

LIBRAS Bylaws
May, 2006 Revision

ARTICLE I **NAME**

The name of this organization shall be LIBRAS.

ARTICLE II **PURPOSE**

The purpose of LIBRAS shall be to promote interlibrary cooperation and networking in ways that enhance the capability of member libraries to advance the academic programs of their parent institutions.

To this end, LIBRAS shall

- (1) promote access, both bibliographic and physical, to the holdings of member libraries,
- (2) promote continuing education and the sharing of knowledge among staff of member libraries,
- (3) promote networking among individual staff members on subjects of mutual interest, and
- (4) promote the use of technology in ways that will be of maximum benefit to member libraries.

ARTICLE III **MEMBERSHIP AND DUES**

Section 1 **Members**

The members of LIBRAS shall be academic libraries that have been accepted into LIBRAS and continue to meet the qualifications for membership listed in Article III, Section 2.

Section 2 **Qualifications for Membership**

- (1) To be eligible for membership in LIBRAS, a library must meet and maintain the following qualifications:

The library must be part of or affiliated with a college or university
that:

- (a) maintains, as its primary function, a four-year liberal arts program,
- (b) is accredited by The Higher Learning Commission,
- (c) is privately supported,
- (d) is located in the Chicago metropolitan area, defined as the counties of Cook, DuPage, Kane, Lake, McHenry, and Will,
- (e) has at least one full-time librarian on its staff,

- (f) catalogs the majority of its holdings through OCLC, and
- (g) actively supports all staff members' participation in LIBRAS activities.

Branch, special, divisional, extension, or other libraries that are part of or affiliated with a college or university and that have budgets or administrations separate from those of the institution's main library are eligible for membership in LIBRAS whether or not the main library is a member.

- (2) To maintain membership the library shall also:
 - (a) conduct interlibrary loan with other LIBRAS libraries according to the rules established by LIBRAS,
 - (b) allow direct borrowing of materials by students and faculty of LIBRAS libraries,
 - (c) report directory information,
 - (d) respond to requests for statistical information
 - (e) pay LIBRAS dues, and
 - (f) require the director of the library to attempt to maintain budget(s) on an annual basis equal to or higher than the previous year and to report to the LIBRAS Executive Committee when this is not possible and the cause
 - (g) actively support all staff members' participation in LIBRAS activities.
 - (h) require the director of the library to annually attend directors' meetings and any other meeting where directors' votes are required or to send a proxy.

Section 3

Application for Membership

Application for membership shall be made in writing to the President of LIBRAS, who shall call a meeting of the Executive Committee to review the application. The director of the library from the prospective member library shall be present at the Executive Committee meeting at which the library's application is reviewed. The Executive Committee shall submit a copy of the prospective member library's application and a written summary of the Executive Committee's review to each library director. The vote on admission shall take place, without the applicant present, no later than the second business meeting following the review. Membership shall be decided by a two-thirds vote of the library directors. The President shall notify the library, in writing, of the decision. Libraries accepted into LIBRAS shall be formally admitted at the next business meeting and presented with a certificate of membership.

Branch, special divisional, extension, or other libraries (as specified in Article III, Section 2) that are eligible for membership, must make an application

separate from that of the institution's main library.

Section 4 **Resignation, Suspension, Termination, and Reinstatement**

Any member desiring to resign from LIBRAS shall submit the resignation in writing to the President. Resignation shall not relieve the resigning member of the obligation to pay unpaid dues or other unpaid charges.

By a two-thirds vote of the directors, a member may be suspended or expelled for failure to meet one or more of the qualifications stated in Article III, Section 2.

The Procedure for reinstatement of former members shall be the same as that stated in Article III, Section 3.

Section 5 **Categories of Participation**

(1) Directors

Each member library shall be represented in LIBRAS by its library director. If a director is unable to attend a directors' meeting or any other meeting where directors' votes are required, the director shall designate, in writing, a proxy from the LIBRAS membership who shall act for the director in that meeting. Directors of member libraries are eligible to hold office, apply for continuing education funds, serve in appointed positions and on committees, and to vote on all matters.

(2) Librarians

All professional librarians and persons holding professional position in member libraries shall be eligible to participate in all LIBRAS activities. Librarians may hold office, apply for continuing education funds, serve in appointed positions and on committees, and vote on all matters except new memberships and matters involving financial commitments.

(3) Support Staff

All support staff of member libraries shall be eligible to participate in all LIBRAS activities. Support staff may apply for continuing education funds, serve in appointed positions and on committees, and vote on all matters except new memberships and matters involving financial commitments. Support staff may not hold office.

Section 6 **Membership Year**

The membership year shall be from July 1 through June 30.

Section 7 **Dues**

Each member library shall be assessed annual dues, payable by September

15. The assessment for the first year of membership shall be prorated according to the date of entry in LIBRAS.

ARTICLE IV MEETINGS

Section 1 **Directors' Meetings**

The directors of the member libraries shall meet at least two times during each membership year.

