

# MICHIGAN HEALTH SCIENCES LIBRARIES ASSOCIATION

## BYLAWS

(Revised 2010)

### ARTICLE I. Name

The name of this non-profit incorporated organization shall be the Michigan Health Sciences Libraries Association, abbreviated as MHSLA, and hereinafter referred to as MHSLA or The Association.

### ARTICLE II. Purpose

The purpose of the Association is to further health sciences librarianship by demonstrating a positive impact on health care within the community through sharing library resources; providing educational opportunities for health science library personnel; encouraging, coordinating, and conducting research in health science libraries; and providing a professional support system for Association members.

### ARTICLE III. Membership

#### Section 1. Classes

There shall be two categories of membership, personal and institutional.

#### Section 2. Eligibility

- A. Personal members shall be persons who are interested in health sciences libraries.
- B. Institutional members shall be health sciences libraries or libraries in allied fields. The authorized representative of an institutional member shall be designated in writing by the institution at the time of payment of dues, but may be transferred during the year upon written notification.

### Section 3. Rights and Privileges

#### A. Personal members are eligible:

1. To vote
2. To hold office, chair and serve on committees
3. To receive the newsletter, Membership Directory, and access to the members-only section of the MHSLA website.
4. To receive reduced conference rates

#### B. Institutional members are eligible:

1. To one vote for the designated institutional representative
2. To have the designated institutional representative appointed to committees
3. To receive the newsletter, Membership Directory, all other published materials, and access to the members-only section of the MHSLA website.
4. To participate in consortial agreements negotiated by MHSLA
5. To receive reduced conference rates for the designated institutional representative
6. To receive reduced prices for MHSLA products, e.g., MISHULS.

## ARTICLE IV. Fees and Dues

### Section 1. Fiscal Year

The fiscal year of the Association shall be November 1 to October 31.

### Section 2. Membership Year

The membership year of the Association shall be the calendar year.

### Section 3. Dues

The dues shall be determined by simple majority vote in a distributed ballot or at the Annual Business Meeting after discussion and amendment of proposed dues by the Executive Board. Annual dues shall be payable on presentation of a notice by the Chair of the Membership Committee at the beginning of each fiscal year.

### Section 4. Cessation of Membership

#### A. Second Notice

If dues are unpaid by February 1st, a second notice will be sent by the Chair of the Membership Committee.

#### B. Loss of Membership

If dues are unpaid by March 1st, the dues shall be considered in arrears and without further notice the Member shall lose the rights and privileges of membership.

#### C. Reinstatement of Membership

Upon payment of dues for the current calendar year, the Member shall regain the rights and privileges of membership for that year.

### Section 5. Special Assessments

In the event that additional monies are needed above and beyond the annual dues, the Executive Board may request a special assessment. The rationale for the assessment shall be presented to the membership who will then vote on the assessment. A simple majority will determine the outcome.

## ARTICLE V. Officers

### Section 1. Election and terms of Officers

The Association shall have four elected officers: President, President-Elect, Secretary, and Treasurer. The elected officers of the Association are also the officers of the Executive Board.

A. Nominations

The elected officers of the organization shall be nominated and elected as provided in this Article and Article VIII of these Bylaws. The term of office shall be one year for the President and for the President-Elect. The term of office shall be two years for the Secretary and for the Treasurer.

B. Term of Office

Elected officers, with the exception of the Treasurer whose term of office shall run concurrent with the fiscal year, shall take office at the close of the Annual Business Meeting following their election and shall serve, unless unable to complete their term of office, until the end of the Annual Business Meeting held at the close of their term of office; or until their successors have been duly chosen and shall have assumed their duties.

C. Succession to Office of President

At the end of the current President's term of office the President-Elect immediately becomes the President.

D. Removal from Office

If at such a time it is established that the incumbent officer, appointed or elected, shall be incapable of performing their obligations, the Executive Board shall be responsible for removing that person from office.

1. Reason for removal

- a. Compulsory removal. Charges must be filed with the Secretary of the Association.
  - 1) Unexcused absence for two (2) consecutive meetings.
  - 2) Change of residence making performance of duties impossible.
  - 3) Illness which precludes performance of duties.
  - 4) Conduct which is contrary to the best interests of the Association.
- b. Any Association member may bring charges against an Executive Board Member. The charges must be in writing and filed with the Secretary of the Association.

