over, but to synthesize the information and create a plan to implement all of the rich ideas that have been presented by those who came before TAG. We relied heavily on a variety of documents including:

EBD#12.12, 2018-2019 ALA Survey Results: Avenue M Presentation
EBD#10.1, 2019-2022 Steering Committee on Organizational Effectiveness (SCOE) Recommendations
ALA CD#37.1, 2020-2021 Forward Together Fiscal Analysis Working Group Report
ALA CD#46.1, 2020-2021 Forward Together Resolutions Working Group Resolutions Overview & Final Report
ALA CD#35 Forward Together Working Group Report
Forward Together Analysis, Committee on Organization/Constitution & Bylaws Committee, Joint Report to the ALA Executive Board, May 2020.

The TAG task force also spent time reviewing a comparative association governance structure analysis prepared for TAG by ALA staff as well as a Professional Practice Statement on Governance Structure from the Association Forum which provides association management research and best practices.

TAG was aided throughout the process with advice on procedure and suggestions for potential plans by ALA Parliamentarian Eli Mina who has worked with Council for almost two decades and has many years of experience with a range of associations and organizations. The chair also consulted with members in current committee leadership and past governance roles who have been instrumental in the governance transformation work over the past 5 years.

Preliminary conversations regarding the work of implementing recommended governance concepts were held in November with the chairs of the Committee on Organization (Jim Neal), Constitution and Bylaws Committee (Mike Marlin), and the ALA Council Resolutions Committee (Aaron Dobbs). While they do not have a role in TAG's work, it was important to make them aware of the potential recommendations and work that would be assigned to their committees if TAG recommendations are adopted at LibLearnX in January 2022. Depending on the outcome of potential votes taken by Council in January, COO, Constitution and Bylaws, and Resolutions are prepared for work that may be designated to their respective committees.

A narrative and two potential models were sent to Council in December 2021. Those are included at the end of this report. The TAG Task Force endorses the Advisory Council (one body), but has provided a second option, the Assemblies model, which provides for four representative assemblies (Chapters, Roundtables, Divisions, and Affiliates) as an alternative model for Council's consideration.

Points of Note Regarding the Recommendations:

TAG recommends that whichever body (Advisory Council or Assemblies) is adopted, that this body of knowledge act in an advisory role. The current governance structure allows for two policy making bodies (Council and the Executive Board). This adds a layer of complexity that most modern organizations avoid by having only one body in a policy making capacity. The Advisory bodies will deliberate on timely issues connected directly to issues that matter to membership providing expertise and understanding to the policy making body.

TAG recommends that the policy making and fiduciary body be a Board of Directors comprised of the current ALA President, the President-elect, the immediate Past President, the Treasurer, the ALA Executive Director, one Division member, one Round Table member, one member of the National Associations of Librarians of Color (NALCo), one member from Chapters, and three members elected directly by membership with those candidates being identified from the Nominating Committee or petition candidates. The BoD members representing a particular group will be elected by that group.

As task force members read through past reports and information that had been presented, a prominent and often repeated concern was representation. Who gets a voice? Who gets a vote? Who is at the table? Who is being heard? Who is being left out? TAG is recommending models for both an Advisory Council/Assemblies and a Board of Directors which rely on providing direct representation from across the association.

The ability to meet virtually means that both the Advisory bodies and Board of Directors have the ability to meet more frequently and at less expense to individuals willing to serve and the Association as a whole. TAG recommends that the advisory bodies meet four times annually. Three of those virtually and a hybrid meeting at ALA's Annual Conference.

To complete a transition to a new governance structure, there will also need to be a reexamination of the ALA Constitution and Bylaws. Work must be done to make the bylaws of the association less prescriptive and more adaptable.

A transition to any new structure will happen over a few years, but the Council can take steps to become a more effective and responsive body. Members would like to see cultural changes to the way Council business is conducted. TAG recommends an examination of steps that can be taken now to start the process.

