

**BYLAWS
MILITARY LIBRARIANS DIVISION
SPECIAL LIBRARIES ASSOCIATION**

Adopted May 1966
Amended Oct 1999
Revised Feb 2001

ARTICLE I: NAME AND OBJECTIVES

- Section 1.** The name of this organization shall be Military Librarians Division, Special Libraries Association.
- Section 2.** The objectives of this Division shall be those of the Special Libraries Association: to provide an association of individuals and organizations having a professional, scientific, or technical interest in library and information science, especially as these are applied in the recording, retrieving, and disseminating of knowledge and information in areas such as the physical, biological, technical, and social sciences and the humanities; and to promote and improve the communication, dissemination, and use of such information and knowledge for the benefit of libraries or other educational organizations.
- Section 3.** This Division brings together those members with mutual interests in military librarianship in order to provide a forum for the exchange of ideas and information on military librarianship; to conceive and carry out projects that will assist members in providing increased and improved services to military libraries; and to improve the professional advancement and importance of its members in the military community.

ARTICLE II: MEMBERSHIP

- Section 1.** The membership of the Division shall be those members of the Association who elect to affiliate with the Division.
- Section 2.** Members, Associate Members and Retired Members of the Association who are members of the Division shall have the right to vote and to hold any elective or appointive office in the Division.
- Section 3.** Student Members of the Association who are members of the Division shall have the right to vote and to hold any appointive, but not elective, office in the Division.
- Section 4.** The Association Board of Directors shall determine the rights and benefits of Sustaining Members and Honorary Members.

ARTICLE III: EXECUTIVE BOARD

- Section 1.** There shall be an Executive Board, hereafter called the Board, that shall have the power and authority to manage the Division's property and to regulate and govern its affairs. The Board shall determine Division policies within the limits of the Bylaws of the Association and of the Division; shall take such actions as it considers necessary to carry out the objectives of the Division; and shall perform such other functions as the membership may direct.
- Section 2.** The Board shall consist of eleven members elected by the membership: chair, chair-elect, past chair, secretary, treasurer, two directors-at-large, and four Military Librarians Workshop, hereafter called MLW directors. All members of the Board shall be Members, Associate Members, or Retired Members of the Special Libraries Association.

- Section 3.** The Board shall hold at least one meeting annually and may hold additional meetings upon call of the chair or upon written request of any two members of the Board. Six members of the Board shall constitute a quorum.
- Section 4.** A vacancy in the membership of the Board, except in the office of chair, shall be filled by majority vote of the remaining members of the Board, this Board-elected member to serve until the next annual election.
- Section 5.** The term of office of chair, chair-elect, and past chair shall be one year. The term of office of secretary, treasurer, directors-at-large, and MLW directors shall be two years. All members of the Board shall serve until their successors are elected and assume their duties. The term of office shall commence at the adjournment of the Association Annual Business Meeting, or, if there is no Annual Business Meeting, on July 1 following the election.

ARTICLE IV: OFFICERS

- Section 1.** The chair shall be the chief executive officer of the Division and, subject to the Board, shall:
- have general supervision and control over its affairs;
 - be responsible for supervision of Division program planning for the Association Annual Conference during the year the office is held;
 - preside at all business meetings of the Division and of the Board;
 - recommend to the Board such measures considered desirable to further the objectives and broaden the effectiveness of the Division;
 - sign all contracts and other legal documents jointly with the secretary, unless determined otherwise by the Board;
 - sign all checks drawn upon Division funds as co-signatory with the treasurer, unless determined otherwise by the Board;
 - be a member *ex-officio* of all committees except the Nominating Committee;
 - represent the Division, together with the chair-elect, at meetings of the Division Cabinet and Joint Cabinet during the Association Year in which the office is held, or, if either is unable to attend, shall designate a Member, Associate Member or Retired Member of the Division to serve as alternate representative;
 - prepare such reports as may be required by the Association; and
 - be responsible for supervising the preparation of such reports as may be required of other Division officers by the Association.
- Section 2.** The chair-elect shall assist the chair in the performance of the duties of that office and represent the Division, together with the chair, at meetings of the Division Cabinet and Joint Cabinet held during the Association Year in which the office is held, and assume all the duties and obligations of the chair in the event of absence or withdrawal of the chair.
- Section 3.** The past chair shall perform such duties as the chair and/or the Board may assign, and shall serve on the Nominating Committee.
- Section 4.** The secretary shall keep a record of all meetings of the Division and of the Board; retain all contracts and other legal documents and perform other duties as the chair and/or the Board may assign.
- Section 5.** The treasurer shall have custody of the Division funds and shall furnish such financial statements as required by the Board, the Chair, and the Association. The treasurer or the chair shall sign all checks drawn upon Division funds unless otherwise determined by the Board, and perform other duties as the chair and/or the Board may assign.

