Chapter Practices

Carolinas Chapter,

Special Libraries Association

December 2017
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FOREWORD

Association Statement

The Special Libraries Association (SLA) is an international organization of innovative information professionals and their strategic partners.
I. INTRODUCTION

Participation in Chapter activities is a most gratifying aspect of membership in SLA. These Recommended Practices serve as a reference for Chapter Officers and other Chapter Leaders. The Practices delineate the responsibilities of key Chapter Leaders and will aid in the understanding of the relationships among Chapter Leaders, Association officers, and Units.

A former Chapter Leader is often chosen to undertake the preparation and/or updating of the Unit Practices Manual. For CSLA, the Chapter Past President holds these duties.

Additional information is available at the Unit Leadership web pages:

- Division
- Chapter
- Caucus

A copy of the Chapter’s most current Practices Manual must be sent to the Membership Department at the Association office (membership@sla.org). Suggestions for additions and revisions to these Recommended Practices should also be forwarded to the Membership Department.

A. DEFINITION OF CHAPTERS

1. Relationship to Association

The creation of Chapters and their activities are carried on within the framework of the Association’s Bylaws and Policies as determined by the Association’s Board of Directors. The Association receives direct impetus in many of its professional activities from the work and support of the Chapters. In turn, Chapters receive the benefits of an international body that fosters inter-Chapter cooperation and collectively promotes the advancement of information professionals and the information and knowledge work they perform.

Chapters exist to serve their members’ special interests and the interests of the Association by planning programs and events, issuing publications (such as newsletters), maintaining an online presence through social media and Chapter websites, sharing information through SLA Connect, and engaging in special projects (such as organizing webinars, institutes or seminars and cooperating with other professional groups in their respective geographic or interest area).

All Chapter officers and leaders must be members of the Association and members of the Chapter.

2. Relationship to Chapter Cabinet

The Chapter Cabinet consists of all SLA Leaders and Chapter Leaders-Elect. If the Chapter President or Chapter President-Elect is unable to attend a meeting of the Chapter Cabinet, the Chapter President may assign a delegate to attend the meeting. The Chapter Cabinet represents Chapter interests on all matters considered by the Board of Directors or acted upon by the Association staff and committees, and the Chapter Cabinet keeps the Chapters informed of all decisions and policies affecting them. The Chapter Cabinet is headed by the Cabinet Chair and Chair-Elect, elected by the SLA membership to the Board of Directors.

The Chapter Cabinet shall hold at least one regular meeting per calendar year. If there is only one meeting, it shall be held during the Association’s annual conference. Special meetings may be held upon call of the Chair or upon written request of 15 members of the Chapter Cabinet. Joint sessions with the Cabinets may be requested by the Cabinet Chair or the Association President. Meetings of the Chapter Cabinet shall be open to all Association members.
II. CHAPTER PRACTICES FOR OFFICERS

A. Chapter President

Each Chapter is required to have an elected Chapter President by the Chapter’s Governing Document. The Chapter President’s duties are as follows:

1. Communications

Chapter Presidents may be asked to speak or act officially on matters that are within their areas of official responsibility and on which they are fully informed. When the Association's official position is known, particularly when it has appeared in writing, it should be quoted to ensure consistency of response. Advice from Association leadership and staff should be sought when the official position is not known. Without exception, new or controversial matters should be referred to the Association President and Executive Director. This is particularly important when drafting a statement that will publicly reflect the Association's position.

Interactions at Leadership Events and Annual Conference are the best means of establishing a productive rapport among Cabinet members. Between meetings, telephone, email, and SLA Connect discussion lists assist the functioning of the informal communications network.

To assure that the Chapter President-Elect is fully informed on all business of the Chapter and the Chapter Cabinet, it is important for the Chapter President to share all Chapter and Association-related messages and information with the Chapter President-Elect, even if the subject matter seems inconsequential. This keeps the Chapter President-Elect both informed and prepared to substitute for the President, in case of an emergency.

2. Appointment Duties

The appointment duties of the Chapter President are:

1. To appoint chairs for all committees and other positions as specified in the Chapter's Practices Manual. Appointments should be made before the Chapter President-Elect assumes the office of Chapter President, and for a specific term of office. Chapter Committees and appointed positions are identified in Section III of this Practice Manual.

2. To aid the Chapter Treasurer to appoint an auditor by the end of December to audit the year-end financial statement prepared by the Chapter treasurer. The auditor may be neither an elected or incoming Chapter officer nor a current or incoming member of the SLA Board of Directors.

3. Meeting Attendance

The Chapter President will attend all Chapter meetings.

The following are the specific meeting responsibilities of the Chapter President:

1. To attend all Chapter meetings.
2. To preside at Chapter Board meetings. These meetings can be very useful for problem solving and can include the entire Advisory Council.
3. To preside at the Chapter’s annual business meeting.
4. To attend Chapter Cabinet meetings and any joint meetings of the Cabinets at the Association's Annual Conference. If either the President or President-Elect is unable to attend a meeting, the
Chapter President should appoint another Chapter member, preferably an officer, to represent the Chapter.

5. All Chapter Presidents and Chapter Presidents-Elect constitute the Association's Chapter Cabinet. Attendance at the meetings of the Cabinets is one of the most important responsibilities of Chapter officers. The Chapter Cabinet can be truly effective only if all representatives participate.

The Association Office issues a "Call to Meeting" approximately two months before the Annual Board of Directors and Cabinet meetings, held at the Annual Conference. This document includes detailed instructions on the preparation of documents for information or action at the Board and Cabinet meetings. The deadline for receipt of documents for placement on the Cabinet's agenda is usually about one month before the meeting.

If the Chapter President has last-minute business to bring to a Chapter Cabinet meeting, the nature of the business should be brought to the attention of the Chapter Cabinet Chair a minimum of 24 hours before the start of the meeting. All motions, petitions, resolutions, etc., should be provided in advance.

6. To attend the Association’s Chapter Leadership meetings and any orientation and meetings for Chapter officers moderated by the Chapter Cabinet Chair and Chair-Elect. Orientation aids for incoming leaders can be found on the Leadership Webinars page.

This information serves to expand the communications network and provides an opportunity for Chapter Leaders to get to know the Association's inner workings and concerns. It is also of real value for information on funding meetings, finances, bulletins, etc.

7. To attend the open session of the Board of Directors at the Annual Conference and leadership trainings offered by the Chapter Cabinet Chairs.

4. **Reporting Duties**

The Chapter President must submit several specific reports that are due at predetermined times during the Association's business year. These reports must be submitted on or before the stated deadlines. Regardless of which Chapter officer or committee chair has the responsibility for preparation and distribution of a report, the Chapter President is responsible for seeing that all deadlines are met. Refer to Section H for the Association Action Deadline Chart. See also, [Association Policy for Reporting Requirements for SLA Units](#). Timely submission of the Chapter’s annual report and year-end financial report (including all bank statements) are **required** in order to receive the dues allotment the following year.

5. **General Duties**

There are several general duties that are crucial to the successful operation of the Chapter and to the smooth transitions of authority. Among the general duties of the Chapter President are the following:

a. Serves as Chapter President of the Executive Board and Advisory Council.

b. Reads the Chapter’s Governing Document and Practices Manual thoroughly to determine the responsibilities of each Chapter officer.

c. On assuming office, acquires from the Chapter Past President all of the Chapter's current records. Those records not needed should be forwarded to the Chapter archivist. (If current records are not received within 20-25 days, contact the departing Chapter President to request their transfer.)

d. Reads all the information sent by the Association office and the Chapter Cabinet Chair via the SLA Volunteer Leadership Community on Connect (both Chapter President and Chapter
President-Elect should maintain current email listings in their SLA member records.
e. Prepares the Chapter's budget in consultation with the Treasurer and other Chapter leaders.
f. Holds check signing authority in addition to the Treasurer and Chapter President-Elect.
g. Makes decisions on Chapter policy; referring questions to the appropriate Chapter officer or the entire Executive and/or Advisory Councils.
h. Serves as ex-officio member of all committees.
i. Recommends to the Board, via their Board Liaison, any measures that will further the Association’s objectives and improve the effectiveness of the Chapter.
j. Works with appropriate Chapter volunteers (i.e. the Communications Director, Community Admin, and/or Webmaster) to bring all pertinent information before the Chapter membership.
k. Informs the Membership Department at Association HQ of appointment/changes throughout the year of elected and appointed offices.
l. Sends copies of all reports, publicity, etc., to the Chapter archivist (or other designated Chapter member) and copies of current correspondence to the Chapter President-Elect.
m. At the conclusion of term as Chapter President, reviews with the Chapter President-Elect the responsibilities of the position and any ongoing projects.
n. At the conclusion of term as Chapter President, forwards all current records to the incoming President within 20 days of stepping down from office. At the discretion of the Chapter, retiring Chapter Presidents often have continuing responsibilities as Chapter Past Presidents.

B. Chapter President-Elect

The Chapter President-Elect’s duties are as follows:

1. Orientation and Communications

It is very important for the Chapter President-Elect to read the Chapter’s Governing Document and Practices Manual to become familiar with the duties of all Chapter officers. Among other responsibilities, the Chapter President-Elect will substitute for the Chapter President in his/her absence. In the event of disability or withdrawal of the Chapter President, the title and all duties and obligations shall be assumed by the Chapter President-Elect.

The Chapter President-Elect should take every opportunity to become acquainted with other members of the Chapter Cabinet, especially the Chapter Presidents-Elect of other Chapters. Chapter Presidents-Elect who are diligent in becoming acquainted with other Cabinet members will find that they are soon well established in the informal communications network that exists among Chapter officers.

2. General Duties

The following duties are essential for the efficient operation of the Chapter and for the smooth transition of office:

a. Serves as a member of the Executive Board.
b. Serves as chair of the Program Planning Committee. See section II.B.3. below.
c. Substitutes for the Chapter President. The Chapter President-Elect may act in the President’s absence and perform other duties as specified in the Chapter's Governing Document and/or Practices Guide.
d. Attends all meetings. The Chapter President-Elect is required to attend the same meetings as the Chapter President. These are detailed under the Chapter President's responsibilities, Section II.A.5. of these Practices.
e. Learns during the year as Chapter President-Elect, as much as possible about the operation of the
Chapter so that when he/she assumes Leadership the following year, a smooth transition will occur.

f. Holds check signing authority in addition to the Treasurer and Chapter President.
g. Recruits Advisory Council members to serve during his/her term as Chapter President.
h. Provides Association HQ with the names of all Chapter and committee officers elected and appointed to serve the Chapter. Forms for submitting this information are supplied by the Association office.

