

REPORT OF THE AD HOC COMMITTEE

ON THE RESTRUCTURING OF IAML

The Ad-Hoc Committee on the Restructuring of IAML was appointed by the IAML Board in October 2012 and “charged with investigating possible changes to the structure of the organisation, focusing specifically on the administrative structure of IAML (Board, Council and General Assembly).” The Terms of Reference further state that “The purpose of any proposed restructure is to ensure that IAML has an improved decision-making process, thus making it a more responsive and effective organisation. IAML must have a structure and strength of purpose that will support its goals and assist its members to operate effectively on both a national and international level.” In its deliberations the Committee took into account the minutes of the sessions on “the future of IAML” held during the Moscow, Dublin and Montreal conferences, the final report of the Strategy Committee, and other relevant documents supplied by the President. Beginning in October we corresponded extensively via e-mail, and we benefitted greatly from a two-hour conference call on 21 November.

As instructed we have concentrated chiefly on the broad picture. In some cases we have found it necessary to go into a good deal of detail in order to explore the implications of our recommendations, but we have not attempted to resolve every potential difficulty, recognizing that many subsidiary questions are better addressed at a later stage when the larger outlines of a plan have been determined by the Board and the Council. This report is presented under a series of headings. However, as will be readily apparent many of the issues involved are closely intertwined.

Overall Structure. At the international level IAML has a three-tier governance structure, consisting of the Board, the Council and the General Assembly. Primary decision-making authority is vested in the Council. This structure reflects the original pattern of international meetings: a full-scale “congress” was held every three years, during which the General Assembly met and transacted such essential business as approval of a triennial budget and election of the President and Vice-Presidents. In the intervening years, smaller “conferences” provided an opportunity for individual groups to meet, their leaders forming the Council. Obviously the functional distinction between IAML congresses and conferences disappeared long ago, except for the constitutionally mandated meeting of the General Assembly every three years and the associated election of officers. But the overall structure of the organization has remained essentially unchanged.

In many ways this structure has served IAML well. With it the organization has grown and flourished. Yet in recent years there has been a widespread perception that the present system was not working as effectively as the membership would like. Our committee has identified four principal problems. First, the Council in its present form is not well suited to serve as the primary decision-making body of the organization. It is too large to permit in-depth exploration of complex issues and too much of its meeting time is devoted to hearing reports of one kind or another. As a result, in practice most decisions are made by the Board and then ratified by the Council, often without much debate. Yet as the Council meets only once a year, the Board is often forced to delay

implementation of decisions reached at its mid-year meeting or earlier until they can be submitted to the Council. The need to seek Council approval also draws out other processes unnecessarily, for example electing officers, which currently takes a year from determination of the slate of candidates to announcement of the election results.

Second, in the interest of increased openness and wider participation in the administration of IAML, it has become customary for the General Assembly to meet every year, usually in conjunction with the Closing Session of the conference. At the same time, more and more IAML members have been taking advantage of the right granted them under the Rules of Procedure to attend Council meetings as observers (Rule IV, no. 3), while the Council has continued its longstanding tradition of allowing observers to speak as well as listen. In Montreal, for example, 84 people attended the second Council session, of which only 34 were members of Council (information kindly provided by Secretary General Pia Shekhter). These developments, in combination with the transfer of the national reports out of the Council meetings into a separate session, have caused the Council and the General Assembly to look increasingly alike. Much of the same information is presented to both bodies, and attendance appears to be roughly comparable. In the survey conducted after the Dublin conference, 66% of the respondents said they had attended one or more Council sessions, while 64% said they had gone to the General Assembly. Indeed the principal distinction between the two is now that in the Council, where most important decisions are taken, a much smaller proportion of those present can vote. The rationale for this arrangement is not necessarily apparent, especially to newcomers. Nor is it clear why the conference should include three large administrative meetings with so much overlap in audience and content.

Third, the line of communication between the national branches and the international leadership has been somewhat tenuous. In theory, the Council should serve this purpose, but in the opinion of some national representatives it has not been doing so very successfully. Again it is too large, and perhaps too mixed in membership. Moving the national reports into a dedicated plenary session may have promoted awareness of what is happening in various countries, but it does not seem to have gone very far toward fostering interaction between national groups or between their leaders and the Board. The closed discussion session for national representatives held during the Montreal meeting was by all accounts far more useful, and it is anticipated that similar meetings will take place at future conferences. But if so, it may be questioned whether IAML needs to have both a meeting of national representatives and two meetings of the Council, composed as it is in large part of national representatives. Out of the 33 voting members of the Council who attended the sessions in Montreal, 21 were national representatives, though some had other roles as well.

