



# The Colorado Association of Libraries Bylaws

Colorado Association of Libraries  
12011 Tejon Street, Ste 700  
Westminster, CO 80234

Updated March 16, 2017

Contents

ARTICLE I – NAME ..... 5

ARTICLE II – PURPOSE ..... 5

ARTICLE III - MEMBERSHIP ..... 5

    Section 1. Application ..... 5

    Section 2. Non-discrimination ..... 5

    Section 3. Associate Members ..... 5

    Section 4. Privileges ..... 5

ARTICLE IV - DUES ..... 5

    Section 1. Adoption ..... 5

    Section 2. Payment ..... 5

ARTICLE V - MEETINGS ..... 5

    Section 1. Official Calendar ..... 5

    Section 2. Annual Business Meeting ..... 5

    Section 3. Special Meetings ..... 6

    Section 4. Notice ..... 6

    Section 5. Voting ..... 6

    Section 6. Quorum ..... 6

    Section 7. Registration Fee ..... 6

ARTICLE VI - EXECUTIVE BOARD ..... 6

    Section 1. Powers ..... 6

    Section 2. Officers and Board Members ..... 6

    Section 3. Meetings ..... 7

    Section 4. Quorum ..... 7

    Section 5. Absence ..... 7

    Section 6. Resignation ..... 7

    Section 7. Removal ..... 7

    Section 8. Vacancies ..... 7

    Section 9. Policies and Procedures Manual ..... 7

    Section 10. Staff ..... 7

ARTICLE VII - REPRESENTATIVES ..... 7

    Section 1. Elected Representatives ..... 7

    Section 2. Eligibility ..... 7

    Section 3. Removal ..... 8

    Section 4. Vacancies ..... 8

ARTICLE VIII - NOMINATION OF EXECUTIVE BOARD MEMBERS AT-LARGE AND ASSOCIATION REPRESENTATIVES ..... 8

    Section 1. Candidates ..... 8

    Section 2. Consent ..... 8

    Section 3. Slate of Candidates ..... 8

    Section 4. Nomination by Petition..... 8

ARTICLE IX - ELECTIONS ..... 8

    Section 1. Annual Ballot..... 8

    Section 2. Elections..... 8

    Section 3. Report ..... 8

    Section 4. Tie votes..... 9

ARTICLE X - FISCAL AFFAIRS ..... 9

    Section 1. Fiscal Year ..... 9

    Section 2. Annual Budget ..... 9

    Section 3. Authorization of Funds ..... 9

    Section 4. Management of Funds..... 9

    Section 5. Audit ..... 9

ARTICLE XI - COMMITTEES..... 9

    Section 1. Purpose ..... 9

    Section 2. Establishment ..... 9

    Section 3. Membership..... 9

    Section 4. Dissolution ..... 9

    Section 5. Report ..... 9

ARTICLE XII - ASSOCIATIONS..... 9

    Section 1. Purpose ..... 9

    Section 2. Establishment ..... 10

    Section 3. Membership..... 10

    Section 4. Organization ..... 10

    Section 5. Meetings ..... 10

    Section 6. Affiliations..... 10

    Section 7. Dissolution ..... 10

    Section 8. Report ..... 10

ARTICLE XIII - DIVISIONS ..... 10

    Section 1. Purpose ..... 10

    Section 2. Establishment ..... 10

    Section 3. Membership..... 10

    Section 4. Organization ..... 10

Section 5. Meetings .....	10
Section 6. Affiliations.....	11
Section 7. Dissolution .....	11
Section 8. Report .....	11
ARTICLE XIV - INTEREST GROUPS.....	11
Section 1. Purpose .....	11
Section 2. Establishment .....	11
Section 3. Membership.....	11
Section 4. Dissolution .....	11
Section 5. Reports.....	11
ARTICLE XV - COMMUNICATIONS .....	11
Section 1. Publications.....	11
Section 2. Logo .....	11
Section 3. Webpages .....	11
ARTICLE XVI - AFFILIATION WITH OTHER ORGANIZATIONS .....	12
Section 1. Process .....	12
Section 2. Representatives .....	12
ARTICLE XVII - RECORDS .....	12
ARTICLE XVIII - PARLIAMENTARY AUTHORITY .....	12
ARTICLE XIX - INDEMNIFICATION .....	12
ARTICLE XX - DISSOLUTION.....	12
ARTICLE XXI - AMENDMENTS/REVISIONS.....	12

## ARTICLE I – NAME

The name of this organization shall be The Colorado Association of Libraries (CAL).