Chapter Elected Form (due October 1)  
Chapter Appointed Form (due December 1)  
Division Elected Form (due October 1)  
Division Appointed Form (due December 1)

The completed forms should be submitted to the Association office by December 1st. Failure to report the names of officers and committee appointees before December 15 may result in the untimely addition of individual’s e-mail addresses to the appropriate Connect community.

i. Transfers records to the new Chapter President-Elect. On assuming the office of Chapter President, all pertinent records should be given to the incoming Chapter President-Elect within 20 days of assuming office. As the new Chapter President, make sure all Chapter officers have received their files.

j. Performs any other duties as required for operation of the Chapter and the request of the Chapter President.

3. Program Planning Duties

Chapter-wide programs are held at least 4 times per program year. It is important to focus on topics of current interest, provide a variety of subjects to interest all types of information professionals and their strategic partners and obtain excellent speakers who are both knowledgeable and entertaining.

● Arrangements for meetings must be made with attention to every detail so that the program, schedule, food and facilities all contribute to fulfill members’ expectations.

● Programs should be planned so that sponsorships and registration fees cover their costs. If possible, programs should provide a net gain to the Chapter’s operating budget. If the budget allows, it may be possible for programs to incur a net loss in instances where the chapter wants to provide a benefit to the chapter members.

● Historically, in-person programs are well attended in the Triangle. At least one or two programs should be offered via webinar each year to enable participation by all members, regardless of geographic location. Networking events should be held in various regions throughout both states to encourage the participation of all members.

As Program Planning Chair, the President-Elect is responsible for appointing as many additional committee members as needed for successful programming, subject to the approval of the President. Members of the committee should assist in carrying out the responsibilities of the Chair.

Essential Duties:

a. Works with the Executive Board and the Advisory Council to select programs and locations.
b. Makes an arrangement with local facilities (e.g., hotel, conference center, or library) to host the meeting. Ensures that the correct size room is available. Oversees breakfast, lunch or dinner arrangements.

c. Creates a budget for the program, in conjunction with the Treasurer, and works with the 2nd Year Director on soliciting sponsorships for the program. The use of sponsorships should ensure that the registration fee is reasonable for Chapter members.

d. If hotel rooms may be needed for members who want to stay overnight, the Program Committee Chair tries to arrange for a special room rate at a local hotel and communicates this information to the membership when publicizing the meeting.

e. Works with the Communications Team Leader to announce and publicize meetings.

f. Offer special rates for library school students. Student registration fees may be discounted from the regular member registration fees.

g. Works with the Student Relations Committee chair and the Library School Liaisons to promote programs to students.

h. Checks with Chapter President for special activities or announcements to be included in the program.

i. Works with 1st Year Director and Treasurer to arrange for online registration and payment.

j. Acts as “master of ceremonies” for the day; introduces speakers, makes announcements, thanks those responsible for local arrangements, etc.

k. Writes thank-you notes to speakers.

l. Reports on each meeting to the Board and ensures that meeting highlights are written for the website. (Sometimes students who attend gratis are asked to write a meeting summary, thus allowing them to give back to the Chapter.)

m. Solicits input from Chapter members annually on program topics, speakers, locations and times.

n. Works with incoming Program Committee Chair to inform that person about the duties of the job by passing along step-by-step written instructions on planning a program. The outgoing Chair may meet with the incoming Chair for an orientation session.

For more ideas on program planning, consult the Chapter Program Planning Guide and the Chapter Program Planner’s Manual. For Program Planning Best Practices, please see the Program Planning Committee section.

C. Chapter Treasurer

The Chapter Treasurer serves a two-year term. Each Chapter is required to have an elected Treasurer by the Chapter’s Governing Document.

The Chapter Treasurer’s duties are as follows:

1. Serves as a member of the Executive Board.

2. Maintains all financial records of the Chapter in accordance with Association Practices and submits required reports to the Association office accurately and on time.

3. Collects, deposits, and expends funds for the Chapter as requested and authorized by the Chapter President, including annual allotment payments from Association HQ. In addition, to arrange for the Chapter President and Chapter President-Elect to have signing authority at the beginning of each year.

4. Prepares, signs, and submits an audited year-end financial statement for each fiscal year ending December 31. Forms can be accessed on the Association web site in the SLA Treasurer’s Community. The completed form must be submitted to the Director of Finance at the Association office by January 31. Each Chapter's year-end financial statement must be certified as to its
accuracy by the auditor appointed by the Chapter Treasurer.

5. Reports the fiscal condition of the Chapter to the Executive Board at each Board meeting.

6. Prepares the budget with the Chapter President for approval at the first Board meeting of each new calendar year.

7. Monitors Chapter fundraising activities to ensure that they are in compliance with Association Practices.

8. To advise program planners on the budget allotted for programs. In general, Chapter programs do not have a budget – registration fees and sponsorships are expected to cover the cost of the program.

For additional information about the duties of the Chapter Treasurer, consult the SLA Treasurer’s Community.

See Also:
- Unit Reporting Requirements Policy
- Credit Card Practice for Association Units
- Practices for the Administration of Property Owned by Units of SLA

D. Chapter Secretary

The Chapter Secretary serves a two-year term. Each Chapter is required by the Chapter’s Governing Document to have an elected Secretary.

The Chapter Secretary’s duties are as follows:

1. Records and distributes minutes of the Chapter's business meetings, including the annual business meeting. Minutes are a record of the proceedings of a meeting. They should contain a record of actions taken at the meeting. Minutes are to be kept not only for the annual business meeting, but also for all Executive Board and Advisory Council meetings of the Chapter. The first paragraph of the minutes should include the following information:
   a. Kind of meeting: annual business meeting or executive board or Board meeting;
   b. The name of the Chapter;
   c. The date, time and place of the meeting;
   d. The name of the convening officer and secretary or their substitutes, and if an executive board meeting, the names of those present;
   e. Whether the minutes of the previous meeting were read and approved or corrected.

The body of the minutes should contain a separate paragraph for each subject discussed and should include the wording of each motion; the name of the seconder does not need to be entered. The minutes should state if the motion was approved, failed, failed for lack of a second, amended, postponed, or referred. If there is a count taken of a vote on a motion, the count must be recorded.

Depending on the nature of the committee report, it can be summarized by the secretary or included intact in the minutes. The name and the subject of a guest speaker can be given, but not effort should be made to summarize the speaker’s remarks. The final paragraph includes the time of adjournment and signature of the secretary.

2. Conducts official correspondence and maintain a file of current records as requested by the Chapter President. These should be kept in the Chapter’s SLA Connect community library. At the end of the Association year, archival material should be transferred to the Chapter archivist. It is preferable to
have two-year overlapping terms for secretary and treasurer to assure continuity of records.

3. Serves as a member of the Chapter Executive Board.

4. To serve as a member of the Membership & Recruitment Committee. The Membership & Recruitment Committee is responsible for encouraging the growth of membership in SLA.

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**E. Chapter Past President**

The Chapter Past President’s duties are as follows:

1. Serve as a member of the Executive Board.
2. Advise the Chapter President based on previous year’s experience.
3. To undertake special projects at the request of the President.
4. To coordinate the updating of the Chapter Practices Manual.
5. To undertake the responsibilities of revising the Governing Documents, if needed.
6. If the position of Archivist is not filled, the immediate past president serves as the Archivist for the Chapter.
7. To serve as the Chair of the Nominating Committee. See section III H and section V G for specific duties of the Nominating Committee and the nominations and elections process.

**F. Director**

Two Directors round out the Carolinas Chapter’s executive board. The term of office for Directors is two years, with the election of one new Director every year. The primary duties of the Directors change with each program year. Ideally each state must have at least one representative amongst the Directors each year.

The Chapter Director’s duties are as follows:

**Duties during the first year**

1. To serve as a member of the Executive Board.
2. To assist the President-Elect with Chapter program planning, particularly in handling local arrangements and registration.
3. To undertake special projects as directed by the President, especially in such things as conducting membership surveys, reviewing aspects of the Chapter’s operation, planning future directions, and other tasks which will affect the overall philosophy of the Chapter.

**Duties during the second year**

1. To serve as a member of the Executive Board.
2. To give a brief overview of the First Year position to the incoming candidate, and pass along any physical materials that may be helpful.
3. To assist the Chapter Past President with fundraising activities. See Section III.P. for information about the Vendor Relations Committee.
4. To undertake special projects as directed by the President, especially in such things as conducting membership surveys, reviewing aspects of the Chapter’s operation, planning future directions, and other tasks which will affect the overall philosophy of the Chapter.
G. Executive Board

The Executive Board is comprised of the elected officers of the Chapter - Chapter President, Chapter President-Elect, Secretary and Treasurer, Director(s) and Chapter Past President.

See section V G for more details on the nominating, voting and election process.

New officers assume their duties on January 1st. Candidates for office should be added to the Board Connect community as soon as elected. This helps candidates gain some history before they assume their new roles.

Voting on Chapter Business

As a practice, Boards are encouraged to have conference calls and meetings that include the full Board, in which topics are discussed and consensus reached. Federal law and liability concerns require that voting be restricted to members of the Executive Board. Advisory Council members should certainly provide input and recommendations, and there should be opportunities to hear from all sides, but Advisory Council members cannot have voting rights that could, in effect, override the vote of elected board members.

Electronic Voting

As SLA Chapters are not separately incorporated but rather are merely subdivisions of a single legal entity -- SLA, a New York not-for-profit corporation -- their Boards and memberships are not governed by the requirements and restrictions contained in the New York Not-for-Profit Corporation Law relating to voting and other governance matters. Only SLA's Board of Directors, certain committees of the SLA Board, and SLA's membership (when voting as an entire membership) are governed by these requirements and restrictions. Consequently, SLA's Chapters are free to institute whatever governance procedures they choose, including all forms of electronic voting.

Chapter Leadership Code of Responsibility

The role of leaders in SLA is to advance opportunities for members to share in and accomplish the Vision and Mission of the Association. To ensure that outcome, leaders shall respect and adhere to the code that identifies SLA Chapter Leadership’s responsibility and accountability to the Association and its members. Chapter Leadership is defined as the leaders and members of the Board of Directors, Association Committees, Task Forces, and Advisory Councils, as well as the voting members of Chapter Executive and Advisory Councils and Caucus Conveners. The Unit Leadership Code of Responsibility shall be read and signed by the Chapter leaders at the beginning of their term and no later than February 15 of the year in which they’re serving.

Duties of the Executive Board

1. Approves amendments to the Chapter’s Governing Documents before presentation to the Advisory Council and Chapter membership.
2. Acts as the Chapter’s Finance Committee, overseeing budget, income, and expenses and approving requests for additional funds not addressed in the budget.
3. Approves contracts and agreements entered into by the Chapter. Any contract or expense exceeding
$5,000US must be approved and signed by Association HQ.

4. Appoints a Nominating Committee for the election of members to the Board.

5. Appoints a successor in case of the resignation of any officer except the Chapter President. The Chapter President-Elect automatically succeeds as Chapter President if the Chapter President resigns. A new Chapter President-Elect is then appointed.

