

## Minutes of the MLA Executive Council

*[Note: The Executive Council voted to approve these minutes at its May 2006 meeting.]*

The council met on 24–25 February 2006 at the MLA office in New York. President Marjorie Perloff presided. The officers present were First Vice President Michael Holquist, Second Vice President Gerald Graff, and Executive Director Rosemary G. Feal. The Executive Council members present were Charles Altieri, K. Anthony Appiah, Dorian F. Bell, Marilyn Gaddis Rose, John Guillory, Mary N. Layoun, Yolanda Martínez–San Miguel, Elisabeth Mudimbe-Boyi, Paula Rabinowitz, Nicolas Shumway, Hortense J. Spillers, and Priscilla Wald. Executive Council members Anne Ruggles Gere and Guy Stern were absent. The MLA staff members present were Director of Operations Terrence Callaghan, Director of Bibliographic Information Services and Editor of the *MLA International Bibliography* Barbara Chen, Director of Foreign Language Programs Nelly Furman, Managing Editor of MLA Publications and Director of Publishing Operations Judy Goulding, Director of Financial Operations Amilde Hadden, Director of Convention Programs Maribeth T. Kraus, Director of English Programs David Laurence, Director of Book Publications David G. Nicholls, and Assistant to the Executive Director and Coordinator of Governance Carol Zuses.

The council began its morning session on 24 February by meeting in executive session to review council members' fiduciary responsibilities. Following the executive session, the council convened briefly in regular session to receive two informal oral reports. First, Michael Holquist, chair of the council's Subcommittee on Long-Range Planning, reported to the council on the subcommittee's first meeting, held on 23 February. He said that the subcommittee had identified a number of issues for discussion (e.g., the nature of the profession and of the association, more effective communication with members and with the public, the situation of the university at present), and he encouraged council members to let the subcommittee know of their concerns. Second, Marjorie Perloff updated the council on plans to highlight poetry at the 2006 convention, through her Presidential Forum and sessions organized by several divisions and allied organizations. For the rest of the morning, the council met in subcommittees. The Subcommittee on Administration and Finance reviewed four staff reports and the report from the trustees of the MLA's invested funds and considered appointments to four MLA committees. Attending were Marjorie Perloff, chair; Anthony Appiah; Dorian Bell; Marilyn Gaddis Rose; and Hortense Spillers. The Subcommittee on Projects (Michael Holquist, chair; Charles Altieri; Yolanda Martínez–San Miguel; Elisabeth Mudimbe-Boyi; and Priscilla Wald) met to discuss two staff reports and to consider appointments to six MLA committees. The Subcommittee on Meetings and Publications

The sections Forthcoming Meetings and Conferences of General Interest and Professional Notes and Comment are no longer printed in *PMLA*. They have been moved to members-only pages of the MLA Web site, where they are updated twice a month ([www.mla.org/resources](http://www.mla.org/resources)).

(Gerald Graff, chair; John Guillory; Mary Layoun; Paula Rabinowitz; and Nicolas Shumway) reviewed four staff reports and considered appointments to seven MLA committees. After lunch, the full council reconvened to hear the reports and recommendations of its subcommittees and to take action on the various requests before it. On 25 February, the council met in morning and afternoon regular sessions to continue working through its agenda. The council adjourned at 2:45 p.m., having concluded all the business before it.

The council took the following actions:

1. *Administration and Finance.* The council received the independent auditor's report and financial statements for the year ended 31 August 2005, which showed that the association concluded the fiscal year with a surplus of \$460,670 in the unrestricted fund. The surplus is to be added to the association's cash reserve, which the council had directed the staff to build to cover four months of association expenses (see May 2004 *PMLA* 624).

Rosemary Feal reported to the council that the MLA's longtime auditor, Deloitte and Touche, had told her that the fee for the association's next audit would increase by one-third. She also said that the Deloitte partner who had been in charge of the MLA's audit for several years planned to leave Deloitte and would therefore no longer oversee the MLA's account. She noted that the council would be asked in May to designate an auditor for the association's next annual audit and that the present meeting offered an opportunity for the council to discuss whether it wished to continue working with Deloitte and Touche under these circumstances or ask the staff to investigate other firms. After discussing the matter, the council asked the staff to look into hiring a new accounting firm for the MLA's next audit.