## ARTICLE II – PURPOSE

The purposes of CAL are to improve library services to the people of Colorado, to foster professional development of its members, and to encourage the effective utilization of information literacy in all libraries.

## ARTICLE III - MEMBERSHIP

### Section 1. Application

Any person or organization who supports the purposes of CAL may, upon payment of dues, become a member.

### Section 2. Non-discrimination

The Colorado Association of Libraries is open to all people and shall not discriminate in employment, membership or participation in sponsored activities on the basis of race, religion or creed, ethnicity, national origin, age, gender, gender identity or expression, sexual orientation, veteran status, or intellectual and developmental disabilities.

### Section 3. Associate Members

Any other library organization may become an Associate Member by written agreement with the Executive Board.

### Section 4. Privileges

Only individual CAL members are eligible to vote and hold elected office.

Members shall receive publications and services in accordance with the Policies and Procedures Manual adopted by the Executive Board.

Only members in good standing are eligible to participate in CAL's Committees, Associations, Divisions and Interest Groups.

## ARTICLE IV - DUES

### Section 1. Adoption

The Executive Board shall determine dues.

### Section 2. Payment

The membership year is twelve months following the date a member pays annual dues. The membership renewal date is static based on initial month of joining. Failure to pay annual dues within 2 months of the anniversary date shall constitute forfeiture of membership, which may be reinstated upon payment of dues.

## ARTICLE V - MEETINGS

### Section 1. Official Calendar

The Business Manager shall maintain the official calendar.

### Section 2. Annual Business Meeting

The Executive Board shall determine the place and time of the annual business meeting.

### Section 3. Special Meetings

The President may call special meetings of the membership with the approval of the Executive Board, or by written petition signed by one-twentieth of the members eligible to vote at such meetings.

### Section 4. Notice

The Business Manager shall inform each member of any meeting at least ten days in advance.

### Section 5. Voting

Procedures for voting shall be established by the Executive Board in order to conduct necessary business between annual business meetings, or in lieu of a quorum.

### Section 6. Quorum

Ten percent of the individual members shall constitute a quorum at any meeting.

### Section 7. Registration Fee

The Executive Board shall set fees for all meetings, conferences, and other events.

## ARTICLE VI - EXECUTIVE BOARD

### Section 1. Powers

The property, affairs, activities, and concerns of CAL shall be vested in the Executive Board.

### Section 2. Officers and Board Members

The Executive Board consists of one member selected by and from each of the Associations and one member selected by and from each of the Divisions. The President-Elect shall commit to three (3) years, year 1 serving as President-Elect, year 2 as President, and year 3 as Past President. The Treasurer shall serve a three (3) year term. The Secretary shall serve a two (2) year term. Association Presidents and Division chairs shall serve one (1) year terms on the Executive Board. No individual may hold two voting positions.

The voting officers shall be President, President-Elect, Past-President, Secretary, and Treasurer. Other voting members include the Presidents of the Associations and Divisions, and the Chair of the Conference Planning Committee.

All Executive Board Members must be legal residents of the United States, Colorado residents, and individual members in good standing.

The Board shall assume their duties on the first day of the calendar year.

The President shall preside at all meetings of CAL and the Executive Board and shall be an ex-officio member, with the right to vote, of all committees except the Nominating Committee.

The President-Elect shall perform the duties of President during the absence of the President.

The Secretary shall be responsible for the current records of CAL.

The Treasurer shall be the chief fiduciary officer and shall serve as the financial advisor and representative on all committees concerned with the financial structure and programs. The Treasurer shall submit financial statements and reports as required by the Executive Board.

Board members may designate a proxy to represent them, with voting powers on established written agenda items, at Executive Board meetings. Written or email notification of said proxy must be received by the President at least 24 hours prior to an Executive Board meeting. In the case of the President, similar notification must be given to the President-Elect.

### Section 3. Meetings

The President shall call a minimum of four meetings per year. A majority of the Executive Board may call a special meeting. Between meetings, a vote by email, conference call or other means may be taken by the President, in accordance with procedures established by the Executive Board, and shall be recorded in the minutes of the next meeting.

### Section 4. Quorum

A quorum is a simple majority of voting Board members.

### Section 5. Absence

If a member is absent for more than two meetings in one year without good cause, a majority of the Executive Board may declare that person's position vacant.

