

LA as Subject Charter and By-laws

Approved December 11, 2017

I. MISSION STATEMENT

LA as Subject is a collaborative of organizations and individuals dedicated to improving the visibility, access, research, and preservation of archives and collections documenting the rich history of the Los Angeles region. LA as Subject seeks to articulate the challenges posed by the large and complex subject of “Los Angeles,” broadly defined, with its diverse languages, peoples, neighborhoods, geography, institutions, environments, cultures, and histories. LA as Subject provides opportunities for networking among all our members and with the larger public on the major issues affecting archives and collections pertaining to Los Angeles.

LA as Subject pursues the following goals:

- (1) Improve visibility of and access to archives with Los Angeles-focused collections through such activities as publishing collection information via the LA as Subject directory and annual Los Angeles Archives Bazaar website, exhibits, grant-funded projects, and programs.
- (2) Promote a more inclusive narrative of Los Angeles by encouraging researchers of all backgrounds and experiences to use member archives.
- (3) Promote services to archives with Los Angeles-focused collections on such issues as preservation, documentation, exhibition, fund-raising, and public outreach.
- (4) Advocate for the preservation and long-term sustainability of Los Angeles-focused archival collections through outreach to professional, governmental, and educational organizations who have an interest and/or the resources to support the well-being of archives.

LA as Subject maintains an online directory of archives and collections that preserve historical materials related to the Los Angeles region. The directory provides a cross-section of the varied cultural materials held by local institutions and community groups, large and small. It is intended not only to provide a key to specific archives and collections, but also to serve as a map for locating people, places, and the contributions of organizations, individuals and communities to the region's diverse and unique cultural heritage.

II. MEMBERSHIP

A. Eligibility

Membership is open to any public or private institution, organization, or individual committed to identifying, preserving, utilizing, and disseminating the primary records of the Los Angeles region.

A prospective member submits an application form to the LAAS Coordinator, who transmits the form, together with any comments, to the Executive Committee, which approves admitting members at bimonthly meetings.

B. Member Rights

Members have full access to the members website, may attend functions and meetings, serve on committees, run in Executive Committee elections, vote in elections, receive news through the LA as Subject listserv, promote upcoming events, and take advantage of the many opportunities to network within the region's archival community.

Members that hold, produce and/or preserve materials about the Los Angeles region, and provide researchers reasonable access to these materials may be listed in the LA as Subject directory. Members in good standing receive priority for exhibiting at the annual Archives Bazaar and are eligible to participate in grant funded collaborative projects. Independent units of larger entities (e.g., the Special Collections Department, Map Library, and Business School Archive of the same university) are each eligible for a separate membership, with separate profiles in the directory, provided they are separately administered and distinct in collection scope.

C. Member Responsibilities

In order to establish membership and remain a member in good standing, members are required to participate in at least **one** of the following activities per year:

- Attend a membership meeting
- Host a membership meeting
- Provide content to LAAS website
- Volunteer at *History Keepers* or other exhibition in which LAAS participates
- Serve on Executive Committee
- Lead a tour or workshop

In addition, members with directory listings must designate and keep current information on a primary contact person, and ensure that their information is up to date in the directory.

The Membership & Nominating Lead from the Executive Committee will review members' qualifications annually.

III. ORGANIZATIONAL STRUCTURE AND GOVERNANCE

LA as Subject is a self-governing body that operates on the basic principle of majority vote. It is comprised of the general membership and an Executive Committee.

A. General Membership

LA as Subject shall hold regular general membership meetings run by the Chairperson. In the absence of the Chairperson, the Coordinator shall convene and run meetings. If neither the Chairperson nor the Coordinator can be present, then the attending members of the Executive Committee may conduct business by common consent, provided that a quorum is present.

These meetings are intended to advance member interests through presentations, networking, institutional tours, workshops, and other programming. All members are encouraged to attend general

membership meetings to contribute to the evolution of LA as Subject and the online directory. Any member may propose LA as Subject goals or actions to any member of the Executive Committee, either at regular meetings or individually.

General membership meetings are also open to nonmembers, but only members may vote in LA as Subject decisions and actions. Decisions shall be reached by a simple majority vote of attending members during meetings, provided there are more general members present than members of the Executive Committee.