The council also received the Finance Committee's report, which reviewed the budget for the current fiscal year using four-month projections. The committee noted that the projected deficit in the unrestricted fund was larger than the deficit projected in October 2005. Most of the increase in the deficit was due to the inclusion of the costs associated with the development of an electronic complement to the *MLA Handbook*, a project that the council approved in October 2005 (see May 2006 *PMLA* 876).

The Finance Committee asked the council to consider several matters relating to the preparation of a budget for the fiscal year 2006–07, including ways to reduce the costs associated with the September (Directory) issue of *PMLA*, and the council authorized the staff to prepare a balanced budget.

The council adopted the following two resolutions relating to financial management. [Note: The president certified the council's action by signing the original documents containing the resolutions. These documents were then stamped with the association's corporate seal.]

WHEREAS, article 4, section E of the constitution of the Modern Language Association provides as follows: "The permanent fund of the association and its other endow-

ment funds shall be administered by a board of three trustees, each appointed by the Executive Council for a three-year term, the three terms to be staggered by one year. One of the trustees shall be designated the managing trustee"; and

WHEREAS, Herbert Lindenberger, Malcolm Smith, and Catharine Stimpson have been appointed by the Executive Council as the three trustees with authority to administer the permanent fund of the association and its other endowment funds, and Malcolm Smith has been designated the managing trustee of this committee (the "Permanent Fund Committee");

NOW, THEREFORE, be it

RESOLVED, that, upon the written direction to Rosemary G. Feal as executive director, Judy Goulding as managing editor of MLA publications and director of publishing operations, and Terrence Callaghan as director of operations of any member of the Permanent Fund Committee to effect the purchase, transfer, sale, or other disposition of any security or securities held in the permanent fund or any other endowment funds, the executive director, managing editor of MLA publications and director of publishing operations, and director of operations be and hereby are authorized and directed to take all such steps and to execute and deliver all such documents as they shall deem necessary or appropriate to effect such purchase, transfer, sale, or other disposition; and be it further

RESOLVED, that the president of the MLA be and hereby is authorized and directed to certify this resolution to any third party requiring delivery of same in order to substantiate the proper authority for the disposition of the securities of the permanent fund or any other endowment funds.

RESOLVED: That Rosemary G. Feal as executive director of the corporation, Judy Goulding as managing editor of MLA publications and director of publishing operations for the corporation, and Terrence Callaghan as director of operations for the corporation be and hereby are authorized jointly to open a custody account with the United States Trust Company of New York in the name of the corporation and deposit therein such property of the corporation as they may deem advisable.

It is FURTHER RESOLVED: That Rosemary G. Feal, Judy Goulding, and Terrence Callaghan be and hereby are authorized jointly to direct all changes of investments and authorize the delivery of any securities or cash, and the property therein shall be subject to such control until further action by this board.

It is FURTHER RESOLVED: That United States Trust Company of New York be and hereby is designated a depository of this corporation and is authorized and directed to pay checks and other orders for the payment of money when signed in the following manner: [manner of signing specified].

The council also authorized the following staff members to sign nonpayroll checks over \$1,000: Terrence Callaghan,

Barbara Chen, Rosemary Feal, Judy Goulding, Maribeth Kraus, and David Laurence.

Finally, the council reappointed Anthony Appiah and John Guillory to join the officers of the association on the council's Audit Committee in 2006.

2. *Graduate Student Travel Grants.* Rosemary Feal reported to the council that there were forty-four eligible applicants for travel grants to the 2005 MLA convention who had not been funded but who had attended the convention in Washington, DC. In keeping with the decision it made the previous year, when there were thirty-seven unfunded applicants (see Oct. 2005 *PMLA* 1672–74), the council agreed to fund these eligible applicants retroactively, provided that they supply receipts. In addition, the council decided to increase from 150 to 200 the number of grants available annually for graduate students.

