

## **Constitution and Bylaws of the South Carolina Library Association**

### **Article 1. Name**

This organization will be called the South Carolina Library Association, herein referred to as the Association and SCLA in these Bylaws.

### **Article 2. Objectives**

The Association's objectives are to support and promote libraries, library services and library workers in South Carolina.

### **Article 3. Membership**

Section 1. The fiscal year of the Association will be January 1 – December 31.

Section 2. The membership year for the Association will be one calendar year from the date of the member's last renewal. Membership will entitle the member to the right to vote at meetings or online and receive Association communications.

Section 3. Members who have not paid by the last date of the membership year will be dropped from membership. Membership will be reinstated for a full year from that date that dues are received. Membership must be current in order to participate in the Association's annual election.

Section 4. Any individual who supports the missions and goals of the Association may become a member with right to vote, upon payment of annual dues. Membership in the Association will be composed of the following classes:

- Individual
  - First Time Member (one year only)
  - Continuing Member
  - Full-Time Student
  - Trustee/Friend/Retiree
  - Individual Exhibitor
- Joint Membership with ALA (Only for members new to ALA & SCLA)
  - Student
- Sustaining Member
- Institutional

Section 5. An individual is entitled to join Sections, Roundtables, or Interest Groups.

Section 6. With approval of the executive committee, any library, club, or other educational association in South Carolina that supports the mission and goals the Association may become an institutional member. Benefits of the Institutional Membership can be found in the handbook.

Section 7. Any person who has maintained an active membership in the Association for a period of ten (10) consecutive years prior to retirement will, upon retirement, be entitled to Honorary Membership in the Association upon approval of the Board of Directors.

Section 8. Dues and other fees for members will be approved by the Executive Committee. There will be

additional charges for workshops, training, and the annual conference for members. Fees will be approved by the Executive Committee.

#### **Article 4. Dues**

Section 1. Annual dues for all levels of membership presented in Article III are delineated on the current membership form.

#### **Article 5. Officers**

Section 1. The elected officers of the Association consist of the President, First Vice-President, Second Vice-President, Secretary, and Treasurer. These officers will form the Executive Committee of the Board of Directors. All officers will be members of the Association.

Section 2. Officers, with the exception of the Treasurer, will serve the calendar year following their election. The Treasurer will serve a term of two calendar years following election.

Section 3. A quorum of the voting members of the Board of Directors may vote to recommend to the Executive Committee the removal of any officer for cause.

Section 4. A vacancy in the offices of First Vice-President, Second Vice-President, Treasurer, or Secretary will be filled for an unexpired term by appointment of the Executive Committee.

#### **Article 6. Nominations and Election of Officers**

Section 1. The President will appoint a Nominating Committee which will be composed of the Chairs of the Sections, with the immediate Past-President serving as Chair of this committee. Notice of the nominees will be given to the membership at least thirty (30) days prior to the election.

Section 2. The Nominating Committee will present the slate of officers to the Board of Directors by the summer Board of Directors meeting. The slate of officers will be presented to the membership via an official channel of the Association.

Section 3. All nominees will provide a written statement of their qualifications for office including a biographical sketch and photograph for publication with the ballot.

Section 4. Section and Round Table leadership nominees may be listed with the nominations of the Association. Only one nominee is required for each office.

Section 5. Nominations may also be made from the floor during the annual General Business Meeting. The nominator must have prior confirmation that the person nominated would agree to serve. The nominee must be a current member in the Association. Any additional nominees will have their names, photos, and biographical sketches included on the online ballot. Self nomination is allowed.

Section 6. Members will be able to vote online using a secure system that ensures each member can vote only once and that all votes remain anonymous. Voting will open after the General Business

Meeting at the annual conference and will be available for fourteen days.

Section 7. After the voting period ends, the Executive Director will inform the President and First Vice-President of the election results. A plurality of votes cast will be necessary to win an election. In case of a tie vote, the successful candidate will be determined by lot. All nominees will be notified immediately of the results. The membership will be informed of the election outcome within seven days after the election ends.

