

# PROPOSED CONSTITUTIONAL AMENDMENTS PROVIDING FOR “AT-LARGE” ELECTION OF COUNCIL MEMBERS

The Council, at its November 2008 meeting, passed a motion recommending to the 2009 annual meeting constitutional amendments having the effect that approximately one-third of the elected Council membership would, as soon as practicable, be elected “at large,” by the entire membership, with the other two-thirds continuing as at present to be elected by and from their respective districts, with both types serving overlapping three-year terms. More precisely, the proposed amendments call for twenty Council members to be elected by and from districts (two from each of ten districts) and nine to be elected at large (three a year).

Hence there would be a change in the size of the Council, from thirty to twenty-nine elected members, and of the electorate voting for nine of those members; to avoid an imbalance in Council membership, no more than two of the at-large members could come from any one district. Aside from this, the proposed changes maintain the status quo regarding elected Council members in most particulars: the number of districts (ten), the length of terms (three years), the nominating process (through the Nominating Committee or by petition), the election criterion (plurality vote), constraints on reelection (two-term limit), the definition of a Council quorum (ten directly elected members), constraints on election to the Executive Committee (no two from the same district), and the relationship of Council members to state conferences (nonvoting ex officio member of governing committees).

Because the Association’s restructuring process, approved at the 2008 annual meeting, is still pending, the proposed change to Council elections presents language not only for the “current” constitution, but also for the prospective “post-restructuring” constitution, in order to keep the two compatible for the date when the latter becomes effective. The new pattern of elections would be phased in over a three-year period, beginning with the elections of 2010, and would become fully effective with the elections of 2013.

The parts of both constitutions that describe districts, Council membership, and elections all fall within Articles IV and V. In the specific constitutional language presented below, the entire text of those subsections where changes are proposed has been included.

Proposed deletions are indicated by strikethrough and proposed additions are in bold.

Any comments should be addressed to the AAUP’s Washington office, care of the Committee on the Organization of the Association, or sent by e-mail to [jkurland@aaup.org](mailto:jkurland@aaup.org).

## Proposed Amendments to Current Constitution

### Article IV—The Council

1. The Council of the Association shall consist of **(a) the president, the vice-presidents, the secretary-treasurer, (b) the chair and immediate past-chair of the Assembly of State Conferences, and (c) the chair and immediate past-chair of the Collective Bargaining Congress, together with (d) the former presidents for a period of three years immediately following their term as president shall, and (e) twenty-nine directly elected with thirty elective members, constitute the Council of the Association. Ten members of the Council** who shall be elected each year in the manner provided in this Constitution, to serve for three-year terms; **that expire** according to the provisions governing the terms of the officers.
3. As a representative of ~~both~~ the Association ~~and a district~~, each member of the Council shall promote the exchange of ideas between the Council and the membership. A Council member may receive and transmit to the Council the proposals of members, chapters, and state conferences within the member’s district. A council member shall be a nonvoting *ex officio* member of the governing committees of those conferences.
4. Meetings of the Council shall be held in connection with the Annual Meeting of the Association and at least at one other time each year, upon not less than two weeks’ notice to the Council. **Ten directly elected members** ~~elected from districts~~ shall constitute a quorum. The Council may also transact business by letter ballot. A special meeting of the Council shall be called by

the president on the written request of at least eight members of the Council.

5. There shall be an Executive Committee of the Council, which, between meetings of the Council, may exercise such powers as the Council has delegated to it and, under unforeseen exigencies, exercise other powers subject to prior authorization of the Council. The Executive Committee shall consist of the president, first vice-president, second vice-president, secretary-treasurer, immediate past president, chair of the Collective Bargaining Congress, chair of the Assembly of State Conferences, and four Council members elected for renewable one-year terms from among ~~those elected from the ten geographical districts~~ **the twenty-nine directly elected members**. Election of these four members to the Executive Committee shall be held after the conclusion of the annual meeting and of any Council meeting held in connection with the annual meeting. Eligible for election to the Executive Committee are the ~~thirty~~ **twenty-nine directly elected** Council members ~~elected from districts~~, including those newly elected and those whose terms are continuing. The electors shall be all the members of the Council, including those newly elected and those whose terms are continuing. The elections will be conducted in a manner determined by Council. The Executive Committee shall meet at least two times a year, with additional meetings to be called as necessary by the president or by a majority of the Executive Committee.

