

# **Delaware Library Association, Inc.**

## **Bylaws**

### **ARTICLE I. GENERAL DESCRIPTION**

#### **Part A. Name**

- Sec. 1. The name of this non-profit organization shall be the Delaware Library Association Incorporated, herein referred to as the Association.

#### **Part B. Purpose**

- Sec. 1. The purpose of the Association shall be to promote library information and media services to the people of Delaware.

#### **Part C. Chapter Status**

- Sec. 1. The Delaware Library Association shall be a chapter of the American Library Association.
- Sec. 2. The ALA councilor shall be nominated and elected in accord with the Bylaws of the American Library Association at the same time and place as the annual elections of the Association.
- Sec. 3. The ALA councilor shall represent the Association and the ALA members working in Delaware to the American Library Association as provided in its Bylaws, represent the ALA to the Association as a member of the Executive Board, and submit all amendments of the Bylaws of the Association to the Constitution and Bylaws Committee of the American Library Association.

### **ARTICLE II. MEMBERSHIP AND UNITS**

#### **Part A. Membership**

- Sec. 1. Any person, library or other organization interested in the purpose of the Association may become a member upon payment of dues and under the terms specified in the Association Handbook.
- Sec. 2. The Association shall provide for two categories of membership, Personal and Organizational, as described in the Handbook.
- Sec. 3. Dues, rights and privileges for each category of membership shall be outlined in the Handbook.

## **Part B. Divisions**

- Sec. 1. A division of not less than twenty members of the Association may be authorized by the membership of the Association upon petition and recommendation of such a group by the Executive Board. The Executive Board shall certify to the membership that the bylaws of the proposed division are in conformity with the Bylaws of the Association. Members of a division share a common interest in a type of library or type of library activity.
- Sec. 2. The division shall have full authority to act on all matters within its jurisdiction, if not in conflict with the policy of the Association.
- Sec. 3. Payment of Association dues entitles member to join one Division.
- Sec. 4. Association shall allot to each division an amount from the general fund in proportion to the number of the division members.
- Sec. 5. The presiding officer of each division shall serve as its division representative to the Executive Board.

## **Part C. Consensus Groups**

- Sec. 1. A group of not less than five members of the Association having as its purpose the pursuit of a common objective, i.e., discussion, advocacy, or action, may seek recognition by the Executive Board by presenting a petition and a statement of purpose.
- Sec. 2. The purpose of such a group shall be to promote library information or media services to the people of Delaware by discussion, advocacy of activities within the Association as indicated by its statement of purpose.
- Sec. 3. Recognition entitles the consensus group to identify itself as a group within the Association, participate in its programs and publications, and petition the Executive Board for a budget, but not to speak for the Association on any matters.

## **Part D. Meetings**

- Sec. 1. All meetings of the Association shall be at times and places determined by the Executive Board.
- Sec. 2. General meetings. The annual business meeting of the Association shall be held in the spring, at which meeting officers are elected and reports given. A second general meeting may be held in the fall. Notice of all

general meetings shall be sent to members not later than three weeks prior to the meeting.

- Sec. 3. Special Meetings. Special meetings may be called by the Executive Board for the purpose of transacting extraordinary business of the Association, such meetings to be open to all members of the Association only. Notice of all special meetings shall be sent to members not later than three weeks prior to the date of the meeting.
- Sec. 4. At all meetings of the Association for the transaction of business, one quarter of the total membership shall constitute a quorum.
- Sec. 5. Mail votes on statements of policy may be authorized by the Executive Board between meetings when in its opinion such action is warranted. For such votes, fifty percent of the voting membership shall constitute a quorum and a two-thirds majority of those voting shall be required to carry. The Executive board shall have the authority to set periods during which such votes will be accepted and to determine the mechanics of balloting.
- Sec. 6. The Association year shall begin with the adjournment of the spring annual meeting and shall end with the adjournment of the next succeeding spring meeting.
- Sec. 7. The fiscal year of the Association shall run from July 1 to June 30.

## **ARTICLE III. GOVERNANCE**

### **Part A. Officers**

- Sec. 1. Only personal members of the Association shall have the right to hold office. The officers of the Association shall be: a president, a president-elect who shall serve as vice-president, a secretary, and a treasurer.
- Sec. 2. The president-elect shall serve the first year as vice-president, the second year as president, and the third year as immediate past president. The secretary shall serve a two-year term beginning in each odd-numbered year. The treasurer shall serve a two year term beginning in each even-numbered year.
- Sec. 3. The officers shall assume the usual duties of their respective offices and such other duties as outlined in the Association Handbook or as may be assigned by the Executive Board.

