

ASSOCIATION OF COLLEGE & RESEARCH LIBRARIES NEW ENGLAND CHAPTER

# Constitution & Bylaws

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**Revised April 17, 2012**

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## **I. Organization and General Procedures**

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### *Constitution (1203) (As revised March 2012)*

#### **Article I. Name**

##### Section 1

The name of this organization shall be the Association of College and Research Libraries/New England Chapter, Incorporated (hereinafter referred to as the Chapter).

#### **Article II. Objectives**

##### Section 1

The objectives of the Chapter shall be to provide opportunities for the professional growth of academic and research librarians and library staff by conducting workshops and arranging programs in the various areas of the region; to encourage the exchange of ideas and information relating to library development; to disseminate educational information oriented to academic and research libraries; and to support and participate in programs of other regional and local organizations in New England when appropriate, in order to promote and improve library service to the academic and research community.

#### **Article III. Relationship To The Association Of College And Research Libraries**

##### Section 1

This body is an affiliate of the Association of College and Research Libraries, a division of the American Library Association. It operates in accordance with Article XV (Chapters) of the ACRL Bylaws and Chapter 2 (ACRL Chapters) of the ACRL's Guide to Policies and Procedures.

#### **Article IV. Membership**

##### Section 1 – ACRL members

ACRL members residing in New England or working in New England libraries are considered to be Chapter members automatically and are not required to pay Chapter dues.

##### Section 2 – Non-ACRL members

Any person interested in academic and research libraries and librarianship in New England may become a member by paying Chapter dues.

Section 3 – Students

Students enrolled in library schools in New England may join the Chapter by paying dues established for student members.

Section 4 – Institutions

Chapter membership is limited to individuals.

**Article V. Officers**

Section 1 – Officers

The officers shall be a president, a vice-president who is the president-elect, a secretary, a treasurer, and a treasurer-elect. The president and vice-president shall be members of ACRL.

Section 2 – Terms

The officers shall be elected from the membership of the Chapter. The president and the vice-president, who is the president-elect, shall serve one year. The secretary will serve two years. The treasurer-elect will serve a total of three years, the first year as treasurer-elect and the second two years as treasurer.

Section 3 – Duties

The duties of the officers shall be those which normally pertain to those officers, including those duties described in the Chapter Manual, except that the vice-president also has the responsibility for coordinating the development of the annual conference.

Section 4 – Vacancies

A vacancy in the presidency shall be filled by the vice-president. Replacements for other vacant offices shall be appointed by the Board of Directors.

**Article VI. Board Of Directors**

Section 1 – Composition

The Board of Directors shall consist of the officers of the Chapter, the past-president of the Chapter, the two members elected at large from the Chapter membership who need not be ACRL members, the chairs of the standing committees, the chairs of special interest groups of the Chapter, the Chapter Archivist, and the ACRL Legislative Network Representative. All members of the Board of Directors shall be members of the Chapter.

### Section 2 – Voting

All elected members of the Board of Directors, the past president, committee chairs, and special interest group chairs shall be voting members of the Board. The Chapter Archivist and ACRL Legislative Network Representative shall each be appointed by the president and shall be non-voting members of the Board.

### Section 3 – Voting by Co-chairs

Should any standing committee or special interest group have more than one chair at a time (co-chairs), only one co-chair may vote on behalf of the standing committee or special interest group at a meeting of the Board of Directors.

### Section 4 – Proxies

A chair of a standing committee or a special interest group may designate a proxy to represent the committee or special interest group with voting privileges at a meeting of the Board of Directors.

### Section 5 – Quorum

A quorum for Board of Directors meetings shall be a simple majority of the voting board membership, provided that at least four (4) of the elected members of the Board shall be present, and at least one of these shall be the president or vice-president.

### Section 6 – Electronic Voting

To facilitate the transaction of Chapter business between meetings of the Board of Directors, the Board may vote by electronic means, such as, but not limited to, electronic mail, listservs, etc. provided there has been opportunity for discussion. Such votes will be noted in the minutes of the next Board meeting in order to provide a record of the Board's actions.

