

Constitution & Bylaws

Constitution

ARTICLE 1 – Name

This organization shall be known as the New Hampshire Library Association (“NHLA”).

ARTICLE 2 – Mission

NHLA is a professional association of library personnel, trustees, and library supporters whose purpose is:

- To advance the interests of its members through advocacy on library issues and increasing public awareness of library service.
 - To support the professional development of its members.
 - To foster communication and encourage the exchange of ideas among its members.
 - To promote participation in the association and its sections.
1. In support of the objective, ~~the Association~~NHLA may carry on any activity permitted under applicable state and federal law, including receiving gifts, endowments, and bequests.
 2. ~~The Association~~NHLA is organized exclusively for charitable and educational purposes as defined by applicable state and federal law.
 3. No part of the net earnings of ~~the Association~~NHLA shall benefit or be distributed to any member or other individual. ~~The Association~~NHLA shall not participate in any political campaign in support of a candidate. No substantial part of ~~the Association’s~~NHLA’s activities shall be making propaganda or other efforts to influence legislation.
 4. If ~~the Association~~NHLA is dissolved, any remaining assets shall be transferred to one or more groups organized exclusively for charitable and educational purposes which are tax exempt under IRC Section 501(c)(3).

ARTICLE 3 – Members

- A. Any person interested in the objectives of ~~the Association~~NHLA may become a member on payment of dues.
- B. Sections may be formed by members and supported as provided in the By-Laws.

ARTICLE 4 – Officers

- A. The officers of ~~the Association~~NHLA shall be:
 - o ~~a~~-President;
 - o ~~a~~-Vice President who is President Elect;
 - o ~~a~~-Secretary;
 - o ~~a~~-Treasurer;

- o ~~an~~ Assistant Treasurer;
 - o ~~an~~ American Library Association (“ALA”) Councilor;
 - o ~~a~~ New England Library Association (“NELA”) Representative;
 - o and the immediate Past President
- B. All officers shall be elected by ballot, and shall serve until their successors are elected ~~and~~ take office. All officers are elected annually except the Treasurer and Assistant Treasurer, whose terms ~~of office~~ shall be two years (each elected on alternate years), and the ~~American Library Association~~ALA Councilor and ~~New England Library Association~~NELA Representative, whose term ~~of office~~ shall be three years. New officers shall assume their duties immediately upon the adjournment of the annual membership meeting in November following the election. A new ~~American Library Association~~ALA Councilor, however, will assume office at the next ~~American Library Association~~ALA meeting.
- C. A majority of all votes cast shall be necessary to constitute an election.
- D. Vacancies in office shall be filled until the next election by a majority vote of the remaining members of the Executive Board.

ARTICLE 5 – Executive Board

- A. The Executive Board shall consist of the following:
- o Voting Members
 - Officers,
 - Standing Committee Chairs,
 - Section representatives (one from each section)
 - o Non-voting Members
 - Website Coordinator,
 - State Librarian,
 - NHLA Archivist,
 - Ad Hoc Committee Chairs,
 - o ~~Liaisons~~

~~o~~ A. The Website Coordinator, State Librarian, NHLA Archivist, Ad Hoc Committee Chairs, and Liaisons shall serve as ex-officio, non-voting members of the Executive Board.
- B. Membership in ~~the Association~~NHLA shall be a prerequisite for being on the Executive Board.
- C. There shall be regular meetings of the Executive Board, to be established by the Board and held at such time and place as the Board shall designate.

ARTICLE 6 – Meetings

- A. ~~The NHLA’s~~ annual meeting ~~of the Association~~ shall be held at such time and place as the Executive Board shall designate.
- B. Special meetings of ~~the Association~~NHLA membership may be held upon call of the Executive Board or upon written petition of ten members of ~~the Association~~NHLA to the Executive Board. Notice of a special meeting shall specify the business to be transacted, and no business other than that stated in the notice shall be considered.

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- C. Notice of meetings shall be ~~mailed~~ communicated to all NHLA members no less than 30 days prior to the date or dates thereof.