6. Is responsible for all additional duties assigned to the Advisory Council.

H. Association Action Deadlines

The chart below indicates action deadlines and responsibilities. These dates are firm with the exception of those about the Annual Conference, which may fluctuate depending upon the year. Deadline dates for conference activities, will be distributed during the year by the Association office. Unless otherwise stated, all documents should be submitted to the Association office via leadership@sla.org.

<table>
<thead>
<tr>
<th>DATE</th>
<th>ACTIVITIES</th>
<th>RESPONSIBILITY</th>
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<tbody>
<tr>
<td>ASAP</td>
<td>Chapter Board and Annual Business Meeting minutes, approved by the board sent to <a href="mailto:leadership@sla.org">leadership@sla.org</a>.</td>
<td>Chapter Secretary</td>
</tr>
<tr>
<td>January 9</td>
<td>Nominations due for Fellows, Rising Stars, Hall of Fame, John Cotton Dana, and Rose L. Vormelker Awards</td>
<td>Chapter President</td>
</tr>
<tr>
<td>January 15</td>
<td>Ultimate deadline for elected division officers to return signed copy of Leadership Code of Responsibility</td>
<td>Elected Chapter officers, Caucus Convener</td>
</tr>
<tr>
<td>January 15</td>
<td>Chapter Visit Request Form Due</td>
<td>President/President-Elect</td>
</tr>
<tr>
<td>January 31</td>
<td>One copy of audited financial statements to CFO plus statement of liabilities, property report and audited certificate (in Treasurer’s SLA Connect community) MANDATORY REPORT TO RECEIVE ALLOTMENT</td>
<td>Chapter Treasurer</td>
</tr>
<tr>
<td>January 31</td>
<td>Update Pooled Fund Signatory Participation Agreement</td>
<td>Chapter Treasurer</td>
</tr>
<tr>
<td>January 31</td>
<td>Update signature cards on bank accounts. Check with bank to determine if needed.</td>
<td>Chapter Treasurer</td>
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<tr>
<td>Date</td>
<td>Event Description</td>
<td>Responsibility</td>
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<td>---------</td>
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<tr>
<td>April 15</td>
<td>First quarter financial statement due to CFO</td>
<td>Chapter Treasurer</td>
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<tr>
<td></td>
<td><strong>MANDATORY REPORT TO RECEIVE ALLOTMENT</strong></td>
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<tr>
<td>May 1</td>
<td>Requests for Board action at June Annual Conference meeting due. Send to Agenda items for Cabinet meeting due to Cabinet Chair with copy to Association HQ</td>
<td>Chapter President</td>
</tr>
<tr>
<td>May 10</td>
<td>Agenda items for Cabinet Meeting at Annual Conference. Send to Chapter Cabinet Chair, with copy to the Association’s Leadership Department.</td>
<td>Chapter President</td>
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<tr>
<td>June</td>
<td>Cabinet Meetings and Board Meeting (Annual Conference)</td>
<td>Chapter President / Incoming Program Planner</td>
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<td>Annual Conference Planning meeting for Presidents/Chairs-elect/incoming Program chairs and final meeting for Presidents/Chairs.</td>
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<tr>
<td>July 1</td>
<td>Chapter’s Nominating Committee should be appointed by the Chapter President and Approved by the Executive Board. Information on the Committee should be published in the Chapter’s Connect community.</td>
<td>Chapter President</td>
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<tr>
<td>July 15</td>
<td>Second quarter financial statement due to CFO</td>
<td>Chapter Treasurer</td>
</tr>
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<td></td>
<td><strong>MANDATORY REPORT TO RECEIVE ALLOTMENT</strong></td>
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<tr>
<td>August</td>
<td>Slate of Candidates for Office must be presented to the Chapter membership, at least 30 days prior to the elections</td>
<td>Nominating Committee/Chapter President</td>
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<tr>
<td>August 15</td>
<td>Request for Funds in addition to regular allotment</td>
<td>Chapter President</td>
</tr>
<tr>
<td>August 31</td>
<td>Sponsorship Agreement Renewal or Revision Due to Association HQ</td>
<td>Chapter President</td>
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<tr>
<td>October 1</td>
<td>Chapter leadership elections completed. Election reports for those eligible to hold office and vote; leadership history reports available.</td>
<td>Nominating Committee Chair</td>
</tr>
<tr>
<td>October 10</td>
<td>Results of Chapter elections reported to Association HQ through the Elected Officer Form and posted to SLA Leadership List.</td>
<td>Chapter President</td>
</tr>
<tr>
<td>October 15</td>
<td>Third Quarter financial statement due to CFO</td>
<td>Chapter Treasurer</td>
</tr>
<tr>
<td>Date</td>
<td>Action</td>
<td>Responsible Party</td>
</tr>
<tr>
<td>--------------</td>
<td>------------------------------------------------------------------------</td>
<td>-------------------</td>
</tr>
<tr>
<td>December 1</td>
<td>Appointed Unit Officer Form to Association HQ</td>
<td>Chapter President</td>
</tr>
</tbody>
</table>
MANDATORY REPORT TO RECEIVE ALLOTMENT | Chapter President |

See Also:
- Reporting Requirements for SLA Units
- Chapter Practices
- Practices for Divisions and Sections
III. CHAPTER PRACTICES FOR ADVISORY COUNCIL AND COMMITTEES

The Chapter Advisory Council consists of all appointed Chapter Leaders and Committee Chairs and has the following duties:

1. Reviews and recommends to the Executive Board approval of the Chapter budget prepared by Chapter President and Treasurer.
2. Reviews and recommends to the Executive Board approval of preliminary program plans and special projects and the authorization of funds to implement them.
3. Hears reports of appointed positions and committee chairs and takes appropriate action on recommendations.
4. Prepares report of activities for each Board meeting held.

The Chairs of Chapter Committees are appointed by the Chapter President, generally for a period of one year. The Chapter President may appoint Chapter members to additional positions as outlined in the Chapter’s Practices. Committee members may be appointed by the Chapter President or the Committee Chair as specified in the Chapter’s Practices.

The Chapter’s Governing Document prohibits any member from serving on a committee for more than six consecutive years. The Advisory Council assists the Executive Board in directing the activities of the Chapter, and members are expected to attend all Board meetings. Most Chapters, in practice, seek a consensus opinion from the Advisory Council on all matters. If consensus is not achieved, the Advisory Council should make opinions known to the Executive Board who will then vote.

The appointed positions and committee chairs listed below are a sample and do not constitute required appointed positions or committee chairs; the positions deemed as most important to the success of the Chapter are listed first. The duties of these positions may be combined or assumed by one of the elected officers.

A. SLA Connect Community Administrator

The SLA Connect Community Administrator manages the Chapter’s Connect community, which is used to disseminate information and promote activities relative to the Chapter, as well as to build community and engagement among Chapter members.

Essential Duties
1. Serves as a member of the Advisory Council and prepares a report of activities for each Board meeting.
2. Maintains the Chapter’s online community and explains system rules to members, if needed.
3. Publicizes instructions on how to build a profile, connect with members, start a discussion, post a reply, upload a document to the library, and maximize the usage of the online community for all members.
4. Approves request for membership and monitors submissions of email from outside the Chapter.
5. Monitors posts in the community and immediately addresses any discussions that go against SLA Connect’s Code of Conduct.
6. Notifies the Board of problems with postings to the list that are defamatory, abusive, threatening, or illegal. The Community Admin is responsible for suggesting to the Board any corrective actions that need to be taken.
7. Reports any errors or problems with the operating software to the SLA IT Director.
8. With notice from the Chapter’s Membership Committee, welcomes new members to the community.
Additional Duties:
1. Keeps community discussions active and engaging through posting seed questions and replying to unanswered posts.
2. Receives and distributes messages from SLA to members of the community, such as events, promotions, campaigns, etc.
3. Shares from SLA’s Career Center any jobs that are relevant to the Chapter either geographically or by industry, and links to the Career Center.

B. Archivist

Each Chapter shall maintain their own archives. Since Chapters are part of the Special Libraries Association, all archives are, ultimately, the property of the Association. Chapters should treat their archival material with the highest level of professional competence.

All digital archived documents should be stored in the Chapter’s SLA Connect community library. Physical materials should be located in a place easily accessible to Chapter officers or members, not in a private home or office. A retention agreement must be signed by a responsible representative of that institution and approved by the Association.

Essential Duties:
1. Serves as a member of the Advisory Council and prepares a report of activities for each Board meeting.
2. Maintains non-current documents, correspondence and publications of the Chapter in the designated Dropbox account.
3. Solicits archival materials from Chapter officers, committee chairs and appointed positions.
4. Sorts, files and weeds collections, retaining only materials of genuine historical importance.
5. Stores digital archived documents in the Chapter’s SLA Connect community library.
6. Familiarizes himself/herself with the Practices for Chapter Archives to understand more specific requirements for the housing of archives, archivist, retention schedules, transfer of materials to archivist, organization of archives, filing of archives. Any questions should be directed to the IT Director at the Association office.

See also:
- Practices for Chapter Archives
- Practices for Division Archives

C. Membership and Recruitment Committee

The Membership and Recruitment Committee is responsible for encouraging the growth of membership in SLA. The Membership & Recruitment Chair should appoint two additional committee members, subject to the approval of the President. Members appointed to the committee should assist in carrying out the responsibilities of the Chair.

Essential Duties:
1. Committee Chair serves as a member of the Advisory Council and prepares a report of activities for Board meeting.
2. Maintains up-to-date membership records as downloaded from the SLA website’s Membership Directory, and alerts the Association office of irregularities with membership lists.
3. Writes welcome communications to new members, inviting them to upcoming Chapter or Association activities, and sends their names to the SLA Connect Community Admin to be welcomed.
4. Monitors Chapter email account and SLA Connect for responses to new member communications.
5. Supplies items for the website encouraging recruitment of new members. These items should
discuss the requirements for membership and inform members of the application process, and provide a link to the online membership application form.

6. Creates and updates recruitment promotional materials, as needed.
7. Reaches out monthly to members who are up for renewal the following month, encouraging them to renew.
8. Follows-up with lapsed members by encouraging reinstatement. Personal telephone calls or e-mails from other members or officers are particularly effective.
9. Advises other officers, SLA Connect Community Admin and Mentoring Committee.

Additional Duties:
1. Regularly reminds members to renew membership by highlighting the value of membership.
2. Hosts a “new members social” as part of the networking lunches or happy hour series. Plan and promote the event as one for existing members to meet and greet new members.
3. Acts as host to new members attending their first Chapter Meeting or arranges for Chapter officers to fulfill this duty.
4. Acts as host to new members attending their first Annual Conference or coordinates the “buddy system” so that other chapter members greet and host new members.
5. Plans recruitment activities or campaigns to attract new members to the Association, including distribution of brochures and registration forms to non-member attendees at Chapter meetings and to other potential members.
6. Plans and carries out membership drives in cooperation with the programs of the Association.

