

Bylaws

Law Libraries Association of Alabama

Draft Version Approved by LLAA on November 11, 2012

Draft Version Submitted to AALL on November 20, 2019

Approved by LLAA on June 12, 2020

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This table of contents is not an official part of the bylaws, but included as a finding aid.

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Name and Purpose

- 1 **1. Association name.** The name of this organization shall be Law Libraries Association of Alabama (herein-
- 2 after referred to as the association), a chapter of the American Association of Law Libraries (hereinafter referred
- 3 to as AALL).
- 4
- 5 **2. Affiliation.** The association is an affiliate of AALL, a non-profit educational society under Section
- 6 501(c)(3) of the Internal Revenue Code of 1986. AALL and its affiliates, including the association, are not

7 organized for profit, and no part of their net earnings shall benefit any member or private individual, except for
8 payment of reasonable compensation for services rendered.

9
10 **3. Governance and management.** The association shall be governed and managed by a board of directors
11 (BOD) elected by the membership. The BOD shall set policies within the limits prescribed by these bylaws.
12

13 **4. Purpose.** The association is organized exclusively for educational and scientific purposes within the mean-
14 ing of Section 501(c)(3) of the Internal Revenue code of 1986, as amended, and may make expenditures for one
15 or more of these purposes. Without limiting or expanding the foregoing, the associations's specific purposes
16 shall be to—

- 17
- 18 a. Promote the profession of law librarianship.
- 19
- 20 b. Enhance the role of law librarians in the legal and library professions.
- 21
- 22 c. Assist in the further professional education of law librarians.
- 23
- 24 d. Establish a continuing relationship between law librarians and the legal entities in the State of
25 Alabama.
- 26
- 27 e. Foster a spirit of cooperation among members of the profession.
28

29 **5. Equal opportunity.** The association offers equal opportunity to all eligible members, regardless of race,
30 color, creed, religion, national origin, age, gender, sexual orientation, marital status, political affiliation, veteran
31 status, physical disability, or mental impairment.
32

33 **6. Political activities.** The association shall not devote more than an insubstantial part of its activities to
34 attempting to influence legislation by propaganda or otherwise, and shall not advocate or campaign for
35 legislation or defeat of proposed legislation. The association shall not directly or indirectly participate in any
36 political campaign on behalf of or in opposition to any candidate for public office. This prohibition against
37 participating in a political campaign shall include the publishing or distribution of statements for or against
38 candidates.
39

40 41 **Membership**

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43 **11. Classes of membership:** The membership of the association shall consist of the following classes of
44 members: individual, institutional, associate, student, retired, and honorary.
45

46 **12. Individual members.** Upon payment of the annual dues, the following persons may become individual
47 members of the association:
48

- 49 a. Any person connected with a law library.
- 50
- 51 b. Any person with past law library experience.
- 52
- 53 c. Any person connected with a library, working as a consulting librarian, or interested in law librarian-
54 ship.
55

56 Individual members shall have the right to vote, to hold office, to serve on committees, and to receive the
57 publications of the association.
58

59 **13. Institutional members.** Any law library may become an institutional member upon payment of annual
60 dues. Persons designated under an institutional membership shall be in all respects the equivalent of individual
61 members. Institutional members shall have the right to vote, to hold office, to serve on committees, and to
62 receive the publications of the association.

63 **14. Student Members.** A student member shall be either an individual who is enrolled in a library school or
64 a law school. Student members shall have the right to vote, to serve on committees, and to receive the publi-
65 cations of the association.
66

67 **15. Associate Members.** A person not directly connected with a law library may become an associate member
68 of this association with the approval of the BOD and upon payment of annual dues. Associate members shall
69 have the right to vote, to hold office, to serve on committees, and to receive the publications of the association.
70

71 **16. Retired Members.** Any person who meets one of the following requirements shall become a retired
72 member upon payment of annual dues: (a) retired from library work or (b) was an individual or designated
73 institutional member for a total of more than 10 consecutive years in the association. Retired members shall
74 have the right to vote, to hold office, to serve on committees, and to receive the publications of the association.
75

