



CHAPTER BYLAWS

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BYLAWS
UPSTATE NEW YORK ONTARIO CHAPTER
OF THE
MEDICAL LIBRARY ASSOCIATION

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ARTICLE I: Name and Boundaries

Section 1. Name

The name of this organization shall be “The Upstate New York and Ontario Chapter of the Medical Library Association, Inc.”

Section 2. Boundaries

The geographic area of the Chapter comprises the New York State counties north of Sullivan, Ulster, and Dutchess counties and the Province of Ontario, Canada.

Article II: Purpose

Notwithstanding any other provision of these articles, the organization shall be created for educational purposes as specified in section 501© (3) of the Internal Revenue Code of 1954, and shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under section 501© (3) of the Internal Revenue Code of 1954. The organization shall stimulate and strengthen interest in health sciences library service and in the Medical Library Association by sponsoring meetings for the exchange of information and ideas and by offering educational opportunities to individuals. It shall also provide opportunity for active participation by those members who cannot attend the annual meetings of the Medical Library Association and for liaison between groups with related interests. No part of the net earnings of the organization shall inure to the benefit of any member, officer of the organization or any private individual (except that reasonable compensation may be paid for services rendered to or for the organization), and no member, officer of the organization or any private individual shall be entitled to share in the distribution of any of the organization assets on dissolution of the organization. No substantial part of the activities of the organization shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Internal Revenue Code Section 501(h)), or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

ARTICLE III: Membership

Section 1. Members

Both members and non-members of the Medical Library Association may belong to this Chapter. There shall be four classes of membership: Regular Members, Emeritus Members, Student Members, and Fellows.

Section 2. Qualifications

A. Regular Members are persons who are, or at the time of becoming members were, engaged or interested in library work, allied scientific fields, or information management.

B. Emeritus Members are persons who were Regular Members and who have retired from employment. They are considered to be Regular Members and share all privileges. They are not required to pay dues. Candidates for Emeritus Membership may be recommended to the Treasurer who will submit their applications to the Executive Committee for approval.

C. Student Members are persons who are actively matriculating in a school of library or information science. They are eligible for this status for two consecutive years and their dues will be one-half of the dues of Regular Members. They are voting members of the association and will have all privileges of Regular Members.

D. Fellows are persons who have been Regular or Emeritus Members of UNYOC and have made significant contributions to the chapter or health sciences librarianship. They are elected by the Executive Committee to the status of Fellowship according to established Chapter criteria and process. Fellows are exempt from dues and will have all the rights and privileges of Regular Members.

Section 3. Rights and Privileges

A. Voting members of this Chapter shall consist of all members, except that only Voting Members of the Medical Library Association shall be qualified to move or to vote on recommendations to the Chapter Council regarding MLA policies or actions, to vote on the selection of a candidate for the MLA Nominating Committee, or to vote on the selection of the Chapter's Representative and Alternate Representative to the Chapter Council. ["Chapters shall not take direct action with respect to Association business or in the name of the Association, but may make recommendations to the appropriate Council regarding Association policies or actions. Only voting members of the Association shall be qualified to move or to vote on such recommendations." *Art. XI, Sec. 8.* "Participation in the selection of Representatives shall be limited to voting members of the Association." *Art. XII, Sec. 2A*]

B. Officers of this Chapter shall be Voting Members of the Medical Library Association.

Section 4. Dues

A. Dues shall be determined by a majority vote of those present and eligible to vote at the Annual Meeting of the Chapter. Dues shall be assessed on an annual basis for the period of one fiscal year. Chapter dues shall not exceed MLA membership dues for Regular Members. ["Chapters may establish such dues as they deem necessary to carry out their activities, provided that such dues shall not exceed Association membership dues for Regular Members." *Art. XI, Sec. 7*]

B. Chapter dues shall be payable on joining the Chapter and at the beginning of the fiscal year thereafter.

C. The fiscal year of this Chapter shall be from January 1 to December 31.

D. If dues are unpaid by July 1, the dues shall be considered in arrears and without further notice the member shall be suspended from all rights and privileges.

ARTICLE IV. Officers

Section 1. Officers and Term of Office

A. Elective officers of the Chapter shall be a Chair, a Vice Chair/Chair-Elect, the Immediate Past Chair, a Secretary, a Treasurer, a Representative to the Chapter Council, three Members-at-Large, and an Alternate Representative to the Chapter Council.