### Section 6. Resignation

Any board member may resign by giving written notice to the President.

### Section 7. Removal

Any board member may be removed by a majority vote of the Executive Board.

### Section 8. Vacancies

Vacancies from any Association or Division shall be filled by that Association or Division according to its bylaws. The Executive Board shall fill by appointment any at-large vacancy until the next annual election.

### Section 9. Policies and Procedures Manual

The Executive Board shall maintain and follow a Policies and Procedures Manual that identifies the roles and responsibilities of officers and committees, and that documents management procedures. Revisions to the Policies and Procedures Manual shall be approved by a majority vote of the CAL Executive Board.

### Section 10. Staff

The Executive Board shall appoint the office staff and determine its terms of service, compensation, and methods of evaluation.

## ARTICLE VII - REPRESENTATIVES

### Section 1. Elected Representatives

A Councilor to the American Library Association, a Delegate to the American Association of School Librarians, and a Representative to the Mountain Plains Library Association shall be ex-officio non-voting members of the Executive Board. Terms and responsibilities of Elected Representatives shall be in accordance to the CAL Policies and Procedures Manual.

### Section 2. Eligibility

Each elected representative shall be a legal resident of the United States, a resident of Colorado, an individual member of CAL, and an individual member of the organization to which he or she is the representative.

### Section 3. Removal

Any representative may be removed by a majority vote of the Executive Board.

### Section 4. Vacancies

The Executive Board shall fill by appointment any Representative vacancies until the next annual election.

## ARTICLE VIII - NOMINATION OF EXECUTIVE BOARD MEMBERS AT-LARGE AND ASSOCIATION REPRESENTATIVES

### Section 1. Candidates

The Nominating Committee shall name at least one candidate for a vacant Officer position (President-Elect, President, Secretary, and Treasurer).

The Nominating Committee shall name at least one candidate for a vacant position in each Elected Representative position in the year of the expiration of the incumbent's term, or to fill a vacancy.

### Section 2. Consent

The Nominating Committee shall obtain the written consent of each candidate before placing that person's name on the ballot.

### Section 3. Slate of Candidates

The Nominating Committee shall submit its report to the Executive Board no later than 45 days prior to the annual business meeting. The report shall be distributed to the membership no later than 21 days prior to the annual business meeting.

### Section 4. Nomination by Petition

Individual members of CAL may be nominated by petition for any elected office. Petitions must be signed by a minimum of twenty-five individual members of CAL and must be accompanied by the nominee's written consent. The President must receive the petition at least 60 days prior to the annual business meeting in order to be included on the ballot.

## ARTICLE IX - ELECTIONS

### Section 1. Annual Ballot

The ballot for the annual election shall contain the names of CAL candidates for vacant Officer positions and Association representatives. It may also contain the names of candidates for vacant Elected Representative positions, offices of any Association or Division, and any Association issues requiring a vote of the membership.

### Section 2. Elections

Ballots shall be distributed to each individual member in a secure and timely manner. Completed ballots received by the Business Manager prior to the due will be counted.

### Section 3. Report

All ballots shall be counted and reported to the Executive Board in a timely manner. Candidates shall be informed of the results promptly thereafter. The results of the election shall be published in an official publication. A plurality shall elect.



#### Section 4. Tie votes

In the event of a tie, a vote of the eligible membership shall occur at the discretion of CAL's Executive Board.

### ARTICLE X - FISCAL AFFAIRS

#### Section 1. Fiscal Year

The fiscal year shall be the calendar year.

#### Section 2. Annual Budget

CAL shall develop an Annual Budget in keeping with its operational programs and activities.

#### Section 3. Authorization of Funds

No expense shall be incurred on behalf of CAL except upon authorization of the Executive Board.

#### Section 4. Management of Funds

The Treasurer shall be responsible for all funds and shall file all necessary reports. CAL shall use its funds only to accomplish the purposes specified in these bylaws. No part of said funds shall inure, or be distributed to the members of CAL.

#### Section 5. Audit

The financial records shall be audited every three years beginning with 2018 records to be audited in 2019.

### ARTICLE XI - COMMITTEES

#### Section 1. Purpose

The purpose of each Committee shall be to carry out the business of CAL and the Executive Board according to each Committee Charge described in the Policies and Procedures Manual.

#### Section 2. Establishment

The Executive Board may establish standing or special committees to perform work for CAL or to advise the Executive Board. Committees may be committees of CAL or of the Executive Board.

