

## Article I: NAME

The name of this corporation shall be the New England Library Association.

## Article II: MISSION AND OBJECTIVES

### Section 1.

The mission of the New England Library Association is to provide educational and leadership opportunities for library staff in support of improved library services for the people of New England.

### Section 2.

The objectives of the Association shall be to initiate, plan and support regional activities; to encourage the exchange of ideas; to cooperate with regional and national organizations having related interests.

## Article III: YEAR

The fiscal year of the Association shall extend from January 1 through December 31.

## Article IV: MEMBERSHIP

### Section 1.

Any person interested in the work of the Association may become a member of the Association.

### Section 2.

The Executive Board may, or upon petition of twenty-five members shall, present to the membership a proposed dues schedule to be voted into effect for the forthcoming year and continue in effect until changed by a subsequent vote. If the membership fails to approve the new schedule, the schedule in effect at the time of the vote shall continue.

### Section 3.

Annual dues shall be due and payable when the previous year's membership has expired.

## Article V: OFFICERS

### Section 1.

The Officers shall be a president, a vice-president who is president-elect, a past-president, a secretary, a treasurer, and two directors. The duties of the officers shall be those which pertain to their offices.

### Section 2.

All Officers shall be elected by the Association for terms beginning with the adjournment of the annual meeting of the Association. The elected Vice-President serves three years, first as Vice-President, then President, then Past President and Chair of the Nominating Committee. The Secretary, Treasurer and Directors each serve staggered two-year terms.

### Section 3.

The Library Association Administrator shall be retained by the Executive Board. If the Library Association Administrator is a resident of Massachusetts s/he shall serve as Resident Agent of the Corporation; if not, the NELA President shall name a member of the Executive Board who resides in Massachusetts to serve as Resident Agent.

### Section 4.

In the case of a vacancy of any office, the Executive Board may appoint a person to serve for the unexpired term of that office.

## Article VI: EXECUTIVE BOARD

### Section 1.

There shall be an Executive Board comprised of the Officers, one representative selected by each of the six New England States, Chairs of the NELA sections and Chairs of the Standing Committees. Executive Board members must be personal members of the Association.

### Section 2.

**The President may appoint up to three members to serve a one year term as emeritus members of the Executive Board. Emeritus appointees must be former Executive Board members. Emeritus appointees may be reappointed. The Executive Board will vote on these appointments.**

### Section 3.

The Executive Board shall have general supervision of the activities of the Association.

### Section 4.

The Executive Board shall meet no fewer than four times annually other than at the annual meeting.

### Section 5.

The Officers of the Association shall constitute the Administrative Committee, which shall act for the Association between meetings of the Executive Board.

### Section 6.

The Executive Board shall cause an examination of all accounts of the Association to be made annually by a Certified Public Accountant. The level of this examination shall be determined by the Executive Board upon recommendation of the Finance Committee.

### Section 7.

A simple majority of voting members shall constitute a quorum for the Executive Board. Voting members include all officers, section chairs, six state representatives, and standing committee chairs. **Emeritus members do not have voting privileges.**

## Article VII: MEETINGS

### Section 1.

An annual meeting shall be held at a time and place to be determined by the Executive Board.

### Section 2.

Special meetings may be called by the Executive Board or shall be called upon written request of 25 members of the Association.

### Section 3.

The purpose of any meetings shall be included in the call; at least 30 days' notice shall be given.

### Section 4.

Seventy-five members entitled to vote shall constitute a quorum.

## Article VIII: NOMINATIONS AND ELECTIONS

### Section 1. Nominations.

**a. Candidates for elected offices are nominated by the Nominating Committee, or by members of the Association through petition. Candidates nominated through petition must submit 25 signatures from NELA members to the Nominating Committee by May 1. All candidates must be a NELA member at the time of their nomination and throughout their terms of office.**

**b. The Nominating Committee shall be comprised of six state representatives to the Executive Board and the Past-President, who shall serve as Chair. If the latter cannot serve, the President shall appoint a chair not later than January 1 of each year.**

~~a. The Nominating Committee shall comprise the six state representatives to the Executive Board and the Past-President, who shall serve as Chair. If the latter cannot serve, the President shall appoint a chair not later than January 1 of each year.~~

~~b. Names of candidates, together with their written acceptance, shall be presented to the President in sufficient time to enable the membership to be informed of the nominations prior to **July 17** June 30.~~

~~e. Further nominations for each elected office to be filled may be made by written petition of 25 members of the Association in good standing. Such petitions, accompanied by written acceptances of the nominees, must be filed with the Library Association Administrator not later than July **June 15**.~~

~~d. The Library Association Administrator shall prepare an official ballot, including nominations by petition.~~

~~e. All candidates, whether nominated by committee or by petition, must be personal members of the Association. It shall be the responsibility of the nominator to verify such membership with the Library Association Administrator, but in any case the Library Association Administrator shall omit from the official ballot any names improperly submitted.~~

## Section 2: Elections

**The ballot shall be issued by the most efficient and comprehensive means to the NELA membership by June 15th. Any ballots cast later than July 15th are void, unless the election is for a special election. NELA members shall be informed of the results of the election prior to the Annual Meeting.**

~~a. Not later than 60 days prior to the beginning of the Annual Conference, the Library Association Administrator shall deliver a copy of the ballot, using procedures approved by the Executive Board, to each voting member. Ballots shall be returned to the Library Association Administrator at least two weeks prior to the beginning of the Annual Conference.~~

~~b. The chair of the Nominating Committee shall certify the results of the election, which shall be determined by the tally of the Library Association Administrator, and shall notify each candidate and each member of the Committee of such results.~~