The work ahead will continue to be detailed and at some points laborious, but must continue to move forward. Council is being given an opportunity to elevate the association's governance to be more responsive, inclusive, and engaged. It is a truly exciting time to be a part of the American Library Association. Thank you for the opportunity to contribute to this chapter in ALA history. If Council agrees to take the recommendations of TAG into the next phase towards completion of the work, members of the task force remain willing to serve.

Respectfully submitted,
Amy Lappin, Chair
On behalf of the Transforming ALA Governance Task Force

Initial Narrative with FAQs and Preliminary Model (Sent to Councilors through ALA Connect on December 29, 2021)

As stewards of the American Library Association, Councilors have long had an interest in making the governance of the Association strong, vibrant, and responsive. ALA has grown and governance has become more complex. We have added to our work, but we have rarely eliminated modes that are no longer working effectively for our members.

There have been efforts throughout the years to improve structures, but never in a completely holistic manner. In 2018, President Jim Neal took on the challenge of truly transforming ALA's governance. President Neal, with support from the ALA Executive Board, appointed the Steering Committee on Organizational Effectiveness (SCOE). SCOE's recommendations were presented to the Executive Board in October 2019 and the work transitioned to the Forward Together Working Group followed by the Forward Together Resolutions Working Group and the Forward Together Fiscal Analysis Working Group. Each group advanced the work.

After the June 2021 report of the Forward Together Resolutions Working Group at the ALA Virtual Annual Conference, it became clear that while we were getting closer to transformation, there were still areas that needed to be solidified. What would all these changes look like and what would need to happen to put them in place? The ALA Executive Board appointed the Transforming ALA Governance Task Force (TAG) in August 2021 to begin the process of finalizing the work.

TAG was charged to "indicate and operationalize the culture changing principles of the Avenue M recommendations, the Forward Together resolutions, establish a regular review process, and assess the large projects that need to be addressed and create a plan to address them." We have been guided by the recognition that ALA needs a nimble and accountable governance structure able to respond to the needs of our members. We have prioritized being an inclusive, effective, and responsive organization.

Beginning with our first meeting in late August, the Transforming ALA Governance Task Force has been reading through documents and reports including those from the Avenue M Group, contracted by ALA to conduct a membership survey for ALA, the Steering Committee on Organizational Effectiveness (SCOE), and the Forward Together Working Group (FTRWG). We looked at not only what we think would be in the best interest of ALA, but more importantly, what members voiced as being key to raising member engagement, supporting an inclusive governance path, and creating a more nimble, effective, and efficient association. We have also looked at comparable association governance structures.

To that end, we will be offering a plan to transform governance using cultural, functional, and structural perspectives with two potential models for Council's consideration that we believe would be successful for ALA's future. One model is an Advisory Council and the other creates four assemblies as recommended by

SCOE (chapters, divisions, roundtables, and affiliates). Both proposals create a new, highly engaged, and visible role for members within ALA. As we continue to finalize the recommended models, we would like to offer answers to some of the questions we anticipate you may have at this point.

Have you ever heard a colleague say, "I'm at the end of my 3rd year on Council. I finally understand how this works." Or "I'm at the end of my 3rd year on Council and *I finally understand what I am doing here*."
The association's governance should not be so complex that it takes even Council members months or even years to understand the system. All members attending a Council meeting should be able to follow the proceedings.

All members should be able to attend a meeting and understand *why* discussions are taking place. All members should be able to attend a meeting and understand *what* is being discussed. All members should be able to *quickly identify* how to communicate with the governing body to make their voices, including dissenting voices, heard.

The current Council model is large and complex. In a quick poll of Council members after a discussion about the future of Council in November 2020, 94% of Council members recognized that changes needed to be made. Council's work can be slow and focused on process and procedure rather than substantive discussion. Important conversations often take place outside of Council meetings where it is easier and more conducive to informally explore ideas and people feel less guarded about speaking up. The culture of ALA's governance must evolve.

