

BYLAWS
PHILADELPHIA CHAPTER
SPECIAL LIBRARIES ASSOCIATION

Adopted 1937
Amended 1939, 1944, 1947, 1949, 1951, 1953, 1954, 1961, 1966, 1968, 1972
Revised 1964, 1976, 1981, 1988, 1992, 2002

ARTICLE I: NAME, OBJECTIVES AND MISSION

Section 1. The name of the organization shall be Philadelphia Chapter of the Special Libraries Association, hereinafter referred to as the Chapter and the Association, respectively.

Section 2. The objectives of the Chapter shall be those of the Association, as indicated in the most recent Association Bylaws [[hyperlink](#)], with emphasis on those objectives applicable to the geographic area served by the Chapter.

Section 3. The mission of the Chapter is
TO ADVANCE THE LEADERSHIP ROLE OF OUR MEMBERS IN PUTTING
KNOWLEDGE TO WORK TO ATTAIN THE GOALS OF THEIR ORGANIZATIONS
(INCLUDING CORPORATIONS, GOVERNMENT ENTITIES, EDUCATIONAL AND
PHILANTHROPIC INSTITUTIONS, AND PROFESSIONAL SOCIETIES) WITH
EMPHASIS ON THE SPECIFIC AND UNIQUE NEEDS OF THE CHAPTER
MEMBERSHIP AND OUR STAKEHOLDERS.

THE CHAPTER DOES THIS BY:

- FOSTERING AN ENVIRONMENT THAT ENHANCES LOCAL NETWORKING,
- PROVIDING PROFESSIONAL DEVELOPMENT OPPORTUNITIES,
MENTORING AND RESOURCE SHARING, AND
- BUILDING AWARENESS AND APPRECIATION FOR THE PROFESSION.

ARTICLE II: MEMBERSHIP

Section 1. The membership of the Chapter shall be defined as those members of the Association who reside or work within the geographical area of the Chapter or who elect to affiliate with the Chapter.

Section 2. Members, Associate Members and Retired Members of the Association, who are members of the Chapter, shall have the right to vote and to hold any elective or appointive office in the Chapter.

Section 3. Student Members of the Association, who are members of the Chapter, shall have the right to vote and to hold any appointive, but not elective, office in the Chapter.

Section 4. The rights and benefits of Sustaining Members and Honorary Members shall be determined by the Association's Board of Directors.

ARTICLE III: EXECUTIVE BOARD

Section 1. There shall be an Executive Board that shall have the power and authority to manage the Chapter's property and to regulate and govern its affairs. The Board shall:

- determine policies and changes therein within the limits of the Bylaws of the Association and of the Bylaws of the Chapter; and shall
- take such actions as it considers necessary to carry out the objectives of the Chapter; and perform such other functions as the membership shall direct.

Section 2. The Executive Board shall consist of eight (8) members elected by the membership: president, president-elect, secretary, treasurer, three (3) directors, and the immediate past-president of the Chapter.

Section 3. The term of office of the president, the president-elect, the past president shall be for one (1) year. The term of office of the secretary and the treasurer shall be for two (2) years, to be elected in alternate years. The term of office of director shall be for three (3) years, one to be elected each year. All members of the Executive Board shall serve until their successors are elected and assume their duties. The term of office shall commence at the adjournment of the Association's Annual Business Meeting, or, if there is no annual business meeting, on July 1, following election.

Section 4. The Executive Board shall meet as needed upon call of the President, to conduct Chapter business. Five members shall constitute a quorum. Voting by the Executive Board may be executed in person or votes may be collected and transmitted by electronic or telephonic means to the other members of the Board or to a person designated by the Board. The procedures for electronic voting shall be determined by the Executive Board and published for the Chapter members.

Section 5. A vacancy in the membership of the Executive Board, except in the office of the President, shall be filled by majority vote of the remaining members of the Board, this Board-elected member to serve until the next annual election.

ARTICLE IV: OFFICERS

Section 1. The president shall be chief executive officer of the Chapter and, subject to the Executive Board, shall:

- have general supervision and control over its affairs;
- preside at all business meetings of the Chapter and Executive Board;
- be responsible for furthering the objectives and broadening the effectiveness of the Chapter;
- be authorized to sign contracts and other legal documents and to sign checks drawn on Chapter funds;
- be a member ex-officio of all committees except the Nominating Committee;
- represent the Chapter, together with the president-elect, at meetings of the Chapter Cabinet and Joint Chapter Cabinet during the Association Year in which the office is held, or, if either is unable to attend, the president shall designate a member, associate member, or retired member of the Chapter to serve as alternate representative;
- prepare such reports as may be required by the Chapter Cabinet officers; and,
- be responsible for supervising the preparation of such reports as may be required of the other Chapter officers by the Chapter Cabinet officers.

Section 2. The president-elect shall:

- assist the president in the performance of the duties of president;
- represent the chapter, together with the president, represent the Chapter at meetings of the Association Chapter Cabinet and Joint Chapter Cabinet held during the Association year in which the office is held;
- assume all the duties and obligations of the President in the event of the temporary disability, absence, or withdrawal of the President; and,
- be authorized to sign contracts and other legal documents and to sign checks drawn on Chapter funds.

Section 3. The Secretary shall:

- keep a record of all meetings of the Chapter and of the Executive Board, including all decisions and votes;
- be authorized to sign all contracts and other legal documents; and
- perform such other duties as the President may assign.

Section 4. The Treasurer shall:

- have custody of the Chapter funds;
- be authorized to sign all checks drawn on Chapter funds, up to \$5000; and which may be waived by the board under appropriate circumstances;
- furnish such financial statements as may be required by the Executive Board, the President and the Association.

