

## BY-LAWS: ARTS COUNCIL OF THE AFRICAN STUDIES ASSOCIATION

Revised Version November 2008

### ARTICLE I: SCOPE

The name of the organization will be the Arts Council of the African Studies Association (ACASA). ACASA is an independent professional association affiliated with the African Studies Association and the College Art Association. Membership is open to teachers at all levels, museum professionals, researchers, writers, creators, students, and others interested in African and African Diaspora material and expressive culture, traditional, modern, and contemporary, in all its forms, including but not limited to architecture, dance, dress and adornment, music, painting, sculpture, ceramics, and textiles. The organization exists primarily to facilitate the attempts of a world-wide audience to understand and share the experience of African arts.

### ARTICLE II: OBJECTIVES

To encourage and promote:

- A. the highest standards of ethical and professional behavior;
- B. a Triennial meeting of scholars as well as periodic meetings within the frameworks provided by meetings of learned societies and other organizations and institutions for the purpose of reporting and discussing research and other matters affecting the field;
- C. expansion of research and scholarship about African and African Diaspora arts;
- D. liaison with African and African Diaspora scholars, artists, and institutions concerned with the African cultural heritage;
- E. the teaching and appreciation of African and African Diaspora arts at all levels and among all sectors of society;
- F. the publication of writing about African and African Diaspora arts;
- G. the exhibition of works of African and African Diaspora arts; and
- H. free and open access to, and expression and exchange of ideas about, works of African and African Diaspora arts and information associated with them.

### ARTICLE III: STRUCTURE

Section 1. The governing body of ACASA will be its Board of Directors, consisting of no fewer than eight and no more than twelve Directors, a Secretary/Treasurer, and the immediate Past President. The eight to twelve Directors include the Vice-President and President. All members of the Board of Directors and the Secretary/Treasurer will serve three-year terms. At least four Directors and the Secretary/Treasurer will be elected every three years at the annual ACASA business meeting beginning with that scheduled in

conjunction with the ASA meetings of 1987. The other four (or more) Directors will be elected at the Triennial Symposium on African Art scheduled every three years in the spring beginning with the 1989 Triennial. Each newly elected class of board members can contain up to two members who have served in the previous three years and who are willing to continue their service. The total number of re-enlisted board members should not exceed twenty-five per cent of the total board.

Section 2: Each Board of Directors newly constituted during the election years will elect one of the Directors to serve as Vice President. The Vice President shall also be the President Elect, and shall succeed the President at the end of his or her term of office. The position of Vice President and President each have a term of approximately one-and-one-half years as defined by the interval between the ASA election meeting and the Triennial election meeting. The office of the immediate Past President will extend over this same period of time.

Section 3: The Newsletter Editor will be elected from the board of directors by the Board for a three-year term.

#### ARTICLE IV: DUTIES OF OFFICERS

- A. The President will act as chief executive officer. He/she will call, develop agendas for, and chair meetings of the Board of Directors and of the Annual Business Meeting, with the stipulation that there will be at least one meeting of the Board of Directors each year and as many conference call meetings as necessary. The President will appoint members of the Board of Directors to chair and serve on standing and *ad hoc* committees. The President will be an *ex officio* member of all committees.
- B. The Vice President will replace the president at his/her request at all functions and in all capacities. The Vice President will assist the President by chairing committees or overseeing special projects.
- C. As furnished by the President, the Secretary/Treasurer will distribute the agenda for each Annual Business Meeting and meeting of the Board of Directors at least two weeks before the meeting in question. He/she will record minutes and report them to members of the Board of Directors and to the Newsletter Editor for dissemination to ACASA members. Whenever directed by the President, he/she will perform the same duties for an ACASA committee, provided that in the absence of the Secretary, the Chair of the committee may designate any member to act as Secretary. The Secretary/Treasurer will keep the membership lists and accounts of the organization, opening the account books and roster to members and submitting a financial report at each Annual Business Meeting and meeting at the Board of Directors. He/she will disburse the organization's funds as

directed by majority vote of the Board of Directors.

- D. The Newsletter Editor will edit, produce, and distribute the ACASA Newsletter.

## ARTICLE V: COMMITTEES

Section 1. The Board may create such standing or ad hoc committees as it may consider desirable to carry out the mission of ACASA. With the advice and consent of the Board, the President shall appoint the chair and members of all committees not already specified by the By-laws and to fill all vacancies therein. Board members normally serve on at least two committees of the Board. Committee assignments are reviewed and revised whenever there is a change in ACASA President, and whenever the need arises. A brief description of each committee and list of its members shall be posted on the ACASA website.

Section 2. Membership of each committee shall include at least one member of the Board, who shall act as the liaison to the Board and report at each regular Board meeting.