Membership applications for potential members can be obtained from the Chapter's membership chair, from the Association office, or online at www.sla.org. Contact the Association's Membership Department via e-mail at membership@sla.org for authoritative up-to-date information that will answer the questions asked by potential members about membership requirements, dues, benefits, etc.

To avoid distributing outdated information to potential new members, officers and membership committees are advised to take care that they use the most recent revision of the membership application and brochure when recruiting new members.

For more information, consult the SLA Connect Community for Member Engagement.

D. Program Planning Committee

The Program Planning Chair is responsible for appointing as many additional committee members as needed for successful programming, subject to the approval of the Chapter President. Members of the committee should assist in carrying out the responsibilities of the Chair.

Meeting registration duties:

- Uses SurveyMonkey, PayPal, or other online registration system to assist program planner with meeting registration forms and payment.
- Information about event along with link to Survey Monkey, and PayPal button code is sent to Web Master for creation of webpage(s) depending on situation before event is promoted. Helps write promotional information about event for website if needed about event.
- Creates a spreadsheet (preferably on Google Drive) to track registration information, along with payment received and/or invoicing information, to be shared with Event Planner, Chair, Chair-Elect, and Treasurer
- Compiles or downloads registration list to use for a check-in sheet at the meeting.
- Sends registration list to Student Relations Chair who will match registered students to members who have volunteered to be a buddy during the meeting.
● Cross check PayPal list with registration sheet and contacts the Treasurer after the event about any outstanding payments or fees.
● Has receipts and change on hand for registrants who might need them.
● Appoints meeting registration helper(s), as needed. If the 1st Year Director is unable to attend a Chapter meeting, he or she must find a substitute for handling meeting registration duties.

Essential Duties:
1. Committee Chair is the President-Elect and prepares a report of activities for each Board meeting.
2. See section II.B.3 for more duties related to program planning.

For more ideas on program planning, please contact the SLA Learning and Success department at learning@sla.org.

E. Communications Team Lead/Webmaster

The Communications Team Lead/Webmaster is a job that requires good writing skills, a knack for gathering news, intuition about what will be of interest to readers and the ability to facilitate cooperation from team members and reporters. This person would also evaluate and implement new web technology and its applicability to the webpage.

The Communications Team Lead/Webmaster is responsible to the Chapter President, and should understand the activities of the Chapter and SLA and be acquainted with the interests of the members. The Communications Team Lead/Webmaster is responsible for recruiting additional committee members as needed and delegating/supervising committee responsibilities.

Essential Duties:

1. Serves as a member of the Advisory Council and prepares a report of activities for each Board meeting.
2. Responsible for recruiting additional members, as needed. Solicits important and interesting news from reporters, members, officers, committee chairs and appointed positions.
3. Collects and edits materials to appear on the website and sent out via SLA Connect. Discusses copy with President.
4. Works with President-Elect/Programming Chair to make sure all chapter events and services are promoted via SLA Connect, the CSLA website, Facebook, LinkedIn, and Twitter. Important event notifications should also be sent directly to member email addresses, in case there are members who are not using SLA Connect.
5. Publicizes the Chapter’s Website to the membership, at peer-group meetings, SLA functions, and industry functions (the goal being to increase the Chapter’s visibility via the Website).
6. Enables Board Members to add website content via training, one-on-one assistance, and soliciting contributions.
7. Maintains and updates existing pages, and regularly checks and updates links on a bimonthly basis.
8. Creates new pages from content provided by the Chapter Board and SLA staff that adhere to SLA brand guidelines.
9. Communicates with SLA’s Director of Information Technology to ensure that the site is accessible. Troubleshoots problems on an as-needed basis.
10. Ensures that the Chapter website’s content and hosting is securely backed up, and runs security scans on a regular basis.
Additional Duties:

1. Designs page schemes, graphics, CGI scripts, etc., on an as-needed basis. These should adhere to SLA brand guidelines.
2. Makes recommendations regarding new web technologies to the Board.

For more information, see the SLA Communications Resources page. For more information, consult the SLA Connect Community for Unit Webmasters.

F. **Student Relations/Library School Liaison**

Coordinates Chapter contact with students in degree-granting programs for the purpose of providing information about Chapter activities and to recruit them as new SLA members. Liaisons from the library schools and special library faculty are typically members of the Student Relations Committee.

Essential Duties:

1. Serves as a member of the Advisory Council and prepares a report of activities for each Board meeting. Promotes, encourages and develops relations between the members of the Chapter and students and faculty members of graduate programs in library/information science.
2. Submits a report on student events and outreach to the Chapter President in November for inclusion in the Chapter Annual Report.
3. Committee Chair heads the annual selection and presentation of the Sara Aull Award. This competition recognizes outstanding library school students and encourages them to become more involved in Chapter activities. The winner of the Sara Aull Award receives recognition, as determined by the CSLA Board.
4. Contacts library schools to inform them of Chapter activities and encourage students to attend Chapter meetings.
5. Works with President and Program Chair to arrange special student rates.
6. Works with Membership Chair to recruit new student members.
7. Submits announcements and articles concerning students, SLA Student Groups, and scholarships to the Chapter Communications Chair.

Additional Duties:

1. Promotes and facilitates mentoring program by recruiting and pairing active local professionals and local library students for a one-year mentor-mentee partnership.

See also:

- SLA Guidelines for Advisors of SLA Student Groups
- Practices for SLA Student Groups

G. **Nominating Committee**

The Nominating Committee consists of the Chapter’s Past President and three additional members appointed by the Past President with the Approval of the Chapter’s Executive Board. Committee members should be experienced in Chapter operation and well acquainted with the interests and capabilities of Chapter members. The Committee, must be appointed before July 1st.
Duties:
1. Committee Chair is the Chapter Past President and prepares a report of activities for each Board meeting.
2. Meets as soon after appointment as possible to consider candidates and draw up a tentative slate.
3. Contacts each potential candidate by phone or other means of communications to determine his/her willingness to serve.
4. Issues follow-up communication to each candidate, confirming the Committee’s invitation to become a candidate, requests a biographical profile and a recent photograph.
5. Presents the slate of nominees to the membership via the Connect community.
6. Places additional names in nomination if petitioned by 10 members within 15 days of the announcement and written consent of the candidates. This is probably unlikely to occur.
7. Election by acclamation (if only one candidate per office is presented) or by secret ballot either electronic or paper format (if the slate includes more than one candidate for any office) to each Chapter member before August 15.
8. Tally votes and notifies all candidates of results.
9. Reports election results to the membership via SLA Connect Community. The report should be included as an agenda item of the Annual Business Meeting.
10. Nominations Chair, or a member of the Nominating Committee, presents the slate and election results. New officers are introduced and their term of office begins in January of the next calendar year.

H. Awards Committee

The Past President chairs the Awards Committee and is responsible for appointing two additional Chapter members to form an Awards Committee, subject to the approval of the Chapter President.

The Awards Committee is responsible for soliciting nominations for the following awards:

**Meritorious Achievement Award**

The Meritorious Achievement award is presented to the Chapter colleague who has made outstanding or notable contributions to the Chapter and to the profession. To be eligible, a nominee must have been a Chapter member in good standing for at least the past four years. Outstanding efforts on behalf of the Chapter, notable innovations on the job, participation in seminars or other similar activities which benefit the Chapter or promote public recognition of the profession, will be the criteria for final selection.

**Horizon Award**

This award is given to a Chapter colleague who, through work and professional activities, has shown a promise of becoming an outstanding member of the profession. To be eligible, a nominee must have been a Chapter member in good standing for four or fewer years. Outstanding efforts on behalf of the Chapter, notable innovations on the job, participation in seminars or other similar activities which benefit the Chapter or promote public recognition of the profession, will be the criteria for final selection.

**Information Management Award**

This award recognizes an organization, served by a North Carolina/South Carolina special library, for its outstanding or notable support of library and information science. The Carolinas Chapter Information Management Award will be presented at the last meeting of the chapter year. Creative and innovative support of the library, its mission, and its staff will be the criteria for final selection.
Duties:
1. Committee Chair is the Chapter Past President and is a member of the Executive Board. If the Chapter Past President cannot fulfill duties, the President shall appoint an Awards Committee Chair who shall serve as a member of the Advisory Council. The Committee Chair submits a report of activities for each Board meeting.
2. States guidelines and call for nominations for Chapter awards clearly to all Chapter members via Chapter communications methods. Suggested deadline for nominations is October 31st.
3. With guidance and direction from the Committee members, selects recipient(s) of award(s), purchases the awards, presents the awards, and publicizes the award winners.
4. Nominates or coordinates the nomination, of qualified candidates for other local and SLA Association-level awards.
5. Works with Archivist to maintain files of past candidates for awards to assist with documentation in the future.
6. Ensure that award recipients are posted on the CSLA website and SLA Connect Community.
7. Communicates with the Association regarding awards.
8. Maintains contact with the student liaisons.
9. Investigates and establishes awards pertinent to the Chapter. Such awards may be in terms of community services, professional contributions, contributions to the Chapter, or student recognition or scholarship.
10. Transfers all working papers, lists of award winners, committee reports, etc. to new Awards Chair, at the completion of Chair’s term.

I. Career Guidance/Employment Committee

The Chapter may have a Career Guidance/Employment Committee to assist Chapter members with career guidance and employment.

Duties:
1. Committee Chair serves as a member of the Advisory Council and prepare a report of activities for each Board meeting.
2. Inform the CSLA community about pertinent job openings in the Carolinas via CSLA website, SLA Connect Community and Linkedin group. Exceptional opportunities elsewhere may also be shared. The Chair will be made aware of the available jobs by subscribing to SLA’s Career Center and monitoring appropriate sites.
3. The Chair will maintain the Employment Listing webpage and works with the Chapter’s webmaster to ensure SLA’s Career Center display is operating correctly on the Chapter website and SLA Connect.
4. Facilitates Chapter Resume Review Service, including the recruitment of resume reviewers, the ongoing promotion of the service, and continual receipt and routing of new submissions.
5. Provides employment guidance to Chapter members by writing articles for SLA Connect and CSLA website on employment related topics.
6. Acts as a liaison between the Chapter members and the employment services offered by the Association offices.

J. Mentoring Committee

Typically, a mentoring relationship is developed between someone who is new to the profession and a more experienced person in the field. The Mentoring Committee works to facilitate the building of mentor/mentee relationships and assists with the Chair’s duties. The Chair will also collaborate with the SLA Mentoring Program and its liaison.
Duties:
1. Committee Chair serves on the Advisory Council and prepares a report of activities for each Board meeting.
2. Institutes formal mentoring programs, including the development of applications for mentors/mentees, pairing of applicants and the creation of promotional materials for the program.
3. Works with the Webmaster, Program Planning Committee, Student Relations Committee, Career Guidance Committee, and Public Relations Committee to plan and advertise programs and services that foster the building of mentoring relationships among members of the Chapter.