**Article V—Election of Officers and the Council**

2. ~~One member of the Council shall be elected each year from each of~~ There shall be ten geographical districts formed with regard to the distribution of the Association’s membership and to geographical contiguity. ~~Twenty~~ **“district-elected”** Council members shall be elected by vote of active members resident in their respective districts, ~~six in years divisible by three and seven in years not divisible by three, distributed among the districts so that each district has two such representatives. Nine~~ **“at-large”** Council members shall be elected by vote of the entire active membership, ~~three each year. No more than two at-large Council members may be from the same district.~~ In preparation for an election, the Nominating Committee shall nominate two active members of the Association ~~from each district for the each position on the Council to be filled from the district, with~~

**candidates for district-elected Council seats coming from the respective districts.**

3. Nominations for **district-elected** members of the Council may also be made by petitions signed by at least fifty active members of the Association resident within the district from which the Council member is to be chosen, provided that in determining the required number of signatures not more than ten shall be members at a single institution. Nominations for the presidency, the vice-presidencies, ~~and~~ the secretary-treasurership, **and at-large members of the Council** may also be made by petition, signed by at least 150 active members of the Association, provided that in determining the required number of signatures not more than fifteen of those signing a petition shall be members at a single institution and not more than ninety shall be members in a single district. No member shall sign more than one petition for the same office. Petitions presenting nominations shall be filed with the secretary-treasurer not later than a date to be determined by the Council and announced to the membership.
4. The secretary-treasurer shall prepare ballots containing the names of all nominees to office and to Council membership, with relevant biographical data and a statement of the method of nomination. Ballots shall be mailed to all active members of the Association at a time to be determined by the Council and announced to the membership, and the polls shall be closed not less than one month nor more than two months after the mailing, the dates to be determined by the Council. The nominee **for each office or district-elected Council seat** receiving a plurality of votes **and the three nominees for the at-large Council seats receiving the largest number of votes**, counted fractionally pursuant to Article II, section 4, if applicable, shall be declared elected, **unless this would result in more than two at-large Council members from the same district, in which case the nominee not from that district with the next largest number of votes shall be declared elected.** The president and vice-presidents shall be eligible for election to their respective offices for no more than three consecutive full terms, and retiring **directly** elected members of the Council shall be eligible for immediate reelection for one additional term.



## Proposed Amendments to Prospective Constitution (Post-restructuring)

### Article IV—The Council

1. The Council of the Association shall consist of (a) the president, the vice-presidents, the secretary-treasurer, (b) the chair and immediate past-chair of the Assembly of State Conferences, ~~and (c) the chair and immediate past-chair of the AAUP-CBC, together with~~ (d) the former presidents of the Association for a period of three years immediately following their term as president ~~shall, and~~ (e) **twenty-nine directly elected** ~~with thirty elective members, constitute the Council of the Association. Ten members of the Council who shall be elected each year in the manner provided in this Constitution, to serve for three-year terms that expire according to the provisions governing the terms of the officers.~~
3. As a representative of ~~both the Association and a district,~~ each member of the Council shall promote the exchange of ideas between the Council and the membership. A Council member may receive and transmit to the Council the proposals of members, chapters, and state conferences within the member's district. A Council member shall be a nonvoting *ex officio* member of the governing committees of those conferences.
4. Meetings of the Council shall be held in connection with the Annual Meeting of the Association and at least at one other time each year, upon not less than two weeks' notice to the Council by phone, letter, or electronic communication, of the date, time, and place of the meeting. Ten **directly elected** ~~members elected from districts~~ shall constitute a quorum. The Council may also transact business by phone, letter, or electronic communication, except to the extent that doing so would conflict with a legal requirement for a secret ballot. A special meeting of the Council shall be called by the president on the written request of at least eight members of the Council.
6. There shall be an Executive Committee of the Council, which, between meetings of the Council, may exercise such powers as the Council has delegated to it and, under unforeseen exigencies, exercise other powers subject to prior authorization of the Council. The Executive Committee shall consist of the president, first vice-president, second vice-president, secretary-treasurer, immediate past