LA as Subject has no authority to alter the mission or activity of any member archive. No decision shall be considered binding on any member archive or collection.

B. LA as Subject Coordinator

The LA as Subject Coordinator is employed by the Host Institution and participates as a non-voting member of the Executive Committee. The primary duties of the Coordinator are:

- To serve as deputy to the Chairperson, chairing meetings in the Chairperson's absence
- To serve as liaison and coordinate communications between LA as Subject, the Host Institution, and the general membership
- To coordinate all LA as Subject projects, events, and meetings
- To serve on Ad Hoc committees as needed
- To coordinate the continuous updating of the online directory, website and listserv with Host Institution administrators
- To partner with the Host Institution's Communications and Public Programming staff and other departments, as appropriate, to develop, implement, and promote LA as Subject-related events, including the Los Angeles Archives Bazaar

In the selection and hiring of the LAAS Coordinator, the Chairperson shall serve on the Search Committee of the Host Institution whenever possible.

The Coordinator cannot represent the Host Institution's membership interests. A separate representative for the Host Institution as a member of LA as Subject is recommended.

C. Executive Committee

LA as Subject shall be governed and administered by the Executive Committee. The primary responsibility of the Executive Committee is to set objectives and goals for the coming year, based upon suggestions, interests, and concerns of the general membership, and guided by the Mission Statement. The Executive Committee will also serve as an Appeals Board open to any member of LA as Subject to assure that all members' interests are taken into account and that no single institution or constituency shall dominate the proceedings of the collaborative.

General members are encouraged to recommend agenda items to the Chairperson, the Coordinator, or any other member of the Executive Committee. Items shall be included at the discretion of the Chairperson, who shall make every effort to give full consideration to the concerns of all members of the consortium.

Collectively, the Executive Committee shall promote growing and active membership and participation in LA as Subject events and activities, through the most effective available means of communication and by overseeing the update and maintenance of the online database. It is the responsibility of all Executive Committee members to advocate for the organization and ensure its sustainability.

Activities to be advanced by the Executive Committee and any Ad Hoc Committees are grouped into several functional themes below, but it is recognized that not all of these activities can be practically addressed at all times, and that future activities may be added. It is the responsibility of the Executive Committee to ensure that the most vital and timely activities are always attended to.

- Membership

To promote growing and active membership and participation in LA as Subject events and activities through the most effective available means of communication. To supervise updates to the online membership database. The Executive Committee includes a Membership Lead to assure that these functions are carried out effectively.

- Visibility and Access

To improve visibility and access to archives with Los Angeles-focused collections through such activities as editing and publishing collection information via its online database and website, hosting events that bring together archivists, researchers, and the public, and arranging tours of archives, collections, and exhibitions.

- Services to Archives

To promote services such as training workshops for archives with LA-focused collections on such issues as preservation, documentation, exhibition, fundraising, and public outreach. Where such services are provided by other organizations, this committee shall seek to avoid duplication of efforts by co-sponsoring, coordinating and publicizing those services to members and avoid duplication.

- Research, Scholarship, and Collection Usage and Development

To expand the research and scholarship on Los Angeles through the use and dissemination of member collections through research publication, tours, workshops, and lectures about the content of the collections. To help to discover and develop new collections.

- Advocacy

To advocate for the interests of archives with LA-focused collections through professional and educational organizations whose activities affect the well-being of member archives. To support endangered archives at risk for any reason. To collaborate with other organizations doing similar work. To engage in public policy debates and activism wherever the interests of archives and collections are at stake.

The Executive Committee shall be composed of the following positions:

1. Chairperson

The LA as Subject Executive Committee Chairperson is elected directly by the general membership.

The duties of the Chairperson are:

- To set LA as Subject agendas and run the bimonthly general membership meetings and bimonthly Executive Committee meetings, with input from members of the Executive Committee and/or the general membership
- To manage the process of filling vacancies among the elected positions on the Executive Committee through interim appointments as needed
- To assist in guiding the goals and objectives for the Executive Committee and LA as Subject
- To ensure ongoing communication during the periods between the general membership meetings, and Executive Committee meetings

In the best interest of assuring broad community representation, the LA as Subject Chairperson must not be an employee of the Host Institution.