K. Industry Partner Relations/Fundraising Committee

The Chapter Past President serves as the Industry Partner Relations Committee Chair and is responsible for all relations with industry partners, including soliciting partners for Chapter programs to help recover/reduce the cost of the programs, and for soliciting partners for the Chapter communication channels. The Chair is also responsible for planning fundraising activities and events. These activities are essential to ensuring that the Chapter remains in good financial health.

Duties:
1. Committee Chair serves on Advisory Council and prepares a report of activities for each Board meeting.
2. Committee Chair serves as a member of the Program Planning Committee.
3. Contacts library supply houses, book dealers, subscription agents, consultants, online vendors and other library-related vendors to inform them of partnership opportunities. Makes follow-up phone calls to partners to inquire if they will sponsor Chapter programs.
4. Sends confirmation communications to partners who have agreed to sponsor programs, outlining what recognition they will receive, how much money they have agreed to contribute and information on where to send the check. Ensures that program partners receive all agreed-upon deliverables.
5. Invoices the partners for all commitments. Invoices should be sent as soon as the partner has committed to supporting the Chapter; if a delay in invoicing is needed, notify the partner as soon as possible. Works closely with SLA Staff and the Chapter Sponsorship and Partnership Program.
6. Receives payment from partners and forwards to the Chapter Treasure. If partners do not pay promptly, they follow up with reminders or past due invoices requesting payment. Adheres to SLA Unit Fund Development Practice.
7. Maintains and updates the listing of partner names and contacts.
8. Solicits input from chapter members regarding ideas for fundraising events and projects.
9. Works with the Programming Chair to plan and coordinate fundraising events and projects.
10. Sends prompt ‘thank you’ to all vendor sponsors and partners.

For more information, consult the SLA web page for Fundraising Chairs.

L. Public Relations Committee

A Public Relations chair and committee should be appointed by the Chapter President to develop and coordinate public relations activities at the local or Chapter level. Members of the committee should have an interest in public relations. The committee should draft a statement of purpose to develop goals for their public relations program.
Duties:

1. Committee Chair serves as a member of the Advisory Council and prepares a report of activities for each Board meeting.
2. Works with the Membership Committee to coordinate the development/revision of the Chapter Brochure to be used for recruitment and public relations. All publications should adhere to Association brand guidelines.
3. Distributes all news releases and publicity for activities of the Chapter, such as meetings, elections, special projects and awards.
4. Forwards special or targeted information to Student Groups.
5. Maintains a distribution list for press releases.
6. Writes and submits Press Releases to SLA’s *Information Outlook*.
7. Assists other Committee chairs with projects, as requested.
8. Solicits the Executive Board and membership for constructive suggestions and ideas for the public relations committee to pursue. Should also consider past activities, as well as activities undertaken by other Chapters and SLA headquarters.
9. Prepares a public relations plan, and obtains input and approval by the Board.
10. Originates or arranges for publicity of special librarianship as a profession, in partnership with SLA staff.
11. Cooperates with Association Public Relations Advisory Council (PRAC) to further the public relations program of the Association.

**M. Strategic Planning Committee**

The Strategic Planning Committee may be appointed by the Chapter President to develop a Strategic Plan for the Chapter. Once a plan is completed, the Committee will be dissolved. A new Committee can be formed as needed or when a previous plan requires extensive revision.

The 2nd Year Director may be asked to take on Strategic Planning responsibilities.

Duties:

1. Committee Chair serves as a member of the Advisory Council and prepares a report of activities for each Board meeting.
2. Develops and recommends a strategic plan to the Board.
3. Reviews the Strategic Plan periodically for revisions.
4. Facilitates discussion and selection of Chapter goals and priorities with input from the Chapter Boards.
5. Works in conjunction with the Executive and Advisory Councils to develop surveys and gather member input to help plan future meetings, program sessions, and continuing education courses.
6. Monitors progress under the current plan.

Individual Chapter Strategic Plans should be in line with [SLA’s Overall Strategic Plan](#).

**N. Diversity Chapter Leadership Development Liaison**

The Chapter President may appoint a Diversity Development Liaison. This should be an individual who has an interest in diversity concerns relevant to present and potential special librarians and information professionals.
Duties:

1. Serves as a member of the Advisory Council and prepares a report of activities for each Board meeting.
2. A written report summarizing activities for the past year should be submitted to the Association's Diversity Development Committee chair no later than April 15th of each year.

For more information, consult the [Affirmative Action Handbook](#).
IV. CHAPTER POLICIES

A. Officer Travel

It is the policy of CSLA to assist with the payment of travel expenses for chapter leadership in the pursuit of Association activities.

As mentioned in section II.A. and II.B., the Chapter President and President-Elect are expected to represent the Chapter at the Annual Leadership Summit and the Annual Conference. If the President or President-Elect is unable to attend, another member of the Executive Board (Treasurer, Secretary, Director) should be appointed by the president represent the Chapter. Based on previous experience, it has been recommended that a first-year treasurer would benefit from attendance at the Leadership Summit.

If the employers of the Chapter’s designated representatives do not provide all travel expenses for attendance at the Leadership Summit and/or the Annual Conference, the chapter shall reimburse up to a yearly predetermined amount. The travel budget should be reviewed and adjusted annually when the budget is created, no later than the third quarter of each fiscal year, and approved by the Executive Board. This timeline will allow for potential traveling Board members to plan for additional funding, if needed, before the Leadership Summit.

When the Chapter’s elections and annual budget are complete, the Executive Board should discuss and determine representation and disbursement issues for the following year. For example, here’s one possible officer travel plan, if the agreed upon available amount is $2,000.

<table>
<thead>
<tr>
<th>Event</th>
<th>Chapter representative</th>
<th>Amount budgeted</th>
</tr>
</thead>
<tbody>
<tr>
<td>Leadership Summit</td>
<td>President-elect</td>
<td>$800</td>
</tr>
<tr>
<td>Leadership Summit</td>
<td>Treasurer</td>
<td>$800</td>
</tr>
<tr>
<td>Annual Conference</td>
<td>President-elect</td>
<td>None needed</td>
</tr>
<tr>
<td>Annual Conference</td>
<td>President</td>
<td>$400</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td></td>
<td><strong>$2000</strong></td>
</tr>
</tbody>
</table>

Chapter representatives should submit an expense report and receipts to the treasurer within 30 days of travel. All requests for reimbursement should be within the planned, budgeted amount. The treasurer is responsible for reviewing and approving reimbursement requests but may ask for assistance from the president or past-president if there are questions. If the Treasurer is the representative being reimbursed, the president must approve the expense report before payment is made.
V. CHAPTER STRUCTURE

A. Governing Documents

A Governing Document consistent with the bylaws of the Association may be created or amended. Model Chapter Governing Documents and copies of other Chapters’ governing documents can be requested from the Association office or from the Chapters themselves. Additionally, the Association bylaws are available on the Association website.

1. Procedures for Amending the Chapter’s Governing Document

The following steps must be completed in the order with which they are presented in order to amend the Chapter’s Governing Document:

1. At least six months prior to the Chapter business meeting, send the proposed Governing Document to the Chair of the Association Joint Governance and Bylaws Committee for review, comment and approval.
2. Submit to the Chapter’s executive board for approval. Amendments may be proposed by the executive board, governance committee or 15 members of the Chapter. Proposals originating in the executive board or in the Chapter committee concerned with governance shall be approved by a majority vote of the Chapter’s 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.
3. Present Governing Document revisions to Chapter membership for approval in accordance with the current Chapter Governing Document. These governing documents may be amended by a two-thirds vote of the members present at any Chapter meeting.
4. If significant amendments are proposed to the Governing Document after it has been reviewed by the Association Joint Governance and Bylaws Committee, it is important to continue consultation with the Chair of the Committee in preparation for final approval.
5. After membership approval, Chapter President must sign and date two originals of the newly approved Governing Document.
6. Send both copies of the signed complete text to the Chair of the Association Joint Governance and Bylaws Committee with space for signature and date on the last page. One signed original will be returned to the Chapter.
7. Original signed copy retained in Chapter’s SLA Connect community.
8. Copies showing both signatures are sent to: Association Chapter Leadership Department; Chapter Cabinet Chair and Chair-Elect.

B. Chapter Subgroups

1. Groups within Chapters

In a number of the larger Chapters and in Chapters having a more concentrated membership in a particular discipline, groups have been established. These groups bring together common interests and carry out projects much as the Association’s Divisions do, but within the Chapter’s geographic confines. Groups are constituent parts of the Chapters. They may or may not bear direct relationship to the Association's Divisions. In a few instances, Chapter groups have been formed having no prototype in an Association Division.

The formation of subject groups in local Chapters is a Chapter function and depends primarily on the size and interests of the proposed group. The local groups may be formed by authorization of the Chapter’s executive committee when an appreciable number of members express active interest. If a Chapter prefers
to operate as one Chapter rather than with subchapters, it is improper for a Division to encourage the organization of a group within a Chapter.

Some groups meet at definite times in addition to Chapter meetings and are often responsible for one or more programs at the regular Chapter meeting. Occasionally, a portion of the regular program is allotted to the groups. Care should be taken that the group cooperates and does not compete with the Chapter. Groups should clear program dates with the Chapter program officer to avoid meeting date conflicts.

If the Chapter has sufficient funds, it is their responsibility to finance its groups. However, to assist in paying for group expenses (such as postage for meeting notices, etc.) it may be advisable to have some continued form of group membership assessment.

If a group plans a project that the Chapter approves but cannot finance, the Chapter may ask for a loan from the Association through the Chapter Cabinet Chair. Group activity may also be supported by Association Divisions through grants to the Chapters if the activity will benefit the whole Division. However, Division officers have neither the authority nor direct responsibility for group enterprises.

Chapter members considering formation of a group within a Chapter should give consideration to some of the potentially undesirable effects on the Chapter. For example, when the Chapter membership is largely concentrated in one group with only a scattering of group meetings attracting a larger number, the Chapter may thus give unequal service to its members. The size of the parent Chapter is an important factor in the formation and success of groups. A Chapter should take care to avoid creating a group that would segregate out some of the members. In the event of internal conflicts or disagreements within Chapters, the problem should be submitted for discussion and vote by the general membership of the Chapter. If this action does not resolve the problem, the problem should be brought to the Chapter Cabinet Chair for resolution.

C. Creation of New and Provisional Chapters

A new Chapter may be authorized by the Association's Board of Directors upon written petition of 25 or more voting members of the Association who desire to participate in the activities of the proposed Chapter.

- A new Chapter may be authorized by the Association’s Board of Directors upon written petition of fewer than 25, but at least 15, voting members of the Association to be served by the proposed Chapter and receive Provisional status. (See Practices policies linked below.)
- Approval of a Provisional Chapter is limited to two years unless the Board approves a two-year extension.
- The Association Board may authorize provisional Divisions as full Divisions upon submission of a statement of the proposed Division’s name, scope note, together with confirmation from the Association office that the provisional Division has maintained a membership of 100 or more for a period of 12 months.
- The Association Board may authorize provisional Chapters as full Chapters upon submission of a statement of the proposed Chapter’s name and geographical boundaries together with confirmation from the Association office that the provisional Chapter has maintained a membership of 25 or more for a period of 12 months.
- The Association Board may dissolve a Provisional Chapter at any time.

