

ALA Executive Board
Annual Conference 2001 – San Francisco

TOPIC: ALA President & Executive Director –
Roles & Responsibilities

ACTION REQUESTED: Discussion and Consensus

ACTION REQUESTED BY: Sarah Ann Long
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DATE: 12 June 2001

BACKGROUND:

At the 2001 Spring Meeting, the ALA Executive Board charged a working group (above), chaired by Past President Sarah Long, to examine both ALA and general association governance practice and develop a document outlining the respective roles and responsibilities of the ALA President and the ALA Executive Director.

Following review of published materials, both electronic and paper, and preliminary discussion, the working group determined on the following approach:

- (1) Work through ALA governance and policy documents, which form the essential parameters within which everything else has to work. [I]
- (2) Since the parliamentary tradition (in ALA's case, Sturgis) seemed to be implicitly referenced in ALA governance documents, look at what Sturgis has to say about roles and responsibilities. [II]
- (3) Then, pull specific "roles and responsibilities" language out of the only recent "governance audit" done at ALA – the 1993 *Structure and Governance Audit of ALA*, by Consensus Management Group, commissioned by the ALA Organizational Self-Study Committee at the request of the ALA Council. [III]
- (4) Finally, extract some material from *Extraordinary Board Leadership: The Seven Keys to High-Impact Governance*, by Doug Eadie – focusing on the Executive Board/Executive Director relationship. [IV]

Collectively, those sources provided a reasonably clear and consistent picture of the roles, responsibilities and relationships. None of the other publications or web sites reviewed offered an alternative vision or differed substantially. Language has been adjusted [in brackets] where necessary to reflect ALA practice.

Key Roles and Responsibilities: ALA President-ALA Executive Director

I

Both the ALA President and the ALA Executive Director act within the context of Council and Executive Board roles and responsibilities, as defined in the *ALA Constitution and Bylaws* and in *ALA Policy Manual*. Italicized sections are quoted directly from the source document.

ALA Council

- *The Council of the American Library Association shall be the governing body of the Association.* [ALA Constitution, Article VI, Sec. 1 (a)]
- *The Council shall determine all policies of the Association, and its decisions shall be binding upon the Association, except as provided in Sec. 4c of this Article.* [ALA Constitution, Article VI, Sec. 1 (b)]
- *In order to carry out the business of the Association, Council, on the recommendation of the Committee on Organization, shall establish standing committees and special committees. Standing committees may be committees of the Association or committees of Council.* [ALA Bylaws, Article VIII, Sec. 1]
- *Appointments to the Committees of the Council will be made by the Council Committee on Committees.* [ALA Bylaws, Article VIII, Sec 2 (b)]
- *The annual estimates of income and budget objectives for each year are to be submitted to Council for approval.* [ALA Bylaws, Article IX, Sec. 1]
- *The American Library Association (ALA) is unique among American associations in the manner in which it is structured. It is one association, with indivisible assets and a single set of uniform administrative, financial, and personnel policies and procedures. It is governed by one Council, from which its Executive Board is elected, and is managed by an Executive Director who serves at the pleasure of that Board. It is also the home for eleven Divisions, each of which has a statement of responsibility developed by its members and approved by ALA Council;...a separate Board of Directors, elected by its members, and responsible to ALA Council.* [ALA 6.4.1]
- *All ALA units are responsible to Council which determines policies. Council's actions, however, may be overset by the membership. Therefore, primarily and ultimately the responsibility for the use of the American Library Association name rests with the aggregate membership.* [ALA Policy 9.1]