## **Article 7. Duties of Officers**

### **Section 1. President**

- a. Presides at meetings of the Association and the Board of Directors.
- b. Ensures the proper distribution of the agenda for all meetings of the Executive Committee, Board of Directors, and general membership meetings.
- c. Appoints, with the advice of the Board of Directors, all committees and special appointments unless membership is otherwise designated.
- d. Acts as ex-officio member of all committees except the Nominating Committee.
- e. Directs the program of the Association and acts as the spokesperson for the Association.
- f. Appoints special committees, as needed, to serve during their term of office. Appointments are subject to review by the Executive Committee.
- g. Consults the Board of Directors for budget suggestions and chairs the Financial Planning and Development Committee.
- h. Approves payment requests when necessary.
- i. Coordinates the work of all officers, committees and sections of the Association.
- j. Assists the First Vice-President with arrangements for the conference.
- k. Maintains Association records during the term. At the end of the term, the files are given to the incoming President. The files of the former President are deposited in an official archives collection designated by the Association.

### **Section 2. First Vice-President**

- a. In the absence of the President, assumes the duties of the President. If it becomes necessary for the First Vice-President to complete the unexpired term of the President, the First Vice-President may also serve their own term as President or choose to relinquish the office.
- b. Establishes, with the help of the Executive Committee, the time and place of the conference.
- c. Serves as Chair of the Conference Planning Committee.
- d. Serves on the Financial Planning and Development Committee.
- e. Serves on both the Continuing Education Committee and the Planning Committee ex officio.

### **Section 3. Second Vice-President**

- a. Serves as Chair of the Membership Committee, monitors membership in Sections and in Round Tables.
- b. Performs other duties as assigned by the President.
- c. Performs the duties of President in the absence of the President and First Vice President.
- d. May assume the office of First Vice-President if the elected First Vice-President is unable to serve.
- e. May assume the role of First Vice-President if the current First Vice-President becomes President during the unexpired term of the elected President. If the new President, who was originally First Vice-President, does not wish to or cannot serve their own full term, the Second Vice-President, now acting as First Vice-President, may become President.
- f. Annually update, distribute, and present the Officer Guide (guidelines for orienting Section/RT/Committee officers to informal procedures of the Association).
- g. Assists the First Vice-President with arrangements for the conference.

#### Section 4. Treasurer

- a. Works with the Executive Director to submit quarterly financial reports to the Board of Directors.
- b. Maintains reimbursement guidelines and manages requests along with the Executive Director and Executive Committee.
- c. Serves as a member of the Financial Planning and Development Committee and advises the Board of Directors regarding financial matters.
- d. Assists with the conference as needed at the request of the First Vice-President.

#### Section 5. Secretary

- a. Records the minutes of the Executive Committee, Board of Directors, and general membership meetings.
- b. Ensures the proper distribution of the minutes for all meetings of the Executive Committee, Board of Directors, and general membership meetings.
- c. The files of the former Secretary will be deposited in the official Association archives collection.
- d. Assists with the conference as needed at the request of the First Vice-President.

### **Article 8. Executive Committee**

Section 1. The Executive Committee is composed of the officers of the Association, the most recent Past President and the Executive Director, who serves in an advisory capacity only.

Section 2. The Executive Committee will handle the Association's business between meetings of the Association. The Executive Committee's specific duties include:

- a. Employ salaried persons and determine their duties, to include the Executive Director. Ensure that the Executive Director and other appropriate persons are sufficiently bonded.
- b. Recommend to the President the appointment of Special Committees when

necessary to carry out a specified task which does not fall within the responsibility of any Standing Committee.

c. Approve appointments of Standing Committees, Special Committees, and other appointments where approval is required.

d. Contract with an association management firm to conduct the business of the Association.

e. Approve and enter into contracts, MOUs, and other agreements for the organization. These agreements must be signed by the President or Executive Director, unless the Executive Committee gives permission for another officer to sign.

f. Perform other duties as outlined in the SCLA Handbook.

g. Revise and maintain the SCLA Handbook and similar documents as needed.

h. Assist the First Vice President to establish the time and place of the conference.

Section 3. The Executive Committee will meet quarterly, or when called by the President, or when requested by at least three committee members with written notice to all members of the Executive Committee.

Section 4. A majority of the voting members will constitute a quorum for a meeting of the Executive Committee.

Section 5. A vote of the Executive Committee may be conducted by email.

Section 6. The Executive Committee will annually appoint ex officio members of the Board of Directors.