Provisional Chapters will receive an allotment, prorated to the time remaining in the Association’s year. Provisional Chapters shall not be entitled to representation in the Chapter Cabinet. They are
invited to attend Chapter Cabinet meetings but are not authorized to vote.

Origin of Petitions for New Chapters

Petitions for New Chapters may originate in one of the following ways:

1. By action of interested members in any geographic region, or, by action of interested members who wish to participate in the activities of the proposed Division.

2. By action of the Chapter Cabinet Chair upon information from the Association office noting a concentration of unaffiliated members in an area not served directly by a Chapter. In this case, the Chapter Cabinet Chair shall appoint a representative to call an informal meeting and to act as Chapter President for purposes of organization.

Form of the Petitions for New Chapters

The following language is suggested for use in the petition for organization of a new Chapter:

"We, the undersigned members of Special Libraries Association, do hereby petition for the organization of the [insert name] Chapter of the Special Libraries Association. There are presently [number] Special Libraries Association members within the proposed area which is to include: [geographical description; be specific about boundaries]."

Adjacent Chapters should be contacted for agreement and approval of proposed boundaries of the new Chapter prior to the petition. Any boundary disagreements that cannot be settled by negotiation between the Chapters concerned shall be submitted for arbitration by the Chapter Cabinet Chair prior to the proposed Chapter’s approval by the Board of Directors.

The following language is suggested for use in the petition for organization of a new Division:

“We, the undersigned members of Special Libraries Association, do hereby petition for the organization of the [insert name] Division of the Special Libraries Association. We desire to participate in the activities of the proposed Division. The proposed scope note of the Division shall be [insert scope note].”

As with a proposed Section, the Membership Director and the Division Cabinet Chair and Division Cabinet Chair-Elect should be the first points of contact when consideration is giving to creating a new Division. Scope notes will be reviewed to prevent duplication of effort and to ensure that the proposed Division does not conflict with the interests of an existing division. As a courtesy, the Division Chairs/Division Chairs-Elect will be notified of the potential Division. Advance notice enables the entire Leadership to think through the process of creating a new Division.

If in the opinion of the Division Cabinet Chair and/or Division Cabinet Chair-Elect there appears to be a possible conflict between the scope of the proposed Division and another existing Division, the Division Cabinet Chair notifies the chair of the Division. The Division Cabinet Chair shall be the arbitrator. If any disagreements cannot be settled by negotiation between the affected Division and Cabinet Chairs, the Division Cabinet Chair will solicit input from the Division Cabinet prior to the proposed Division’s approval by the Board of Directors.

Temporary Chapter President

Association members may appoint a Chapter President at an information meeting, or they may call upon the Chapter Cabinet Chair to name a representative to act as Chapter President for the purpose of organization. The responsibilities of the temporary Chapter President are as follows:
1. Call and preside at an informal organizational meeting of actual or potentially interested members.

2. Keep records of all meetings and transactions that will later become part of the new Chapter's archives.

3. Handle necessary correspondence with Association HQ and the Chapter Cabinet Chair.

4. Forward the required petition, governing document (to be approved by the Association Joint Governance and Bylaws Committee), and slate of officers to the Association office.

5. Carry out arrangements for the election of officers upon notification of acceptance of the petition by the Association's Board of Directors. This may be accomplished by mail/electronic ballot so that newly elected officers may be installed and preside at the first official Chapter meeting.

Presentation
The temporary Chapter President of the petitioning group shall forward the petition with signatures, the proposed Governing Document, and the proposed slate of officers to Association HQ. The Chapter Cabinet Chair will present the petition to the Board of Directors at its next meeting on behalf of the petitioning group. The temporary Chapter President and/or other members of the proposed Chapter may attend the Board of Directors meeting if they wish.

1. In the case of a provisional Chapter, the petition must contain a statement of the proposed Chapter’s name and geographical boundaries, and confirmation from the Association office that the provisional Chapter has maintained a membership of 25 or more members for a 12-month period.

2. In the case of a provisional Division, the petition must contain a statement of the proposed Division's name and scope note, and confirmation from the Association office that the provisional Division has maintained a membership of 100 or more members for a 12-month period.

The Board of Directors typically meets monthly. Deadlines for submitting items for Board consideration are usually one week prior to the meeting dates.

Membership of a New Chapter
When a new Chapter is approved by the Board of Directors, the Association office will notify all Association members within the boundaries of the new Chapter that they will have membership in both their current Chapter and the new Chapter at no extra charge until their next membership renewal, at which time they may choose the Chapter(s) with which they prefer to continue affiliation.

Allotments
Upon approval by the Board of Directors, the new Chapter's allotment for that year will be sent from the association office (except for a former Provisional Chapter, which may have already received its allotment for the year). The allotment is based upon the number of Association members within the new Chapter's boundaries. The initial allotments of new and provisional Chapters that were approved at Board of Director meetings are prorated on the basis of the number of months remaining in the calendar year.

Chapter Activities
Once the Chapter has been approved and its officers installed, regular Chapter activities such as Connect, other communications, programs, committee work, etc., may begin. These activities should be conducted in accordance with the Chapter's Governing Documents and these Practices.

See also:
• Practices for the Formation of Provisional Chapters
• Practices for the Formation of Provisional Divisions

D. Merger of Chapters

The matter of merging Chapters is one which must be given careful consideration by the members and executive board of any Chapter considering such action and should be discussed with the Chapter Cabinet Chair.

After seeking the guidance of the Chapter Cabinet Chair, if the Chapter Executive Board still wishes to affiliate with another Chapter, the Chapter President shall immediately contact the Chapter Executive Board with which they wish to affiliate and negotiate the terms for merging the two Chapters.

When both Executive Boards are in agreement on the terms of the merger, they shall provide advance notice to their respective membership that the topic will be discussed at the next Business Meeting of each Chapter. A joint meeting should be scheduled as soon as possible to address this merger with the Chapter memberships.

If the merger proposal is approved by a majority of the members present and voting at both of these meetings, both Chapters will send a ballot to all their members no later than 45 days after the business meeting.

If a two-thirds majority of each Chapter's members returning valid ballots approve the proposal to merge, the Presidents of both Chapters will notify the Chapter Cabinet Chair and SLA Membership Department in the form of a single petition, signed by both Chapter Presidents. The petition will include the reason(s) for merging, the election results, the terms of the merger, the proposed effective date of the merger, the changes needed in the name, scope note (required for Divisions only), or governing document, and a plan of how the activities of both Chapters will be combined.

The Chapter Cabinet Chair will present the petition to the Association's Board of Directors at its next regularly scheduled meeting. Upon approval by the Board, the Presidents of the petitioning Chapters will be notified by the Association office that the two Chapters are being merged, advising of the merger effective date. The Chapter Presidents will then notify their respective members of the Board's approval. The general membership will be notified through a notice in Information Outlook and on the SLA Connect Open Forum. Funds, properties, and financial responsibilities of the two Chapters will become the responsibility of the newly merged Chapter.

E. Return to Provisional Chapter Status

Chapter membership falling below 25 members for more than one Association year will be reported to the Chapter Cabinet Chair. The Chapter may be placed on provisional status until membership increases or there is a decision to dissolve the Chapter.

F. Dissolution of a Chapter

The dissolution of a Chapter is an action which must be given careful consideration by the members and executive board of a Chapter. The Chapter President, acting on behalf of an Executive Board that has voted to take this step, should discuss its concerns with the Chapter Cabinet Chair. Dissolving should be a last resort and the Chapter should first look at merging or downsizing before moving forward with a dissolution. Once all other options have been tried, a Chapter may then petition to dissolve.
Once determined that the Chapter has ceased to fulfill a useful role and does not wish to affiliate or formally merge with another Chapter, the Chapter President shall bring forth the matter for discussion at the Chapter's next business meeting. Advance notice must be given to the Chapter membership that the topic will be discussed.

If a majority of the voting members present approve the proposed dissolution, a ballot shall be sent to all Chapter members regarding the proposed dissolution no later than 45 days after the business meeting. A two-thirds majority of the members is required to approve the proposal to dissolve. The Chapter President shall notify the Chapter Cabinet Chair and Membership Department in the form of a petition for dissolution. The petition will contain the reason(s) for dissolution, the actions previously taken to address the issue, the election results, the proposed effective date of the dissolution, and plans to complete current Chapter activities and business matters. The Chapter Cabinet Chair will present the petition to the Association's Board of Directors at its next regularly scheduled meeting. Upon SLA Board approval, the members of the Chapter will be notified by the Association office that the Chapter is being dissolved with the effective date, and that its funds and properties will revert to the Association. Assistance in joining another Chapter will be provided to members by the Association office, with recommendations from the Chapter President being taken into account.

G. Nomination of Chapter Officers

In the selection of nominees for Association offices, the Association Nominating Committee has priority over Chapter nominating committees. However, the Association Nominating Committee usually starts its work before the Chapter nominating committees; therefore, conflicts are rare.

Duties of the Nominating Committee are outlined in III, part G

H. Chapter Representation and Affiliation

Chapter representatives to joint committees and meetings of other societies having objectives allied to those of the Chapter and of the Association shall be appointed by the Association President. Upon approval by a majority of the Chapter members voting, the Chapter may affiliate or disaffiliate with a local common interest organization provided the objectives of the organization are consistent with those of the Chapter and of the Association and the activities of the organization are not in conflict with the Association bylaws. The Association Board of Directors shall approve any other affiliation, including that with a national or international organization. Notices of affiliations and disaffiliations shall be reported to the Association.
APPENDICY A. Chapter Finances.

The Association's Bylaws, Article X, Section 3 allows for funding of Chapters in the form of an annual allotment. Allotments are calculated using the Chapter's membership count as of December 31. Allotment checks are mailed after Annual Conference invoicing.

*No allotment shall be paid to a Chapter unless the Chapter has submitted an accurate Annual Report by December 1st; an accurate Year-end Annual Financial Report by January 31st; and all bank statements (quarterly, monthly preferred) to Association headquarters, Director of Finance.*

The Board of Directors may grant funds or loans at its discretion. Each Chapter applying for additional monies must submit a detailed estimated budget to substantiate the request. This budget should then be submitted to the Chapter Cabinet Chair, who will make the presentation to the Board.

The Chapter Treasurers shall maintain the financial records required for their Chapters. A simplified single-entry system has been found sufficient for most cases. The treasurer shall prepare a report on the Chapter's finances for each Chapter meeting.