ALA Executive Board

- *The Executive Board shall act for the Council in the administration of established policies and programs. The Executive Board shall be the body which manages within this context the affairs of the Association, but shall delegate management of the day-to-day operation to the Association's Executive Director. The Executive Board shall make recommendations to Council with respect to matters of policy. [ALA Constitution, Article VII, Sec. 3]*
- *The Executive Board shall appoint all other officers and all committees of the Association not otherwise provided for and shall fix the compensation of all paid officers and employees. Only personal members of the Association shall be appointed to committees except by authorization of the Executive Board. [ALA Constitution, Article VIII, Sec. 4]*
- *Not less than two weeks prior to the midwinter meeting, the president-elect shall report to the Executive Board for the Committee on Appointments. At a meeting prior to or during the midwinter meeting of the Council, the Executive Board shall consider the nominations and makes its decisions as to appointments. [ALA Bylaws, Article VIII, Sec 6]*
- *The Executive Board shall designate the chairperson of each committee annually except for the committees of council, which chairpersons are designated as set out in Article VIII, Sec 2 (d) of the Bylaws. [ALA Bylaws, Article VIII, Sec. 7 (a)]*
- *Any vacancy occurring on a committee, except for committees of Council, shall be filled by appointment by the Executive Board until the expiration of the conference year in which the vacancy occurs, at which time appointment to fill out the unexpired term shall be made. [ALA Bylaws, Article VIII, Sec. 7 (b)]*
- *A report shall be made annually to the membership, by a duly authorized member of the Executive Board, detailing receipts and expenditures, explaining the Association's fiscal status, and reporting on the audit. [ALA Bylaws, Article IX, Sec. 3]*
- *The Executive Board shall send to members of Council copies of the full minutes of all its meetings, together with any explanatory or other statements on matters coming before Council for action. Biennially, the Executive Board shall prepare and submit to Council a progress report on the health of the Association. This report shall bring together the data needed to assess the Association's progress in accomplishing its objectives. [ALA Policy, 5.1]*
- *In addition to its meetings at Annual Conference and Midwinter Meetings, the ALA Executive Board shall meet during the weeks beginning with the last Mondays in April and October, subject to availability of its members. Dates shall be selected and published well in advance. [ALA Policy 7.4.9]*
- *The American Library Association will pay expenses of members of the Executive Board to Midwinter Meetings, Annual Conferences, and interim meetings of the*

Executive Board when such expenses are not paid by the member's institution. [ALA Policy 8.2.2]

- *The Association is governed by Council and administered by the Executive Board, which in its role as central management board, appoints the executive director, who is in charge of headquarters and its personnel. [ALA Policy 9.1]*
- *The Executive Board shall review administrative decisions made in the internal management of Headquarters by the Executive Director, and the Executive Director shall be authorized to carry out the provisions of the budget in hiring and firing of staff without submitting matters previously authorized or individual appointments to the Executive Board except in the form of reports of action. Any action by the Executive Director shall be subject to review by the Executive Board upon request of any member of the Executive Board. [ALA Policy 10.5]*
- *The duties of the Planning and Budget Assembly are to study the budget and planning documents submitted by the ALA Executive Board, raise questions concerning them, and offer suggestions to the ALA Executive Board and Budget Analysis and Review Committee. [Planning and Budget Assembly charge]*

ALA President

- *The officers of the Association shall be a president, a president-elect, who shall serve as vice-president, an executive director, and a treasurer. [ALA Constitution, Article VIII, Sec. 1]*
- *The president, president-elect, executive director, and treasurer shall perform the duties pertaining to their respective offices and such other duties as may be approved by the Executive Board. [ALA Constitution, Article VIII, Sec. 2]*
- *The president, president-elect, and the executive director of the Association shall serve as officers of the Council, the executive director serving as its secretary. The presiding officer may vote only in case of a tie and the executive director shall not have the right to vote. [ALA Bylaws, Article IV, Sec. 1 (c)]*
- *There shall be a Committee on Appointments to be comprised of the presidents-elect of the divisions and the president-elect of the Association, who shall serve as chairperson, to advise the president-elect of the Association on nominations for [Association] committee appointments. [ALA Bylaws, Article VIII, Sec 2 (a)]*
- *If a vacancy occurs in the committees of the Council before time for the regular appointment of new members, it shall be filled by appointment made by the President, and the new appointee shall serve until the expiration of the term of the member replaced. [ALA Bylaws, Article VIII, Sec. 2 (b) v]*
- *Minutes of Council meetings shall be approved for distribution by the President and President-elect and distributed promptly. Council members shall be requested to submit additions or corrections within 10 days of receipt of the minutes, such*

additions and corrections to be placed on the agenda of Council's next meeting, at which time formal approval of the minutes shall take place. [ALA Policy 5.6]

- *The annual ALA budget shall include an item sufficient to cover all travel and other expenses incidental to the discharge of the official duties of the President, including attendance at regular meetings of the Association. [ALA Policy 8.2.1]*

