

AAJA National Officer Elections Guide

This guide will serve as an addendum to <u>AAJA's bylaws</u>, which govern AAJA's elections. Portions of this guide are drawn directly from the bylaws. For matters not addressed in this guide, please consult AAJA's bylaws. This guide was produced in July 2021, and will be reviewed every year prior to the beginning of AAJA national officer elections. This guide codifies longstanding practices and standards of AAJA elections in order to ensure continuity, fairness, transparency, and a shared understanding of expectations and standards. This guide incorporates updated practices and standards approved by the non-candidate members of the Board of Directors in July 2021.

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Table of Contents

About AAJA National Officer Elections	Page 3
AAJA Board of Directors Positions and Responsibilities	Pages 4-5
AAJA 2021 Elections: Timeline, Candidates and Eligibility	Page 6
Election Officer and Election Administration Committee	Page 7
Role of AAJA Board of Directors in AAJA Elections	Page 8
Role of AAJA HQ in AAJA Elections	Page 9
Campaigning	Pages 10-11
Voting Eligibility and Process	Page 12
Elections Results and Announcement	Page 13

About AAJA National Officer Elections

Every year, AAJA holds membership-wide elections for national officers. The elections are staggered to ensure continuity on the Board of Directors. In odd years, the positions eligible for elections are Senior Vice President, Vice President of Journalism Programs and Vice President of Communications. In even years, the positions eligible for elections are President, Vice President of Civic Engagement and Vice President of Finance.

The national officers are members of the AAJA Board of Directors. In addition to the six national officers, the Board of Directors is composed of five elected board members who are members of the AAJA Advisory Board: 2 board members representing small chapters (less than 50 full members) and/or medium chapters (50-99 full members), 1 board member representing a large chapter (100 or more full members), and 2 members elected at-large by and from the Advisory Board. These five members' terms are also staggered to ensure continuity on the Board of Directors.

AAJA's elections will be rooted in the following core principles: **dedication to AAJA's mission**, transparency, respect, empathy, open and constructive debate, and the pursuit of organizational and financial stability of AAJA as a nonprofit.

AAJA Board of Directors Positions and Responsibilities

There are 11 members on the AAJA Board of Directors:

President. The president shall be the chief executive officer of the corporation and shall, subject to the control of the Board of Directors, have general supervision, direction and control of the business and officers or of the corporation. S/he shall preside at all meetings of the membership and at all meetings of the Board of Directors and Advisory Board. The president shall be an ex-officio member of all standing committees, including the executive committee, if any. S/he shall have the general powers and duties of management usually vested in the office of president of a corporation and shall be vested with such other powers and duties as may be prescribed by the board of directors or the By-laws. The holder of this office shall be a member of the corporation's Board of Directors.

In the absence or disability of the president, the vice presidents in order of their rank, if any, as fixed by the Board of Directors, shall perform all the duties of the president, and when so acting, shall have all the powers of, and be subject to, all the restrictions upon, the president. The vice presidents shall have such other powers and perform such other duties as from time to time may be prescribed for them respectively by the Board of Directors under the By-laws. The holder of this office shall be a member of the corporation's Board of Directors.

Senior Vice President. The senior vice president shall oversee directors of platforms and affinity groups, to ensure direct representation of members. The senior vice president's duties include identifying and pursuing opportunities for chapter development. The senior vice president serves as acting president in the event the president is unable to fulfill his or her duties.

Vice President of Journalism Programs. The vice president of journalism programs shall be dedicated to fulfilling the following two tenets of AAJA's mission, as well as making sure AAJA's professional training and support stays ahead of industry changes:

To provide a means of association and support among Asian American and Pacific Islander (AAPI) journalists, and to advance AAPI journalists as news managers and media executives.

To provide encouragement, information, advice and scholarship assistance to AAPI students who aspire to professional journalism careers.