Section 3. The Standing Committees shall be:

- Triennial Committee: coordinates the sites for Triennial Conferences and for working with the local conference planning committees
- External Relations Committee: serves as liaison with the African Studies Association and College Art Association. Liaison responsibilities may include submission of new items for inclusion in relevant journals and newsletters, participation in the planning of annual meetings in order to ensure optimum representation for African and African Diaspora arts, consultation with the editors and publishers of journals and books, and advocacy in cases involving professional privileges or ethics.
- Nominating Committee: suggests possible slates of nominees for the Board of Directors and the Vice-President, collecting candidate statements, reviewing self-nominating candidates, and encouraging greater awareness among members of opportunities to serve ACASA. The procedures and members of the Nominating Committee are described in more detail in Article VI.
- Membership Committee: explores and implements ways to recruit and retain members.
- Website Committee: maintains and, when necessary, revises ACASA's website and other electronic and digital initiatives.

Section 4. After two years, an ad hoc committee shall be reviewed to determine if it should be continued as an ad hoc committee, become a standing committee, or be dissolved.

Examples of ad hoc committees currently include: By-laws Committee, Textbook Committee.

## ARTICLE VI: ELECTIONS

Section 1: The Board of Directors will designate two Board members and two ACASA members who are not Board members to form a Nominating Committee, which will nominate candidates to stand for the Board of Directors. The Chair of the Nominating Committee will be one of the two Board members. The Nominating Committee will present to the Board for approval sufficient candidates to fill vacancies on the Board due to completion of terms. Two additional candidates may be proposed, in accordance with Article III. The Nominating Committee will also notify ACASA members in a timely fashion of the procedure for self-nominating or nominating others. Such nominations from members-at-large can be made by the signatures of ten members in good standing in support of a candidate, sent to the Chair of the Nominating Committee. All nominees must be members in good standing. All nominees must send the Nominating Committee a letter indicating that he or she is willing to serve and a brief statement of qualifications and intentions. This must be submitted in time for inclusion in the issue of the ACASA Newsletter to appear prior to the election and for posting on the ACASA website.

Section 2. The Board will nominate the Vice-President/President-Elect from the incoming Board members, to be ratified by the membership, either by secret ballot at the Business Meeting or by such electronic means deemed reasonable and fair by the Board of Directors.

Section 3: In fulfilling its responsibilities, the Nominating Committee will pay due attention to the diversity of ACASA's membership.

Section 4. Election shall be by secret ballot at the Business Meeting at the ASA annual meeting, or at the Triennial Symposium on African Art, whenever the election takes place, or by such electronic means deemed reasonable and fair by the Board of Directors. The results will be tabulated by the Secretary/Treasurer and announced at the Business Meeting. In the event of a tie, a runoff election for the two candidates by secret ballot will be carried out at this meeting. Only members in good standing may vote in elections.

Section 5. Vacancies occurring on the Board of Directors through resignation will be filled by majority vote of the Board of Directors, with a replacement elected at the next Annual Business Meeting to fill out the remainder of the term in question.

## ARTICLE VII: MEETINGS AND PROCEDURES

Except as provided for elsewhere in these By-laws, action on all questions will be by majority vote of the Board of Directors. The Annual Business Meeting of ACASA will be held in conjunction with the Annual Meeting of the ASA. A Business Meeting and Elections will also be held every three years at the Triennial Symposium of African Art. There will be an ACASA meeting or event at the College Art Association conference. Other general meetings may be convened, with sufficient notice to the membership, at the discretion of the

President and with the approval of a majority of the Board of Directors. A quorum at the Annual Business Meeting or other general meeting will consist of 10% of the combined total of Regular and Special Members. A quorum of the Board of Directors will consist one more than half its members. At the request of a majority of the Board of Directors, or of a majority of members in attendance at the annual Business Meeting, or by petition of 10% of the membership, any question may be referred to the Regular and Special membership for vote by mail or electronic ballot. A majority vote of Regular and Special members shall be required for ratification of such questions. The current edition of Robert's Rules of Order will govern procedure in matters not covered by the By-laws.

## Summary of Changes

### Article I: Scope

- ACASA is affiliated with CAA, in addition to ASA
- ACASA's mission includes African Diaspora arts

### Article II: Objectives

- Triennial conference is one of main objectives

### Article III: Structure

- Change fixed number of Board members (10) to flexible one (10-14)
- Up to 2 Board members each election cycle may be "re-enlisted" from Board members whose term is ending
- Delete previous President Pro Tem position and add Vice-President position. The Vice President is the President Elect, and will serve 1-1/2 years as V-P, 1-1/2 years as P, and 1-1/2 years as P-P.

### Article IV: Duties of officers

- Board will meet via conference call in addition to annual meeting
- Board members expected to serve on 2 committees
- Deleted Standing Committees: Social Sciences; Arts and Humanities
- Added Standing Committees: Triennial, External Relations (CAA and ASA liaisons), Nominating, Membership, Website

### Article V: Elections

- Retained structure of Nominating Committee proposing slate of candidates as well as procedure for self-nomination
- Board will nominate Vice President from the incoming Board members
- Candidates names and statements will be posted on ACASA website
- Nominating Committee will consider diversity of Board members
- Electronic voting

### Article VI: Meetings and procedures

- Meeting or event at CAA, in addition to annual meeting at ASA and Triennial