

TO: Core Board of Directors

TOPIC: Amendments to the Core Bylaws

ACTION / INFORMATION / REPORT: ACTION

ACTION REQUESTED BY: David Dahl, Chair, Core Organization & Bylaws Committee

SUBMITTED: December 9, 2024

SUMMARY

The Organization & Bylaws Committee, under the direction of Core Officers, are proposing amendments to the division's bylaws that are substantial in nature and require approval by vote - first from the Board of Directors and then from membership - for adoption. The Committee believes these revisions are pragmatic in achieving the desired changes and clarifications to the division's operations.

BACKGROUND

The proposed amendments address four primary objectives:

1. Add the Diversity & Inclusion Committee as a committee of the Board and remove the Advocacy Committee as a committee of the Board. This amendment reflects bylaws language changes in support of recommended organization changes made by the Committee Restructure Project Task Force. While the Advocacy Committee would no longer be a committee of the Board, efforts are ongoing to more appropriately situate this work within the organization.
2. Clarify/emphasize that the election for Division Councilor will follow ALA's bylaws. While this is technically covered by Article IX, Section 4, the unique nature of the Councilor role benefits from explicit reference to ALA's governance over Councilor elections.
3. Standardize term limits for Directors-at-Large to match those for Division Councilor. Directors-at-Large are currently prohibited from serving consecutive terms. This restriction doesn't exist for other Board positions, like the Division Councilor. No concrete reason for this restriction was identified by the Committee.
4. Stagger nominating committee membership, expand terms to 2 years, and model best practices from other and past divisions in which the Nominating Committee submits a slate of candidates to the board for approval before the slate goes to ALA.

Two versions of the proposed amendments are attached to this document: one copy of the bylaws with changes tracked (Appendix 1) and another "clean" copy of the bylaws with all changes incorporated (Appendix 2).

BUDGET IMPLICATIONS

No budget impacts - negative or positive – are anticipated as a result of these changes.

ACTION REQUESTED

The Organization & Bylaws Committee seeks a resolution of the Board of Directors to accept the amendments to the Bylaws as presented and add them to the 2025 ballot for members to vote on adoption:

1. Modify the Core Bylaws Article V, Section 1 and Article VIII, Section 1 to add the Diversity & Inclusion Committee as a committee of the Board and remove the Advocacy Committee as a committee of the Board.
2. Modify the Core Bylaws Article V, Section 1 to clarify/emphasize that the election for Division Councilor will follow ALA's bylaws.
3. Modify the Core Bylaws Article V, Section 1 to remove the restriction prohibiting Directors-at-Large from running for re-election to a consecutive term.
4. Modify the Core Bylaws Article IX, Section 2 and Section 3 to increase the term lengths for Nominating Committee members and incorporate details of the Committee's role in the nominations process.

Appendix 1. Core Bylaws with Changes Tracked

Bylaws of Core: Leadership, Infrastructure, Futures a division of the American Library Association

Adopted 2024-04-08

Article I. NAME

The name of this organization will be Core: Leadership, Infrastructure, Futures ("Core"), a Division of the American Library Association (ALA).

Article II. MISSION

To cultivate and celebrate the collective expertise of library workers in core functions through community building, advocacy, and learning.

Article III. MEMBERSHIP

Section 1. Members.

Any ALA member may become a member of Core upon payment of dues.

Section 2. Membership Types.

Core membership types are personal and organizational. The Board of Directors may establish additional membership types as needed.

Section 3. Rights.

Every personal member of Core has the right to vote, to make motions at meetings, to hold office, and to volunteer.

Section 4. Dues.

The cost of annual dues will be determined by the Board of Directors.

Section 5. Membership year.

The association's membership and fiscal year will be the same as that of ALA.

Article IV. OFFICERS

Section 1. Officers.

The officers of the association will be the President, President-Elect, and Past President.

Section 2. Terms of office.

The officers will serve a one-year term in their respective offices. For the office of president, the officers will serve staggered three-year terms, moving through the roles of President-Elect, President, and Past President in sequence for one year per role. In the event that an officer of the Board of Directors leaves office prior to serving all three one-year terms, the Board of Directors may appoint a member to serve the remaining term(s).

Section 3. Responsibility and authority.

The officers will perform the duties pertaining to their respective offices and other such duties as may be defined by the Board of Directors.

Article V. BOARD OF DIRECTORS

Section 1. Members.

The Board of Directors consists of the Officers, ALA Division Councilor, five Directors-at-Large, the chair of the Budget & Finance Committee, the chair of the Organization & Bylaws Committee, and the chair of the [Diversity & Inclusion Committee](#)~~Advocacy Committee~~. The Board of Directors may elect to have an ex-officio member in the role of an intern. All members of the Board of Directors must be ALA and Core members in good standing.

- ALA Division Councilor. The division councilor will be elected to a three-year term by the Core membership and will represent the division on the ALA Council. [The councilor is elected in accordance with the bylaws of the American Library Association.](#)
- Directors-at-Large. Directors-at-Large will be elected to staggered three-year terms by the Core membership ~~and are not eligible for re-election to a consecutive terms.~~
- The chair of the Budget & Finance Committee will be an ex officio member, without a vote, and will be appointed to a single, two-year term by the [President-Elect](#)~~Appointments Committee~~.

- The chair of the Organization & Bylaws Committee will be an ex officio member, without a vote, and will be appointed to a single, two-year term by the [President-Elect Appointments Committee](#).
- The chair of the [Diversity & Inclusion Committee](#) ~~Advocacy Committee~~ will be an ex officio member, without a vote, and will be appointed to a single, two-year term by the President-Elect.
- The Executive Director will be an ex officio member, without vote, and is appointed by the ALA Executive Director in concurrence with the Board.