ALA Executive Director

- *The officers of the Association shall be a president, a president-elect, who shall serve as vice-president, an executive director, and a treasurer. [ALA Constitution, Article VIII, Sec. 1]*
- *The president, president-elect, executive director, and treasurer shall perform the duties pertaining to their respective offices and such other duties as may be approved by the Executive Board. [ALA Constitution, Article VIII, Sec. 2]*
- *The president, president-elect, and the executive director of the Association shall serve as officers of the Council, the executive director serving as its secretary. The presiding officer may vote only in case of a tie and the executive director shall not have the right to vote. [ALA Bylaws, Article IV, Sec. 1 (c)]*
- *The executive director delegates authority within ALA headquarters to ALA's department heads, who, in carrying out their assigned duties, are called upon to use ALA's name, and, in that name, to commit the Association to programs, activities, and binding agreements. [ALA Policy 9.1]*

II

*The president, president-elect, executive director, and treasurer shall perform the duties pertaining to their respective offices and such other duties as may be approved by the Executive Board. [ALA Constitution, Article VIII, Sec. 2] “The duties pertaining to their respective offices” are defined in parliamentary tradition, which may provide additional guidance. The following is from *The Standard Code of Parliamentary Procedure*, 3d edition, by Alice Sturgis, revised by the American Institute of Parliamentarians.*

President

Three broad areas of responsibility are defined by Sturgis for the president: leader, administrator, presiding officer. [Sturgis 153-155]

- In discussing the president as leader, Sturgis points to the ability “to sense what the members want and help them crystallize their ideas” and to the “ability to unite – to rally members behind a plan and behind their leader.”
- As administrator, the president is the “chief administrative officer and legal head of the organization.” While many of the roles of an administrative leader are delegated or shared in policy (and practice) to the ALA executive director, some key roles have clearly and consistently been performed fully or in part by the president: representing and speaking for ALA to other organizations and to the public, presiding at Board and Council meetings, appointing committees.
- Finally, parliamentary practices dictates that the president, or officer next in rank, should preside at all meetings “at which business may be transacted.” As presiding officer, the president should “stimulate and encourage discussion, and should see that all sides of a controversial question are presented...,” “should make sure that members understand all proposals and what their effect will be,” “should protect the group from improper conduct,” “must be firm and decisive, yet not dictatorial,” and, “must have a working knowledge of parliamentary procedure and how to apply it.:

President-elect

“Some organizations elect a future president as much as a year before the term of office begins, and in the interim period assign specific duties which will increase that person’s familiarity with the workings of the organization. The president-elect is in training for the office of president and automatically becomes the president when the latter’s term of office expires.”

“The president-elect usually assumes the duties of the president when that officer is absent or is incapacitated. The president-elect also presides when it is necessary for the president to leave the chair,...

“When acting in the place of the president, the president-elect has all the powers, duties, responsibilities, and privileges of the president.” (Sturgis, 157)

Executive Director

“Most large organizations and many local groups employ a chief administrator who is variously called executive secretary, executive director, or manager. The person is chosen by the governing board and is responsible to the board.”

“This administrator needs an extensive knowledge of planning for and administering voluntary organizations, and experience with business methods, as well as the ability to adapt to a constantly changing group of employers. The executive secretary [director] should have the skill and the willingness to assist officers, committees, and members. An executive secretary [director] is usually most effective when working quietly behind the scenes, avoiding the limelight and letting the elected officers get credit and appreciation.

A good executive secretary [director] will stand aloof from the politics and rivalries of members, working for the overall good of the organization.”

“The executive secretary [director] directs the administration of the organization, employs staff members with the approval of the governing board, and performs other duties assigned by the voting body, the governing board, or the president.”

“A competent and loyal executive secretary [director] is a great asset to any organization, providing continuity within an association whose leaders are changing frequently and whose members are busy with their own occupations.” (Sturgis, 217)

III

Background

The 1993 *Structure and Governance Audit of ALA* provides additional framework and recommendations. This study, at the specific request of the ALA Council, was added to the charge of the Organizational Self-Study Committee, appointed by ALA President Marilyn Miller. The study was performed by Consensus Management Group. Some of the recommendations were subsequently incorporated in the recommendations of the OSSC. Some recommendations were ultimately approved, others not.