## 2. Due Process

The Executive Board shall investigate the charges and schedule a hearing. The officer shall be furnished with a copy of the charges and shall be notified by registered or certified mail at least 30 days in advance of the date of the hearing. A two-thirds vote of the membership of the Executive Board shall be necessary for the removal from office.

3. Appeal may be addressed to the general membership in the form of a written petition. The decision may be reversed by obtaining the signatures of 51% of the membership within thirty (30) days

## Section 2. Vacancies

### A. Vacancy in Office of President

A vacancy arising in the office of President shall be filled by the President-Elect who shall cease to be President-Elect, serve out the unexpired one-year term of President, and continue as President for the full succeeding one-year term to which he or she was elected.

### B. Vacancy in Office of President-Elect

A vacancy arising in the office of President-Elect shall be filled by a vote of the Executive Board for the remainder of that year. If the vacancy occurs thirty (30) or fewer days prior to the election of officers at the Annual Business Meeting, a special election shall be held by ballot within 60 days following the Annual Business Meeting.

### C. Vacancy in Office of Secretary or Treasurer

A vacancy during the first year of the term of offices of Secretary or Treasurer shall be filled by a member of the Executive Board determined by a vote of the Executive Board. The area group whose representative is chosen to fill the vacancy shall select a replacement, who shall serve out the remainder to the originally selected representative's term of office. (Area groups may petition the Executive Board for an exception.) In conjunction with the elections in the fall, a new treasurer or secretary will be elected to fill out the remaining term of office. If the vacancy occurs during the second year of office it shall be filled by a member of the Executive Board determined by a vote of the Executive Board. Elections shall be held as usual in the fall.

## Section 3. Duties of the Officers

A. President

1. The President shall preside at all meetings of the Association and of the Executive Board and shall perform all other duties prescribed by these Bylaws.
2. The President of MHSLA or a designee shall be the Medical Library Association/Midwest Chapter representative, and shall maintain channels of communication with both the Medical Library Association and Midwest Chapter.

B. Immediate Past President

Upon completion of the term of office, the President shall become the Immediate Past President. The Immediate Past President shall be a voting member of the Executive Board and shall have other duties and responsibilities as assigned by the Executive Board.

C. President-Elect

1. The President-Elect, at the request of the President and the Executive Board or during the President's inability to act, shall perform the duties and exercise the functions of the President.
2. The President-Elect shall serve as Conference Coordinator and shall chair the Conference Planning Committee.
3. The President-Elect shall have other duties and responsibilities as may be assigned by the Executive Board or as are prescribed by these Bylaws.

D. Secretary

The Secretary shall maintain the records of the Association including the minutes of the Executive Board and general membership meetings. The Secretary shall distribute notices of all regular and special meetings and announcements to the Members. The Secretary shall have other duties and responsibilities as may be assigned by the Executive Board or as are prescribed by these Bylaws.

E. Treasurer

The Treasurer is responsible for the receipt and disbursement of all Association funds and shall inform the Secretary and Communications Committee as to changes in an individual member's status. The Treasurer shall provide, when requested, a detailed report in writing to the Executive Board on monies received and expended. Upon approval of the Executive Board, the annual Treasurer's report shall be submitted to the membership at the Annual Business Meeting. The Treasurer shall furnish a bond to the Executive Board in such sum as they may designate for the faithful performance of his or her trust, the premium on the same to be paid by the Association. The Treasurer shall have other duties and responsibilities as may be assigned by the Executive Board or as are prescribed by these Bylaws.

Section 4. Appointed Officers

A. Archivist

1. The Archivist shall be appointed by the President and may serve more than two (2) years and shall be an ex-officio member of the Executive Board.
2. The Archivist shall maintain a permanent file of the minutes of the Executive Board and committee meetings and correspondence of the Association and any other material of interest to the Association. The Archivist shall organize materials in an orderly manner and make them available to the members. The Archivist shall have other duties and responsibilities as may be assigned by the Executive Board or as are prescribed by these Bylaws.

B. Greater Midwest Region State Representative

1. The Greater Midwest Region (GMR) State Representative shall be appointed by the President to a one (1) year term. An individual may be reappointed for consecutive terms.
2. The GMR State Representative shall represent MHSLA at various meetings of the GMR; shall serve on committees as assigned by the GMR; and shall report regularly to the Executive Board and general membership of MHSLA.