76 **17. Honorary Members.** Any person not already a member of the association shall become an honorary
77 member if nominated in writing by at least two association members, endorsed by a two-thirds vote of the BOD,
78 and elected by majority vote at the business session of regular association meeting, provided that no more than
79 two people may be made honorary members in any one fiscal year. Honorary members shall have the right to
80 receive the publications of the association. Honorary members shall not be required to pay dues.
81

82 **18. Application for Membership.** Requests for membership shall be made to the treasurer of the association,
83 who shall send the prospective member a copy of the membership information form. This form shall be returned
84 to the treasurer. Provided that the applicant meets the requirements for membership as set forth in sections 11
85 through 16 of these bylaws, he or she shall be admitted as a member of the association upon payment of dues.
86 Denial of membership status may be appealed to the BOD.
87

88 **19. Dues.** Dues for each class of membership shall be determined by the BOD subject to approval by the
89 majority of the members present and voting at any regular association meeting, provided that a written notice
90 and an explanation of the proposed dues change shall have been mailed to the members at least 14 days in
91 advance of the meeting. These dues shall be nonrefundable. New members shall be requested to pay their initial
92 dues within 14 days from the date of receipt of written notification of acceptance into the association; those
93 failing to pay dues within one month after notification of acceptance shall have their membership suspended
94 automatically.
95

96 Annual dues shall be payable on July 1 of each year. Failure to pay annual dues shall result in automatic suspen-
97 sion of membership. Association membership is not transferable.
98

99 **20. Suspension or termination of membership.** If a member fails to pay his or her dues, he or she is auto-
100 matically suspended from membership. In addition, the BOD may, by a two-thirds vote of those present and
101 voting, suspend or terminate the membership of any individual for non-payment of monies owed the association,
102 or for actions or behavior in violation of these bylaws or deemed detrimental to the best interests of the associ-
103 ation.
104

105 **21. Procedure.** If the BOD initiates suspension or termination of membership, the following procedures apply:
106

107 a. Suspension or termination of membership shall be considered at a meeting of the BOD. Written notice
108 of and rationale for the proposed suspension or termination shall be mailed to BOD members and the
109 member concerned at least 30 days before the meeting.
110

111 b. Any motion for suspension or termination must be made by an elected BOD member, based on
112 personal knowledge, official association records, or a statement signed by at least two association
113 members in good standing.
114

115 c. Before the vote on suspension or termination, the member shall have an opportunity to be heard by
116 the BOD.
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119 **Board of Directors (BOD)**

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31. Duties and responsibilities. The management of the affairs of the association shall be vested in the BOD. The BOD shall carry out the objectives and purposes of the association, and to this end it may exercise all powers of the association in accordance with the laws of the United States and the state of Alabama, these bylaws, and any rules or requirements of AALL. The duties of the BOD shall include establishing standard operating procedures (SOPs) for the association; approving the strategic plan, the annual plan, and the budget; authorizing new committees of the association; and performing all other functions as appropriate for the BOD.

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32. Membership of BOD.

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33. Qualifications. Persons seeking to serve on the BOD must be association members in good standing. No person shall be elected treasurer who has not been an active member for at least 1 year before the date of the election.

34. Terms.

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- a. For vice president, president, and past president: A person elected to this office shall serve a 3-year term: the first year as vice president, the second year as president, and the third year as past president.
- b. The secretary and treasurer shall each serve a term of 1 year.
- c. The BOD members at large shall each serve a term of 2 years. They shall serve staggered terms, with one at-large BOD member being elected each year.

175 d. Terms shall begin at 12:01 a.m. on July 1 of each year; terms shall end at 12 midnight on June 30 of
176 each year, except in those cases where a successor has not been elected, in which case the current
177 officer shall remain in office until a successor is elected.
178

179 **35. Procedure.**

181 a. A majority of members of the BOD shall constitute a quorum at any BOD meeting. If a quorum shall
182 not be present, those members present may adjourn from time to time until a quorum is present.
183

184 b. The act of the majority of BOD members present at a meeting where a quorum is present shall be the
185 act of the BOD unless a greater proportion is required by law or by these bylaws.
186