The *Structure and Governance Audit of ALA* addressed the roles of Council and the Executive Board, as well as the President and Executive Director. The roles and responsibilities of the President and Executive Director were not part of the subsequent discussion with the ALA Council as they were not considered policy recommendations but, rather, recommendations for effective action within the constraints of policy. Italicized sections are quoted directly from the source document.

President

The consultants noted that the presidency of an association is a unique role – in part because of the limited term, in part because of “the necessary balancing and sharing of parts of the role with the Executive Director” and in part because of the “consensus-based decision-making process that is central to an effective association’s culture.” “As the chief elected officer of the ALA, the President personifies the organization. She/he sets the tone, and serves as the key steward of the administration, as the guardian of organization values.”

The major areas of responsibility overseen as a steward by the President are defined as:

- 1) *Articulating a vision, and keeping the mission current.*
- 2) *Developing clearly enunciated desired outcomes for the ALA, i.e. the long and short-range plans.*
- 3) *Procuring and allocating resources.*
- 4) *The hiring of an Executive Director, if there is no incumbent, and supporting that Executive Director and her/his staff.*

- 5) *Reviewing and approving the implementation plans presented by the Executive Director.*
- 6) *Monitoring accountability of the Executive Director to the Executive Committee [Executive Board] and the Council.*
- 7) *Assuring the accountability of the Executive Committee [Executive Board] and the Council to the membership.*

The report also defined key tasks and functions of the ALA President, acknowledging that only a few were mandated in ALA's Constitution, Bylaws and Policies, but noting that all were critical to organizational success:

- *As Chairperson of the Executive Committee [Executive Board] and Council, the President must facilitate their governance roles and responsibilities, while preserving the integrity of all Executive Committee [Executive Board] and Council processes.*
- *Achieving consensus on controversial issues after encouraging full debate and hearing a broad range of views. Once the Executive Committee [Board] and Council have come to consensus, the President must help the Executive Committee [Board] and Council speak with one voice. Governance bodies should agree, up front, that any position resulting from a fair process, is the position of the ALA. It is the President's task to keep this clarity even when difficult or divisive issues are addressed.*
- *Model trust, respect and cooperation; setting his/her administration's tone. The President helps model the norms of courtesy and personal interaction.*
- *Serving as spokesperson for the ALA. The President represents ALA to internal constituencies; appears at the functions of related organizations, including those for which the Executive Director may have ongoing liaison responsibilities; articulates the adopted positions and policies to the trade and mass media; communicates the ALA's vision to other internal and external individuals and groups, including government entities as appropriate. Some of these roles may be shared with or delegated to the Executive Director or to other members or leaders.*
- *Promoting member access to ALA leadership and involvement.*
- *Identifying and encouraging future leaders.*
- *Maintaining linkages with all ALA units and chapters.*
- *Reinforcing the appropriate chain of accountability, i.e. Executive Committee [Board] to Executive Director to staff to Executive Director to Executive Committee [Board].*
- *Partnering the Executive Director. It is the President's role to protect the Executive Director, and by extension, the staff, from inappropriate interference by members or member groups.*
- *It is the President's role to notify the Executive Director if staff seem to be stepping over any mutually agreed upon line.*

The study noted that "although the President is the association's leader, that leadership should be directed to taking the association to where it has determined it wants to go. This 'stewardship' rather than 'proprietary' role is a crucial distinction....Under a stewardship presidency, the president assures organizational continuity by taking responsibility for leadership of organizational efforts to achieve its mission, goals and objectives. These goals transcend a single administration, and help assure organizational focus and utilization of resources to achieve that longer-range focus. This stewardship role preserves the use of presidential time and resources to achieve organizational, rather

than individual, objectives.” Presidential “imprint” is made through President’s Programs, appointments, and communications to members, affiliates and outside groups.