president, chair of the AAUP-CBC, chair of the Assembly of State Conferences, and four Council members elected for renewable one-year terms from among ~~those elected from the ten geographical districts~~ **the twenty-nine directly elected members.** Election of these four members to the Executive Committee shall be held by secret ballot after the conclusion of the Annual Meeting and of any Council meeting held in connection with the Annual Meeting. Eligible for election to the Executive Committee are the ~~thirty~~ **twenty-nine directly elected** Council members ~~elected from districts,~~ including those newly elected and those whose terms are continuing. The electors shall be all the members of the Council, including those newly elected and those whose terms are continuing. The elections will be conducted in a manner determined by the Council. The Executive Committee shall meet at least two times a year, with additional meetings to be called as necessary by the president or by a majority of the Executive Committee.

### Article V—Election of Officers and the Council

3. ~~One member of the Council shall be elected each year from each of~~ **There shall be ten geographical districts formed with regard to the distribution of the Association's membership and to geographical contiguity. Twenty "district-elected" Council members shall be elected by vote of active members resident in their respective districts, six in years divisible by three and seven in years not divisible by three, distributed among the districts so that each district has two such representatives. Nine "at-large" Council members shall be elected by vote of the entire active membership, three each year. No more than two at-large Council members may be from the same district. In preparation for an election, the Nominating Committee shall nominate two active members of the Association from each district for the each position on the Council to be filled from the district, with candidates for district-elected Council seats coming from the respective districts.**
4. Nominations for **district-elected** members of the Council may also be made by petitions signed by at least fifty active members of the Association resident within the district from which the Council member is to be chosen, provided that in determining the required number of signatures not more than ten shall be members at a single institution. Nominations for the presidency, the vice-presidencies, ~~and~~

secretary-treasurership, and at-large members of the Council may also be made by petition, signed by at least 150 active members of the Association, provided that in determining the required number of signatures not more than fifteen of those signing a petition shall be members at a single institution and not more than ninety shall be members in a single district. No member shall sign more than one petition for the same office. Petitions presenting nominations shall be filed with the secretary-treasurer not later than a date to be determined by the Council and announced to the membership.

5. The president and vice-presidents shall be eligible for election to their respective offices for no more than three consecutive full terms and retiring directly elected members of the Council shall be eligible for immediate reelection for one additional term.
6. Elections shall be by secret ballot. The Association shall prepare ballots containing the names of all nominees to office and to Council membership, with relevant biographical data and a statement of the method of nomination. Ballots shall be mailed to all active members in good standing of the Association at a time to be determined by the Council and

announced to the membership, and the polls shall be closed not less than one month nor more than two months after the mailing, the dates to be determined by the Council. The nominee for each office or district-elected Council seat receiving a plurality of votes and the three nominees for the at-large Council seats receiving the largest number of votes shall be declared elected, unless this would result in more than two at-large Council members from the same district, in which case the nominee not from that district with the next largest number of votes shall be declared elected.

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Formally, the Council recommends that the 2009 annual meeting adopt the proposed amendments to the constitution and to the prospective AAUP constitution, subject to the proviso that direct election of Council members according to the constitution shall become effective with the elections of 2013. From 2010 through 2012, the election of district-elected Council members and at-large Council members, with respect to the number to be elected, their terms of office, and the districts to hold elections, shall follow the table below. ☞

**Transition Plan**

For purposes of electing Council members, the ten districts will be grouped as follows:

- Group A: Districts 1, 4, 7, and 10
- Group B: Districts 2, 5, and 8
- Group C: Districts 3, 6, and 9

The chart below describes the transitional Council election process in 2010, 2011, and 2012. *The description for 2013, 2014, and 2015 is not part of the transition, but shows the pattern established by the amended process.*

Year	Four Group A districts elect	Three Group B districts elect	Three Group C districts elect	All AAUP members elect Council members “at large”
2010	none	none	none	three for three years, three for two years, three for one year
2011	one each for three years	one each for two years	one each for two years	three for three years (to replace those elected in 2010 for one-year terms)
2012	one each for three years	one each for three years	one each for two years	three for three years (to replace those elected in 2010 for two-year terms)
2013	none	one each for three years	one each for three years	three for three years (to replace those elected in 2010 for three-year terms)
2014	one each for three years	none	one each for three years	three for three years (to replace those those elected in 2011)
2015	one each for three years	one each for three years	none	three for three years (to replace those those elected in 2012)