Fourth, there is insufficient accountability in some areas of IAML activity. Supervisory authority lies largely with the Council, but the Council cannot realistically be expected to supervise anything. The Board can do so only indirectly and informally. This lack of accountability is particularly evident in relation to some committees and working groups. The terms of reference of most committees are not readily available if they exist at all, sometimes leading to misunderstanding even by committee chairs, and meaningful mechanisms for overseeing the work of committees have been lacking,

except insofar as certain committees are chaired by a member of the Board. The path to creating a working group is not well defined, and once created, working groups tend to operate with little oversight apart from the nominal requirement of reporting to the parent professional branch or commission and the need for periodic reauthorization by Council.

To address these problems the Ad Hoc Committee unanimously recommends that IAML transition to a two-tier administrative structure, adopting the model common among mid-sized professional organizations such as ours. This would mean phasing out the Council as a separate body, effectively merging it with the General Assembly, which would be constitutionally required to meet once a year. The powers currently assigned to the Council would be redistributed to the General Assembly and the Board. As part of this reconfiguration, we also recommend that the national representatives group be turned into a formal advisory body, which might be called the Forum of National Representatives. The chairs of commissions, professional branches, and other groups currently represented on the Council would continue to participate in the formation of the conference program through the Programme Committee, and they would be given ample opportunity to present reports and proposals in the General Assembly.

The General Assembly. The expanded powers of the General Assembly might include:

- approving the budget for the coming year or multiple years, any exceptional expenditures, increases in IAML dues, and any contract involving a continuing commitment by IAML
- appointment of the Secretary General and Treasurer and of editors that will receive a stipend from IAML, on recommendation by the Board
- election of honorary members proposed by the Board
- establishment of any new commission, professional branch, standing committee, subcommission, or working group
- ratifying amendments to the Constitution and the Rules of Procedure

The General Assembly should meet twice during the conference week, perhaps on Tuesday and Thursday. It should not be combined with the Closing Session, if there is one, summarizing the events of the conference. The President, the Secretary General, and the Treasurer would report to the General Assembly as they do to the Council, and reports could also be regularly requested from representatives of the R projects, the editors of *Fontes* and other IAML publications, and representatives to other organizations, among others. Additional reports concerning significant new activities or projects could be given on advance request to the Secretary General. The number and length of all reports should, however, be kept to a minimum in order to allow extensive time for discussion and debate.

Any national representative or chair of a commission, professional branch or committee could request that an item be placed on the agenda. Proposals requiring General Assembly approval should be presented during the first session and voted on during the second session, allowing the members time for reflection and consultation. Proposed constitutional changes would of course require longer advance notice. One

person, probably a Vice-President or the Chair of the Constitution Committee, should be designated to act regularly as parliamentarian during meetings of the General Assembly.

Concerning voting rights, the Constitution says that “The General Assembly shall comprise all the members” and “each member shall have one vote” (Art. V, no. 1). We understand this to mean that each personal member of IAML and each institutional member gets one vote, as in the election of officers. The Constitution should be revised to make this explicit, and a procedure needs to be worked out for determining who officially represents each institution in the General Assembly. The Committee definitely does not favor making voting rights dependent on whether a person holds a particular position in IAML, elective or appointive. Further on the matter of Constitutional Revision, see below under that heading.

The Board. In a two-tier structure the Board would be given the freedom to make and implement decisions when not specifically limited by the powers of the General Assembly. It would, for example, be able to appoint the chairs of committees or representatives to other organizations. With greater authority would also come greater responsibility for oversight, as described below under Committees and Working Groups. It should be possible to improve accountability within the organization without significantly restricting initiative and creative thinking.

Adoption of a two-tier administrative structure would have implications for the process of electing the President and Vice-Presidents. Under the present Constitution, the Council must approve the slate of candidates, which cannot contain more than two for President or more than eight for Vice-President. If the Council is phased out, it needs to be decided whether to put in place an alternative process for selecting candidates for these offices. The Committee considered the idea of creating a Nominating Committee but ultimately rejected that solution, because it would tend to result in a full slate of candidates every time, which is not always desirable, and because it would eliminate the right that all members now enjoy to place a name directly on the ballot except when, rarely, too many people have been nominated. It would be better, we agree, simply to allow the names of everyone nominated to appear on the ballot. The likelihood of more than two nominees for President is extremely remote, and the four candidates for Vice President receiving the most votes would simply be elected, as they are anyway. It would be the responsibility of the Board to ensure that the list of candidates reflects the diversity of the IAML membership in terms of gender, nationality and language, a responsibility that should be written into the Constitution or Rules of Procedure. Obviously a new, less lengthy timetable for the nomination and election process would need to be established.