The Executive Director

The governance audit noted that the Executive Director is “employed by and accountable to the ALA Executive Committee [Board] as its chief executive officer, to provide strategic leadership and sound management.” Among the duties and responsibilities of the executive director are the following:

- *Guiding the elected leaders and members to articulate a vision and contemporary mission for the ALA.*
- *Working closely with the ALA Executive Committee [Board] and Council on the development of long and short-range goals which will move ALA towards accomplishment of its vision and mission.*
- *Developing plans for implementing the policies and programs determined by ALA governing bodies.*
- *Sharing with the President the responsibility for maintaining the clarity and integrity of the roles, rights and responsibilities of ALA leadership, governing bodies, members and staff.*
- *Establishing a climate of mutual trust and respect, by role modeling that behavior.*
- *Anticipating the needs for and providing information, direction and support to the ALA officers and governing bodies. This should include bringing policy options, along with implications, to the Executive Committee [Board] and Council, for action.*
- *Maintaining regular communications with the ALA President and other leaders in order to keep them informed of the state of ALA and its operations on an ongoing basis.*
- *Attracting, hiring, training, motivating and evaluating an expert, competent staff.*
- *Managing the ALA national headquarters and satellite offices, operations and staff, delegating responsibility as appropriate. This includes providing staff with opportunities for professional growth, with good technological support and a good workplace environment.*
- *Assuring that all ALA assets are soundly administered and allocated, based on an intensive and comprehensive understanding of all aspects of fiscal management in a not-for-profit membership organization, including the solicitation and management of major gifts, grants and contracts.*
- *Providing for contemporary, efficient and cost-effective organizational structure and operations.*
- *Supporting and facilitating the ability of each division to anticipate and respond to the unique needs of its members and potential members, while advancing the mission and purposes of the ALA.*
- *Cultivating and sustaining key relationships with significant external publics which require long-term attention and ongoing relationships. Among these are government agencies; funding sources; legislative bodies; media, vendors and the association community.*

The study notes that “the Executive Director should be expected to articulate the values, principles, purposes and needs which define ALA, librarianship and libraries, and to provide the continuity needed to maximize opportunities for ALA with these individuals and groups.”

- *Becoming a recognized national presence in the library and information communities, with a firm knowledge of libraries and librarianship.*
- *Assuring accountability to leaders and members. Organizational performance and the Executive Director's performance should have identical criteria, i.e. pre-determined, clearly articulated desired outcomes.*
- *Continuing to sustain her/his own professional growth.*

Finally, this portion of the governance audit concludes as follows:

The Executive Committee [Board] and Council are responsible for the governance of ALA, but the Executive Director should be responsible for the administration of ALA. In other words, the governing bodies determine what ALA should be doing, but the Executive Director and staff should be given both authority and responsibility for deciding how it is to be done, subject to review by the Executive Committee [Board]. Staff should then be accountable for performance to the Executive Committee [Board], through the Executive Director.

The Executive Director is the only employee of the Executive Committee [Board]. All other staff members work for the Executive Director to accomplish the association's objectives. This position should also reinforce the continuity of the association, from each elected administration to the next.

IV

These roles and responsibilities and their governance context are reiterated within the literature of both association management and board leadership. Recently – and notably – Doug Eadie's *Extraordinary Board Leadership: The Seven Keys to High-Impact Governance*, makes several points relevant to the discussion of President-Executive Director roles, relationships and responsibilities.

- 1) Eadie focuses on the relationship between the CEO [Executive Director] and Executive Board – “who work together as a cohesive strategic leadership team...with reciprocal obligations and responsibilities.”
- 2) He notes the inherent challenges of the relationship, pointing out that both executive directors and executive board members and chairs tend to be “bright, high-achieving, strong-willed people with large egos,” that there is “inherent murkiness of the terrain at the board-CEO level,” with “lots of shared activity and little easy-to-understand, black-and-white division of labor.” Frustration and tension, he notes, “come with the territory.”
- 3) He places the President/Executive Director relationship in the context of the Executive Board/Executive Director relationship. The President is the “chief executive officer” of the Board itself – not the organization. The President (Chairman of the Board) is responsible for the effective functioning of the Board. The Executive Director (CEO) is responsible to the Board as a whole – not just the President.
- 4) He defines several keys to a sound Executive Board/Executive Director relationship.
 - A strategic leadership team philosophy and attitude.
 - Commitment to managing the Executive Board/Executive Director relationship as a “high priority leadership concern.”
 - Development by the Executive Director of leadership skills necessary to build and maintain the partnership.