ARTICLE 7 – Amendments to the Constitution

Amendments to the NHLA Constitution may be proposed by the Executive Board or by a petition from members. A petition from members must be signed by at least 10 members and submitted to the secretary by a date at least 40 days ~~before~~ prior to the special or annual meeting. Text of proposed amendments to the Constitution must be appended to the call for the special or annual meeting. Amendments shall be passed upon affirmative vote of two-thirds of members present at the scheduled special or annual meeting. The NHLA Constitution may not be amended at a regular meeting of the Executive Board, unless the requirements for a special meeting are met, and any NHLA member who wishes to attend said meeting is afforded the opportunity to do so.

Revised ~~June 2012~~ June 2014

Bylaws

ARTICLE 1 – Year

- A. The year of the ~~Association~~ New Hampshire Library Association (“NHLA”) ~~year~~ shall be a calendar year.
- B. The fiscal year of ~~the Association~~ NHLA shall be July 1 through June 30.

ARTICLE 2 – Membership

- A. Voting membership in ~~the New Hampshire Library Association~~ NHLA shall be:
- o Individual
 - o Life
 - o Emeritus
 - o Honorary

Each member shall have one vote.

- B. Non-voting membership in ~~the New Hampshire Library Association~~ NHLA shall be:
- o Corporate
- C. Annual dues shall be assessed by the Executive Board. A change in dues may be proposed by the Executive Board. Written notice of the proposed change shall be appended to the notice of the annual meeting. A change in dues shall be adopted upon affirmative vote of two-thirds of members present at said meeting.
- D. Life membership shall be open to any person on the single payment of a sum proposed by the Executive Board and adopted by the membership as stated in ~~section C~~ Article II Section C. Money from this source shall be made available to the F. Mabel Winchell

Scholarship Fund. Such members shall be exempt from dues thereafter and shall have the right to vote.

- E. Honorary membership may be awarded to any individual who has rendered marked service to the library profession and may be conferred by a majority vote of the members present and voting at any meeting of ~~the Association~~NHLA. Such honorary members shall be exempt from dues and shall have the right to vote.
- F. Emeritus membership may be awarded to any individual who has been a member of ~~the Association~~NHLA for at least thirty (30) years and may be conferred by a majority vote of the Executive Board. Such emeritus members shall be exempt from dues and shall have the right to vote.
- G. Dues are payable to ~~the New Hampshire Library Association~~NHLA and sent to the Membership Chairman at the beginning of the fiscal calendar year. Members whose dues are unpaid by March 31, of the current year, shall be dropped from membership.

ARTICLE 3 – Executive Board

- A. There shall be an Executive Board that shall have the power and authority to manage ~~the Association's~~NHLA's property and to regulate and govern its affairs. The Executive Board shall determine policies and changes therein within the limits of the NHLA By-laws, ~~of the Association and~~ shall take such actions as it considers necessary to carry out ~~the NHLA's~~ objectives ~~of the Association~~, and shall perform such other functions as membership may direct.

The Executive Board consists of voting and nonvoting members.

- o Voting Members
 - Officers:
 - President
 - Vice President/President Elect
 - Secretary
 - Treasurer
 - Assistant Treasurer
 - ALA Councilor
 - NELA Representative
 - Immediate Past President
 - Standing Committees:
 - Advocacy
 - By-laws
 - Conference
 - Continuing Education
 - Fundraising
 - Intellectual Freedom
 - Legislative
 - Membership
 - Nominating
 - Scholarship

- ~~Ways and Means~~
 - Section Representatives:
 - Academics
 - CHILIS (Children’s Library Services)
 - READS (Reference and Adult Services)
 - Urbans
 - IT (Information Technology)
 - YALS (Young Adult Library Services)
 - Non-voting members:
 - Ad-Hoc Committee Chairs
 - Archivist
 - Liaisons
 - State Librarian or designee
 - Website Coordinator
- B. Ten voting board members shall constitute a quorum at any Executive Board meeting for the purpose of taking votes and making decisions.
- C. The Executive Board shall hold at least two meetings annually and additional Executive Board meetings ~~of the Board~~ may be called by the President or by any other officer upon the request of two members of the Executive Board.
- D. The Executive Board shall be subordinate to ~~the Association~~NHLA and subject to action taken by that body.