Section 6. The directors-at-large shall be planners and points of contact for Division programs to be held at the Annual Conference and shall perform other duties as the chair, chair-elect, and/or the Board may assign.

ARTICLE V: MEETINGS

Section 1. The Division annual business meeting shall be held during the Association Annual Conference, or, if there is no Conference, upon call of the chair. At least one business meeting shall be held during the term of office of each elected Board.

Section 2. Special meetings may be held upon call of the Board or on petition of twenty members or ten percent of the membership of the Division, whichever is less. 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 sent to each member at least twenty-one days before the meeting.

Section 4. A quorum for the transaction of business shall be twenty Division members, or ten percent of the membership, whichever is less.

Section 5. Whenever in the judgment of the Board, a question arises that should be put to a vote of the entire voting membership and cannot await the annual business meeting, the Board may submit the question for vote by mail. The closing date for the return of mail votes shall be established by the Board. The question presented shall be resolved by a two-thirds vote of the returned mail ballots sent to the entire voting membership.

Section 6. When not in conflict with these Bylaws, Robert's Rules of Order Newly Revised (latest edition) shall govern all deliberations.

ARTICLE VI: COMMITTEES

Section 1. Standing and special committees shall be established by the 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 Division. These committees shall be responsible to the Board.

Section 2. The Division chair 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 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 Board but shall not have the right to vote.

Section 4. Each committee shall submit to the 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 chair.

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

ARTICLE VII: SECTIONS

Section 1. Sections relating to definite areas of interest within a Division may be established by the Board upon written petition of 15 members of the Division who desire to participate in the activities of the proposed Section. Sections shall receive needed operating funds from the Division, and shall submit to the Board an annual report including a financial statement. Should dissolution of a Section occur, its assets shall revert to the Division. Formation or dissolution of a Section shall be reported to the Division Cabinet officers and the Association Office.

ARTICLE VIII: FUNDS, CONTRACTS, AND PROPERTY

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

Section 2. Any agreement, contract, or obligation entered into by the Division including the purchase of property such as office machines, filing cabinets, computer equipment, etc., shall have advance approval of the Board. If the cost or liability exceeds \$1,500, the advance approval of the Division members is required. If the cost or liability exceeds \$5000, the transaction must be reviewed and signed by the Association's Executive Director; any cost or liability that exceeds the Division's available or budgeted funds requires advance approval of the Association Board of Directors.

Section 3. All affiliate and contractual relationships shall be directed toward the best interest of the Division and the Association and shall protect their property and identity.

ARTICLE IX: NOMINATIONS AND ELECTIONS

Section 1. A Nominating Committee for each election of members to the Board shall be appointed by the Board no later than 90 days prior to the Division annual business meeting. This committee shall be composed of three members, no more than one of whom is a member of the current Board but at least one of whom shall be a former Division officer or member of the previous Nominating Committee.

Section 2. Each year the Nominating Committee shall present at least one candidate for chair-elect, either secretary or treasurer, the latter two offices to be filled in alternate years, two MLW directors, and one director-at-large. The Committee shall obtain the written acceptance of each nominee prior to submission of its report

Section 3. The report of the Nominating Committee shall be published in the official bulletin or otherwise sent to Division members at least sixty days before the Division annual business meeting. Further nominations, accompanied by written acceptance of the nominee, may be entered by petition of twenty Division members and shall be filed with the Nominating Committee at least forty-five days before the Division annual business meeting. The report of the Nominating Committee shall be presented for approval by the membership at the Division annual business meeting.

Section 4. If the slate includes more than one candidate for any office, election shall be by secret ballot mailed to each Division member 30 days before the Division 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 Division annual business meeting.

ARTICLE X: PUBLICATIONS

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

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

ARTICLE XI: DIVISION REPRESENTATION AND AFFILIATION

Section 1. Division representatives to joint committees and meetings of other societies having objectives allied to those of the Division and of the Association shall be appointed by the chair. Such representatives shall submit at least one written report to the Board during the year.

Section 2. Upon approval by a majority of the Division members voting, the Division may affiliate or disaffiliate with a local common interest organization provided that:

- 1) The objectives of such organization are consistent with those of the Division 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.

ARTICLE XII: DISSOLUTION AND MERGER

Section 1. The Division may petition for dissolution, or for merger with another Division, by mail vote of its membership, the ballots to be mailed not more than 45 days after an annual business meeting at which a majority of the members present votes that it no longer meets the needs of the membership. If two-thirds of the mail ballots favor dissolution, or merger, the petition shall be submitted to the Division Cabinet officers for presentation to the Association Board of Directors, which shall make the final decision.

Section 2. In the event of dissolution, all assets of the Division shall revert to the Association. In the event of merger, assets shall become a part of the new merged unit, as decided upon by the bodies concerned. Any other assets shall revert to the Association.

ARTICLE XIII: AMENDMENTS

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