- Creative and flexible definition of the Executive Board/Executive Director roles in “certain key organizational processes that call for active involvement on both their parts.”
 - Negotiation of detailed CEO performance targets by the Executive Board/Executive Director.
 - Provision of resources required by the CEO to achieve negotiated targets.
 - Executive Board/Executive Director “collaboration” in “rigorously appraising CEO performance.”
 - Personal commitment to professional growth by the Executive Director.
 - A close Board Chair [President] – Executive Director team.
 - Active involvement of the management team by the Executive Director in the work of supporting the Executive Board’s governing performance.
 - “Open, honest, frequent communication” between the Executive Board and Executive Director.
- 5) The Executive Board must “seriously intend to focus its collective time and attention on producing high-impact governance....”
 - 6) The Executive Director must “play the leading role in building and managing the relationship...” and “be passionately committed to strong board leadership.” Eadie describes four critical capacities for long-term survival and growth, stating that each is dependent on “aggressive” Executive Director leadership.
 - The capacity to govern through a “board that is creatively involved in making the most important decisions about your organization’s mission, its directions for the future, and its effectiveness in achieving planned targets.”
 - The capacity “to regularly and systematically generate and implement significant innovations...intended to capitalize on opportunities and to counter threats, above and beyond running the day-to-day operations.”
 - The capacity “to build and maintain a strong, positive public image and effective relationships with key external stakeholders....”
 - The capacity “to inspire, motivate, and develop its employees.”
 - 7) Ownership is at the heart of commitment.
 - 8) The Executive Board Chair [President] and Executive Director “do not automatically become a cohesive leadership team.” It is, typically, a “random pairing” of two, strong-willed individuals. Eadie defines four key factors in developing an effective partnership:
 - Bring the right attitude to the relationship.
 - Accept the fundamental division of labor between the President and Executive Director.
 - Commit to creatively and flexibly dividing up shared functions.
 - Be sensitive to each others expectations and strengths.
 - 9) There are significant shared functions. Among the most common are the following:
 - Representation of the Association in the public arena – both within the Association and externally.
 - Strategic leadership.
 - Ceremonial leadership.
 - Facilitation and support of the Executive Board’s “capacity building and decision making.”
 - 10) Ultimately, “it should be the CEO’s [Executive Director’s] affirmative responsibility to understand in as much depth as possible his or her board chair’s [President’s] professional expectations, personality, skills, and developmental needs in order to

divvy up responsibilities in such a fashion as to provide the chair with maximum success and satisfaction.”

This book includes substantive and useful discussion on the development of the Executive Board for “high impact” governance, addressing development of Board capacity and structure for leading innovation, operational planning and management, external relations.

V.

Background:

In 1999, the Executive Board assigned a Nominations Task Force (Julie Cummins, Nancy Kranich, Ann Symons and Sally G. Reed, Chair) to investigate and make proposals regarding the nominations process that would assist future Nominating Committees in attracting outstanding candidates to stand for election as ALA President.

The Task Force developed the following ALA President Job Description to be used by future Nominating Committees:

The role of the ALA President is to be the Association's chief spokesperson and works closely with ALA's Executive Director in identifying and promoting library issues nation-wide and internationally. In order to support this role, the ALA president will receive professional media training. The ALA President is recognized as the Association leader by its members. In order to assist the ALA President in his or her duties presiding over council and board meetings, the President will receive professional training and assistance from ALA's parliamentarian. Based on the experience of successful Past-Presidents, an incoming ALA President should realistically expect that this position will be equal to at least a half-time job.

The ALA President:

- *Serves as the Association's chief spokesperson*
- *Attends a number of selected state, national, and international library association venues, including IFLA.*
- *Represents the Association at meetings, conferences, receptions, legislative hearings, and other events.*
- *Promotes ALA's programs, priorities, and key messages.*
- *Develops Presidential Initiative in keeping with the prevailing ALA message or promotional campaigns.*
- *Represents ALA in various media forums throughout the year.*
- *Appoints members to ALA, Council, and Executive Board committees.*
- *Leads the Association in planning for the future.*
- *Works closely with members to ensure that their ideas and concerns help drive the overall direction of the Association.*
- *Generates enthusiasm and support among members for the Association's goals.*
- *Presides at Council meetings and Executive Board meetings.*

- *Is a member of the Planning and Budget Assembly, the Executive Board's Administrative sub-committee, the Joint Committee of ALA and the Association of American Publishers, and is an ex-officio member with vote of the Freedom to Read Foundation.*