

1. ASSOCIATION BYLAWS

Bylaws

[Revised August 2012]

Article I. Name.

The name of this Association shall be the Mountain Plains Library Association; its official acronym shall be MPLA.

Article II. Mission.

2.1 The mission of the Association is to further the professional and/or individual development of its members, and to promote quality library and information service in the MPLA region.

2.2 The MPLA region shall include the states of Arizona, Colorado, Kansas, Montana, Nebraska, Nevada, New Mexico, North Dakota, Oklahoma, South Dakota, Utah, Wyoming and other bordering states or provinces represented by state library associations which elect organizational membership in the Association.

Comment [WU1]: Not sure about this – is this intended to allow for other states to be added in at a later date? If so, should they just be added as amendments to the bylaws?

2.3 Restrictions on activities of the Association.

2.3.1 The Association shall not conduct or carry on activities which are not permitted to be conducted or carried on by an association exempt under Section 501 (c) (3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

2.3.2 No part of the net earnings of the Association shall inure to the benefit of, or be distributable to, its members, officers, or other private persons, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the Mission of the Association.

2.3.2 Upon the dissolution of the Association, the Executive Board shall, after paying or making provision for the payment of all the liabilities of the Association, dispose of all of the assets of the Association exclusively for the purposes of the Association in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Executive Board shall determine.

Article III. Membership.

3.1 Any person, institution, or organization interested in supporting the Association in its mission shall be eligible for membership.

3.2 There shall be the following classes of membership:

- 3.2.1 Personal members include librarians, other library employees and others employed in library service or related activities.
- 3.2.2 Institutional members shall include libraries, firms or organizations who have an interest in or relationship to library work that have applied for membership and have paid annual dues. Institutional members shall not be entitled to the privileges of personal members.
- 3.2.3 State Library Association members. When a state library association elects to apply for membership in the Association, it shall have voted to become a member in such a manner as shall be prescribed by its constitution and/or bylaws and shall have certified to this action in its initial application for membership. A state association's application for membership must be approved by a three-fourths vote of the MPLA Executive Board. Upon acceptance, the state association shall thereby be entitled to voting representation on the Executive Board.
- 3.2.4 Special memberships shall include Sstudents, retirees, trustees/friends, and members in transition,~~and Friends~~. Student members are those currently enrolled in an undergraduate or graduate library/information science or library media program and are limited to two years. Retired members are those who have been employed or associated with a library and who are now officially retired and not currently employed. Trustees and Friends are those who are not employed in libraries or related activities but who serve in a volunteer capacity on boards or support groups and who are interested in the work of the Association. Members in transition are those who have indicated to the Executive Secretary the need to drop their membership because of financial hardship. Eligibility for this status, which includes the normal privileges of personal membership, has a limit of two years, and is determined on a case-by-case basis by the President, in consultation with the Chair of the Membership Committee.

3.3 Privileges, Rights and Dues

- 3.3.1 The privileges of personal membership include the right to vote in elections and to hold office, hold positions on committees, and pay membership rates at conferences and MPLA sponsored programs. Privileges for all members include the right to apply for grants and awards, receive publications and other Association communications, and access Association web sites and online services. Student and retired members are entitled to pay membership rates at

conferences and MPLA sponsored programs.

Comment [WU2]: What about the other special memberships? Are they intended to be different or should they be included, or wrapped under umbrella term of "special memberships"

- 3.3.2 Annual dues shall be payable the first of January of each year. The dues for each membership class shall be determined by the Executive Board upon recommendation of the Administration Committee subject to ratification by a majority vote at any annual meeting or by a majority vote of the membership.
- 3.4 Membership privileges of personal members shall be suspended upon failure to pay the annual dues by April 1 of the new membership year.
- 3.5 Members may resign by sending written notice to the Executive Secretary, but no refund of dues will be given.

Article IV. Elected Officers.

