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## **Overview: Converting AFA to a Member-Based Organization**

### **From: Governance and Bylaws Committee**

The Air Force Association was established in 1946 as a nonprofit, federated organization comprised of members, chapters, and state and regional organizations. Hundreds of local chapters nationwide were organized into this hierarchy. Anticipating membership that could approach 1 million, leaders vested decision-making authority first and foremost in a national convention and the delegates that attended; delegates were appointed by state presidents. This body voted on matters referred by the board for their consent.

This system can be likened to our federal government: The delegates and the convention are like Senators and Representatives in the U.S. Congress; the Board of Directors, meanwhile, is like the executive branch, and the Chairman like the President. (In fact, when Gen. Jimmy Doolittle filled the role we now call Chairman, his title was President). Such a design is intended to establish sufficient checks and balances to ensure that change comes slowly and that power resides with the delegates as representatives of the members.

But while this approach can be credited for ensuring our national government's survival through more than two centuries, it is essential to recognize that AFA is not a government, but rather a nonprofit business, and that its traditional governance model inhibits the agility and responsiveness necessary in a modern, competitive non-profit business. Seventy-five years ago, the postal service was the primary means of communication; long-distance telephone service was available but prohibitively expensive. Many businesses routinely shut down or scaled back in summer, as air conditioning did not yet exist. Today, however, communications are instant and business moves at a non-stop pace.

Recognizing this reality, and after much study and deliberation, the Governance and By Laws Committee recommended that AFA adopt new bylaws in place of its outdated constitution. In May, AFA's Board of Directors voted in favor of the new bylaws, forwarding the changes for ratification by the Delegates at AFA's September 2021 National Convention. The proposed bylaws, if approved, will reconstitute the association as a membership-based organization, rather than a delegate-based organization.

This change is not unique to AFA. Indeed, 34 of 35 military Associations are built on this model, and many, like AFA, moved to this change after finding the delegate-based model hindered their effectiveness.

Becoming a member-based Association ensures AFA treats all members equally and places a premium on serving all members. By contrast, a delegate-based system vests special privileges, among them the right to vote for association officers, on the delegates. Here it is important to note a critical difference between representatives in Congress, who are elected by the citizenry, and delegates to the AFA Convention. To become a delegate, one must be an active participant in an AFA chapter or state organization. There is no path for a member who does not reside where a chapter exists. Moreover, in our modern society, AFA has experienced an increasing number of

members who choose not to affiliate with a chapter. Thus, most members have no say in the leadership of our Association. Only delegates have that privilege.

In place of the delegate system, where voting is an invitation-only affair, a member-based association vests the opportunity to vote in every member.

During the 2020 pandemic, when an in-person national convention was not possible, AFA had an opportunity to test this concept in real life. In place of the convention, AFA held “AFA 2020,” a gathering for membership. The results were impressive: Twice as many members participated as in recent conventions. Fund raising also increased.

A second distinguishing factor between these two systems is accountability. In our existing delegate-based system, delegates vote on more than leadership decisions to include decisions about how the Association is managed. Yet delegates have no fiduciary responsibility and encounter no consequences as a result of their votes. Fiduciary responsibility rests with the board alone. In the proposed member-based system, however, the board is responsible for vetting nominations and changes to the By-Laws should any be brought to the members for a vote.

Under the proposed changes, those field leaders who might have come to the Convention as delegates will still possess a voice; but for the first time, a broader segment of our members will be engaged. An important consequence of this change will be to broaden the demographics of active participants, which is essential to the long-term viability of our Association.

Under the proposed By-Laws, AFA would replace the traditional delegate convention with an annual Field Leader Conference and Awards Banquet held in conjunction with an annual Member Meeting. To maximize participation, events would be hybrid in-person/virtual gatherings. All members would be able to participate in electing new Directors to the Board and in ratifying those matters put before the membership for a vote. Both electronic and mail-in voting would be supported.

To ensure the membership is informed and the voting process is fair and effective:

- Candidates’ bios and qualifications would be clearly published in advance
- Issue papers outlining matters brought to the full membership for a vote would be published and promoted;
- Informational sessions to educate the membership would be held live and recorded for later review;
- Electronic and by-mail voting would be supported.

Seventy-five years ago, the compelling logic and motivation for our Air Force Association was “to keep the gang together” as a storehouse of “aviation knowledge.” Today’s “gang” is there and ready, but excluded from the current AFA governance structure. The past 20 years have produced a generation of Airmen and Guardians who have been engaged in non-stop combat operations, yet this talent pool that promises to guarantee a bright future for our Association lacks a voice in approving the leadership of the only Association that is singularly focused on advancing air and space power for our nation. Changing the By-Laws and governance model of our Association assures they have a voice—and a stake—in its future.