### Section 7 – Terms

The two elected members-at-large shall serve for two years, and shall be elected in alternate years. All appointed members shall serve for one year concurrent with the term of the president.

### Section 8 – Attendance

Voting members are expected to attend all meetings of the Board of Directors. Persistent failure by voting members of the Board to attend meetings or to designate proxies (where provided) without an acceptable explanation constitutes grounds for removal from the Board for the remainder of the member's term.

Section 9 – Resignation

A member of the Board of Directors may resign by filing a written resignation with the Chapter president.

**Article VII. Meetings**

Section 1

There will be an annual business meeting, open to the entire membership, in the spring. Other meetings may be called by a majority of the Board of Directors or by a petition of ten Chapter members.

Section 2 – Board of Directors Meetings

Meetings of the Board of Directors may be conducted by electronic means, which may include, but not be limited to, teleconferencing, videoconferencing, Internet conferencing or similar means, with advance approval of the Board members

**Article VIII. Amendments**

Section 1

All proposals for amending the Constitution and Bylaws shall be presented to the Board of Directors. A proposed amendment or new bylaw shall become effective when approved by a majority of the members of the Board, followed by ratification by members of the Chapter either by a vote by mail or by electronic mail (e-mail) of 2/3 of the members voting, or by a 2/3 vote of members present and voting at a membership meeting.

**Article IX. Representation**

Section 1

For nomination, appointments, and activities, every effort shall be made to represent broadly the academic and research library community of New England.

***Bylaws (1111) (As revised November 2011)***

**Article I. Dues And Meeting Charges**

Section 1

Dues for those who are not members of ACRL and dues for student members shall be set by the Board of Directors.

Section 2

Rates charged to members and non-members of ACRL for attendance at meetings shall be approved by the Board of Directors.

**Article II. Nominations And Elections**

Section 1 – Committee

A committee of three persons who are members of ACRL shall be appointed annually by the Board of Directors to nominate candidates for Chapter offices and members-at-large. The committee will be chaired by the past-past-president and will have as one of its members the past-president.

Section 2

Any member of the Chapter may present a petition to the nominating committee signed by not fewer than ten Chapter members proposing additional nominations. Such nominations shall be included on the official ballot.

Section 3 – Right to vote

All members of the Chapter shall be eligible to vote.

Section 4 – Timing of the election process

The nominating committee will seek nominations in the fall. Nominations will be sought via personal contact, via e-mail message on the listserv, and via the Newsletter. Candidates nominated by petition must have the appropriate signatures and paperwork to the chair of the nominating committee by January 1<sup>st</sup>. The election will normally take place in March, with the results being announced by April 15<sup>th</sup>.

Section 5

Elections shall be conducted by mail ballot or via electronic mail ballot as designated by a vote of the Board of Directors.

Section 6

The chairperson of the nominating committee shall be responsible for conducting elections.

Section 7

A simple majority shall decide the winner in an election. In case of a tie, the decision shall be made by secret ballot by the members of the nominating committee whose votes shall be sent individually to the president.

## **Article III. Committees (1202)**

### Section 1

There shall be the following standing committees, reporting to the Board of Directors, appointed by the president of the Chapter with the advice of the Board:

- A. A Constitution and Bylaws Committee, which shall ensure that the activities and decisions of the Board of Directors and the Chapter are consistent with the Constitution and Bylaws, and shall oversee their amendment. The Constitution and Bylaws Committee shall be responsible for updating the Chapter manual.
- B. A Continuing Education Committee which shall carry out long-range planning on the continuing education needs of the membership.
- C. A Membership Committee, which shall promote membership in the Chapter and maintain records of the membership rolls.
- D. A Communications Committee which shall promote interest and participation in Chapter and ACRL activities and publicize activities of the Chapter through a variety of media.
- E. A Scholarship & Awards Committee which shall award scholarships and awards as approved by the Board.
- F. A Leadership Development Committee which shall develop and deliver responsive programs for our members that build skills and capacity for leadership and advocacy.
- G. A Finance Committee which shall serve as financial advisors to the Chapter Treasurer to facilitate sound fiscal management of the Chapter's funds.