187 c. BOD members shall not cast proxy votes for absent BOD members.
188

189 **36. Meetings.** The date, time, and place of such BOD meetings shall be announced at least 14 days before
190 such meetings and shall be posted on the chapter's web site. Without notice, the BOD may hold emergency
191 meetings if the president acting alone or the BOD acting collectively shall find it necessary.
192

193 a. The BOD may make decisions by email provided that the decision to adopt a policy, pursue a course
194 of action, or make an expenditure is made unanimously. The BOD shall establish an SOP for making
195 decisions by email.
196

197 b. One or more members of the BOD may participate in a BOD meeting by telephone or similar equip-
198 ment that allows all BOD members to hear each other at the same time. Participation by telephone
199 shall constitute presence of the BOD member at such a meeting.
200

201 c. If a person to be removed from membership on the BOD or from membership in the association shall
202 desire to be heard by the BOD before it votes on removal, the BOD cannot vote by email or by tele-
203 phone. Members of the BOD may participate by telephone in such a meeting, but only the members
204 of BOD physically present shall be counted for purposes of making the decision about removal.
205

206 **37. Grounds for removal.** The following may be grounds for removal of a member of the BOD:
207

208 a. Failure to attend at least 60 percent of regularly scheduled BOD meetings during any 1-year period,
209 regardless of whether these absences are caused by employment conflicts, work schedules, illness, or
210 unwillingness to serve.
211

212 b. Three consecutive absences from any BOD meetings, regardless of whether they are regularly sche-
213 duled BOD meetings or called BOD meetings, without providing notification of the inability to attend.
214

215 c. Disloyalty, unbecoming conduct, or dereliction of duties.
216

217 **38. Suspension or removal.**

218
219 a. By a two-thirds vote of the full BOD, the BOD may, suspend or terminate a member of the BOD for
220 actions or behavior in violation of these bylaws, or which are deemed detrimental to the best interests
221 of the association.
222

223 b. Suspension or termination of BOD members shall only be considered at a BOD meeting. Written
224 notice of and rationale for the proposed suspension or termination shall be mailed to BOD members
225 and the individual concerned at least 14 days before the meeting.
226

227 c. Any motion for suspension or termination must be made by a BOD member and be based on personal
228 knowledge, official association records, or statement signed by at least two association members in
229 good standing.
230

231 d. Before the vote on suspension or termination, the BOD member shall have an opportunity to be heard
232 by the BOD.
233

234 **39. Vacancies.**
235

236 a. When a vacancy occurs for a BOD position, the president shall, with the approval of the majority of
237 the BOD, appoint a replacement from among association members in good standing to serve the
238 remainder of the term, except in the case of a vacancy in the office of president, vice president, or past
239 president.
240

241 b. If the office of president shall become vacant, the vice president shall assume the position and its
242 responsibilities and shall serve the remainder of the president's term, as well as the 1-year term as
243 president that he or she would have served if the president's office had not been vacated.
244

245 c. If the office of vice president shall become vacant, a replacement vice president shall be elected at the
246 next regular or special association meeting and the person elected shall serve the remainder of the vice
247 president's term and then serve as president and past president as provided by these bylaws.
248

249 d. If the office of past president shall become vacant, no replacement shall be appointed. If both the
250 offices of president and vice president shall become vacant simultaneously, the past president shall
251 convene the BOD to select a member of that body to serve as interim president until the next regular
252 or special association meeting, at which time a replacement president and vice president shall be
253 elected. Approval of an interim president shall require a majority vote of the BOD.
254

255
256 **Election of BOD Members**
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258 **41. Formation of nominating committee.** By no later than April 30 of each year, the vice president shall form
259 a Nominating Committee with the approval of the BOD. The Nominating Committee shall include the vice
260 president and two members in good standing not currently serving in elected positions and who shall not be
261 candidates for election to the BOD at the upcoming election.
262

263 **42. Deadline for slate:** By May 1, the Nominating Committee shall present a slate of candidates for the
264 following offices: vice president, secretary, treasurer, and BOD member at large.
265

266 **43. Date of election:** The officers for the upcoming year shall be elected at the spring regular association
267 meeting. BOD members shall be elected by a majority of association members present and voting at such
268 meeting.
269