Both models being analyzed by TAG offer direct representation from not only Divisions, Roundtables, and Chapters, but also seats for National Associations of Librarians of Color both at the advisory and policy making levels with the intention of guaranteeing representation by people who may be underrepresented in current structures. There will also be seats for at-large members elected directly from the membership.

We have heard concerns about how ALA members in general engage with governance. We believe that the new proposals both offer better representation on both the Advisory Council or Assembly levels and on the Executive Board level. It should be clear to members who represents them and who to contact with ideas, issues, and concerns. Direct paths to policy making and resolution creation exist in the proposals.

Importantly, TAG envisions either the Advisory Council or the Assemblies will act as a think tank. These members would serve as a consultative body and provide a high level of analysis and advice to the Board. Advisory Council or Assembly discussions would capitalize on having engaged and informed people available to discuss and debate issues relevant to library workers, libraries, and the profession acting as a think tank to the Association. These smaller groups will foster healthy debate and discussion. As meetings can now be hybrid or virtual, discussions can take place more often than twice a year. More frequent meetings would allow for timely responses as needs arise throughout the year rather than waiting for six months for resolution.

The current model of governance has two policy making bodies (Council and the Executive Board) which can lead to confusion. TAG is recommending that the Executive Board become a Board of Directors responsible for making policy. The Board of Directors would have direct representation from all areas of ALA. Board seats will be reserved for Divisions, Roundtables, National Associations of Librarians of Color, and Chapters with additional seats for at-large members. Divisions, Roundtables, National Associations of Librarians of Color and Chapters would elect their own Board members. The at-large members of the Board would be directly elected by the membership.

TAG would like to see the creation of a five-member Oversight and Review Board (ORB) to be appointed by the Board of Directors with recommendations provided by the Nominating Committee. The ORB would work independently and make regular reports to the Board on the effectiveness and efficiency of the Board of Directors and ALA governance as a whole. Any of the five members of the board or all five could attend any meeting of any entity in the Association. ORB members should have extensive executive experience in the Association but could not hold any office in the Association during their tenure on the ORB. Term of office will be five years and board members will not be eligible to serve additional terms. Good candidates may be past presidents, but general members may also be good candidates for the ORB.
Committee needs within the new governance model will be identified, designed, and reviewed at a later date by the Committee on Organization. Committees are not presented in our models as they fall outside of the scope of the work of the TAG Task Force.

TAG's structural models are also being shared with Council, but before delving into the particulars of structure, we hope you will take time to consider the functional and cultural considerations suggested here that are informing our conversations regarding structure. We are planning a forum in early January to engage Council members in a discussion heading into LibLearnX's virtual Council sessions. Council I will have space for informal discussion, conversation, and questions. We hope the first vote on structure can take place at Council II. If successful, the second vote on structure will take place at the Annual Conference in June 2022.

FAQs
I am a current Councilor. How does the change affect me?
It does not. All current and Councilors elected in the 2022 ALA elections will complete their full term as a Councilor.

Why are we making this change to Council?
The present governance structure is complex and can be slow to respond to the needs of our members. Through the work of the Avenue M Group, the ALA Steering Committee on Organizational Effectiveness (SCOE), the Forward Together Working Group (FTWG), and the Forward Together Resolutions Working Group (FTRWG), membership has let us know that the time has come for ALA to be a more inclusive, nimble, effective, and efficient association. We imagine meetings with rich discussion and debates responsive to the needs of the profession.

How would the new model align with our values of equity, diversity and inclusion?

TAG will be presenting two models for Council's consideration. Both models offer direct representation from not only Divisions, Roundtables, and Chapters, but also seats for National Associations of Librarians of Color, both at the advisory and policy making levels with the intention of guaranteeing representation by people who may be underrepresented in current structures.

Are there any changes being proposed to the Executive Board?
Yes. TAG is recommending that the Executive Board become a Board of Directors with direct representation from all areas of ALA. Board seats will be reserved for Divisions, Roundtables, National Associations of Librarians of Color, and Chapters with additional seats for at large members.