### Section 2

Other standing or special committees, which shall be deemed necessary to carry on the work of the Chapter shall be established by the Chapter or the Board of Directors and appointed by the president with the advice of the Board of Directors.

### Section 3

Committee and interest group appointments shall be made for terms corresponding to that of the president.

### Section 4

Committee and interest group appointments shall be made promptly after the spring business meeting. Appointments to committees created later in the year shall be made promptly after the committee is created.

### Section 5

Members of standing committees must be members of the Chapter.

Section 6

The president shall be a member ex-officio of all committees except the Nominating Committee.

Section 7

Committees shall submit to the Board of Directors a written annual report and such other reports as shall be deemed necessary.

Section 8

Special interest groups shall be encouraged to organize and meet regularly for the purpose of working together on particular interests of Chapter members. The Board of Directors shall approve the formation of such groups, and a chair/liaison to the Board shall be appointed by the president. Special interest groups shall exist as long as they meet members' needs. Special interest groups may be dissolved by two-thirds (2/3) majority of the Board of Directors.

**Article IV. Representation At National Conferences**

Section 1

The Chapter encourages the attendance of the Chapter president and/or vice president or an appointed delegate at meetings of the ACRL Chapters Council and other governance meetings, which are normally held at the annual and mid-winter ALA conferences. The Chapter may contribute to their expenses in attending these meeting.

**Article V. Years**

Section 1 – Membership year

The membership year of the Chapter shall be the calendar year.

Section 2 – Board year

The term of office for elected and appointed positions of the Chapter shall begin at the end of the spring meeting.

Section 3 – Fiscal Year

The fiscal year of the chapter shall begin July 1.

## **Article VI. Finances**

### Section 1

A report shall be made annually to the membership, by the treasurer, detailing receipts and expenditures, explaining the Chapter's fiscal status, and reporting on the audit.

### Section 2

Notwithstanding any other provisions of these articles, the Chapter is organized exclusively for one or more of the purposes as specified in Section 501 (c) (3) of the Internal Revenue Code of 1986, and shall not carry on activities not permitted to be carried on by an organization exempt from federal income tax under IRC Section 501 (c) (3) or corresponding provisions of any subsequent federal tax laws.

### Section 3

No part of the net earnings of the Chapter shall inure to the benefit of any member, trustee, director, officer of the Chapter, or any private individual, (except that reasonable compensation may be paid for services rendered to or for the Chapter), and no member, trustee, officer of the Chapter or any private individual shall be entitled to share in the distribution of any of the assets on dissolution of the Chapter.

### Section 4

No substantial part of the activities of the Chapter shall be carrying on propaganda, or otherwise attempting, to influence legislation, except as otherwise provided by Internal Revenue Code Section 501 (h). Neither shall the Chapter participate in, nor intervene in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

### Section 5

In the event of dissolution all of the remaining assets and property of the Chapter shall, after necessary expenses thereof, be distributed to another organization exempt under IRC Section (c) (3), or corresponding provisions of any subsequent federal tax laws, or to the federal government, or state or local government for a public purpose, subject to the approval of a Justice in the Supreme Court of the State of Massachusetts.

### Section 6

In any taxable year in which the exempt organization is a private foundation as described in IRC Section 509 (a), the Chapter shall distribute its income for said period at such time and manner as not to subject it to tax under IRC Section 4942, and the Chapter shall not (a) engage in act of self-dealing as defined in IRC Section 4941(d), retain any excess business holdings as defined in IRC Section 4943 (c), (b) make any investments in such manner as to subject the Chapter to tax under IRC Section 4944, or (c) make any taxable expenditures as

defined in IRC Section 4945 (d) or corresponding provisions of any subsequent federal tax laws.

## **Article VII. Rules Of Order**

### Section 1

The rules contained in Robert's Rules of Order Newly Revised shall govern the Chapter in all cases to which they are applicable, and in which they are not inconsistent with the Constitution and Bylaws.