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271 **Financial Regulation**
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273 **51. Financial review.** A financial review shall be conducted annually, and more frequently if circumstances
274 dictate, by the Financial Review Committee, with findings reported to the BOD.
275

276 **52. Publication of financial reviews and audits.** Results of the financial reviews and audits shall be
277 published on the association's web site no later than 90 days after being completed.
278

279 **53. Financial Review Committee.** The Financial Review Committee shall consist of the past president and
280 two association members in good standing who have not served as a BOD member for at least 2 years. The
281 treasurer shall not serve as a member of the Financial Review Committee, but shall provide the committee or
282 an independent auditor any and all records necessary to complete a review of association finances. If the office
283 of past president shall be vacant, the president shall appoint a chair of the Financial Review Committee with
284 the approval of the BOD.
285

286 **54. Fiscal year.** The fiscal year of the association shall begin on January 1 and end on December 31 of each
287 year.
288

289 **55. Authorized expenditures.** The BOD shall pay the membership dues of the president for membership in
290 AALL. The BOD is authorized (but not required) to advance or reimburse the cost of travel, fees, and other
291 expenses of the president to attend the AALL annual conference. In addition, the BOD is also authorized (but
292 not required) to advance or reimburse the cost of travel, fees, and other expenses for an association officer
293 (other than the president) to attend the AALL annual leadership training program.
294

295 **56. Records for travel and other expenses.** The BOD shall adopt an SOP and forms for accounting for the
296 payment of expenses authorized in section 55. Funds shall neither be advanced nor reimbursed without com-
297 pliance with such an SOP.
298

300 **Committees**

301
302 **61. Standing committees:** The following are the standing committees of the association: Program Committee,
303 Nominating Committee, and Financial Review Committee.
304

305 **62. Program Committee.** The Program Committee shall be chaired by the vice president and shall arrange
306 for and determine programs for meetings of the association. Neither the president nor the BOD shall have to
307 approve the programs, but the BOD shall retain control of the agenda for such meetings and may make changes
308 to the program.
309

310 **63. Additional committees.** Other than the committees established by these bylaws or by the association at
311 a regular or special association meeting, the BOD may establish and disband committees. At a regular or spe-
312 cial association meeting, the members of the association may establish any committee for a specific purpose and
313 require its report be made at any business meeting of the association. Otherwise, committees are subject to the
314 oversight and direction of the BOD.
315

316 **64. President appoints members.** The president shall appoint members of committees, who shall serve terms
317 co-terminal with that of the president. The BOD shall approve the chair of each committee except as otherwise
318 indicated by these bylaws.
319

320 **65.** The president shall be an ex officio member of every committee except the Nominating Committee.
321

322 **66.** No committee shall incur expenses on behalf of the association, except as authorized by the BOD.
323
324

325 **Regular Association Meetings**

326
327 **71. Regular association meetings.**
328

329 a. The association shall meet at least twice a year, once in the spring (generally April or May) and once
330 in the fall (generally September or October).
331

332 b. Each of these required meetings shall include a business session.
333

334 c. Regular association meetings do not have to be held at the same time or place.
335

336 d. The BOD shall determine the time and place of each association meeting.
337

338 **72. Meeting announcements.** Before the meeting, the secretary or other person designated by the BOD must
339 notify all members in good standing of the date, time, and place of the association meeting. This notification
340 shall be in writing and shall be mailed to members in good standing at least 14 days before the meeting. The
341 meeting may also be announced by email and by posting on the association's web site.

342 **73. Quorum.** A quorum for conducting business at a regular association meeting shall be 10 percent of the
343 members in good standing. Members shall not be able to vote by proxy.
344

345 **Special Association Meetings**

346
347
348 **81. How called.** Special meetings of the association may be called by the president, the BOD, or a petition
349 signed by at least 10 percent of association members in good standing. In the case of a petition calling for a
350 special meeting, the BOD shall set the date, time, and place of such a meeting, but that date shall be no later
351 than 40 days after receipt of the petition.
352

353 **82. Limitations.** Business at a special meeting shall be limited solely to the topic specified in the petition for
354 a special meeting.
355