Comment [ES1]: This committee is being renamed, “Fundraising” (see above)

ARTICLE 4 – Duties of Officers

President, Vice President/President Elect, Secretary, Treasurer, ALA Councilor, NELA Representative, Immediate Past President

- A. The President shall be ~~the NHLA’s~~ chief executive officer ~~of the Association~~ and, subject to the Executive Board, shall have general supervision and control over its affairs; shall preside at all business meetings of ~~the Association~~NHLA and of the Executive Board; shall recommend to the Executive Board such measures as are considered desirable to further the objectives and broaden the effectiveness of ~~the Association~~NHLA; with the treasurer shall sign all contracts and other legal documents; shall sign all checks drawn upon Association funds as co-signatory with the treasurer, unless determined otherwise by the Executive Board; with the Treasurer shall bring the annual budget forward to the Executive Board prior to the beginning of the new fiscal year; shall be a member ex-officio, without vote, of all committees except the Nominating Committee; and shall present a written annual report at ~~the Association’s~~NHLA’s Annual meeting.
- B. The Vice President/President-Elect shall assist the President in the performance of the duties of the presidency; in the event or absence or withdrawal of the President, shall assume all the duties and obligations of the presidency; shall plan a fall conference for the professional development and educational benefits of NHLA members; shall be authorized to sign contracts related to that conference in consultation with the President and Treasurer; ~~shall support the Newsletter Editor in encouraging article submissions by the Executive Board~~; and shall submit a written annual report at ~~the Association’s~~NHLA’s Annual meeting.

- C. The Secretary shall keep minutes for ~~the Association~~NHLA and the Executive Board, and shall conduct ~~Association~~NHLA correspondence, shall notify members of their election to office and appointment to committees. At each annual meeting the secretary shall present a summary of action taken at the previous annual meeting and of the work of the Executive Board during the year.
- D. The Treasurer shall have custody of ~~the Association~~NHLA funds; shall sign all checks drawn upon ~~the Association~~NHLA as co-signatory with the President, unless determined otherwise by the Executive Board; and with the President shall sign all contracts and other legal documents; with the President shall present an annual budget to the Executive Board prior to the beginning of the new fiscal year; shall furnish such financial statements as may be required by the Executive Board and the President; shall submit ~~the Association~~NHLA accounts to be ~~audited~~, reviewed or compiled by a person or firm designated by the Executive Board, and shall present the report of the audited, reviewed or compiled accounts at ~~the Association~~NHLA's Annual meeting. The Treasurer shall be bonded, premium on said bonds to be paid by ~~the Association~~NHLA.
- E. The Assistant Treasurer shall be knowledgeable regarding all of the procedures followed by the Treasurer; shall assist the Treasurer as indicated by the ~~auditor~~ person or firm designated to conduct an audit, review or compilation to ensure that internal control mechanisms are established and maintained in order to protect ~~the organization's~~NHLA's funds; and shall assume all of the duties and obligations of the Treasurer in the absence or inability of the Treasurer to perform them. The Assistant Treasurer shall be bonded, premium on said bonds to be paid by ~~the Association~~NHLA.
- F. The American Library Association ("ALA") Councilor shall represent ~~the New Hampshire Library Association~~NHLA in the deliberations of the national association at both the midwinter and annual meetings, and shall transmit pertinent information to the Executive Board upon return and to ~~the Association~~NHLA membership through an annual report.
- G. The New England Library Association ("NELA") Representative shall represent ~~the New Hampshire Library Association~~NHLA in the deliberations of the regional association at their regular meetings and shall transmit pertinent information to the Executive Board at their monthly meetings and to ~~the Association~~NHLA membership through an annual report.