## **Article 9. Board of Directors**

Section 1. The Board of Directors will be composed of the following:

- The Executive Committee
- The Chair of each Section, Round Table, and Standing Committee or their designee
- The editors of official Association publications
- The American Library Association Councilor

Ex-officio board members are approved annually by the executive committee. Current ex-officio board members without vote are listed in the handbook.

Section 2. The Board of Directors has the following responsibilities:

- a. Act for the Association between meetings and to assist as requested with the annual meeting.
- b. Consider and develop plans for general work of the Association.
- c. Appoint, in case of vacancy in any office caused by resignation or otherwise, a member of the Association to fill the unexpired term, unless otherwise provided for in the Bylaws.
- d. Approve all encumbrances and expenditures of Association funds, except those

stated in the Bylaws or previously authorized by a vote of membership, which may be approved for payment by the President.

e. Contribute content for Association web pages, newsletters, journals, or other publications as needed.

f. Approve and make awards of recognition to noteworthy individuals based on outstanding achievements and/or contributions which have promoted the progress of the Association.

g. Appoint the editors of the official Association publications.

h. Establish administrative guidelines and procedures for conducting day-to-day operations of the Association

i. Review procedures of all committees as needed.

Section 3. The Board of Directors will meet at least quarterly. The first-quarter meeting of the Associational year will be an Annual Planning Retreat, which will include the officers of the Sections and Round Tables, as well as all Committee members. Additional meetings may be called by the President or at the request of four voting members of the Board of Directors.

Section 4. A majority of the Board of Directors will constitute quorum.

#### **Article 10. American Library Association Councilor**

Section 1. The ALA Councilor is elected by the membership of the Association. The Nominating Committee selects the candidate(s) who hold membership in the American Library Association. Candidates are included with the Association's slate of officers.

Section 2. The ALA Councilor is elected for a three-year term, starting at the beginning of the next calendar year. If the ALA Councilor is unable to complete their term, the President will appoint a member of ALA to serve until an election can be held to fill the remaining term.

Section 3. Specific duties include the following:

a. Represent the South Carolina Library Association at Council meetings of the American Library Association. Travel is typically required.

b. Review information received from ALA, including ALA Council meetings, considering the best interests of South Carolina Libraries as a whole. Immediately report any concerning matters to the SCLA Board of Directors.

c. Attend and participate in meetings of the Board of Directors of SCLA to represent the interest of the Association at ALA Council meetings.

d. Report briefly at each SCLA Board of Directors meeting.

e. Submit an annual report to the Secretary of the Association and an oral report to the annual business meeting, if requested. The report should cover the main subjects discussed by the Council and the actions taken. Any decision affecting or requiring action taken by the South Carolina Library Association should be fully reported.

#### **Article 11. Executive Director**

Section 1. The Executive Director will be appointed under an annual (renewable) contract by the Executive Committee.

Section 2. The Executive Director will serve the Association until the Executive Committee determines that services are no longer needed, or until the association management firm terminates the contract.

Section 3. The salary of the Executive Director will be determined by the Executive Committee.

Section 4. The duties of the Executive Director will be determined by the Executive Committee. They will include responsibility for all monies of the Association, payment of bills, and management of membership lists. Further duties will be outlined in the SCLA Handbook.

Section 5. The Executive Committee will review annually, in Executive Session, the activities, duties, and responsibilities of the Executive Director.

## **Article 12. Sections**

Section 1. An outline of the sections, officers, duties, and responsibilities of the Sections will be included in the SCLA Handbook.

Section 2. Each Section will maintain membership of at least thirty members.

Section 3. There may be subdivisions within the Sections to provide a forum for members with special interests. These groups will be known as Interest Groups and can be dissolved at the discretion of the Sections.

Section 4. Sections of the Association can be established upon application to and approval by the Board of Directors. The application must include a petition signed by thirty Association members. Once approved by the Board of Directors, the new section will be organized by January 1 of the following year. The Board will appoint an acting chair to serve until the next election.

Section 5. Sections may adopt bylaws that do not conflict with the Bylaws of the Association. Section bylaws will be submitted to the Association Bylaws and Procedures Committee for review and approval.

Section 6. If the membership of a Section drops below thirty for two consecutive years, the Board of Directors has the option of voting to drop the Section or to work with the Section for a period up to two years to increase the section membership.

Section 7. Each Section will submit quarterly and annual reports on its activities, including a financial statement, to the Executive Committee.