356 **83. Notification.** Before the meeting, the secretary or other person designated by the BOD shall notify all
357 members in good standing of the date, time, and place of the special meeting. This notification shall be in
358 writing, shall state the purpose of the special meeting, and shall be mailed to members in good standing at least
359 10 days before the meeting.
360

361 **84. Quorum.** A quorum for conducting business at a special association meeting shall be 15 percent of the
362 members in good standing. Members shall not be able to vote by proxy.
363

364 **85. Presiding officer.** The president shall preside at a special association meeting, unless the president has
365 a conflict of interest over the reason such a meeting has been called. If the president is unable to preside be-
366 cause of a conflict of interest, the vice president shall preside.
367

368 **Amendment and Modification of These Bylaws**

369
370
371 **91. How initiated.** Amendments to these bylaws may only be initiated by the BOD or by a petition signed by
372 at least 10 percent of association members in good standing.
373

374 **92. Vote required for approval.** Amendments to these bylaws shall first be submitted to the AALL Bylaws
375 Committee for approval. After the AALL Bylaws Committee has approved the amendments, the association
376 may approve the amendments by either of the following methods:
377

378 a. By unanimous written consent of all BOD members. A change in the bylaws initiated by this process
379 shall become effective when all BOD members have signed the document providing for a change in
380 the bylaws, unless the document itself shall indicate a different date for when the change becomes
381 effective.
382

383 b. By a two-thirds vote of association members in good standing, present and voting, at a duly called
384 regular or special association meeting.
385

386 **93. Notification of adopted amendments.** The BOD shall notify all members in good standing of any changes
387 made to the bylaws by posting them on the association's web site.
388

389 **Dissolution of Association and Liquidation of Assets**

390
391
392 **101.** The association may be dissolved by a vote of two-thirds of association members in good standing present
393 and voting at a special association meeting called for this purpose. Upon dissolution of the association and after
394 all of its obligations have been satisfied, all of the association's remaining assets shall be transferred to the
395 AALL. At the point of dissolution, if the AALL no longer exists or does not want the assets, the association's
396 remaining assets shall be transferred to (a) the State Law Library maintained by the Alabama Supreme Court
397 or (2) to the Alabama Supreme Court for disposition.

398
399
Parliamentary Procedure

400 **111.** Except as provided by Alabama law, the rules of AALL, or these bylaws, the rules contained in the latest
401 edition of *Sturgis Standard Code of Parliamentary Procedure* shall govern the association.

402
403 **112.** No motion to elect the slate of officers proposed by the Nominating Committee shall be in order until the
404 chair has confirmed that no one intends to make nominations for any of the offices from the floor.

405
406 **113.** Upon vote of the members present and voting, a business meetings of the association may be held as a
407 committee of the whole. When the association meets as a committee of the whole, the normal parliamentary
408 rule that only one motion, subject, or proposal shall be on the floor at one time shall be suspended so that
409 members may discuss any problem, issue, and potential solutions without the requirement that a motion be
410 made. However, the committee of the whole can take no official action and the business meeting must return
411 to regular business to recognize motions and take votes on a course of action.

412
413
Posting of Bylaws

414
415
416 **121.** These bylaws and the SOPs adopted pursuant to these bylaws shall be posted on the association’s web
417 site or otherwise provided in writing to any member in good standing who shall request a copy.

418
419
Effective Date

420
421
422 **131.** These bylaws shall become effective only after both the AALL Bylaws Committee shall approve them
423 and the members of association shall approve them at a regular or special association meeting.

424
425 **132.** When the requirements of section 131 have been met, the current constitution and bylaws (with revisions
426 adopted on May 2, 1997) shall be replaced with these bylaws.

427
428
429
430 **Special note:** On December 20, 2019, John Hightower, chair of the LLAA Bylaws Committee, received a
431 message from Joyce Manna Janto that this draft of our bylaws was approved by the AALL Bylaws and Reso-
432 lutions Committee. Her contact information is as follows:

433
434 Joyce Manna Janto
435 Deputy Director of the Law Library
436 University of Richmond School of Law
437 203 Richmond Way
438 Richmond, VA 23173
439 jjanto@richmond.edu
440 804-289-8223

441
442 These bylaws were approved at the spring meeting of LLAA on June 12, 2020.

443
444 END OF DOCUMENT.