### C. Parliamentarian

1. The Parliamentarian shall be appointed by the President and may serve more than two (2) years and shall be an ex-officio member of the Executive Board.
2. The Parliamentarian shall be responsible for consultation on the rules of order when asked and to call to the attention of the chair errors made that may effect the substantive rights of the members or otherwise do harm. The Parliamentarian shall have other duties and responsibilities as may be prescribed by these Bylaws.

## ARTICLE VI. Executive Board

### Section 1. Composition

- A. The management of MHSLA is vested in an Executive Board composed of the elected officers, the area group representatives, appointed officers, the Immediate Past President, and chairs of the standing, ad hoc, and special Committees such as the Nominating Committee.
- B. The appointed officers and chairs of the standing, ad hoc and special committees are without a vote.

### Section 2. Area Group Representatives

#### A. Representation

Each MHSLA approved area group shall have one representative on the Executive Board. Each area group shall elect its own representative to the Executive Board.

#### B. Term of Office

The term of office of area group representatives shall be determined by each Area Group. The new representatives assume responsibility concurrently with the Association officers.

#### C. Alternate for Executive Board Meetings

Each Area Group shall designate an alternate who shall attend Executive Board meetings in the absence of the regular representative.

#### D. Vacancy

In case of a vacancy of an Area Group representative either due to election as an officer or resignation, that Area Group shall select a replacement representative to fill the vacancy. (Area Groups may petition the Executive Board for an exception.)

#### E. Removal

In the event that an Area Group representative does not fulfill his or her duties and responsibilities, the mechanism for replacement shall be decided upon by the Area Group.

#### F. Petition

Additional area groups may petition the Executive Board for representation. If an Area Group is approved by the Executive Board, it is then considered an MHSLA approved group. Area groups may petition for withdrawal from MHSLA.

### Section 3. Responsibility

The Executive Board shall have all the powers of the Association between regular membership meetings. The Executive Board shall meet at least once prior to each general membership meeting.

Additional meetings may be held at the call of the President or by request of three (3) members of the Executive.

### Section 4. Quorum

A simple majority of the voting members of the Executive Board constitutes a quorum for the transaction of business.

## ARTICLE VII. Committees

### Section 1. Standing Committees

#### A. Composition

1. There shall be standing committees established by these Bylaws to assist with the business of the Association.

2. The President-Elect, with Executive Board approval, shall designate the chair of each standing committee at the Fall Executive Board meeting. Appointments may be terminated with Executive Board approval.

#### B. Responsibilities and Reporting

1. Committees shall investigate and perform their designated charges and report to the Executive Board at each meeting.
2. They shall present a written report at the Annual Business Meeting.
3. When the report of the committee contains a recommendation that involves a policy change, this recommendation shall be presented to the general membership for action, after it has been accepted by the Executive Board.

#### C. Membership

The President-Elect shall solicit names of persons interested in serving on committees and shall, upon becoming President and with the assistance of the committee chairs, complete the committee appointments.

#### D. Designation and Charge

##### 1. Audit Committee

- a. The Audit Committee shall have three (3) members.
- b. The Audit Committee shall audit the Treasurer's books at the close of the fiscal year and report at the March Executive Board Meeting and at the Annual Business Meeting.

##### 2. Bylaws Committee

- a. The Bylaws Committee shall revise the Bylaws as requested by the Executive Board, or may suggest revisions, as it deems necessary.
- b. The Bylaws Committee, at its first meeting of the year, will review the current bylaws for accuracy and consistency in wording and spelling as defined in ARTICLE XII of the Bylaws.
- c. The Bylaws Committee shall report any corrections or needed revisions to the Executive Board for their appropriate action.

### 3. Communications Committee

- a. The Communications Committee shall publish an appropriate newsletter at least three (3) times each year. In addition, it shall, with the approval of the Executive Board, prepare and publish other publications, e.g., brochures, pamphlets and directories.
- b. The Communications Committee shall be responsible for the maintenance of Association web page(s), which include the Membership Directory and all other forms of electronic communication.
- c. The Communications Committee shall prepare certificates denoting service on the various Association committees. It shall also prepare certificates of attendance for participants at educational sessions sponsored by MHSLA.
- d. The Communications Committee will investigate and report to the membership on the impact of technology on library services and operations.
- e. The Communications Committee will offer suggestions to the Education Committee on appropriate educational topics relating to technology.
- f. The Communications Committee will also suggest to the Executive Board ways to incorporate technology into the operation of the Association.