- 4.1 The elected officers of the Association shall be a President, a Vice-President, who shall be President-Elect, an immediate Past President, and a Recording Secretary. These officers shall perform the duties prescribed by these Bylaws, the *Manual of Procedure* and other such duties as may be approved by the Executive Board.
 - 4.1.1 The President shall preside at all general meetings of the Association and all meetings of the Executive Board, and shall approve all official actions undertaken on behalf of the Association by the Executive Secretary.
 - 4.1.2 The Vice-President shall assume the duties of the President should the President be unable to perform them; shall chair the Conference Program Council, and be the Association representative on the Joint Conference Planning Committee.
 - 4.1.3 The immediate Past President shall chair the Administration Committee.
- 4.2 The term of office for elected officers shall be approximately one year or until the close of the annual conference after their successors' election is announced. In transitional years when the annual conference cycle changes from spring to fall or fall to spring, the terms shall run for approximately eighteen months or until the close of the next conference. The terms for officers elected to fill a vacancy shall begin immediately upon their election and run until the end of the unexpired term.
- 4.3 The Vice-President and the Recording Secretary shall be elected by vote of the membership. The Vice-President shall, at the end of his/her term or in event of the president's inability to serve, assume the office of President. The outgoing president shall become the Past President.
- 4.4 All elected officers of the Executive Board, state representatives and appointed committee chairs shall be members of the Association and reside in the Mountain Plains Region

and/or be employed in a library within the region.

4.5 An elected officer who finds it necessary to resign may do so by a letter to the President or, in the event of the President's resignation, to the Vice-President. A vacancy occurring in an elected office of the Association, (except for the immediate Past President, which shall not be filled), shall be filled by reconvening the Nominating Committee to nominate candidates whose names shall be submitted to the membership for election by vote. A vacancy with 6 months or less remaining shall be filled by the President, who shall make the appointment with the approval of the Board.

Comment [WU3]: Is a remark about the vp assuming duties and then appointing a vp necessary? Or not, since this is covered in the MoP later?

Article V. Staff Positions

5.1 The Association may hire or appoint staff to carry out the functions of the Association as needed. Specific positions, responsibilities and duties shall be determined by the Executive Board and included in the *Manual of Procedure*.

5.2 A paid staff person who finds it necessary to resign may do so by a letter to the President. A staff vacancy occurring in the Association shall be filled by the Administration Committee with the approval of the Executive Board.

Article VI. Executive Board.

6.1 The Executive Board shall consist of the elected officers of the Association, one representative from each member state library association, and the chair of each standing committee. All members of the Executive Board shall be personal members in good standing of the Association. Should Executive Board members fail to pay dues following written reminder by the Executive Secretary, they shall be removed from the Executive Board and a successor for the office shall be appointed by the President with the exception of state representatives who shall be replaced in office by the appropriate state association as provided in their procedures or bylaws.

6.2 The Executive Board shall act for the membership in the administration of the affairs of the Association between meetings of the membership, and shall perform such duties as are specified in these Bylaws and the *Manual of Procedure*.

6.3 Unless there are extraordinary circumstances, the Board shall meet face-to-face not more than twice each fiscal year: once immediately prior to each annual conference and once between scheduled conferences assuming there is sufficient business to require the time and expenses for the second meeting. A quorum shall consist of a simple majority of the Board members.

6.4 Each member state library association member in the Association shall choose a representative, who shall be selected in such a manner as shall be prescribed by its constitution and/or bylaws.

- 6.4.1 Representatives shall serve for three years or until their successors are chosen, and their term of office shall begin at the first MPLA Executive Board Meeting following election by their state association.
- 6.4.2 If a member state library association has not chosen a representative within four months following the beginning of the representative's term of office, or in case a representative has resigned and no provision for replacement been made in that association's constitution and/or bylaws, the President in consultation with the President of the state association, shall appoint a member from that state to serve as representative.
- 6.4.3 If a representative is unable to attend an Executive Board meeting, the President of that representative's state association may appoint a substitute to attend and vote in that meeting by giving written advance notice to the MPLA President and Executive Secretary, provided that the substitute is a current member of both MPLA and the state association.