3. *Report of the MLA Trustees.* The council received the trustees' annual report, which showed that at the end of the calendar year 2005 the association's endowment fund and four of the six donor-restricted funds that support a number of association prizes had shown increases in market value. The trustees noted that the two socially responsible mutual funds in which the MLA had invested for the first time in 2005 performed well. However, since some mutual funds in which the MLA had investments did not perform as well as others, the trustees planned to keep a close watch on both performance and changes in fund management. The trustees also reviewed the council's investment policy (see Oct. 2005 *PMLA* 1674–76) and noted that the current investment allocation between fixed-income instruments (42%) and equities (58%), while slightly more aggressive than the 45-55 allocation recommended by the council, was in keeping with the investment policy and was appropriate given the overall stability of the association's finances. The council thanked the trustees for their work.

4. *Approval of the October 2005 Council Minutes.* The council approved the minutes of its October 2005 meeting for publication in the May 2006 issue of *PMLA*.

5. *Ratification of Two Actions Taken between Council Meetings.* At the October 2005 council meeting, the council was unable to complete action on appointments to the Ad Hoc Committee on the Structure of the Annual Convention (see May 2006 *PMLA* 878–80). The council therefore asked the officers to propose a list of appointees and alternates for the council to discuss and act on, following the council's procedure for making decisions between council meetings on time-sensitive matters (see Jan. 2005 *PMLA* 278). The officers' proposed list of appointees was posted for discussion on the council's electronic discussion list, and council members agreed on one change. However, since not all council members participated in the discussion, the council's advisory committee was called on to approve the modified list of appointees. The advisory committee did so, thereby making the following appointments to the ad hoc committee: Robert Barsky,

Vanderbilt Univ.; Patrick M. Bray, Univ. of Illinois, Urbana; David Damrosch, Columbia Univ.; Roland Greene, Stanford Univ.; Linda Gregerson, Univ. of Michigan, Ann Arbor; Bette G. Hirsch, Cabrillo Coll., CA; Meta DuEwa Jones, Univ. of Texas, Austin; Lucille Kerr, Northwestern Univ.; Mary N. Layoun, Univ. of Wisconsin, Madison; and Katherine A. Rowe, Bryn Mawr Coll.

The matter of the strike by graduate teaching assistants at New York University (NYU) was raised during the 2005 Delegate Assembly meeting (see May 2006 *PMLA* 866, 868–70). Since the assembly could not act, delegates and other concerned members were encouraged to ask the council to act. Requests from members were forwarded to the council's electronic discussion list, and council members reached consensus on sending a letter to NYU's president. (Note: Council member John Guillory recused himself from the council's deliberations and decision on this matter.) Again, because not all council members participated in the discussion, the council's advisory committee was called on to authorize the staff to send the letter, which cited the 1999 MLA resolution on the right of all academic employees to engage in collective bargaining and encouraged the NYU administration voluntarily to recognize the NYU graduate student employees' bargaining unit, to negotiate a mutually acceptable contract, and to refrain from taking actions that would discourage graduate employees from engaging in union activities.

As stipulated in the council's procedure for making decisions between meetings, the council was asked to ratify these two advisory committee decisions; the council did so.

6. *Departmental Reports.* The council accepted staff members' annual departmental reports with thanks and asked various staff members to elaborate on some of the information presented in the reports. In conjunction with the report on the Job Information Service, the council commented on changes the staff planned to make to the indexing terms that departments use as descriptors for the positions they advertise in the *Job Information List (JIL)* and that job seekers use to search the *JIL*. The changes are intended to improve the accuracy of searches that rely on the index terms; other types of searches, such as those based on geographic region or a specific text string, will not be affected.

7. *Report on Participation in MLA Activities.* The council received a report on the ranks, geographic locations, and institutions of members who served the association in various capacities in 2004 and 2005 (i.e., as members of standing committees except for publication and prize committees, as members of ad hoc committees, as representatives to conferences and the American Council of Learned Societies, and as scholar bibliographers). The staff regularly provides this information because the council is concerned to involve a broad cross section of the membership in association activities. The information in the report will serve the council as a guide for future appointments.

8. *Appointment of an Editor for PMLA.* The council appointed Patricia Yaeger (English, Univ. of Michigan, Ann Arbor) to succeed Marianne Hirsch as editor of *PMLA*. Yaeger's three-year term will begin in July 2006.