The following reports and record-keeping procedures are mandatory:

1. The treasurer of each Chapter or provisional Chapter shall submit an annual year-end financial statement to the Association office to the attention of the Director of Finance by January 31 of each year. These must be submitted utilizing the Association provided financial software program. A copy of all Chapter bank statements for the year must also be provided, no less than quarterly, to the Director of Finance. This deadline is most important and must be adhered to. A copy of the statement is to be retained in the Chapter’s SLA Connect library for the Chapter's archives. This report is to be audited; an auditor is defined as a disinterested third party. The auditor does not need to be an accountant, but may not be any of the following:
   • An elected or incoming officer of the Chapter or Division
   • A current or incoming member of the SLA Board of Directors
   • An employee of or a supervisor of the Treasurer.
   The auditors reviews bank statements against your records / financial reports to make sure the ending balances match.

2. No allotment shall be paid to a Chapter unless an annual financial statement has been approved.

3. A Chapter may have undesignated funds for general administration. These funds are derived from allotments and from income accruing as a result of normal activities, such as special events, advertising, dinner meetings, etc. Normal charges against such "regular funds" include postage, meeting notices, etc.

4. Normally a Chapter will administer its expected activities to utilize the greater part, if not all, of its allocated funds. However, a Chapter may elect to conserve its funds gradually in anticipation of specific undertakings where special project funds have not already been accumulated. Chapters may, through lack of activity in one year, carry unspent allotments over to following years. Funds accumulated for either of these reasons and not expected to be spent during the year's usual activities, may be transferred to a project fund.

5. Money earned from special Chapter projects may be maintained in one or more project funds, general or designated. Examples of such projects are seminars or workshops for which a fee is charged, royalties paid by the Association for Chapter-originated publications, receipts from similar works published independently by the Chapter, and fund-raising activities conducted for
a specific purpose. Expenses involved in such projects are to be charged against these funds. Project funds must be reported as part of the periodic and annual financial reports.


Upon dissolution of a Chapter, its funds and properties shall revert to the Association. On dissolution of a group within a Chapter, the group's remaining funds revert to the Chapter.

APPENDIX B. Legal Issues

Each Chapter President and Chapter President-Elect should be aware of these basic issues and restrictions. If there are questions, please do not hesitate to contact the SLA Department of Member Engagement at membership@sla.org.

The Special Libraries Association, Inc. is a not-for-profit corporation, incorporated pursuant to the Not-For-Profit Corporation Law of the State of New York. During its early years, SLA existed as an unincorporated Association. SLA was first incorporated in Rhode Island on April 13, 1928, and then reincorporated in New York on September 25, 1958.

The basic purposes of SLA as stated in its Certificate of Incorporation and Bylaws, are:

"l(a) 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, retrieval and dissemination of knowledge and information in areas such as the physical, biological, technical and social sciences, and the humanities."

"l(b) To promote and improve the communication, dissemination and use of such information and knowledge for the benefit of libraries or other educational organizations. No part of the property, assets, profits or net income shall inure to the benefit of any director, officer, or member or be of benefit to any private shareholder or individual within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 as amended."

Member Types

Membership eligibility is governed by the membership provisions of Article IV of the SLA Bylaws and policies established by the Board of Directors. Membership in the Association shall consist of: Full Member, Full Member Outside North America (and making <$18,000USD annually), Student Member, Retired Member, Unemployed Member, or Organizational Member.

Eligibility for and privileges of each class shall be as stated herein.

Full Member status shall be granted to an applicant who has an interest in the objectives of the Association. A Member shall have the right to vote, to hold any Association or Chapter elective office or appointive position, and to affiliate with one Chapter and one Division without payment of additional fee, and to receive the official journal at no additional charge.

Student Member status shall be granted to an applicant enrolled in a curriculum of library or information science at least part time (two or more courses). This category of membership shall be available to those joining the Association for the first time. This category of membership shall also be available to current members renewing their membership after enrolling in an appropriate academic program. Student membership may be maintained only while actively a student, but for no more than three years. Appropriate verification of student status is required. A Student Member shall have the right to vote, to hold any Association or Chapter elective or appointive position, to affiliate with one Chapter and one
Division without payment of additional fee, and to receive the official journal at no additional charge.

**Retired Member** status shall be granted, upon request, to a Member who has retired. In this connection, "retirement" shall be defined by the Board. A Retired Member shall have the right to vote, to hold any Association or Chapter elective office or appointive position, to affiliate with one Chapter and one Division without payment of additional fee, and to receive the official journal at no additional charge. A Member who has 45 years of uninterrupted Association membership shall be designated Forty-five Year Honoree status. Basic membership dues will be waived for members holding this distinction. Forty-five Year honorees have the same membership rights as other Retired Members.

**Organizational Member** status shall be granted to a firm, organization, or individual desiring to support the objectives and programs of the Association. Up to four employees of the organization may access member benefits. Organizational Members shall have the right to affiliate with one Chapter and one Division without payment of additional fee, and to receive the official journal at no additional charge. Other benefits of this membership category shall be determined by the Board.

SLA Chapters exist only as a part of the single corporate entity, Special Libraries Association, Inc. and are organized pursuant to Articles X and XI of the Bylaws. There is no separate incorporation of SLA Chapters and all are funded by allotments from the SLA annual dues. SLA, its members, and its Chapters can be roughly analogized to a for-profit corporation, its shareholders and branch offices. Numerous not-for-profit corporations are organized in this way, including other major library Associations.

**Association Meetings**
SLA meetings, including Chapter and Association meetings, may be attended by any interested party regardless of membership standing. This open attendance policy does not, however, require members to subsidize attendance by non-members. Chapters may charge a reasonable registration fee to help defray the costs of the meeting. Non-members are permitted to attend Association meetings of SLA. The registration fee charged such nonmembers is higher than that charged members.

SLA’s open attendance policy does not mean that non-members can participate in SLA in the same manner as members. Obvious examples include the fact that non-members may not vote and may not hold Association office.

The SLA Board of Directors and Chapter Cabinets are not required to open their sessions to non-members although, in their discretion, they may do so.

All meetings, whether open to interested parties or restricted in attendance, should have a written agenda. Chapter officers should ensure that summary minutes are prepared of all meetings and that such minutes are accurate and stored in the Chapter’s SLA Connect community after the meeting has concluded.

**Joint and Regional Meetings**
Chapters often participate in joint or regional meetings. Regional, sectional and joint meetings require particular attention to organization and cooperation. The responsible person must be selected on the basis of experience and ability. Where program and arrangements require them, committees should be appointed as soon as possible. If an Association officer is to be invited, arrangements should be coordinated as early as possible. When other professional Associations are involved, it should be made clear that their members are welcome at any separate SLA program.

Initial planning of joint professional meetings normally is undertaken by the officials of the respective groups. Detailed programming is then worked out by specified representatives. Decisions, such as date,
place, publicity, accommodations, registration, financing, etc., must be cleared through each group. Frequently, publication of papers is also considered with distribution and cost taken into account.

Any plan involving a Chapter of the Special Libraries Association must conform to the SLA Practice on Non-Discrimination, which reads:

"I. Practice. It is the practice of the Special Libraries Association not to discriminate, limit membership or participation in any respect by race, creed, color, national origin, age, sex or physical disability.

II. Purpose. To ensure that no individual is denied membership or participation in Association programs because of his/her race, creed, color, national origin, age, sex or physical disability.

III. Practice/Procedure. It is the policy of the Special Libraries Association that membership and participation in the Association and its Chapters are not limited in any respect by race, creed, color, national origin, age, sex or physical disability. In particular, all meetings are conducted so as to assure compliance with this policy. The Association participants in joint meetings only with other organizations having the same policy. The Association is an Equal Opportunity Employer.

IV. Responsibility. The Executive Director is responsible for monitoring the compliance of this policy."
(Approved June 1975)

**Tax Status - Federal**
In 1972, the United States Internal Revenue Service ruled that SLA is an organization meeting the requirements of Section 501(c)(3) of the Internal Revenue Code.

As a Section 501(c)(3) organization, SLA must:

1. Be organized exclusively for charitable, scientific or educational purposes.
2. Be operated exclusively for those purposes.
3. Have no part of the net earnings inure to the benefit of any private individual.
4. Refrain from any substantial lobbying activities.
5. Refrain from participating in political campaign activities.

Corporate gifts and lifetime gifts by individuals to a Section 501(c)(3) organization are, with certain limitations, deductible to the donor for purposes of the U.S. federal income tax. Testamentary bequests are, again with certain limitations, deductible for purposes of the U.S. federal estate tax. There are other advantages. A Section 501(c)(3) organization may qualify for privileged postal rates for mailings relating to the organization's own affairs. In some states, a Section 501(c)(3) organization is exempt from sales tax.

As a general rule, the income of SLA which is related to its tax-exempt purposes is tax exempt. For example, members' dues, interest earned by bank accounts, and income resulting from the sale of SLA publications is tax exempt.

Income from a trade or business which is not substantially related to SLA's tax-exempt purposes is taxed. For example, income generated from the sale or rental of mailing lists (except for exchanging with or renting to another organization exempt under Sections 501(c)(3) or (c)(2)) and advertising income is
Although most of SLA's income is tax exempt, SLA normally does have unrelated income which is taxable. As a result, SLA annually files two returns with the Internal Revenue Service: Form 990 related to non-taxable income and Form 990T relating to taxable income.

To enable SLA to properly prepare these returns, each Chapter must annually furnish certain information including all income generated during the year and expenses incurred in producing the income. New or major changes in programs and services provided by SLA must be reported in Form 990. Accordingly, any Chapter which engages in a previously unreported activity must so inform the Director of Finance at the Association office through the Chapter's Annual Report and Year-End Financial Statement.

SLA considers being recognized as a Section 501(c)(3) organization a valuable privilege. It is the policy of SLA to follow the provisions of the Internal Revenue Code and Regulations regarding the operation of a Section 501(c)(3) organization and not to engage in activities which might jeopardize that status. All questions regarding the Association's tax-exempt status should be referred to the Executive Director.

**Tax Status - State and Provincial**
Each of the fifty states and Canadian provinces has its own tax law and regulations and, accordingly, any question concerning state and provincial taxation must be addressed to the law of the state or province involved.

As a general rule, an organization which is exempt from U.S. federal income tax under Section 501(c)(3) is also exempt from state income taxes. In addition, in some states, local sales and use tax exemptions are available to Section 501(c)(3) organizations. Since SLA is not incorporated in Canada, it cannot apply for tax-exemption from Canadian provinces.

Because it is SLA, and not the individual Chapters, which is responsible for compliance with state tax laws, responsibility for dealing with state tax authorities is that of the Director of Finance. Individual members or Chapter officers are not allowed to deal with state tax authorities. Any question concerning state taxation of SLA Chapters should be directed to the Director of Finance.