Comment [ES2]: This is a substantive change, also see E below, and Article 12

Comment [ES3]: This is a substantive change, also see D above, and Article 12

ARTICLE 5 – Committees

- A. There shall be the following Standing Committees:
- o Advocacy
 - o Awards
 - o By-laws
 - o Conference
 - o Continuing Education
 - o Fundraising
 - o Intellectual Freedom
 - o Legislative
 - o Membership
 - o Nominating

- o Scholarship
 - o ~~Ways and Means~~
- B. These committees and their chairs shall be appointed by the President and shall serve at the President's pleasure. Any committee chair who misses three consecutive Executive Board meetings may be replaced by the President. The Awards and Nominating Committees are chaired by the Immediate Past President with members appointed by the Executive Board. Ad Hoc committees shall be appointed by the President as deemed necessary and given a specific charge. The Ad Hoc committee will submit its report to the Executive Board in a timely manner and the committee will be dissolved upon completion of the charge.
- C. Each committee shall submit to the membership a written annual report of its activities which shall contain any recommendation considered necessary or advisable. Additional reports may be submitted at the option of a committee or as requested by the Executive Board or the President.
- D. Funds for committee expenses shall be authorized by the Executive Board.

ARTICLE 6 – Sections

- A. A Section is an organization formed by and consisting of current NHLA members ~~of the New Hampshire Library Association~~ who share common interests within the objectives of ~~the New Hampshire Library Association~~ NHLA.
- B. Provisional Section status, normally not to exceed one year in duration, may be granted by the Executive Board upon petition by at least 10 current NHLA members ~~of the New Hampshire Library Association~~.

Permanent Section status shall be granted by an affirmative a majority vote of ~~the Association~~ NHLA members present and voting at the NHLA annual meeting ~~of the Association~~, upon fulfillment of the following requirements.

Requirements for Permanent Section Status:

1. a demonstrated Section membership consisting of at least 10 NHLA members ~~of the Association~~;
 2. acceptance of Section by-laws by ~~the New Hampshire Library Association~~ NHLA's Executive Board;
 3. a report of Section activities provided to ~~the New Hampshire Library Association~~ NHLA's Executive Board.
- C. Duties of the Sections
1. Report the officers of the Section to the Executive Board each year.
 2. Present a current copy of the Section By-laws to the Executive Board each year.
 3. Appoint one designee with voting rights to the Executive Board each year.
 4. Appoint one person to be liaison to the NHLA Spring Conference Committee each year.
 5. Report in writing, officers, membership, income and expenses, and activities at ~~the Association~~ NHLA's Annual meeting.

- D. ~~Section f~~Funds may be derived from any source or activity permitted under applicable state and federal law. All funds received by the Section shall be used for purposes consistent with the Section's objectives. Should the dissolution of the Section become necessary, its assets shall revert to ~~the Association~~NHLA.
1. Each Section shall have the right to establish annual dues. A Section shall have the right by vote of its members to impose additional fees. Funds so collected shall be subject to the provisions of paragraphs (2), (3), and (4).
 2. All dues paid for membership in the Section shall be credited to the Section.
 3. All expenses of the Section shall be the responsibility of the Section. If the need arises, Section officers may request additional funds from the NHLA treasury. Funds may be made available to the Section at the discretion of the NHLA Executive Board.
 4. All Section funds are to be in the custody of the NHLA Executive Board to be accounted for and disbursed by its designated officer on the authorization of Section officers.
- E. Any agreement or contract entered into by any Section ~~shall must~~ have advance approval of ~~the individual that~~ section's Executive Board. If liability exceeds the Section's available funds, prior notification shall be made to ~~the NHLA's Association~~ Executive Board for the purpose of obtaining the required advance approval.
- F. Dissolution of Sections shall be of two types:
1. Voluntary – a Section may dissolve itself as provided in its By-laws.
 2. Involuntary – a Section may be dissolved by ~~the NHLA's Association~~ Executive Board for the following reasons:
 1. Failure to maintain a Section membership of at least 10 NHLA members ~~of the Association~~.
 2. Failure to ~~operate within~~comply with the by-laws of the individual Section By-laws or the ~~NHLA Association~~ By-laws.