Vice President of Civic Engagement. The vice president of civic engagement shall be dedicated to fulfilling the following two tenets of AAJA's mission, as well as providing outreach to AAPI communities and leading AAJA's media awareness efforts:

To provide to the AAPI community an awareness of the news media and an understanding of how to gain fair access.

To research and point out when news media organizations stray from accuracy and fairness in the coverage of Asian Americans and Pacific Islanders and AAPI issues.

Vice President of Communications (Secretary). The vice president of communications, otherwise known as secretary, shall keep, or cause to be kept, a book of minutes at the principal office or such other place as the board of directors may order, of all meetings of the directors and membership. Minutes shall include time and place of the meeting; whether regular or special, and if special, how authorized; the type of notice given; the name of those present at the directors meetings; the number of members present; and the proceedings of the meeting.

The vice president of communications shall give, or cause to be given, notice of all the meetings of the membership and of the board of directors required by the By-laws or by law. S/he shall keep the seal of the corporation in safe custody, and shall have such other powers and perform other duties as may be prescribed by the Board of Directors or by the By-laws. The holder of this office shall be a member of the corporation's Board of Directors.

Vice President of Finance (Treasurer). The vice president of finance, otherwise known as treasurer, shall keep and maintain, or cause to be kept and maintained in accordance with generally accepted accounting principles, adequate and correct accounts of the properties and business transactions of the corporation, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital and earnings. The books of accounts shall be at all times open to inspection by any Board of Directors member.

The officer shall deposit all moneys and other valuables in the name of, and to the credit of, the corporation with such depositories as may be designated by the Board of Directors. The treasurer and/or the president shall have signatory powers over such depositories and shall disburse the funds of the corporation as may be ordered by the Board of Directors shall render to the president and the Board of Directors whenever they request it, an account of transactions and of the financial condition of the corporation, and shall have such other powers and perform such other duties as may be prescribed by the Board of Directors or the By-laws. This officer must be a member of the board's Finance Committee. The holder of this office shall be a member of the corporation's Board of Directors.

In addition to the six national officers, the Board of Directors is composed of five elected board members who are members of the AAJA Advisory Board:

- 2 board members representing small chapters (less than 50 full members) and/or medium chapters (50-99 full members);
- 1 board member representing a large chapter (100 or more full members);
- and 2 members elected at-large by and from the Advisory Board.

AAJA 2021 Elections: Timeline and Candidates

Each year, the timeline for national officer elections is determined by the Election Officer and the Executive Director. AAJA's national officer elections run for six weeks and take place in conjunction with the summer convention. The Board of Directors, in conjunction with the Executive Director, shall establish the procedure and the time frame for elections, per AAJA's bylaws.

To view the election timeline, visit www.aaja.org/elections.

Candidates for national office can be nominated by any full member in good standing. All candidates must agree to and abide by the AAJA Code of Conduct.

The officers of the corporation, except such officers as may be appointed in accordance with the provisions of Section 3 and Section 5 of Article V of AAJA's bylaws, or Section 3 of Article III, shall be chosen every two years by the membership. Each shall hold office until s/he resigns, is removed or otherwise disqualified to serve, or is replaced by a qualified and elected successor. The respective terms of office will begin January 1st following their election and end two years later on December 31.

Candidates for national president must have at least one year's experience either on the national Board of Directors or as a chapter president. Candidates running for the remaining offices of vice presidents, secretary and treasurer are exempt from this requirement.

Under AAJA's bylaws, candidates for the position of vice president of finance/treasurer can be full or associate members of the organization. The requirement for one year's experience on the national board or as chapter president does not apply to candidates for treasurer.

No national office shall be held by the same person for more than three consecutive terms.

Election Officer and Election Administration Committee

The vice president of communications/secretary shall function as the Election Officer for the corporation and national board unless the secretary is a candidate in the election. In such a case, the duties of Election Officer shall fall to the next officer who is not a candidate, in order, the senior vice president, vice president of journalism programs, vice president of civic engagement, vice president of finance, then president. If no officer is qualified to serve as Election Officer, the executive director shall serve as Election Officer.