Over the years, the Director of Finance working with legal counsel, has conducted extensive research and made numerous inquiries regarding the availability of sales and use tax exemptions for SLA Chapters. As indicated above, the rules vary from state to state. Some states grant no exemption to any organization; some states grant exemptions only to particular types of charitable organizations such as religious organizations; and, in a few states, an exemption is available to an organization such as SLA. A consideration to be kept in mind is that the paperwork costs associated with obtaining and maintaining a sales tax exemption may equal or exceed the limited savings which may be realized by a sales tax exemption. Again, if there is any question as to whether a sales tax exemption is available in a particular state, inquiries should be directed to the Director of Finance.

**Political and Legislative Action**
SLA, as a 501(c)(3) educational institution, is restricted in the amount of lobbying it can do. Although IRS rules in this area are not as restrictive as they have been in the past, they are always open to interpretation. It is therefore critical that all legislative endeavors be channeled centrally through the SLA President or Executive Director, both of whom, under SLA policy, are the only individuals who can officially speak on behalf of the Association. In essence, if the Board of Directors has not taken a position on a particular issue, it is imperative that either the President or Executive Director be consulted.

However, if comments or statements are based on Board-approved issues, discuss them with the
Association staff for clarification. This also enables Association staff to be aware of Chapter activities.

A Section 501(c)(3) organization may not participate directly or indirectly, in any campaign for any public office - federal, state or local. Thus, SLA may not endorse any candidate, make any contribution to a candidate or have its members work in any candidate's campaign. This requirement also prevents SLA from having a Political Action Committee (PAC).

A Section 501(c)(3) organization may, to a limited extent, attempt to influence legislation. The specific language of the statute is that "no substantial part of the activities" of the organization may consist of "carrying on propaganda, or otherwise attempting to influence legislation." Examples of attempts to influence legislation include attempts to influence the general public to vote in a particular way, often called "grassroots" lobbying, and direct lobbying by communicating with a member or employee of a legislative body. Also included would be any effort by SLA to encourage its members to lobby.

The following would ordinarily not be considered activities endeavoring to influence legislation: making available the results of nonpartisan analysis or research; appearances before a legislative committee at the request of that committee; and communications between SLA and its members regarding legislation of interest to members as long as the communication does not encourage the members to endeavor to influence the same.

As is indicated above, a Section 501(c)(3) organization is not absolutely prohibited from endeavoring to influence legislation - the requirement is that such activities may not become a "substantial part" of the Association's activities. The U.S. Internal Revenue Code does not define what is meant by "substantial." The policy of SLA is that no more that 5% of its aggregate activities (not its income or expenditures) may be of such character.

Because SLA is so large and so geographically diverse, it is not feasible for each member or Chapter to independently determine when efforts to influence legislation are to be undertaken. In January 1980, the Board of Directors approved a government relations practice statement and instructed the Executive Director to establish and conduct a government information program to carry out the statement.

Obviously, none of the foregoing affects the right of any member, acting as an individual and not as a member of SLA, to engage in whatever political or legislative activity he or she may consider appropriate.

**Member Liability**

One of the characteristics of a corporation is limited liability; that is, the members of the corporations are not personally liable for the debts, liabilities or obligations of the corporation. SLA is a corporation with its principal place of business in Virginia. Since it is incorporated in New York, it is covered by that state’s liability law.

New York Not-For-Profit Corporation Law Section 517(a) specifically states that "the members of a corporation shall not be personally liable for the debts, liabilities or obligations of the corporations."

As a general rule, directors and officers of SLA will incur no personal liability as a result of their carrying out their duties as long as they do so in good faith and with ordinary diligence, care and skill.

Section 717(a) of the New York Not-For-Profit Corporation law states, in part:

"(a) Directors and officers shall discharge the duties of their respective positions in good faith and with that degree of diligence, care and skill which ordinarily prudent men would
exercise under similar circumstances in like positions."

Under certain circumstances, a director or officer can incur personal liability. For example, a director or officer can be personally liable for gross negligence or for defrauding the Association.

Under Section 719 of the New York Not-For-Profit Corporation Law, a director who votes for certain actions can be personally liable - for example, voting to distribute the Association's properties to members other than as permitted by law; and, voting to make a loan to a director or officer. The law permits an action to be brought against a director or officer to compel an accounting for the mismanagement, loss or waste of corporate assets.

**Association Liability**

SLA is legally responsible for its contracts and can sue or be sued in the same manner as any corporation, whether for-profit or not-for-profit.

A normal business contract made by the SLA President or Executive Director will be binding on SLA. Because SLA is a single corporate entity, obligations of the Chapters are obligations of SLA. Accordingly, a normal business contract made by a Chapter chairperson will also be binding on SLA and not just on the individual Chapter.

Most contracts made by Chapter Presidents involve routine matters such as meeting arrangements and the amounts involved are relatively small. There have been occasions in the past, however, when Chapters, with more enthusiasm than prudence, have entered into contracts involving significant sums of money.

The "Extra-Association Relations Policy" which was adopted by the Board of Directors on June 9, 1973 addresses this problem. It states:

"An agreement, contract, or obligation entered into by an Association Chapter requires advance approval by the Association Board of Directors if liability exceeds the Chapter's available or budgeted funds."

In addition to the foregoing, it is the policy of the Association that any contract or expense exceeding $5,000US must be approved and signed by Association HQ.

Any questions regarding contracts and their execution should be referred to the executive director. SLA may be liable for the negligent or fraudulent acts of its authorized representatives. Therefore, officers, directors, committee chairpersons, and representatives must exercise "ordinary diligence and care" in performing their responsibilities.

In addition, SLA could be responsible for an obligation incurred by any member who had "apparent authority" to act for SLA even though such individual acted without authority and in violation of SLA's policies and Guidelines. In Hydro level Corp. v. American Society of Mechanical Engineers, 635 F. 2d 118 (2nd Cir. 1980), cert. den., 456 U.S. 989 (1981) the American Society of Mechanical Engineers was held liable for the act of two of its members. These members, while acting as volunteer ASME workers, defrauded a third party by deliberately misinterpreting the requirements of one of the ASME codes. The court found ASME liable for the acts of these members because the injured party had no reason to believe the volunteer members' code interpretation was not "regular" and because the volunteers appeared to be acting within the authority given to them by this Society.

Any Chapter President who intends to give authority to a member to act for SLA, should keep the foregoing in mind.
**Inspection of Records**

New York State law requires SLA to keep correct and complete books and records of account and minutes of the proceedings of its members, Board and Executive Committee, and a list of member names, addresses, and their class or classes of membership.

Although the law permits SLA to impose restrictions on the availability of such information, it is SLA policy to make the same generally available to members. Thus, SLA publishes the names and addresses of all members in the membership directory. Meeting minutes of the Board of Directors, the Executive Committee, and the Annual Business Meeting are available for inspection by members with certain exceptions that are determined by the Board of Directors. An example is executive session minutes.

**Antitrust Laws**

In recent years, the U.S. antitrust laws have been the basis for actions against certain trade and professional Associations whose activities allegedly restrained competition. The decisions of the United States Supreme Court which struck down ethical codes of Bar Associations which prohibited advertising are well-known examples. The American Dental Association was subject to a similar suit by the Federal Trade Commission. The American Medical Association has been subjected to an investigation to determine whether it controls the supply of physicians in the United States through accreditation of medical schools and other practices.

The trade and professional Associations which have been subject to these actions are typically Associations of competitors. Because the members of SLA do not compete with each other, it is unlikely that SLA will be subject to an antitrust action such as is described above.

It is worth noting that SLA is essentially an open organization. That is, Association membership is open to any person "who has a serious interest in the objectives of the Association" and there are no restrictions on the general public attending SLA meetings. The antitrust actions described above have been based in part on the fact that the particular Association imposed restrictions on membership, and thereby restrained competition. Obviously, SLA is not subject to such an attack.

Notwithstanding the foregoing, it is conceivable that a particular Chapter may engage in some activity which might be considered to be anticompetitive, thereby violating antitrust laws. Any member who believes that any such activity is taking place should contact the Executive Director. We must add that to the best of our knowledge, no governmental or private entity has ever claimed that SLA has to any extent violated the U.S. antitrust laws.

**Bartering**

For purposes of the U.S. Internal Revenue Code, a barter transaction is in substance the same as a sales transaction. For example, the exchange of a mailing list for advertising space is the essential equivalent of selling the mailing list for the value of the advertising space. The value of the advertising space is considered to be income to SLA. The comments made in the Tax Status section concerning SLA's tax liability for related business income and unrelated business income will equally apply to value received on bartering transaction. An example of barter which would generate related income would be an exchange of SLA publications for something of value. An example involving unrelated income would be the one just given, namely, the exchange of a mailing list for something of value, except when this exchange is with another organization exempt under Section 501(c)(3) or (c)(2). The sporadic and occasional bartering transaction of whatever character arguably does not constitute business income of any kind. In all events, every barter exchange transaction by any Chapter should be reported, in writing, to the Director of Finance at the Association office.
**Association Reserve Funds**

Every Association needs the economic security of a reserve fund. Unforeseen demands or loss of income may necessitate the use of funds which are not currently available in the budget. The purpose of a reserve is financial stability - to support the Association through an emergency situation. Accordingly, the reserves maintained by SLA and by its Chapters should not be used to finance day-to-day operations or activities. An ideal reserve fund would be equal to the regular budget for one year. On June 5-6, 1992 the Board of Directors approved a recommendation regarding Chapter investment policy that permits funds to be deposited **only** in principal-protected and insured investment instruments (e.g. checking accounts, passbook savings accounts, CD's and T-bills) or in the Association Pooled Fund Account.

There is no tax on accumulated earnings of a Section 501(c)(3) Organization and accordingly, such reserves and any income generated by the same are tax exempt.

**APPENDIX C. Leadership Tools**

The Special Libraries Association has established Policies and Practices for various topics related to the Association and its operations. Some of the Policies and Practices were established for various program areas in the Association. These Policies and Practices are to serve as informational purposes for SLA Staff, SLA Board of Directors and SLA Association Chapters. The Policies and Practices are reviewed periodically to ensure that they are still current. If at anytime you have questions or comments, please do not hesitate to contact the SLA department of Member Engagement at membership@sla.org.

Chapter Leadership Information: [https://www.sla.org/governance/chapters/](https://www.sla.org/governance/chapters/)

**Robert’s Rules of Order**

In 1876 General Henry M. Robert set out to bring the rules of the American Congress to members of ordinary societies with the publication of *Pocket Manual of Rules of Order*. It sold half a million copies before this revision of 1915 and made Robert’s name synonymous with the orderly rule of reason in deliberative societies. SLA meetings are commonly run utilizing *Robert’s Rules, Newly Revised*, 10th Edition. For full-text of this Manual see: [http://www.bartleby.com/176](http://www.bartleby.com/176)

**Chapter Annual Reports**

Past Chapter annual reports can be accessed at the bottom of the [Unit Annual Reporting](https://www.sla.org/governance/chapters/) page.