B. The term of office of the Chair shall be one year as Chair-Elect, one year as Chair and one year as Immediate Past-Chair. No one may serve more than one successive term as Chair-Elect/Chair.

C. The term of office of the Secretary shall be two years. An individual may not serve more than two successive terms as Secretary.

D. The term of office of the Treasurer shall be two years. An individual may not serve more than two successive terms as Treasurer.

E. The term of office of each of the three Members-at-Large shall be for three years. The terms shall be staggered so that only one new Member-at-Large shall be elected each year. At least one of the members-at-large will live and/or work in the Province of Ontario and will serve as an *ex-officio* member of the annual conference planning committee.

F. The term of office of the Representative to the Chapter Council shall be three years, except that if the Representative's term be made shorter by action of the Council or the Bylaws of the Medical Library Association, the term will coincide with that action.

G. The term of office of the Alternate Representative to the Chapter Council shall be the same as that of the Representative. [*Art. XII, Sec. 2B*]

H. Elected officers, except Representative to the Chapter Council and Alternate Representative to the Chapter Council, shall take office at the close of the Chapter Annual Meeting or following their election and serve, unless they resign, die, become incapacitated, or are removed, until the close of the Chapter Annual Meeting at the end of their terms of office or until their successors are elected and assume their duties. [Art. IV, Sec. 1B] The Representative to the Chapter Council and the Alternate Representative to the Chapter Council shall take office at the close of the MLA Annual Meeting, or as stipulated by the Chapter.

Section 2. Duties

A. The duties of the Chair shall be to preside over all meetings and to represent the Chapter at all times and on all occasions not in conflict with any other officer's defined duties and responsibilities, to serve as an *ex-officio* member on all committees, to submit an Annual Report to MLA Headquarters by the date requested, and to perform all other duties prescribed by these Bylaws and by the parliamentary authority adopted by the Chapter. A Parliamentarian may be appointed by the Chair to serve a term concurrent with that of the Chair. This person may be reappointed to serve additional terms.

B. The duties of the Chair-Elect shall be to serve as Chair whenever the Chair is not able to do so and to perform all other duties prescribed by these Bylaws and by the parliamentary authority adopted by the Chapter.

C. The duties of the Immediate Past-Chair shall be to Chair the Nominating Committee and to perform all other duties prescribed by these Bylaws and by the parliamentary authority adopted by the Chapter.

D. The duties of the Secretary shall be to be responsible for incoming and outgoing correspondence, to prepare minutes of all meetings, and to perform all other duties prescribed by these Bylaws and by the parliamentary authority adopted by the Chapter.

E. The duties of the Treasurer shall be to receive and account for all monies due to the organization, to maintain the membership list and the mailing list and to perform all other duties prescribed by these Bylaws and by the parliamentary authority adopted by the Chapter.

F. Members-at-Large shall serve as members of the Executive Committee and shall perform such duties as assigned by the Executive Committee. The Member-at-Large representing the Province of Ontario shall serve as *ex-officio* member of the annual conference planning committee.

G. The duties of the Representative to the Chapter Council shall be to represent the Chapter on the MLA Chapter Council by attending the meetings of the Council, to transmit to the Council recommendations that have been approved by the Chapter, and to communicate Council business to the officers and membership of the Chapter.

H. The duties of the Alternate Representative to the Chapter Council shall be to attend the meetings of the Chapter Council, to serve as Representative whenever the Representative is unable to do so, and to assume the office of Representative and serve out the unexpired term should the Representative become unable to complete the term of office.

Section 3. Nominations and Elections

A. The Nominating Committee shall prepare annually a slate of (at least one, but more are preferred) nominee(s) for Chair-Elect and for each elective officer whose term expires.

B. A slate of candidates shall be distributed to the voting membership by the Nominating Committee at least 30 days prior to the Chapter's Annual Meeting. Election of candidates takes place during the Annual Business Meeting. Where a candidate is unopposed, the Chair can take a voice vote. When there is more than one nominee for a given office, a ballot shall be distributed to all Voting Members at the Annual Business Meeting and shall be received by the Nominating Committee. Candidates shall be declared elected upon receiving a majority of the votes cast. Where there are more than two candidates, a plurality shall elect.

C. Should a quorum not be present at the Annual Business Meeting, ballots shall be distributed to the voting membership by the Nominating Committee within one week of the Annual Meeting and shall be received by the

Nominating Committee by the date previously announced for counting ballots. Candidates shall be declared elected upon receiving a majority of the votes cast. Where there are more than two candidates, a plurality shall elect.