The Election Officer is encouraged to appoint an Election Administration Committee of two non-officer and non-candidate members of the Board of Directors to help guide their decision making process throughout the election season, to lean on them as sounding boards and advisors. These board members must not be running for office, and must not have endorsed a candidate or campaigning for a candidate, both publicly and privately.

If appointing board members for elections leads to a loss of voting quorum (6 voting members), the Election Officer may appoint an Election Administration Committee of two or more non-candidate members of the Advisory Board. The Election Officer must select these members with the consultation and agreement of the Executive Director.

All candidates, surrogates, members and anyone else engaged in AAJA elections are subject to AAJA's Code of Conduct and the expected behaviors outlined in the Code of Conduct. Unacceptable behavior will not be tolerated.

The Election Officer and the Executive Director have authority to take punitive measures in case of violations of AAJA's elections policy and/or Code of Conduct. Any punitive actions must be taken with the consultation of the Board of Directors, and must be modeled after the consequences of unexpected behaviors under AAJA's Code of Conduct. Official complaints regarding elections must be submitted in writing to the Executive Director and the Election Officer, via email.

Role of AAJA Board of Directors in AAJA Elections

The Board of Directors must serve as a conduit between the membership and the Election Officer. Members of the Board of Directors may raise concerns and questions to the Election Officer, and may deliver any answers back to the broader membership.

As the elected members of AAJA entrusted with fiduciary and strategic responsibilities of the organization, members of the Board of Directors are strongly encouraged to remain politically neutral in AAJA elections.

All conversations by the Board of Directors about the election must be done in a separate Slack channel (#gboard-elections) to distinguish from everyday business of the board.

Because the board will serve in a critical information-sharing role on behalf of the organization's entire membership and deciding on policy, and to protect the integrity of the board's role in administering the election, board members who have publicly endorsed candidates or who are campaigning on behalf of any candidate must recuse themselves from board discussions or activities relating to elections and may not participate in the elections Slack channel.

Please remember that as members of the AAJA Board of Directors, you are the leaders of the organization and expected to uphold impartial and professional behavior that can be modeled for the rest of the membership.

Role of AAJA HQ in AAJA Elections

AAJA HQ, composed of the Executive Director and a team of staff members, fellows, interns and consultants, are responsible for the technical administration of elections and the communication of elections timeline and requirements to membership.

Voting will be administered by AAJA HQ. AAJA HQ will publicize the elections schedule outlining the important dates for the election season, including the last day that members can renew their membership in order to be eligible to vote.

Any issues with the voting system, eligibility, and troubleshooting with the technical aspects of voting will be administered by AAJA HQ, with the supervision of the Executive Director and in consultation and communication with the Election Officer and the election administration committee.

AAJA HQ must host one member-wide candidate town hall, after the candidacy declaration deadline and at least one week before voting begins. This member-wide town hall will be held regardless of whether the races are contested.

Campaigning

AAJA's elections will be rooted in the following core principles: **dedication to AAJA's mission**, transparency, respect, empathy, open and constructive debate, and the pursuit of organizational and financial stability of AAJA as a nonprofit.

All candidates must agree to and abide by the <u>AAJA Code of Conduct</u>. In addition, all surrogates, members and anyone else engaged in AAJA elections are subject to AAJA's Code of Conduct and the expected behaviors outlined in the Code of Conduct. Unacceptable behavior will not be tolerated.

Candidate town halls

Every chapter and affinity group that may host a candidate town hall as they wish, and are encouraged to do so for the sake of transparency and community.

AAJA HQ will host one member-wide candidate town hall per election year, after the candidacy declaration deadline and at least one week before voting begins. This member-wide town hall will be held regardless of whether the races are contested.