Section 2 **Annual Meeting**

An Annual Meeting shall be held for the purpose of resolving election ties and announcing new officers. A printed notice stating the day, hour, place, and agenda of the Annual Meeting shall be distributed to each member library not less than fourteen days before the meeting. Additionally, electronic copy of the notice of the meeting shall be posted on the LIBRAS web site.

Section 3 **Schedule of Meetings**

The Executive Committee shall distribute a preliminary schedule of directors' meetings, programs, workshops, and continuing education activities for each membership year prior to the first directors' meeting of the year. A final meeting schedule, which shall be printed and which shall indicate the day, hour, and place of each meeting, shall be distributed to the member libraries one month after the directors' meeting.

Section 4 **Notice of Meetings**

A printed notice stating the day, hour, place, and agenda of each meeting, program, workshop, or continuing education activity shall be distributed to each member library not less than fourteen days before any event.

Section 5 **Special Meetings**

Special meetings may be called by the President, by a vote or petitions by the majority of the members of the Executive Committee, by a vote or petitions of one-fourth of the directors, or by a vote or petition of one-fourth of the total number of directors and librarians. A printed notice stating the day, hour, place, and purpose of each special meeting shall be distributed not less than fourteen days before the meeting to each director to be distributed to each individual entitled to vote at the meeting.

ARTICLE V VOTING

Sections 1 **Quorum**

For matters to be decided by a vote of the directors (as specified in ARTICLE V, Section 2), three-fourths of the directors, including proxies, must be present in order to constitute a quorum.

Section 2 **Eligibility to Vote**

Only matters involving financial commitments or memberships (including applications for membership, suspensions, terminations, and reinstatements) shall be decided by a vote of the directors, including proxies. All other matters shall be decided by a vote of directors, librarians, and support staff.

Section 3 **Voting**

Matters involving financial commitments or memberships shall be decided by two-thirds of the votes cast by the directors, including proxies.

Except for changes in the registered agent or office, changes in or amendments to the Articles of Incorporation or the Bylaws shall be decided by two-thirds of the votes cast by directors, librarians, and support staff.

Other matters shall be decided by a simple majority of the votes cast by the general membership.

ARTICLE VI OFFICERS

Section 1 **Officers**

The officers of LIBRAS shall be the President, Vice-President/President-Elect, Secretary, Treasurer, and Past-President.

Section 2 **Terms of Office**

Officers shall serve for one year or until a successor takes office. The term of office shall be from July 1 through June 30.

Section 3 **Reelection**

Officers may serve no more than two consecutive terms in the same office, not counting time spent in the office as a result of filling a vacancy occurring between annual elections.

Section 4 **Eligibility for Office**

All directors and librarians of member libraries are eligible for election to

office, given the following:

- (1) A member library may be represented in office by no more than one individual at a time.
- (2) An individual standing for the office of Vice-President/President-Elect must have served for one year as either LIBRAS Secretary or Treasurer.

Section 5 **Nomination for Officers**

A three-member Nomination Committee shall be elected by the Executive Committee no later than March 15. A person may be nominated for only one office, and only one person from a particular library may be nominated. Each person the Committee wishes to nominate shall be contacted to obtain an acceptance before the slate of nominees is established. Notice of the nominations shall be distributed via a variety of media, including the LIBRAS web site. The Nominating Committee should attempt to slate at least two candidates for each office.

Section 6 **Election of Officers**

Officers shall be elected by electronic or mail ballot by a simple majority of the votes cast. In the case of a tie, another vote for that office will be taken at the Annual Meeting. Election results will be announced at the Annual Meeting.

Section 7 **Resignation**

An officer may resign by submitting a written resignation to the President. The resignation shall be effective upon acceptance by the President.

Section 8 **Recall of Officers**

An officer may be removed from office by a two-thirds vote at a business or special meeting upon the petition of one-fourth of the directors and librarians or a simple majority of the Executive Committee.

Section 9 **Vacancies**

The Vice-President/President-Elect shall assume the office of President in the event of a vacancy, and a new Vice-President/President-Elect shall be elected. A vacancy in any other office (Secretary, Treasurer, or Past-President) shall be filled by presidential appointment approved by a three-fourths vote of the Executive Committee.

ARTICLE VII DUTIES OF OFFICERS

Section 1 **President**

The President shall be the executive head of LIBRAS and, as such, shall be responsible for providing LIBRAS with leadership in carrying out its purposes. The President shall serve as chairperson of the Executive Committee and shall preside over directors' and membership meetings, and shall prepare and distribute the agenda for such meetings. The President will arrange for the annual audit. The President may establish special committees and temporary positions. The President shall fill appointed positions, and may appoint members of all committees except the Nominating Committee, whose members shall be elected. The President is an ex-officio member of all committees except the Nominating Committee. The President shall keep the organization advised of legislative matters affecting membership, coordinate its response to legislators or other governmental agents when appropriate, and recommend ways to increase the organization's visibility and effectiveness in the governmental arena. The President shall submit a written report of activities for the year and present the LIBRAS annual report at the Annual Meeting.