## **Part B. Executive Board**

- Sec. 1. Only personal members of the Association shall have the right to hold membership, either voting or non-voting, on the Executive Board. The Executive Board shall consist of the officers of the Association, the immediate past president, the division representatives, and the ALA councilor. The chairpersons of standing committees shall be non-voting members of the Executive Board.
- Sec. 2. The Executive Board shall be the managing board of the Association. It shall have the authority to carry out the policies of the Association as determined by the membership in assembly or by ballot, and to conduct the business of the Association. Custody of all Association property shall be vested in the Executive Board.
- Sec. 3. Any vacancy occurring on the Executive Board shall be filled in the following manner:
- a. The president  
The president-elect shall automatically assume the duties but not the office of the president.
  - b. The vice president/president-elect  
A successor is chosen by a special election conducted in accordance with the rules governing general elections, unless the vacancy occurs within the two months immediately preceding distribution of ballots for the annual election, in which case the election of the successor shall be part of the annual elections. Nominees will be those designated as candidates for the office of president.
  - c. The secretary, treasurer, or ALA councilor  
These vacancies shall be filled until completion of the annual election through appointment by the president subject to the approval of the Executive Board. If more than one year remains in the term of office, the election of a successor to complete the term shall be part of the annual elections.
  - d. The immediate past president  
A person who has held an elected position on the Executive Board in the past shall be appointed by the president subject to the approval of the Executive Board to fill this vacancy.
  - e. Division representatives  
Any vacancy shall be filled in accordance with the bylaws of the division.

f. Members of the Executive Board filling vacancies as described above shall assume their duties immediately upon selection.

- Sec. 4. No person shall hold more than one position, either voting or non-voting, on the Executive Board at one time.
- Sec. 5. There shall be at least four meetings of the Executive Board during the year. The first meeting shall be called as soon as possible after the election of officers but in any case, not later than one month after the annual business meeting. Executive Board meetings are normally called by the president. Under extraordinary circumstances, Executive Board meetings may be called by any two other officers of the Association.
- Sec. 6. A majority of the members of the Executive Board shall constitute a quorum.

### **Part C. Elections**

- Sec. 1. The president, with the approval of the Executive Board, shall appoint a nominating committee composed of three members in good standing who are not voting members of the Executive Board. This committee, appointed at the fall general meeting, shall nominate candidates for president-elect every year, secretary and treasurer in alternate years, and ALA councilor every three years.
- Sec. 2. The nominating committee shall select candidate(s) for each office and present their names to the Executive Board together with the candidates' written acceptance at least two months before the annual business meeting of the Association. The personal members of the Association shall be mailed notice of the proposed candidates not less than six weeks before the annual business meeting.
- Sec. 3. The election shall take place prior to the annual business meeting. It shall be done by mail ballot in order that every personal member may have a vote.
- Sec. 4. In addition to candidates proposed by the nominating committee, any other member(s) of the Association may be nominated by petition of no less than 10% of the personal membership, provided that written consent of the nominee is provided with the petition. Any petition and written consent must be received by the nominating committee no later than four weeks before the annual business meeting.

## **Part D. Committees and Appointments**

- Sec. 1. Standing Committees. The president, subject to the approval of the Executive Board, shall appoint the chairpersons and members of all standing committees. The president-elect shall select chairpersons and members of standing committees to serve during the coming year, in time for these selections to be reviewed by the Executive Board at its first meeting following the annual business meeting of the Association. Appointments to standing committees shall be for one-year terms, and shall end with the adjournment of the meeting naming their successors. Standing committees shall perform those duties outlined in the Association Handbook and other duties as may be assigned by the Executive Board.
- Sec. 2. Special Committees. The president, subject to the approval of the Executive Board, shall appoint such special committees as may be deemed necessary to perform such duties as may be assigned by the Executive Board. A special committee shall normally be dissolved at the completion of its assignment or at the pleasure of the president.
- Sec. 3. Special Appointments. The president, subject to the approval of the Executive Board, shall make such special appointments as are deemed necessary for the performance of specific duties as determined by the Executive Board. Such appointments shall terminate with the completion of assignments or at the adjournment of the first Executive Board meeting following the next annual business meeting.
- Sec. 4. Special committee chairpersons and special appointees shall report to the president and Executive Board in writing, and report orally to the Executive Board upon invitation of the president or a majority of the Executive Board.
- Sec. 5. Members of the Association may serve more than one term as a committee chairperson or committee member if they are reappointed by the president of the Association.

## **ARTICLE IV. SCHOLARSHIP FUND**

- Sec. 1. Funds in the scholarship accounts may be used solely for awards to DLA scholarship recipients.

## **ARTICLE V. AFFILIATIONS**

- Sec. 1. The Association upon recommendation of the Executive Board may affiliate the Association with any state or regional organization having purposes similar to the Association.
- Sec. 2. The financial relationship of the Association and its affiliates shall be determined by the Executive Board and the governing body of the affiliate.

## **ARTICLE VI. PROCEDURAL MATTERS**

### **Part A. Rules of Procedure**

- Sec. 1. The rules of procedure at meetings of the Association and of the Executive Board shall be according to the latest edition of Robert's Rules of Order when not inconsistent with the Bylaws.

### **Part B. Association Handbook**

- Sec. 1. There shall be a Handbook of the Delaware Library Association.
- Sec. 2. Those portions of the Handbook mandated by these Bylaws may be amended by an affirmative vote of a majority of the members present at a general meeting of the Association, or a special meeting called for this purpose, provided that a three week notice of any proposed change has been given the membership in the call of the meeting.

### **Part C. Amendments**

- Sec. 1. All proposals for amending the Bylaws shall originate at general or special meetings. The Bylaws may be amended by an affirmative vote of the members present at two consecutive meetings, the second of which must be a general meeting. Three weeks notice of any special or general meeting at which Bylaws amendments are to be considered must be mailed to the membership with all proposed changes.