Social media

AAJA encourages and expects an active presence by candidates via social media. We strongly discourage the candidates and their supporters from exploiting the national AAJA and chapter websites and social media platforms, as well as other journalism alliance sites, for campaign purposes of any kind. This includes promoting candidates in the user comments. These sites represent all members of AAJA and other groups and should remain politically neutral. AAJA's staff and Board of Directors continue to work to ensure that our national and local chapter sites remain independent and inclusive to all members and journalists.

While members, surrogates and anyone else engaged in AAJA elections can support any candidate on their social media, they must refrain from posting that support in official AAJA online spaces, such as Slack channels, Facebook groups and email listservs associated with chapters or affinity groups. These spaces must be neutral and inclusive for all members.

Members may encourage people to vote ("get-out-the-vote") without supporting a specific candidate. Chapter and affinity group leaders must be the first point of contact who regulates their communication spaces, flagging potential violations of the election policy by contacting the member in private and requesting that they remove the post(s) in violation. If the problem persists, the AAJA Election Officer must contact the member directly. If the problem continues to persist, the Election Officer may, in consultation with the Board of Directors, the chapter/affinity group leaders and the Executive Director, ban the member from the online space throughout the remainder of the election period.

Members may change their profile information to reflect their support for certain candidates, but must not endorse any specific candidate when they post in shared AAJA online spaces. Members may continue to post in official AAJA spaces after changing their photo — as long as the post itself does not endorse any specific candidate.

We encourage all candidates to share their platforms and messages through the following approved methods: official candidate statements, member-wide town hall hosted by AAJA HQ, and the official AAJA elections hashtag (#AAJAelection).

How to flag a social media post that may violate campaigning rules

Please report any potentially problematic social media posts to the administrator of that Facebook page or group, or email listserv. If the issue is not resolved, please report it to the Election Officer.

The Election Officer and the Executive Director have authority to take punitive measures in case of violations of AAJA's elections policy and/or Code of Conduct. Any punitive actions must be taken with the consultation of the Board of Directors, and must be modeled after the consequences of unexpected behaviors under AAJA's Code of Conduct. Official complaints regarding elections must be submitted in writing to the Executive Director and the Election Officer, via email.

Campaign spending

Candidates may not spend more than \$1,000 on their campaigns. Neither AAJA national nor local funds may be used to support, endorse or promote a candidate with the elections committee no later than the starting date of voting or as soon as possible thereafter. Candidates do not need to spend any money on the campaign (Sec.3, Art. IV, By-laws).

Voting Eligibility and Process

Each Professional, Gold Professional, Platinum Professional, Lifetime, Retired, and Student member in good standing is entitled to cast one vote. Vote eligibility will be determined by an individual's membership category at the start of the voting period. Once ballots are cast, they cannot be changed. Only ballots originating from the principal office, with the sanction of the vice president of communications or the Election Officer, shall be considered bona-fide. Absentee ballots must be received by AAJA at least two weeks prior to the election date. An absentee ballot is considered cast when received by the principal office.

AAJA HQ will distribute information on the voting method. Members will also receive timely communications about election deadlines at the email address associated with their membership.

The most common cause for members "not receiving" AAJA emails is that the email address associated with their membership is not current. Members are urged to check their email addresses associated with their AAJA account so that they can receive AAJA communications.

Elections Results and Announcement

The candidate who receives the highest number of votes for a contested election shall be declared the winner. The Election Officer, Election Administration Committee and Executive Director will review the results once all ballots are cast.

Results will be announced during the closing ceremony of the summer convention.

A candidate may call for a recount if the margin of votes separating the winner from the non-winner is less than five (5) percent of all ballots cast.

AAJA HQ must publish election results by the Monday after the election, and must release the number of votes each candidate received. This information must be made available to all current AAJA members, in an email announcing official election results. The following information will be released: raw number of votes cast per race, raw number of votes received per candidate and percentage of votes received per candidate.