What happens to committees?
The Committee on Organization (COO) will be responsible for identifying the committees necessary for the new structure. COO is prepared to create and implement a plan for committees as it is within their charge.

When will this change take place?
In order to transform our current structure, Council will need to vote twice, once at LibLearnX and once at ALA Annual. Additionally, a special membership ballot will need to go out to the general membership to vote.

Who will be the policy making body in the new structure?
The Board of Directors will have sole policy making capacity. However, in both of the proposed models Council or the Assemblies will act as a think tank. These members would serve as a body of knowledge and provide a high level of analysis and advice to the Board. Council or Assembly discussions would capitalize on having engaged and informed people available to discuss and debate issues relevant to library workers, libraries, and the profession acting as a think tank to the Association.

The Transforming ALA Governance Task Force appreciates Council's patience as we worked through finalizing our recommendations. We look forward to the meaningful and engaging discussions ahead.

	CURRENT MODEL (Council and Executive Board)	MODEL I (Advisory Council)	MODEL II (Assemblies)
Governance Structure	Council is a policy making body	Advisory Council is an advisory body to the Board of Directors	Four Assemblies are advisory bodies to the Board of Directors
Representation	53 Chapter Councilors 8 Division Councilors 12 Round Table Councilors 100 At Large Councilors 12 Executive Board T **TOTAL: 185**	57 Chapter Councilors, 8 Division Councilors, 12 Round Table Councilors, 6 NALCO Councilors, 6 At Large Councilors **TOTAL of 89 Councilors**	Four assemblies: Chapter, RT, Division, Affiliates: 57 members of the Chapter Assembly; 8 members of the Division Assembly; 12 members of the Round Table Assembly; 26 members of the Affiliates Assembly **103 Total**
Terms	3 year staggered terms, No term limits	3 year staggered terms. Councilors may serve up to 2 consecutive terms	3 year staggered terms. Assembly members may serve up to 2 consecutive terms
Meetings	Twice a year - in person (virtual because of the pandemic)	4 times a year. 3 virtual and 1 hybrid at ALA Annual	4 times a year. 3 virtual and 1 hybrid at ALA Annual
Board of Directors functions	The Executive Board acts for Council in the administration of established policies and programs and manages, within this context, the affairs of the Association. The Executive Board reviews and assesses fiscal matters of the Association	Policy making and fiduciary responsibilities	Policy making and fiduciary responsibilities
Number of people on Board of Directors/Executive Board	13	12	12
BoD Composition	President	President	President

	CURRENT MODEL (Council and Executive Board)	MODEL I (Advisory Council)	MODEL II (Assemblies)
	President-Elect	President-Elect	President-Elect
	Past President	Past President	Past President
	Treasurer	Treasurer	Treasurer
	Executive Director	Executive Director	Executive Director
	8 Members elected directly by Council. Members of the Executive Board are members of Council	1 Division Member (elected by Divisions)	1 Division Member (elected by Divisions)
		1- Round Table Member (elected by RTs)	1- Round Table Member (elected by RTs)
		1- NALCo Member (Elected by NALCos)	1- NALCo Member (Elected by NALCos)
		1- Chapter Member (Elected by Chapters)	1- Chapter Member (Elected by Chapters)
		3- Elected directly from Membership (6-9 candidates identified by the nominating committee & acceptance of petition candidates. Councilors or assembly members could be petition candidates).	3- Elected directly from Membership (6-9 candidates identified by the nominating committee & acceptance of petition candidates. Councilors or assembly members could be petition candidates).
Terms	3 year staggered	3 year staggered	3 year staggered
Meetings	Currently meeting virtually monthly with 4 annual in person meetings	Monthly; In person at Annual, hybrid at LLX, one additional in person meeting and all others virtually	Monthly; In person at Annual, hybrid at LLX, one additional in person meeting and all others virtually