If for any reason the LA as Subject Chairperson vacates their office prior to the end of their term, the LA as Subject Coordinator, as deputy of the Executive Committee, along with the Executive Committee Membership & Nominating Lead, shall expedite the process of nominating and electing a new Chairperson.

2. Secretary

The Secretary takes notes at every general membership and Executive Committee meeting and distributes them via the LA as Subject listserv and website.

3. Programming & Education Lead

The Programming and Education Lead works with other members to develop and coordinate workshops, training, lectures, and other events that advance the knowledge base of the members or inform the public about archive work and collections.

4. Exhibits Lead

The Exhibits Lead explores opportunities for LA as Subject exhibits and coordinates the annual History Keepers exhibit, which is a collaborative between LA as Subject and the California Historical Society.

5. Archives Bazaar Committee Lead

The Archives Bazaar Committee Lead takes charge of the committee that develops the programming for the Bazaar and works closely with the event's logistical team at USC and the LAAS Coordinator.

6. Publicity & Outreach Lead

The Publicity & Outreach Lead works on procuring content for the LAAS website and works with the USC Libraries' Manager of Academic Events & Programming Communications in posting on the various LAAS social media outlets.

7. Membership & Nominating Lead

The Membership & Nominating Lead identifies members who can potentially serve on the LAAS Executive Committee and annually reviews general member qualifications.

8. LA as Subject Coordinator

The LAAS Coordinator interfaces with USC and acts as the membership liaison. See Section III.B.

No more than half the members of the Executive Committee may be employees of the Host Institution. In the absence of the Chairperson at Executive Committee meetings, the Coordinator shall convene and run Executive Committee meetings. If neither the Chairperson nor the Coordinator can be present, then the attending members of the Executive Committee may conduct business by common consent, provided that a quorum is present. A quorum shall be a simple majority of the total membership of the Executive Committee. If necessary, absent members may vote via e-mail. In the case of tie votes taken by the Executive Committee, the Chairperson shall decide the issue with an additional vote.

D. Ad Hoc Committees and Special Project Initiatives

The Executive Committee may, at its discretion, establish any number of Ad Hoc Committees to achieve the objectives that fall within its responsibilities. Membership in these committees may be drawn from the Executive Committee or from the general membership.

Any member may submit a proposal for a special project that aligns with LA as Subject's goals. Proposals must include the objective of the special project, the means of achieving that objective, and any deliverables. Executive Committee members will review and approval proposals at bi-monthly Executive Committee meetings.

IV. TERMS OF OFFICE, ELECTION PROCEDURES, ATTENDANCE, AND VOTING

All voting members of the Executive Committee are elected by the general membership, and shall serve for two-year, staggered, renewable terms.

A. Terms of Office

The term of office for all elected officers of LA as Subject shall be two years, and shall run from the first general meeting in August of the year in which the officer is elected to the first general meeting in August two years later. Elections will be held every June to fill any vacancies caused by the completion of terms of office or by resignation.

In the event of a vacant Executive Committee position in advance of June elections, remaining Executive Committee members may appoint an interim Executive Committee member to fill the vacancy. Interim Executive Committee members have full voting rights and remain on the Committee until the next election.

B. Election Procedures

Elections shall be held annually at the Annual General Meeting in June. All officers shall be elected by the full membership through online balloting prior to, and supplemented by print balloting at, the Annual General Meeting in June.

1. Nominating Committee

During the three to six months preceding each annual election, the Membership & Nominating Lead of the Executive Committee and the Coordinator shall serve as the Nominating Committee, canvassing the general membership to identify persons willing to serve as Chairperson and as members of the Executive Committee. The complete slate must be publicized to the full membership at least two weeks prior to the Annual General Meeting.

Any member in good standing shall be eligible for any office, excepting that the Chairperson cannot be an employee of the Host Institution.

Any member in good standing may nominate to the Nominating Committee a candidate for election, provided this nomination is made not later than three weeks prior to the Annual General Meeting.