In conducting searches for appointed officers and editors, the search committee should include at least one member from outside the Board, perhaps chosen from the Forum of National Representatives.

The Forum of National Representatives. Based on the experience of the national representatives meeting in Montreal, this group would serve as an open forum (in closed session) for the discussion of ideas and concerns and a reservoir of experience and information for the Board. It would play an advisory role, but would be encouraged to

offer guidance to the Board including presenting concrete proposals for action. It should be particularly helpful in making the Board more conversant with the varying situations in different countries and the problems that exist primarily at the national level. The President or the Secretary General would chair the meetings, which the entire Board would be expected to attend. Written national reports should be posted on the IAML website well in advance of meetings of the Forum to provide background for its deliberations. A possible model might be offered by the recently instituted Advisory Council of RISM, which has already done much to improve communication between the national RISM groups and the Central Editorial Office and Commission mixte and has brought valuable local expertise to bear on the project as a whole.

Terms of Reference. It is essential that official and readily accessible terms of reference be created for the permanent commissions, professional branches and committees within IAML. Even when such terms of reference exist, they are often buried in the minutes of the Council meeting at which the group was established or in the recesses of collective memory. This need is particularly pressing for committees, whose names often do not adequately convey their function as it was originally conceived. Basic terms of reference, consisting of no more than a sentence or two defining the purpose of the group and any requirements regarding its membership, should be incorporated in the Constitution or the Rules of Procedure of the Association. More detailed descriptions and procedures can be posted on the website, allowing them to be more readily revised in response to changing circumstances. The Board should establish a small ad hoc committee to draft the basic terms of reference, in consultation with the chairs of the individual groups, the Constitution Committee, and the Board itself.

Committees and Working Groups. In addition to having better and more public terms of reference, the standing committees of IAML should also receive closer oversight from the Board. To that end we propose that all committee chairs be required to submit written annual reports to the Board covering not only accomplishments but also any problems encountered by the committee in carrying out its work. These confidential reports would be separate from the reports prepared for publication in *Fontes*, which are inevitably somewhat anodyne.

The Board should likewise take a more direct role in the formation and monitoring of working groups. It might, for instance, be stipulated that any proposal for creating a new working group must be accompanied by letters of support and reviewed and approved by the Board well in advance of its submission to the General Assembly; that would prevent ill-considered proposals from being taken straight from conference sessions to the General Assembly. The chair of a working group should be appointed by the Board in consultation with the chair of the parent commission or professional branch, and the working group should report directly to the Board as well as to the parent body. Active involvement by the Board is justified by the fact that working groups are often intended to produce some sort of publication or resource bearing IAML's name. It should also be spelled out more clearly in the Constitution that working groups must be reauthorized at least once every three years or disbanded. The Constitution says only that

“Working Groups shall be discontinued when the assignment is completed or when they have been inactive for more than two years” (Art. VII, no. 3).

Constitutional Revision. According to Article IX of the Constitution, “The Constitution may be changed only by an ordinary meeting of the General Assembly. . . . All proposed changes must be submitted for approval to the Council. Changes not approved by the Council can be adopted only by a two-thirds majority of the votes cast at the meeting of the General Assembly.” Though it is nowhere stated, changes in the Rules of Procedure can apparently be made by a majority vote of the Council.

Without the Council, all constitutional changes would need to be approved either by the General Assembly or by the whole IAML membership using the electronic voting system. Each of these alternatives has advantages and disadvantages, which should be carefully weighed before a choice is made. If the decisions are taken in the General Assembly, we would propose that a two-thirds majority be required for amendments to the Constitution, ensuring that the results are not unduly affected by the presence of a disproportionate number of members from the country hosting the conference. A simple majority of the General Assembly would be required for changes in the more practical Rules of Procedure.

In this report we have attempted to outline a new administrative order that we think would help IAML become a more efficient and effective organization. Central to this vision is the idea of changing from a three-tier to a two-tier structure. Naturally it would be possible to adopt that idea without accepting all the more particular recommendations we have offered. We are convinced, however, that taking this first step is essential if IAML is to move forward as we all wish into a more open and productive future.

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