9. *Council-Sponsored Convention Sessions.* A member who had organized a session for the 2006 convention requested that the council sponsor it. The council declined, since it had not had a hand in conceptualizing or arranging the session. The council asked two of its members to arrange the council's three sessions for the 2006 convention.

10. *Recommendations from the 2005 Delegate Assembly.* The council received and acted on a report on the two motions approved by the Delegate Assembly during the assembly's meeting on 29 December 2005 in Washington, DC. [Note: For a full account of the Delegate Assembly meeting, including the text of each motion, see May 2006 *PMLA* 860–72.]

First, the assembly approved a motion calling on the MLA to ask the American Association of University Professors (AAUP) to respond to recent developments in higher education (e.g., challenges to academic freedom, increases in the number of adjunct and non-tenure-track faculty members) by strengthening its "Statement of Principles on Academic Freedom and Tenure" and the protection that statement provides to faculty members. The council decided to implement the motion by sending the text of the assembly's motion to the AAUP along with a cover letter from the council asking that the AAUP give consideration to the motion.

Second, the assembly approved a motion that calls on the MLA to establish a policy regarding the use of unionized hotels for MLA conventions. The council noted that the association's current practices in this area are in keeping with the motion and that the association intends to maintain its current practices.

11. *Review of the Resolution Approved by the 2005 Delegate Assembly.* In accordance with article 7.B.3 of the MLA constitution, the council reviewed the resolution that the 2005 Delegate Assembly had approved (see May 2006 *PMLA* 864–66) to determine whether to forward the resolution to the membership for ratification. Resolutions that (1) do not impede the council's ability to carry out its fiduciary responsibilities, (2) do not contain erroneous, tortious, or possibly libelous statements, (3) do not pose a threat to the association's continuing operation as a tax-exempt organization, and (4) are consistent with the provisions of articles 2 and 9.C.10 of the MLA constitution may be forwarded to the membership.

The resolution that the assembly approved called on the MLA to oppose the Student and Academic Bills of

Rights. After lengthy discussion of the language of the resolution and the requirements of the constitution, the council authorized nonsubstantive copyediting changes to the wording of the resolution and voted to forward the resolution to the membership for the required ratification vote. The council also asked that writers of resolutions be advised not to use the future tense and decided to draft its own statement for publication at the MLA Web site.

12. *Election of a Council Member to the Delegate Assembly Organizing Committee (DAOC).* The council elected Priscilla Wald to the DAOC for a two-year term (2006–07).

13. *Appointments to MLA Committees.* The council made fifty-seven appointments to the standing committees of the association and appointed nine committee chairs or cochairs. The names of all new and continuing committee members will appear in the September 2006 (Directory) issue of *PMLA* and at the MLA Web site.

14. *Language Initiative.* Marjorie Perloff asked the council to discuss an initiative aimed at encouraging faculty members to learn a new language to use in their work. The council's discussion touched on funding and on whether full-time faculty members would have the time to engage in such study. Council members envisioned a number of possible ways to pursue such an initiative (e.g., sabbaticals, summer immersion programs, partial leaves, new programs at humanities centers, new fellowship programs created by foundations, postdoctoral fellowships for younger scholars). At the conclusion of the council's discussion, Rosemary Feal suggested referring the matter to the Ad Hoc Committee on Foreign Languages.

15. *Request from the American Association of University Professors (AAUP).* The council received a letter from the general secretary of the AAUP announcing that the AAUP had embarked on an endowment campaign and asking the MLA to contribute to this campaign. The council agreed to make a \$5,000 contribution to the AAUP's endowment campaign.

16. *Request from a Member.* The council received a letter from a member who was concerned that an increasing number of departments were disregarding MLA guidelines on hiring by requiring candidates to send their dossiers with their letters of application. The council was asked to find a way to address this situation. The council reviewed the association's "Advice to Search Committees and Job Seekers on Faculty Recruitment and Hiring" and found that the departmental practice cited in the member's letter was in keeping with the association's recommendations. The council asked the staff to so inform the member.