

# NDLA Bylaws

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## **ARTICLE I. NAME**

This organization will be known as the North Dakota Library Association under the Articles of Incorporation submitted to Secretary of State Ben Meier March 9, 1971, certificate number 22494, transferring all assets of the Association to the corporation. The Association's official acronym is NDLA.

## **ARTICLE II. PURPOSE**

The purpose of this organization is to exercise professional leadership and to promote library services and librarianship.

## **ARTICLE III. MEMBERSHIP**

Any person or organization interested in supporting the purpose of the Association may become a member as provided for in these Bylaws.

### **Section 1. Classifications of Membership**

Membership of the Association will consist of:

- A.** Active membership: active membership includes several types of special interest categories with varying dues structures. All active members can vote, hold office, belong to sections and roundtables, and receive member registration rates at the annual conference.

*Individual personal membership:* Any person employed by a North Dakota library or otherwise actively engaged in promoting North Dakota library interests will, upon payment of specified dues, be entitled to active membership in the Association.

*Student membership (3-year limit):* Any person employed by a North Dakota library or otherwise actively engaged in promoting North Dakota library interests and enrolled in a library school program will, upon payment of specified dues, be entitled to active membership in the Association.

*Library trustee membership:* Any trustee of a library board in the state of North Dakota may, upon payment of specified dues, be entitled to active membership in the Association.

**B.** Other types of membership (non-voting): the non-voting memberships include three types of special interest categories. Non-voting members can neither vote, hold elected office, nor be a member of a roundtable or section.

*Retired and Friends membership:* Any person not employed by a North Dakota library nor actively engaged in promoting North Dakota library interests but interested in promoting the purposes of the Association may, upon payment of specified dues, become a nonvoting member of the Association. Retired and Friends members do receive member registration rates at the annual conference.

*Honorary membership:* Honorary membership may be conferred upon a person for meritorious contributions to library development or for high attainment in the field of librarianship. Criteria for nominations are available on the NDLA website. Approval of the nominee is made by a vote of the Executive Board. The membership will be a lifetime membership. The honorary membership must be ratified by a three-fourths vote of those present at an annual meeting. Honorary members will not be required to pay dues but do receive member registration rates at the annual conference.

## **Section 2. Dues**

Dues are payable annually upon the anniversary date of joining NDLA for new members who joined after October 1, 2016. Members in good standing in 2016-2017 will pay dues annually in accordance with the last date paid after October 1, 2016 and prior to October 1, 2017. If a member is in good standing

when registering for the annual conference, he/she shall receive the membership registration benefit offered.

- A.** Dues structure:
  - 1.** Active Membership
    - a.** Individual Personal Membership:

Salary Range Annual Membership Dues

\$0 - \$30,000 \$35.00

\$30,001 - \$49,999 \$45.00

\$50,000 + \$60.00

- b.** Student Membership: \$25.00
      - c.** Library Trustee Membership: \$25.00
    - 2.** Non-voting Membership
      - a.** Retired and Friends Membership: \$25
      - b.** Institutional Membership: \$25
      - c.** Honorary Membership: waived

**B.** When directed by the Executive Board, the Finance Committee will recommend changes to the dues structure.

**C.** All proposals for changing the dues structure will be submitted to the Bylaws and Policies Committee. Proposed dues changes will be presented to the membership at least one month before voting. Passage will require a majority of those voting.

## **ARTICLE IV. MEETINGS**

All meetings of any board, committee, or other body of the Association at which Association business is discussed or at which any formal action is taken are open to the membership.

### **Section 1. Annual Membership Meeting**

**A.** The annual meeting of the Association will be held at such time and place as determined by the Executive Board. Thirty days' notice must be given to all members of the Association.

**B.** Proposed resolutions must be submitted in writing by the announced deadline as determined by the President. During association business meetings (e.g. general sessions), resolutions must be read aloud; the reading may take place just prior to the vote.

**C.** Twenty-five percent of Association membership registered at the annual conference constitutes a quorum for transaction of association business.