Section 4. Vacancies

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

B. A vacancy arising in the office of Representative to the Chapter Council shall be filled by the Alternate Representative, who shall cease to be Alternate Representative, and shall serve out the unexpired term of the Representative. ["An Alternate shall replace a Representative should the latter become Chapter Council Chair, resign, or otherwise become unable to serve, and shall serve the remaining term of that Representative; a new Alternate from the affected Chapter shall be selected by that Chapter when this occurs, and shall serve the remaining term of the Alternate who is being replaced." [Art. XII, Sec. 2B]

C. A vacancy arising in any other elected office shall be filled by the Executive Board.

Section 5. Candidate for the MLA Nominating Committee Membership

A. The name of one Voting Member of the Medical Library Association, elected by the Voting Members at the Annual Business Meeting shall be submitted each year to the Chapter Council as a potential candidate for membership on the MLA Nominating Committee by the date previously announced by the Council. The potential candidate shall prepare a biographical statement and a signed statement of willingness-to-serve if elected as a member of the MLA Nominating Committee. This statement shall accompany the name submitted. [Art. V, Sec. 2A]

B. No person shall consent to being a potential candidate or a candidate for membership on the MLA Nominating Committee who is already such a potential candidate or candidate from some other unit of the Medical Library Association; no candidate for membership on the MLA Nominating Committee shall also be a candidate for an elective office of the Medical Library Association, or vice versa. [Art. V, Sec. 2D]

C. No one shall serve on the MLA Nominating Committee as a voting member for more than one term during a period of five years. [Art. V, Sec. 1C]

ARTICLE V. Meetings

Section 1. Meetings

At least one meeting shall be held in each fiscal year. Additional meetings may be held. One meeting of the Chapter shall be called the "Annual Meeting." All meetings shall be held at a time and place convenient for members. Notice of all meetings shall be disseminated to the membership at least thirty (30) days in advance of the meeting date.

Section 2. Quorum

Twenty five (25) Voting Members shall constitute a quorum of this Chapter.

ARTICLE VI. Executive Committee

Section 1. Executive Committee

The elected officers of this Chapter shall constitute the Executive Committee. The Newsletter Editor and the Chairs of the Standing Committees shall be *ex-officio* members of the Executive Committee.

Section 2. Duties

The Executive Committee shall have general supervision of the affairs of this Chapter between its Business Meetings, fix the time and place of meetings, make recommendations to the membership, and shall perform such other duties as are specified in these bylaws and by the parliamentary authority adopted by the organization.

ARTICLE VII. Committees

Section 1. Standing Committees

A. The Executive Committee shall establish standing committees to consider matters of the Chapter that require continuity of attention by the members. The Executive Committee shall recommend the name and size of each committee.

B. The Chair in consultation with the Executive Committee, shall designate and announce committee members and chairs in advance of the beginning of his or her term of office and when these appointments shall take effect. Unless otherwise approved by the Executive Committee, members of standing committees shall be appointed for terms of three years, and may be reappointed for a second term. The Chair shall have the discretion to terminate appointments. Neither the Chair nor the Chair-Elect shall serve on or appoint members to the Nominating Committee.

Section 2. Special Committees

The Chapter Chair may appoint such other special committees as are necessary with the advice and consent of the Executive Committee.

Section 3. Committee Chairs

Chairs of committees shall be Voting Members of the Medical Library Association. [*Art. XI, Sec. 6*]

Section 4. Committee Reports

Each committee shall submit an annual report of its activities to the Chapter Chair prior to the compilation of the Annual Chapter Report for submission to MLA Headquarters.

ARTICLE VIII. Dissolution

In the event of dissolution of this Chapter, all liabilities and obligations shall be paid or adequate provision made for payment. Any assets not so disposed shall be disposed of by consensus of the Executive Board (or Board of Directors) of the Chapter to one or more organizations that at the time qualify under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any United States internal revenue law). No funds shall benefit any individual member of the Chapter. If no consensus is met, remaining assets shall be distributed to the Medical Library Association, Inc. within six months as long as the Medical Library Association, Inc. shall qualify as an organization described in Section 501(c)(3) of the Internal Revenue Code. The Chapter's charter shall be returned to MLA Headquarters.

ARTICLE IX. Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern this Chapter 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 Chapter may adopt.

ARTICLE X. Amendment of Bylaws

These bylaws may be amended by a two-thirds vote of the votes received, provided that the amendment has been submitted in writing to the membership at least thirty (30) days prior to the vote being taken.