Section 2. Responsibility and Authority.

The Board of Directors will be the governing body of the association, will actively create and support its strategies, and will establish financial policies and be accountable for association assets.

Section 3. Meetings.

The Board of Directors will meet in conjunction with ALA conferences and at other times as determined by the President.

Section 4. Vacancies.

If the office of President becomes vacant, the President-Elect will become President completing that term of office prior to serving the following term as President. All other vacancies will be filled by interim appointments made by the President with the approval of the Board until the next election when the unexpired term(s) will be filled.

Section 5. Quorum.

A majority of the voting members of the Board will constitute a quorum.

Section 6. Inactive Members

In case of continued failure of a member of the Board of Directors to attend meetings and participate in the deliberations and activities of the Board, the Board of Directors may, by vote of two-thirds of its members, declare the office of such member vacant.

Article VI. SECTIONS***Section 1. Authorization and Dissolution.***

The Board can create or dissolve sections as necessary, based on the interests of members.

Section 2. Purpose.

Sections exist to provide continuing education, information, and networking around a broad area unique to the members it serves.

Section 3. Organization.

Each section will be managed by its own volunteer leadership team in accordance with policies and practices established by the Board.

Article VII. INTEREST GROUPS***Section 1. Authorization and Dissolution.***

- Division Interest Groups. The Board can create or discontinue interest groups as necessary, based on the interests of members.
- Section Interest Groups. The leadership team of a section, in consultation with the Board, can create or discontinue interest groups as necessary, based on the interests of members.

Section 2. Purpose.

Interest groups exist to provide continuing education, information, and networking around a narrow topic unique to the members it serves.

Section 3. Organization.

Interest groups will be managed by at least one member volunteer in accordance with policies and practices established by the Board.

Article VIII. COMMITTEES & OTHER MEMBER GROUPS***Section 1. Authorization and Dissolution.***

- Division Committees. The committees of the Board will be Budget & Finance, Organization & Bylaws ~~Committee~~, and ~~Diversity & Inclusion Advocacy~~. The

Board can establish other standing, ad hoc, interdivisional committees, and other member groups as needed to carry out the work of the division.

- Section Committees. The leadership team of a section, in consultation with the Board, can establish or dissolve standing, ad hoc, and other member groups as needed to carry out the work of the section.

Section 2. Appointments.

- Division Committees. The President-Elect will make appointments to division committees.
- Section Committees. The leadership team of a section will make appointments to its section committees.

Section 3. Terms.

Terms and reappointments will be codified under the policies and procedures of the division and will vary based on the type of committee, member group, and work to be done.

Article IX. NOMINATION AND ELECTIONS

Section 1. Eligibility of Candidates.

Any candidate for office must be a personal member of the division.

Section 2. Nominating Committee.

The President-Elect will appoint a committee to prepare a slate of candidates for each election. No member of the Board of Directors may serve as a member of the Nominating Committee. The Chair will serve a one-year term. Members of the Nominating Committee will serve a staggered two-one-year terms and will not be eligible for immediate reappointment.

Section 3. Nominations ~~by~~ Petition.

The Nominating Committee presents at least two candidates for each office to be filled at the next election. In the event that the committee is unable to submit a full slate of candidates, the chair should inform the Core Executive Director.

The Chair of the Nominating Committee presents the full slate of candidates — including both division and section offices—to the Core Board of Directors for its approval no later than the deadline set by the Executive Director in accordance with the ALA elections timeline.

A candidate may be nominated by a petition signed by 40 personal members of the association and filed with the Executive Director before the ALA biographical form closes.

Section 4. Elections.

Elections will be held in accordance with ALA bylaws and procedures.

Article X. DIVISION ANNUAL MEETING

Section 1. Annual Meeting.

An annual in-person, virtual, or hybrid meeting may be called by the Board of Directors and held in conjunction with the ALA Annual Conference.

Section 2. Special Meetings.

Special meetings may be called by the Board of Directors or upon the written request of 75 personal members of the division. At least 30 days notice will be given and only business specified in the meeting notice will be transacted. If a quorum is present, an affirmative vote of a simple majority of the voting members will be required to pass a motion. If a quorum is not present, a motion cannot be passed.

Section 3. Quorum.

Seventy-five personal members will constitute a quorum at either the annual meeting or a special meeting.

Article XI. VOTING

Votes of the membership or of the Board of Directors may be conducted via mail, electronically, virtually or in-person. A simple majority of personal members who cast votes is required for a vote to pass. At least 75 personal members must participate in a vote of the membership for the vote to be valid.

Article XII. Parliamentary Authority

The parliamentary authority used by the division will be the same as that used by ALA.

Article XIII. AMENDMENT OF BYLAWS.

Section 1. Proposals.

Amendments to the bylaws may be proposed by the Board of Directors or by a petition signed by 75 or more members of the division.

Section 2. Board Action.

A proposed amendment to the bylaws will be voted upon by division members after it has been approved by a majority of the Board of Directors.

Section 3. Notice.

Notice of the amended text will be provided to members at least 30 days before consideration.

Section 4. Voting.

Votes to amend the bylaws will require a 2/3 approval of votes cast by personal members for passage.

Section 5. Adoption.

Unless otherwise specified, a proposed amendment becomes effective when it has been approved.

Section 6. Editorial Changes.

The Board of Directors may make editorial changes to the bylaws that do not affect their substance and meaning. These changes will take effect upon such action.

Appendix 2. Bylaws “Clean” Copy

Bylaws of Core: Leadership, Infrastructure, Futures a division of the American Library Association

Adopted 2024-04-08

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