### 4. Conference Planning Committee

- a. The Conference Planning Committee shall be responsible for planning an Annual Education Conference.
- b. The President-Elect shall serve as Conference Coordinator for all conferences for which any planning activities have begun.
- c. The Conference Planning Committee shall consist of the Conference Coordinator and the Chairs of the Education Committee and the Local Arrangements Committee.

### 5. Education Committee

- a. The Education Committee shall determine, with the approval of the Executive Board, the topics and speaker(s) for the Annual Education Conference and shall assist in the implementation of the Annual Education Conference.
  - b. The Education Committee shall advise and make recommendations concerning current educational interests of the membership and shall provide information about educational programs and opportunities to local health sciences groups and others.
  - c. The chair of the Local Arrangements Committee shall serve as an ex-officio member of the Education Committee.
6. Membership Committee
- a. The Membership Committee shall be responsible for distributing membership notices.
  - b. The Membership Committee shall evaluate member and non-member needs by conducting periodic surveys.
  - c. The Membership Committee shall maintain a list of members.
7. Outreach and Advocacy Committee
- a. The Outreach and Advocacy Committee shall promulgate the mission of MHSLA by promoting communication and professional interaction with national, state, and local groups, such as the Michigan Library Association, the Special Libraries Association, or the Michigan Health & Hospital Association.
8. Research Committee
- a. The Research Committee shall facilitate and conduct systematic inquiry into the nature of health sciences libraries; support the Association's commitment to contribute to the professionalism, growth, and development of its members and the profession; and contribute to the knowledge base of the discipline.
  - b. The Research Committee shall encourage research among the membership; sponsor/conduct appropriate research projects; sponsor appropriate

informational and educational activities in support of research; and make members aware of current research projects.

#### 9. Resource Sharing Committee

- a. The Resource Sharing Committee shall provide information pertaining to policies and guidelines relating to interlibrary loan, collection development, and document delivery.
- b. The Resource Sharing Committee shall keep MHSLA members apprised of changes in the national interlibrary loan networks, e.g., OCLC or DOCLINE.
- c. The Resource Sharing Committee shall produce union lists and other resource sharing tools.
- d. The Resource Sharing Committee shall collect and distribute data pertinent to resource sharing activity among member libraries.
- e. The Resource Sharing Committee shall cooperate with other MHSLA committees on projects pertinent to resource sharing, such as data collection or group purchasing projects.

#### Section 2. Ad Hoc Committees

Special committees (ad hoc) shall be designated, as the need arises, by the Executive Board. The President shall appoint the chair and committee members.

### ARTICLE VIII. Elections.

#### Section 1. Nominating Committee

- A. The Nominating Committee shall consist of three members.
- B. Each Area Group shall submit a name to be included on the ballot. An Area Group that does not submit a name will not be included on the ballot.
- C. Each member shall vote for three (3) candidates. The three nominees with the highest number of votes shall comprise the committee. The nominee with the highest number of votes shall be the chair. The chair of the Nominating Committee shall not have a vote on the Executive Board.

#### D. Slate

1. In odd numbered years, the Nominating Committee shall prepare a slate of one or more nominees for President-Elect and Secretary.
2. In even-numbered years, the Nominating Committee shall prepare a slate of one or more nominees for President-elect and Treasurer.
3. In all years the slate shall also include the candidates running for the Nominating Committee.
4. The slate shall be accompanied by a biographical statement about each candidate for President-Elect, Secretary and Treasurer; a written statement from the candidate(s) for President-Elect describing his or her goals and objectives as an officer of the Association; and a statement of consent to serve if elected.
5. The Nominating Committee shall submit its report to the Executive Board no later than 120 days prior to the Annual Business Meeting.

#### E. Distribution of Slate

Upon acceptance by the Executive Board of the Nominating Committee's report, the Secretary shall distribute the slate to the membership.

#### F. Petitions

Candidates for any elective office may also be nominated by petitions signed by not less than five (5) members. Candidates who present these petitions, accompanied by the items required in paragraph D of this section of these Bylaws, to the Chair of the Nominating Committee no later than 90 days prior to the date of the Annual Business Meeting (45 days prior to the distribution of the ballots) shall be included on the ballot.