The Nominating Committee shall ensure that the number of candidates for the Executive Committee who are employees of the Host Institution is not such that, as a result of the election, employees of the Host Institution will constitute a majority of the Executive Committee.

Each nominee must confirm in writing to the Nominating Committee that they are willing to serve on the Executive Committee, and submit with this confirmation a brief statement of their primary organizational affiliation (including “independent”), and reasons for wishing to serve as an officer. The Nominating Committee shall include these statements in the slate that is distributed to the full membership two weeks prior to the Annual General Meeting.

An election will not be held if the Nominating Committee is unable to obtain at least one nominee. The Executive Committee, at its discretion, may appoint interim Executive Committee members to serve until the following year’s election.

2. Elections

Voting shall be by secret ballot. The Coordinator shall create and administer electronic and paper ballots. Online ballots may be submitted to the Coordinator up until midnight the day before the Annual General Meeting. Members attending the Annual General Meeting who have not cast an online ballot may vote by paper ballot.

Immediately upon collection of all marked paper ballots, the Coordinator shall count all ballots received, both electronic and paper, and announce the results to the full membership immediately upon completion of the count. In the case of a tie, an immediate run-off election shall be held, unless one of the tied candidates voluntarily concedes by withdrawing his/her candidacy.

V. RECORDS

Notes of each general membership and Executive Committee meeting shall be taken by the Executive Committee Secretary and include an agenda, broad overview of discussed meeting topics, and details of major decisions as needed. Notes of the general membership meetings shall be approved at the next general membership meeting; those of the Executive Committee shall be approved at the next meeting of the Executive Committee. After discussion and approval, all of these notes shall be posted by the Secretary on the LA as Subject website, and distributed to the general membership via the listserv.

VI. MEETING CALENDAR

Meetings of the Executive Committee shall be held at least four times per year, but may be held more often if the Committee members agree that more meetings are necessary for any reason. The precise day shall be at the discretion of the Executive Committee, but these meetings shall be spaced evenly across the calendar year, with at least one meeting held during each quarter.

General membership meetings shall be held not less than four times per year, and not more than six. Every effort shall be made to rotate the location of these general membership meetings among the member archives, depending on availability and capacity. A cosponsored workshop or any other special event may be scheduled either as a general membership meeting or apart from the general membership meeting schedule.

At least one general membership meeting shall be held during each quarter, and as often as every other month, inclusive of the Annual General Meeting. The precise dates for these general membership meetings shall be set by the Executive Committee and publicized to the general membership by the end of January of each year.

LA as Subject shall hold one Annual General Meeting in June of each year. The purpose of this Annual General Meeting is to provide an occasion for the full membership to participate in the reports and governance of LA as Subject. This meeting will be the occasion for the annual election of officers.

VII. IMPLEMENTATION

This revised Charter and By-laws of 2017 is to codify amendments voted on by the general membership in December 2017, effective January 2018.

Major amendments to the Charter include the addition of By-laws to the document's title, addition of member responsibilities, outlining of Executive Committee member roles and responsibilities, and the option for members to propose special project initiatives. The Executive Committee distributed an initial draft to the general membership for comment in October 2017, and a final draft for general membership vote in December 2017.

This Charter and By-laws shall become effective immediately by vote of the general membership, and its full text shall be posted, on the LA as Subject website.

Any previous versions of the Charter and the document called the "LA as Subject Mission, By-Laws and Strategic Plan" and the "LA as Subject Archives Forum Charter," approved by the general membership in November 2004 and November 2007 respectively, shall no longer be in effect.

VIII. AMENDMENTS

This document shall be considered a durable Charter and By-laws for the future and for the consistent operation of LA as Subject. If and when amendments are considered necessary by a majority of the membership, such proposed amendments may be submitted to the Executive Committee for consideration. If the Executive Committee concludes that the proposed amendment(s) are beneficial and consistent with LA as Subject's mission statement, they shall be submitted to the full membership at

least one month prior to the June Annual General Meeting, and shall be adopted when approved by a majority vote of those present at that meeting. The approved amendments shall take effect immediately and the newly revised Charter and By-laws shall be posted on the LA as Subject website promptly thereafter.