## **Section 2. Special Meetings**

Special meetings may be held at the call of the President, upon approval of the Executive Board, provided that two weeks' notice is given to all of the Association. A quorum for any special membership meeting will be based on twenty-five percent of the Association membership registered at the last annual conference.

## **Section 3. General Membership Business**

Business of the general membership between annual meetings will be conducted electronically.

# **ARTICLE V. NOMINATIONS AND ELECTIONS**

## **Section 1. Nominations**

**A.** The Nominations, Elections, and Voting Committee proposes a minimum of two NDLA members for each of the NDLA offices of President-Elect, Secretary, and Treasurer and reports nominations to the Executive Board. The Executive Board approves the nominations prior to the creation of the ballot.

**B.** The Nominations, Elections, and Voting Committee proposes a minimum of two NDLA members to run as representatives for each affiliated organization and reports nominations to the Executive Board. The Executive Board approves the nominations prior to the creation of the ballot. Terms of office for affiliation representatives are as specified in the NDLA Policy Manual.

## **Section 2. Elections**

The Nominations, Elections, and Voting Committee assumes responsibility for working out election details as specified in the NDLA Policy Manual.

**A.** All elections of NDLA officers, affiliation representatives and officers of sections and roundtables will be conducted by ballot. The Nominations, Elections, and Voting Committee prepares the official ballot coordinating it with section and roundtable chairs. The ballots, which will provide for write-in votes, will be distributed to the voting membership at least thirty days prior to the annual conference.

**B.** For each office the candidate receiving the largest number of votes shall be elected. The Nominations, Elections, and Voting Committee determines and reports the results of the balloting to the Executive Board which validates election results and, in disputes regarding elections, serves as the final arbiter. In the case of a tie vote, the successful candidate shall be determined by lot conducted by the Executive Board.

### **Section 3. General Membership Voting**

The Nominations, Elections, and Voting Committee assumes responsibility for working out general membership voting details as specified in the NDLA Policy Manual.

**A.** All voting done of the general membership will be conducted by ballot. The Nominations, Elections, and Voting Committee prepares the official ballot. The ballots will be distributed to the voting membership at least fifteen days prior to the opening of the voting period.

**B.** A majority vote of all returned ballots determines results. The Nominations, Elections, and Voting Committee determines and reports the results of the balloting to the Executive Board which validates results and in disputes regarding results serves as the final arbiter.

**C.** Voting questions will be announced to the general membership by the President of NDLA at least 15 days prior to the opening of electronic vote. Discussion can occur electronically. The President will announce opening and closing of electronic voting.

## **ARTICLE VI. OFFICERS**

Officers of the Association are President, President-Elect, Past President, Secretary, and Treasurer.

### **Section 1. Term**

**A.** The President-Elect is elected to serve a one-year term, and follows successively into the President and Past-President positions, for a one-year term

in each of the positions. The Treasurer and Secretary positions are elected for three-year terms.

**B.** All officers assume their duties at the start of the calendar year and serve until the end of the calendar year (January-December). The span of time following the annual membership meeting until the start of the term should act as an orientation period for incoming officers.

## **Section 2. Duties of Officers**

**A.** The President serves as the official spokesperson for the Association; presides at all meetings of the Association and the Executive Board; serves as the Association's representative on all committees as required by North Dakota statute; performs all other duties as provided for in these Bylaws or as assigned by the Executive Board and assumes all other responsibilities that are in accordance with the parliamentary procedure adopted by the Association and as specified in the NDLA Policy Manual.

**B.** The President-Elect, at the request of the President and the Executive Board or during the President's absence or inability to act, exercises the authority of the President; acts as the official spokesperson under the direction of the President; and carries out such other duties as assigned by the President, Executive Board or as provided for in these Bylaws and as specified in the NDLA Policy Manual.

**C.** The Secretary is responsible for the recording and distribution of the minutes of all Association and Executive Board meetings; maintain official records for the Association and performs other duties as assigned by the President or the Executive Board and as specified in the NDLA Policy Manual.