Section 8. Funds for the operating expenses of a section will be provided in the annual Budget of the Association. Requests for additional funds should follow the Reimbursement Guidelines. All funds allocated to a Section will be used for purposes within the scope of the Association's objectives.

## **Article 13. Round Tables**

Section 1. Each Round Table will represent a common interest not confined to a type of library or type of activity. Each Round Table will maintain a membership of at least fifteen members.

Section 2. Round tables of the Association can be established upon application to and approval by the Board of Directors. The application must include a petition signed by thirty Association members. Once approved by the Board of Directors, the new Round Table will be organized by January 1 of the following year. The Board will appoint an acting chair to serve until the next election.

Section 3. Round Tables may adopt bylaws provided they do not conflict with the Bylaws of the South Carolina Library Association. These bylaws will be submitted to the Association Bylaws and Procedures Committee for review and approval.

Section 4. If the membership of a Round Table drops below fifteen for two consecutive years, the Board of Directors has the option of voting to drop the Round Table or to work with the Round Table for a period up to two years to increase the round table membership.

#### **Article 14. Committees**

Section 1. The President, with the advice of the Board of Directors, will appoint such committees as may be necessary to carry on the work of the Association and to define their duties. The President is an ex-officio officer of all committees except the Nominating Committee. Procedures of all committees are subject to review by the Board of Directors.

Section 2. Appointments to a standing committee will be for a period of one to three years in order to allow 1/3 of the membership to expire each year. The Standing Committees are listed in the handbook.

##### **Section 3. Special Committees**

Appointments to a special committee will be for a period of one year or the duration of the committee, whichever is shorter.

Section 4. If it is determined by the President that the work of the committee is no longer needed, the president may dissolve the committee after advising the Board of Directors.

#### **Article 15. Meetings**

Section 1. There will be an annual meeting of the association with special meetings called by the Executive Committee. Written notice will be given to the membership at least thirty days prior to the meeting.

Section 2. The purpose of the annual meeting will be to update members on the work, accomplishments and challenges currently facing the Association. The slate of officers will be announced at this meeting. Nominations will be taken from the floor per Article 6, section 5. Any other business requiring membership vote will be announced at this meeting.

Section 3. Information will be distributed to members 30 days in advance of the meeting. Voting will be conducted via a secure and anonymous electronic system.

#### **Article 16. Affiliations**

Section 1. The South Carolina Library Association will be a contributing member of the American Library Association. The Association will be affiliated with the American Library Association as a Chapter, and will elect one of its members to serve as American Library Association Councilor for a term in accordance with the requirements of the American Library Association.

Section 2. The Executive Committee with the advice of the Board of Directors can choose to be a member of or be in partnership with any other group or organization that would further the goals of the Association.

Section 2. The South Carolina Library Association will be a member of the Southeastern Library Association and will appoint one of its members to serve as South Carolina Representative on the Southeastern Library Association Board for a term in accordance with the requirements of the Southeastern Library Association.

Section 3. The South Carolina Library Association will be a member of the South Carolina Association of School Librarians. The President will appoint a member to serve as the South Carolina Library Association representative on the South Carolina Association of School Librarians' Board for a term in accordance with the requirements of the South Carolina Association of School Librarians. South Carolina Library Association will budget for sending its elected representative to the South Carolina Association of School Librarians annual meeting.

#### **Article 17. Amendments**

Section 1. All proposals for amending these Bylaws will be submitted to the Board of Directors, which will establish procedures for consideration of each proposal.

Section 2. Notice of proposed amendments will be distributed to all voting members at least thirty (30) days prior to the start of voting online.

Section 3. To amend the bylaws, at least 10% of voting members must participate in the vote. Among those who vote, a two-thirds majority is required to approve the amendment.

Section 4. Upon adoption of any amendments to the Bylaws, the new bylaws will be made available to the members online.

#### **Article 18. Parliamentary Authority**

*Robert's Rules of Order*, in the latest revision, will be the governing authority in matters not specifically covered by the Bylaws.

#### **Article 19. Dissolution**

In event of dissolution, the assets of this Association will be distributed to one or more organizations exempt from Federal Income Tax under Section 501(c) (3) of the Internal Revenue Code.

#### **Article 20. Suspension of Bylaws**

The By-Laws may be suspended by a two thirds (2/3) majority vote of the Association.