Section 2 **Vice-President/President-Elect**

The Vice-President/President-Elect shall serve as chair of program planning, and, in the President's absence, serve as President *pro tem*. Within 30 days prior to the Annual Meeting, the Vice-President/President-Elect shall submit a written report of activities for the year to the President.

Section 3 **Secretary**

The Secretary shall record, prepare, and distribute the minutes of meetings to all member libraries. The Secretary shall also prepare any correspondence, handbook, directory, public relations documents (including press releases), or other documents required by the assembly or by the Executive Committee which does not fall into the domain of any existing committee, office, or appointed position. The Secretary shall keep and maintain a complete file of committee reports and working documents. Within 30 days prior to the Annual Meeting, the Secretary shall submit a written report of activities for the year to the President.

Section 4 **Treasurer**

The Treasurer shall receive and disburse funds, maintain records of LIBRAS income and expenditures, prepare and submit any reports relating to corporate status, and supply any financial reports required by LIBRAS or any government office. The Treasurer's records may be reviewed upon demand by an ad hoc committee appointed by the Executive Committee. Within 30 days prior to the Annual Meeting, the Treasurer shall submit a written report of activities for the year to the President.

Section 5 **Past-President**

The Past-President shall administer a program designed to assure LIBRAS representation at professional events relevant to the purposes of LIBRAS. The Past-President shall identify and publicize continuing education activities and present applications for continuing education funds to the Executive Committee. The Past-President shall work in conjunction with the Vice-President/President-Elect for program and workshop planning and implementation. Within 30 days prior to the Annual Meeting, the Past-President shall submit a written report of activities for the year to the President.

ARTICLE VIII APPOINTED POSITIONS

Section 1 **Positions to be Filled by Appointment**

Standing positions which shall be filled by Presidential appointment are archivist and communications director. Temporary appointed positions may be established by the President or the Executive Committee.

Section 2 **Length of Appointment**

The President shall specify the length of appointment at the time appointment is made, not to extend beyond June 30. Individuals serving in appointed positions report fully to the President.

Section 3 **Eligibility to Serve**

All directors, librarians, and support staff are eligible to serve in appointed positions.

ARTICLE IX DUTIES OF STANDING POSITIONS

Section 1 **Archivist**

The Archivist shall collect, organize, and preserve LIBRAS materials. Within 30 days prior to the Annual Meeting, the Archivist shall submit a written report of activities for the year to the President.

Section 2 **Communications Director**

The Communications Director shall be responsible for maintaining any electronic LIBRAS communication vehicles. Within 30 days prior to the Annual Meeting, the Communications Director shall submit a written report of activities for the year to the President.

ARTICLE X EXECUTIVE COMMITTEE

Section 1 **Members**

The officers of LIBRAS shall constitute the Executive Committee, e.g. President, Vice-President/President-Elect, Secretary, Treasurer, and Past President.

Section 2 **Duties**

The Executive Committee shall manage the affairs of LIBRAS and shall be subject to the orders of LIBRAS. The Committee shall receive and discuss ideas; develop recommendations to present to the assembly; review applications for membership; approve expenditures of funds over \$250 or anything that exceeds the approved budget; plan the schedule of meetings; approve applications for continuing education funds; serve as the program committee with the Vice President as chair; and perform other duties as needed.

Section 3 **Meetings**

The Executive Committee shall meet as called by the President or by at least three members of the Committee. At least two meetings shall be held each year with the time and place of the meetings set by the President. Minutes of the Executive Committee meetings shall normally be distributed with the minutes of a business meeting.

ARTICLE XI SPECIAL INTEREST GROUPS

Special interest groups may be formed as vehicles for networking and continuing education. The Vice-President/President-Elect, in consultation with the members of the Special Interest Groups, will appoint a chairperson for each interest group by the Spring Directors' Meeting. Each Special Interest Group chairperson must convene the group at least twice a year and must keep the general membership informed of any special programs or speakers. Within 30 days prior to the Annual Meeting, each Special Interest Group chairperson shall submit a written report of their activities for the year to the President.

ARTICLE XII AMENDMENTS TO THE ARTICLES OF INCORPORATION AND BYLAWS

Section 1 **Change of Registered Agent or Registered Office**

A change of the registered agent or registered office may be approved by a

simple majority of the members of the Executive Committee. A statement of the change shall be filed with the Illinois Secretary of State.

Section 2

Amendments

Except for the registered agent and registered office, the Articles of Incorporation and the Bylaws may be amended or rescinded at a business or special meeting by two-thirds of the votes cast electronically or by mail. A printed notice setting forth the proposed amendments or other changes shall be distributed to each director and librarian eligible to vote at the meeting not more than forty nor less than fourteen days before the ballots are distributed.

ARTICLE XIV PARLIAMENTARY AUTHORITY

The latest edition of Robert's Rules of Order shall govern LIBRAS in all cases to which the rules are applicable and consistent with the Articles of Incorporation and the Bylaws.

ARTICLE XV COOPERATION WITH OTHER ORGANIZATIONS

Agreements with other organizations which commit member libraries directly to incur costs in providing services will require unanimous support of LIBRAS directors.