ARTICLE 7 – Quorum for the Annual Meeting

A qQuorum for the transaction of business at NHLA's Annual Meeting shall be 10% of ~~the NHLA's~~ current membership.

ARTICLE 8 – Parliamentary Authority

~~The Association~~NHLA shall be governed by Robert's Rules of Order, when it is not inconsistent with these by-laws. Should an inconsistency exist, NHLA's by-laws shall control.

ARTICLE 9 – American Library Association (ALA) Affiliation

- A. As provided in the ALA By-laws ~~of the American Library Association, the New Hampshire Library Association~~NHLA is a Chapter of ~~the American Library Association~~ALA. One Councilor, who must also be an American Library AssociationALA member, shall be elected by the members of ~~the Association~~NHLA for a term of three years.

- B. The Councilor elected by ~~the New Hampshire Library Association~~NHLA's Chapter shall present credentials, signed by the ~~NHLA~~ President ~~of the Chapter~~, to the ALA Council in advance of the first meeting after election.
- C. The Councilor shall present a written annual report at ~~the Association's~~NHLA's annual meeting.

ARTICLE 10 – New England Library Association (“NELA”) Affiliation

As provided in the NELA By-laws ~~of the New England Library Association~~, one representative from ~~the New Hampshire Library Association~~NHLA, who must also be a New England Library AssociationNELA member, shall be elected by the members of ~~the New Hampshire Library Association~~NHLA for a term of three years to attend all meetings of the NELA Executive Board ~~of the New England Library Association~~ with voting privileges.

ARTICLE 11 – New Hampshire Municipal Association (“NHMA”) Affiliation

~~The New Hampshire Library Association~~NHLA is an affiliate group of the New Hampshire Municipal AssociationNHMA and as such cooperates in areas of mutual concern. As provided by ~~New Hampshire Municipal Association~~NHMA policy, the ~~New Hampshire Library Association~~NHLA President receives information and publications from ~~the New Hampshire Municipal Association~~NHMA for dissemination to ~~the New Hampshire Library Association~~NHLA's membership. As an Affiliate Member, ~~the New Hampshire Library Association~~NHLA participates in the services offered to affiliates. NHLA agrees to pay the incidental costs of copies and postage as billed by ~~the New Hampshire Municipal Association~~NHMA.

ARTICLE 12 – AuditorFinancial Audits, Reviews, and Compilations

- A. A person or firm shall be designated by the Executive Board to conduct an annual compilation of NHLA's financial accounts. The compilation shall be conducted and the results provided to the Treasurer prior to NHLA's annual meeting.
- A.B. Should the Executive Board deem it necessary or prudent, at any time, the Executive Board may elect to designate a person or firm to conduct a targeted fraud detection audit, or any other form of financial audit, review, or compilation. The results of any financial audit, review or compilation approved by the Executive Board shall be provided to the Treasurer, and shared with NHLA membership no later than the next scheduled annual meeting. An auditor shall be retained annually and shall audit the accounts of the Treasurer prior to the annual meeting.

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Comment [ES4]: This is a substantive change which also impacts Article 4, Sections D and E

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ARTICLE 13 – Amendments to the By-laws

Amendments to the NHLA By-laws may be achieved in the same manner as amendments to the NHLA Constitution. Amendments may be proposed by the Executive Board or by a petition from members. A petition from members must be signed by at least 10 members and submitted to the secretary by a date at least 40 days prior to the special or annual meeting. Text of proposed amendments to the By-laws must be appended to the call for the special or annual meeting.

Amendments shall be passed upon affirmative vote of two-thirds of members present at the scheduled special or annual meeting. The NHLA By-laws may not be amended at a regular meeting of the Executive Board, unless the requirements for a special meeting are met, and any NHLA member who wishes to attend said meeting is afforded the opportunity to do so.

~~Notice of proposed amendments to these By laws must be appended to the call for a meeting. Amendments shall be passed upon affirmative vote of two thirds of members present.~~

Revised ~~June 2012~~ June 2014