**D.** The Treasurer is responsible for the Association's financial records, including dues and other income; pays Association debts; provides quarterly and annual reports of Association financial status for Executive Board approval; serves on the Membership Committee and the Finance Committee; and performs other duties as assigned by the President or the Executive Board and as specified in the NDLA Policy Manual.

**E.** The Past-President shall be the responsible coordinating agent for the program planning of the Association's annual conference and, with regard to the annual conference, shall perform other duties affecting the annual conference as may be assigned by the President of the Association and the Association's Executive Board and as specified in the NDLA Policy Manual.

### **Section 3. Vacancies**

President: A vacancy in the office of President will be filled for the duration of an unexpired term by the President-Elect.

President-Elect: A vacancy in the office of President-Elect that occurs before June 2 will be filled by a special election. A vacancy that occurs after June 2 will be filled by the annual election.

Past-President: A vacancy in the office of Past-President that occurs before June 2 will be filled by the Executive Board by contacting Past-Presidents, that are full members in good standing, in descending chronological order of completed term. If a Past-President cannot be found to fill the position, the Executive Board retains the right to keep the position vacant. A vacancy that occurs after June 2 will remain unfilled until the President assumes the duty of Past-President.

### **Section 4. Removal of Officers**

**A.** Elected officers of the Association may be removed from office for just cause. A two-thirds majority vote of the Executive Board is required to authorize a ballot to the membership seeking removal of an officer(s). Officers being considered for removal cannot vote during removal procedures. An affirmative vote of two-thirds majority of the votes returned removes an officer upon validation of election results.

**B.** Just cause is defined as any willful violation of the provisions of these NDLA Bylaws, violation of statutory law which tarnished the reputation of the Association, or incapacity in executing the responsibilities of office.

## **ARTICLE VII. EXECUTIVE BOARD**

### **Section 1. Composition of the Executive Board**

The Executive Board of the Association will be current NDLA members and composed of the officers, chairs of the sections and roundtables, affiliated representatives to other associations, chairs of standing committees (Article VIII, Section 2) and the State Librarian.

### **Section 2. Voting Members**

A. The officers, chairs of the sections and roundtables, and representatives to other affiliated associations are voting members of the Executive Board. Chairs of standing committees and the State Librarian are ex-officio non-voting members.



B. If a voting member of the Board is unable to attend an Executive Board meeting, that member may designate a proxy with full privileges of the office.

### **Section 3. Primary Duties of the Executive Board**

The duty of the Executive Board is to transact all business of the Association in the intervals between membership meetings, make recommendations to the Association, and adopt a budget. The Board will act upon resolutions passed by the membership. (None of its acts shall conflict with these Bylaws.)

Responsibilities include: **A.** Approve the annual budget; **B.** Approve the budget of the annual conference; **C.** Approve executive board minutes and financial reports; **D.** Act upon petitions for the establishment of sections and roundtables; **E.** Validate election results and in disputes regarding elections serves as the final arbiter; **F.** Approve the NDLA Policy Manual.

### **Section 4. Executive Board Meetings**

Meetings of the Executive Board will be held at least three times a year. A majority of voting members of the Executive Board shall constitute a quorum for the transaction of Executive Board business. A Board meeting may be held at the call of the President or a majority of the Board members.

### **Section 5. Reports**

All Executive Board members (voting and non-voting) submit an annual written report to the Executive Board prior to the annual meeting. At other times of the year, for items requiring action or discussion (such as making decisions on the annual operating budget, the annual conference budget, audits, elections, annual conference planning, legislative priorities, etc.) a written report should be submitted to the President.

### **Section 6. Reimbursement of Expenses**

Actual expenses incurred in transacting or furthering of Association business may be reimbursable as specified in the NDLA Policy Manual. Reimbursement is never to exceed total actual expenses.

## **ARTICLE VIII. COMMITTEES**

All committees are specified in the NDLA Policy Manual and support the needs of the association, its members and the Executive Board. They reflect various aspects such as administrative functions, interest groups and professional development.

## **Section 1. Appointments**

Committee chairs are appointed by the President and serve a term concurrently with that of the President. The President has the authority to establish additional committees as needed.