6.5 The Executive Board may vote electronically on important issues requiring immediate action between Board meetings. To be valid, such votes require that 1) Board members receive prior notice of the vote, 2) a quorum of the Board participates in the vote (with passage requiring a two-thirds majority), and 3) that a motion to enter the date and result of the vote into the minutes is made at the next regular meeting of the Board.

Comment [WU4]: Does #2 mean 2/3 of those voting, or 2/3 of the entire board?

6.6 The Administration Committee of the board shall consist of the elected Association Officers, the Executive Secretary (*ex officio*, non-voting), one state representative, one member to be selected from currently serving committee chairs, and the chair of the Bylaws subcommittee. This committee shall act on behalf of the Executive Board between meetings of the board to facilitate the business of the Association. Its powers shall be limited to the following:

- 6.6.1 Taking action on matters specifically delegated to it by the Board.
- 6.6.2 Overseeing the fiscal policies and procedures for the Association, including budgeting, auditing, investments and the dues structure, and making financial and other decisions requiring action before the next regular Board meeting, subject to review by the Board at the next meeting.
- 6.6.3 Conducting preliminary studies and investigations and preparing recommendations for the Board on matters of Association policy, operations, activities, and priorities.
- 6.6.4 Handling personnel issues for the paid staff, including recruiting and interviewing

for staff positions and recommending candidates to the Board for approval;
evaluating paid staff annually.

Article VII. Meetings of the Association.

- 7.1 The annual meeting of the Association shall be held at such time and place as shall be determined by the Executive Board. The membership shall be notified of the annual meeting at least sixty days prior to that meeting.
- 7.2 Special meetings of the Association may be called by the President, upon approval of the Executive Board, provided that one month's notice shall be given to the membership.
- 7.3 Two thirds of the members attending a membership meeting who are privileged to vote shall constitute a quorum.
- 7.4 All meetings of any board, committee, or other body of the Association at which Association business is discussed or formal action is taken shall be open to the membership of the Association.

Comment [WU5]: That's pretty unusual for a quorum – is there reasoning behind the 2/3 rule in the case of meetings for the entire association? The default in Sturgis is a majority, and many associations use less for a quorum of the whole membership

Article VIII. Committees.

- 8.1 The President shall appoint such standing or ad hoc committees to carry on the work of the Association as the Executive Board or the membership may authorize.
- 8.2 The term of appointment for committee members shall normally be for two years, except in transitional years as explained in Article IV. Section 4.2, when terms will be for two and one-half years.
- 8.3 The specific responsibilities and duties, the number of members and their geographical distribution, the meeting frequencies, etc. for the various committees shall be determined by the Executive Board and included in the *Manual of Procedure*.

Article IX. Elections.

- 9.1 Within two months after the annual meeting at which the President takes office, the President shall appoint a Nominating Committee, with one member from each member state, to arrange for nominations of at least two candidates each for the offices of Vice-President and Recording Secretary. The Committee Chair shall prepare and send to the Executive Secretary the approved slate of candidates, including their photos, biographical information, and position statements, not less than four months before the annual meeting at which elections are to be concluded.
- 9.2 Annual elections shall take place not less than two months prior to the annual meeting.

9.3 Votes shall be counted and candidates informed of the results not later than one month prior to the annual meeting.

Article X. Affiliations.

10.1 Affiliation of MPLA or any Board-sanctioned group within the association with other related organizations may be made by a majority vote of the Executive Board.

10.2 Petitions from organizations or groups wishing to affiliate with MPLA shall be approved by a majority vote of the Executive Board.

Article XI. Parliamentary Authority.

The rules contained in the latest edition of Sturgis, *The Standard Code of Parliamentary Procedure* shall govern the Association in all cases in which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the Association may adopt.

The President shall appoint one member of the Executive Board to serve as Parliamentarian during all Board and membership meetings.

Article XII. Amendment of Bylaws.

These Bylaws can be amended by a two-thirds vote at any annual meeting, or by a two-thirds majority of those voting by ballot, provided that the amendment shall be submitted to the membership either by mail or by e-mail at least thirty days prior to the vote.