## Article IX: COMMITTEES

### Section 1: Standing Committees

The president-elect shall select for staggered two-year terms each, the chair, and in consultation with the chair, the members of all standing committees except the Finance Committee and the Conference Planning Committee. Committee members must be personal members of the Association. Any Standing Committee chair that misses three consecutive Executive Board meetings may be replaced by presidential appointment with the approval of the Executive Board. **New standing committees may be recommended by the Executive Board, to be voted on by the NELA membership.**

There shall be the following standing committees with the purposes and objectives indicated:

- a. Membership Committee – To enlist a large and active membership in the New England Library Association.
- b. Public Relations Committee – To promote the purpose and objectives of the Association.
- c. Bylaws Committee – To formulate and recommend to the membership such changes in the Bylaws as may be desirable.
- d. Educational Assistance Committee – To administer the programs of the educational assistance endeavors of the Association, with the approval of the Executive Board. Educational assistance funds, held by the Treasurer, shall be managed by this Committee with the approval of the Finance Committee.
- e. Finance Committee – There shall be a finance committee composed of the President, Vice-President, Treasurer, and Library Association Administrator **and a member elected from the Executive Board**. The committee's duties shall be to make recommendations to the Executive Board regarding the budget, applications for expenditures of funds, and other financial matters.
- f. Conference Planning Committee – The Vice-President, as chair, shall appoint at least three members at large to serve on the Committee. The committee function shall include planning the program for the Association's Annual Conference.
- g. Intellectual Freedom Committee – To promote awareness of intellectual freedom issues and to provide support to the New England library community in upholding the principles of intellectual freedom.
- h. New England Library Leadership Symposium (NELLS) -- To plan the New England Library Leadership Symposium (**NELLS 1 and NELLS 2, as needed**) in alternate years, or as designated by the Board.
- i. Personnel Committee—The members of this committee shall be the President, Vice President, Senior Director and Treasurer. The committee’s duties shall include the recruitment, hiring and management of NELA employees, their annual review, and the budgeting of personnel costs.

## Section 2: Special Committees

Special committees may be created at the discretion of the President, subject to approval by the Executive Board

## Section 3: Committee Reports

It shall be the duty of all committee chairs to submit annual written reports to the President prior to the Annual Conference.

## Article X: SECTIONS

### Section 1

Personal members of the Association engaged in the same general field of activity or having special interests in common may organize sections of the Association upon approval of petitions to the Executive Board.

### Section 2

A petition for a section shall state the purpose of and need for the proposed section and be signed by not fewer than ten members who thereby signify their intention of becoming charter members of the section.

### Section 3

Personal membership in the Association is a prerequisite to sectional membership.

### Section 4

A section shall file with the Library Association Administrator the names of all officers and the name and address of the member named to serve on the NELA Executive Board immediately following the filling of these positions.

#### Section 5

A section may adopt bylaws not in conflict with those of the Association and shall file a copy of its bylaws and amendments thereto with the Library Association Administrator.

#### Section 6

A section may seek funding for its activities from the Executive Board.

#### Section 7

A section may be dissolved by vote of its membership or by vote of the Executive Board at any two consecutive annual meetings.

### Article XI: SPECIAL INTEREST GROUPS

#### Section 1

Personal members of the Association sharing special interests in common, where there is no existing section representing those special interests, may organize as a Special Interest Group (SIG) of the Association upon approval of a petition to the Executive Board.

#### Section 2

A petition for a special interest group shall state the purpose of and need for the proposed special interest group and be signed by not fewer than five members who thereby signify their intention of becoming charter members of the special interest group.

#### Section 3

Personal membership in the Association is a prerequisite to special interest group membership.

#### Section 4

A special interest group shall file with the Library Association Administrator the names of all officers or contact person. The special interest group may designate a member to serve on the Executive Board and shall file with the Library Association Administrator the name and address of the member named immediately following the filing of these positions.

#### Section 5

A special interest group may adopt bylaws not in conflict with those of the Association and shall file a copy of its bylaws and amendments thereto with the Library Association Administrator.

#### Section 6

A special interest group may seek funding for its activities from the Executive Board by submitting an annual budget.

#### Section 7

A special interest group may petition the Executive Board to organize as a section prior to the third year of its organization after approval of the petition to organize as a special interest group.

#### Section 8

A special interest group may be dissolved by vote of its membership, by petition to organize as a section, or by vote of the Executive Board at any two consecutive Annual meetings after the third year of its organization.

### Article XII: AFFILIATION WITH ASSOCIATIONS

The Association may affiliate with other associations by a vote of the majority of the members present at any Annual Meeting of the Association.

#### Article XIII: PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Association may adopt.

#### Article XIV: AMENDMENTS

These bylaws may be amended at any meeting of the Association by affirmative votes by two-thirds of those voting. The amendment must be submitted in writing to the Executive Board no later than 60 days and to the membership no later than 30 days before the meeting. These bylaws may also be amended by mail ballot or electronic ballot with a two-thirds vote. Mail ballots or electronic ballots must be sent to the membership no later than 30 days prior to the deadline for return.

#### Article XV: DISSOLUTION

In the event that the Association ceases existence, all moneys and other assets which remain after liabilities have been satisfied will be divided among the existing New England state library associations, for their unrestricted use. The percentage received by the Connecticut, Maine, Massachusetts, New Hampshire, Rhode Island or Vermont Library Association will be based on the percentage of Association members from the respective state **at the date of dissolution.**

(amended July & September 2017)