## **Section 2. Standing Committees**

Standing committees required for the ongoing functioning of the Association include: Bylaws and Policies; Finance; Membership; and Nominations, Elections, and Voting.

## **ARTICLE IX. SECTIONS AND ROUNDTABLES**

### **Section 1. Names**

#### **NDLA Section Official Abbreviation**

- Academic and Special Libraries Section (A&SL)
- Public Library Section (PLS)
- School Libraries and Youth Services Section (SLAYS)

#### **NDLA Roundtable Official Abbreviation**

- There are no roundtables at this time.

### **Section 2. Membership**

Members of the sections and roundtables will be active members of NDLA who support the purposes of the section or roundtable. A section or roundtable may prescribe any additional qualifications for membership in the NDLA Policy Manual and engage in activities appropriate to its interest which do not conflict with the provisions of the NDLA Bylaws.

### **Section 3. Sections and Roundtables**

Sections of the Association may be established to represent members interested in the same type of library or trusteeship. Roundtables may be established to represent members interested in a specific library activity.

### **Section 4. Formation**

**A.** A petition to the Executive Board for the establishment of a section or roundtable will state the purpose and need of the proposed section or roundtable. The petition will be signed by ten current NDLA members who become charter members of the section or roundtable. Sections and roundtables have voting representation on the Executive Board two years after their petition has been approved.

**B.** Both sections and roundtables require a chair. Other officers will be elected as deemed appropriate. Section and roundtable chairs are responsible for providing the NDLA Nominations, Elections, and Voting Committee with a slate of candidates for vacant offices. Elections will be conducted by ballot in accordance with the provisions outlined in these Bylaws (Article III, Sec. 2).

### **Section 5. Discontinuation**

By a majority vote of the Executive Board at two consecutive Board meetings, a section or roundtable may be discontinued.

### **Section 6. Purpose**

The purpose of each section and roundtable is defined in the NDLA Policy Manual.

### **Section 7. Meetings**

**A.** All meetings at which section or roundtable business is discussed, or where any formal action is taken are open to the membership.

**B.** Quorums for conducting section and roundtable business are defined in the NDLA Policy Manual.

**C.** Meeting calendars or schedules are outlined in the NDLA Policy Manual.

**D.** Guidelines for calling special meetings are defined in the NDLA Policy Manual.

### **Section 8. Nominations and Elections**

Section and roundtable chairs will appoint a nominating committee. The chair will forward the names of the nominees to the NDLA Nominations and Elections Committee.

## **Section 9. Officers**

**A.** Officers for each section and roundtable are defined in the NDLA Policy Manual.

**B.** Duties of officers for each section and roundtable are defined in the NDLA Policy Manual.

**C.** Terms.

**1.** The Chair will be elected for a one-year term and assumes his or her duties at the start of the calendar year and serves until the end of the calendar year (January-December). The span of time following the annual membership meeting until the start of the term should act as an orientation period for incoming chairs.

**2.** The terms for Section officers are outlined in the NDLA Policy Manual.

**D.** Executive Committee. The Executive Committee memberships and duties are defined in the NDLA Policy Manual.

**E.** Vacancies. A vacancy in the Chair position that occurs before June 2 will be filled by a special election. A vacancy that occurs after June 2 will be filled by the annual election. Other vacancies will be filled as outlined in the NDLA Policy Manual.

**F.** Removal of officers.

**1.** Elected officers of the Section may be removed from office for just cause. A two-thirds majority vote of the Executive Committee is required to authorize a ballot to the membership of the section or roundtable seeking removal of an officer(s).

**2.** Officers being considered for removal cannot vote during removal procedures. An affirmative vote of two-thirds majority of the votes returned removes an officer upon validation of election results.

**3.** Just cause is defined as any willful violation of the provisions of the NDLA Bylaws or violation of statutory law, which tarnish the reputation of the Association or Section, or incapacity in executing the responsibilities of the office.

## **Section 10. Committees and Appointments**

Committees and appointments for Sections and Roundtables are outlined in the NDLA Policy Manual.