#### G. Nominating Committee Final Report

The Nominating Committee shall submit a copy of its final report and a ballot, which includes all the candidates and accompaniments named under paragraph D and F of this section of these Bylaws to the Executive Board 75 days prior to the

Annual Business Meeting. The ballot shall provide for a write-in candidate for each office.

## Section 2. Ballots

Ballots accompanied by the required biographical data and statements of aims shall be distributed to the general membership by the Secretary no later than 45 days prior to the Annual Business Meeting. Any mailed ballot not postmarked three (3) weeks prior to the Annual Business Meeting shall be destroyed without being opened. Electronic balloting shall be disabled three (3) weeks prior to the Annual Business Meeting.

## Section 3. Elections Committee

- A. An elections committee shall be selected by the President.
- B. The Elections Committee shall be composed of the Nominating Committee Chair and at least two other MHSLA members. The Chair of the Nominating Committee shall also be the Chair of the Elections Committee.
- C. Any member of the Association may witness the count.

## Section 4. Tabulation

- A. The Elections Committee shall meet at least 10 calendar days prior to the Annual Meeting for the purpose of counting the ballots.
- B. Candidates shall be declared elected upon receiving a simple majority of the votes. In cases where there are more than two candidates, a plurality shall suffice.
- C. If a tie occurs for any position, it shall be resolved by a coin toss at the Annual Business Meeting.
- D. The Elections Committee Chair shall report the results of the ballot count to the President.
- E. The President shall inform the candidates of these results at least four days before the Annual Business Meeting.

## Section 5. Retention of Ballots

All ballots shall be retained by the Secretary until 60 days after the Annual Business Meeting.

## ARTICLE IX. Meetings

### Section 1. Quorum

Twenty-five percent (25%) of the general membership, as determined by a count of members seven (7) days prior to the Annual Business Meeting, constitutes a quorum for the transaction of business.

### Section 2. Annual Business Meeting

The Annual Business Meeting will be held in the fall in conjunction with the Annual Conference. In the event there is no Annual Conference, the Annual Business Meeting shall be convened by the President after consultation with the Executive Board.

### Section 3. Other Business Meetings

Additional business meetings shall be convened by the President at the request of a quorum of the Executive Board or by petition of ten of the Members of the Association.

### Section 4. Annual Conference

- A. The site of the Annual Conference shall be rotated throughout the state. The site of the next Conference shall be announced at each Annual Business meeting.
- B. The Annual Conference shall be hosted by an Area Group
- C. Local Arrangement Committee Responsibilities
  1. Upon acceptance of a Conference site, the Executive Board will notify the chairman of the local group who will select a Local Arrangements Committee. The Local Arrangements Committee shall include the Education chair as an ex-officio member. The chair of the Local Arrangements Committee shall also serve as an ex-officio member of the Education Committee.
  2. The Communications Committee will provide a current membership list and a distribution list to the Conference Committee.
  3. The Local Arrangements Committee is responsible for selecting a conference hotel(s), facilities, and handling publicity and conference related distributions of information.
  4. The Local Arrangements Committee will submit in writing to the Treasurer a request for initial conference-planning funds accompanied by a budget.

Subsequent financial commitments in excess of \$25.00 shall have prior approval of the President-Elect who will consult with the Conference Committee as deemed necessary. Invoices for approved expenses shall be sent directly to the Treasurer for payment.

#### D. Handling of Registration Fees

Registration fees and all other Conference monies shall be turned over to the Association treasury at the conclusion of the Conference.

#### ARTICLE X. Affiliation

Upon approval by a majority of the voting membership at an Annual Meeting, affiliation or disaffiliation with a common interest organization may be made, provided that:

- A. The objectives of such organization shall be consistent with those of the Michigan Health Sciences Libraries Association.
- B. The activities of such organization shall not be in conflict with the goals and activities of MHSLA.

#### ARTICLE XI. Amendments

These Bylaws may be amended by two-thirds of the Members present at an official business meeting, provided that written notice has been given to Members at least 30 days prior to the meeting.

#### ARTICLE XII. Parliamentary Authority

The rules contained in Robert's Rules of Order Revised (current edition) shall govern this association in all cases to which they are applicable and in which they are consistent with the Association Bylaws.

#### ARTICLE XIII. Dissolution

This Association can be dissolved by a two-thirds vote of the Members by a mailed ballot. Upon dissolution, the active (dues paying) members shall vote on the disbursement of the new assets in accordance with state and federal tax laws.