ARTICLE V: MEETINGS

Section 1. At least six meetings, including the annual business meeting, shall be held each year from June through May. The annual business meeting shall be the meeting held immediately prior to the Association Annual Conference, or, if there is no Annual Conference, upon call of the President.

Section 2. Special meetings may be held upon the call of the Executive Board or on petition of 10% members of the Chapter. 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.

Section 3. Notice of meetings shall be in writing to each member at least 10 days before the meeting and may be printed in the official Chapter bulletin or distributed electronically or posted on the Chapter website.

Section 4. A quorum for the transaction of business shall be 10% of total Chapter membership.

Section 5. When not in conflict with these Bylaws, ROBERT'S RULES OF ORDER, REVISED (latest edition), shall govern all deliberations.

ARTICLE VI: COMMITTEES

Section 1. Standing and special committees shall be established by the Executive Board for the purpose of delegating such powers and functions as the Board finds desirable for the conduct of its business and for carrying out the objectives of the Chapter. These committees shall be responsible to the Board.

Section 2. The president shall appoint the members and designate the chair of all committees except the Nominating Committee. Appointment to standing committees shall be for one year, unless determined otherwise by the Executive Board. No member may serve continuously on any one committee in excess of six years.

Section 3. Committee chairs may participate in meetings of the Executive Board but shall not have the right to vote.

Section 4. Each committee shall submit to the Executive Board a written annual report of its activities, together with any recommendations considered necessary or advisable. Additional reports may be submitted by a committee or requested by the Board or the president.

Section 5. Funds for committee expenses shall be authorized by the Executive Board.

ARTICLE VII. GROUPS

Section 1. Groups within a Chapter may be established by the Chapter. Groups shall receive needed operating funds from the Chapter and shall submit to the Chapter an annual report including a financial statement. Should dissolution of a

Group occur, its assets shall revert to the Chapter. Formation or dissolution of a Group shall be reported to the Chapter Cabinet officers and the Association Office.

ARTICLE VIII. FUNDS, CONTRACTS AND PROPERTY

Section 1. Funds for Chapter expenses shall be derived from the Association as an allotted share of the annual dues paid by Chapter members. Eligibility for this allotment is based on the submission to the Association of the Chapter financial statement for the previous year and on its acceptance by the Association. Requests for additional funds or loans may be submitted to the Chapter Cabinet officers for presentation to the Association's Board of Directors for its consideration. All funds received by the Chapter shall be used for purposes incident to the fulfillment of the Chapter's objectives. Should dissolution of the Chapter become necessary, its assets shall revert to the Association.

Section 2. Property purchased by the Chapter shall have the approval of the Executive Board. If it exceeds the Chapter's available or budgeted funds, prior notification shall be made to the Chapter Cabinet officers for the purpose of obtaining the required advance approval of the Association Board of Directors.

ARTICLE IX. NOMINATIONS AND ELECTIONS

Section 1. A Nominating Committee for each election of members to the Executive Board shall be appointed by the Board no later than six months prior to the Chapter annual business meeting. This committee shall be composed of at least three (3) members, no more than one of whom is a member of the current Board but at least one of whom shall be the past-president.

Section 2. Each year the Nominating Committee shall present at least one candidate(s) for president-elect, either secretary or treasurer, the latter two offices to be filled in alternate years, and one director(s).

Section 3. The report of the Nominating Committee shall be read at a Chapter meeting preceding the Chapter annual business meeting. Additional names may be placed in nomination at that time, provided acceptance by the nominee is obtained. The final report of the Nominating Committee shall be included in the notice of the annual business meeting, and shall be presented for approval by the membership at the Chapter annual business meeting.

Section 4. If the slate includes more than one candidate for any office, election shall be by secret ballot distributed in either electronic or paper format to each Chapter member forty-five (45) days before the Chapter annual business meeting. The candidate who receives the largest number of votes for any office shall be elected. In the event of a tie,

election shall be by majority vote of the members present at the annual business meeting.

ARTICLE X. PUBLICATIONS

Section 1. Control of all publications of the Chapter shall be vested in the Executive Board.

Section 2. The Chapter shall not be responsible for statements or opinions advanced in its publications or at meetings of the Chapter, or for statements by any of its members except those authorized by the Chapter's Executive Board or those reflecting duly established policies of the Chapter or the Association.

ARTICLE XI. CHAPTER AFFILIATION

Upon approval by a majority of the Chapter membership voting, the Chapter may affiliate or disaffiliate with a local common interest organization provided that:

- 1) The objectives of such organization are consistent with those of the Chapter and of the Association, and
- 2) The activities of such organization are not in conflict with Article I: Sections 3, 4 and 5 of the Association Bylaws;

Any other affiliation, including that with a national or international organization, shall be approved by the Association Board of Directors. Notices of affiliations and disaffiliations shall be reported to the Association Office.

ARTICLE XII. AMENDMENTS

Section 1. These Bylaws may be amended by a two-thirds vote of the members present at any Chapter meeting, provided written notice containing the text of the proposed amendment has been sent to each member at least thirty (30) days before the meeting at which it is to be considered.

Section 2. Any revisions in or amendments to the Chapter Bylaws shall be submitted to the Association Bylaws Committee for review before presentation to the Chapter membership.

Section 3. Amendments may be proposed by the Executive Board, the Bylaws Committee or 10% of the Chapter membership. Proposals originating in the Executive Board or in the Chapter committee concerned with Bylaws shall be approved by a two-thirds vote of the Board before submission to the members.

Proposals originating by membership petition shall be submitted in writing to the Executive Board and shall be presented to the members with the recommendations of the Board.

These Bylaws were:

Approved by the Bylaws Committee, Special Libraries Association

_____, _____
(Signature Chair) (Date)

Approved by Chapter Membership Executive Board

_____, _____
(Signature President) (Date)