## **Section 11. Fees**

Fees, grants, or special assessments under consideration by the Section or Roundtable will be submitted to the NDLA Executive Board for approval.

## **Section 12. Affiliations**

Section and Roundtable affiliations are defined in the Policy Manual.

# **ARTICLE X. AFFILIATIONS**

## **Section 1. Membership**

The Association will maintain memberships in the following affiliated organizations and will discharge the duties and exercise the rights and privileges which pertain to these memberships.

**A.** The American Library Association (ALA). The North Dakota member of the Council of the American Library Association will be elected in the same manner as the officers of the Association in accordance with the term and rules provided by ALA.

**B.** The Mountain Plains Library Association (MPLA). The North Dakota representative to MPLA will be elected in the same manner as the officers of the Association in accordance with the term and rules provided by MPLA.

## **Section 2. Duties**

**A.** Representatives to affiliated organizations will assume their duties at the close of the annual meeting following their election.

**B.** The duties of the NDLA representative to affiliated organizations will be to represent NDLA at organization meetings and to report on these meetings at the annual NDLA meeting, in the official NDLA publication, and as otherwise required by the NDLA Executive Board.

### **Section 3. Affiliation Process**

- A.** Upon the recommendation of the Executive Board and an affirmative vote of two-thirds majority of membership ballots returned, NDLA may affiliate with other associations/organizations.
- B.** Petitions from organizations or groups wishing to affiliate with NDLA will be presented to the membership. A majority of two-thirds of the registered members present will be necessary for ratification.
- C.** The Association may disaffiliate with an organization upon recommendation of the Executive Board and an affirmative vote of two-thirds of the membership ballots returned.

### **Section 4. Vacancies**

Vacancies in office will be filled for the duration of an unexpired term by an appointment made by the Executive Board.

### **Article XI. AMENDMENTS**

- A.** Amendments to these Bylaws must be submitted in writing to the Bylaws and Policies Committee. Proposed changes will be presented to the membership at least one month before voting. Passage will require a two-thirds majority of those voting.
- B.** Amendments may be initiated by the Executive Board or by a petition signed by at least fifteen members of the Association.

### **Article XII. PARLIAMENTARY PROCEDURE**

The business of the Association will be conducted in accordance with "Robert's Rules of Order" in the latest edition.

NDLA Constitution Adopted September 25, 1998, at Grand Forks NDLA Conference.

1984 revision adopted September 22, 1984, at WillistonNDLA conference.

1985 revision adopted September 27, 1985, at MinotNDLA conference.

1986 revision adopted September 27, 1986, at FargoNDLA conference.

1987 revision adopted September 26, 1987, at BismarckNDLA conference.

1988 revision adopted September 24, 1988, at DickinsonNDLA conference.

1989 revision adopted September 23, 1989, at GrandForks NDLA conference.

1993 revision adopted September 25, 1993, at WillistonNDLA conference.  
1994 revision adopted September 24, 1994, at BismarckNDLA conference.  
1998 revision adopted September 25, 1998, at GrandForks NDLA conference.  
2008 revision adopted September 26, 2008, at Mandan NDLA conference.  
2010 revision adopted October 1, 2010, at Grand ForksNDLA conference.  
2015 revision adopted November 30, 2015; Survey Monkeyvoting closed.  
2021 revision adopted March 11, 2021; StarChaptervoting closed.

NDLA Bylaws Adopted September 25, 1998, at Grand Forks NDLA conference.  
Revised April 2000  
Revised September 2000  
Revised September 2004  
Revised September 2008  
Revised December 2009  
Revised October 2010  
Revised January 2011  
Revised September 2012  
Revised January 2014  
Revised September 2014  
Revised November 2016  
\*Bylaws numbering changed with the new web site January 2017  
Revised September 2017  
Revised January 2018  
Revised June 2019  
Revised June 2020  
Revised March 2021

NDLA Constitution and Bylaws merged August 17, 2021 (electronic vote).  
Revised October 2021 (roundtable names/abbreviations removed)  
Revised January 2023  
Revised August 2023  
Revised November 2023