#### Section 3. Membership

A Committee may only admit members who are members of CAL.

#### Section 4. Dissolution

Any Committee may be dissolved by action of the Executive Board.

#### Section 5. Report

Each Committee shall submit an annual report to the Executive Board.

### ARTICLE XII - ASSOCIATIONS

#### Section 1. Purpose

The purpose of an Association is to promote library service and librarianship within and for a particular type-of-library or as it relates to a particular type-of-library activity, and to cooperate in the promotion of general and joint enterprises within CAL and with other library groups.

## Section 2. Establishment

A petition to the Executive Board for the establishment of a new Association shall state the purpose of and need for the proposed Association. Petitions shall be signed by at least seventy- five members. Upon acceptance by the Executive Board, the establishment of a new Association shall be approved by two-thirds of the membership voting in the annual election.

## Section 3. Membership

Any CAL member may choose membership in any of the Associations.

## Section 4. Organization

Each Association shall have its own specific name, governance, programs, and elected leadership. Each Association shall have on file with the Business Manager a current copy of its bylaws that shall include a method for electing its representative to the Executive Board.

## Section 5. Meetings

All meetings shall be cleared with the Executive Board to avoid conflicts with other Associations, the Divisions, and CAL.

## Section 6. Affiliations

Any Association may affiliate with any related organization.

## Section 7. Dissolution

Any Association may be dissolved by action of its members with the approval of the Executive Board.

## Section 8. Report

Each Association shall submit an annual report to the Executive Board.

## ARTICLE XIII - DIVISIONS

### Section 1. Purpose

The purpose of a Division is to provide collaborative opportunities for members who are engaged in similar work or who have common interests.

### Section 2. Establishment

A petition to the Executive Board for the establishment of a new Division shall state the purpose of and need for the proposed Division. Petitions shall be signed by at least twenty-five members.

### Section 3. Membership

Any CAL member may choose membership in any of the Divisions.

### Section 4. Organization

Each Division shall adopt its own bylaws that shall include a method for electing its representative to the Executive Board, subject to the approval of the Executive Board. A copy of the bylaws of each Division shall be filed with the Business Manager.

### Section 5. Meetings

All meetings shall be cleared with the Executive Board to avoid conflicts with the other Divisions, the Associations, and CAL.

## Section 6. Affiliations

A Division may affiliate with any other related organization.

## Section 7. Dissolution

A Division may be dissolved by action of its members with the approval of the Executive Board. If the Division does not submit an annual report to the Executive Board for two consecutive years, the Executive Board may dissolve the Division.

## Section 8. Report

Each Division shall submit an annual report to the Executive Board.

## ARTICLE XIV - INTEREST GROUPS

### Section 1. Purpose

The purpose of an Interest Group is to provide collaborative opportunities for members who have similar interests but are not numerous enough to establish a Division.

### Section 2. Establishment

A petition to the Executive Board for the establishment of an Interest Group shall state the purpose of and need for the proposed Interest Group. Petitions shall be signed by at least eight members.

### Section 3. Membership

Any CAL member may choose membership in any of the Interest Groups.

### Section 4. Dissolution

An Interest Group may be dissolved by action of its members with the approval of the Executive Board. If the Interest Group does not submit an annual report to the Executive Board for two consecutive years, the Executive Board may dissolve the Interest Group. If membership increases, the members may petition to become a Committee, or a new Division

### Section 5. Reports

Interest Groups shall submit a brief annual report to the Executive Board.

## ARTICLE XV - COMMUNICATIONS

### Section 1. Publications

All Association, Division or Interest Group and Committee communications shall be under the auspices of CAL.

### Section 2. Logo

An Association, Division, or Interest Group may develop a logo. The logo may be used on internal communications, such as a newsletter header or on the group's page within the CAL website. On external communications, the Association's logo shall be displayed in combination with the CAL's logo. Any alterations to the CAL logo shall be approved by the Executive Committee.

### Section 3. Webpages

Any online presence, including web pages, blogs, wikis, etc., of any Association, Division, Interest Group, or Committee must be linked to CAL's website and be approved by the CAL Executive Board. Any online presence under the auspices of CAL shall adhere to standards of integrity, professionalism, and ethics.

## ARTICLE XVI - AFFILIATION WITH OTHER ORGANIZATIONS

### Section 1. Process

CAL may affiliate with other library, technology, or educational organizations by a majority of the voting members. Any financial obligation or arrangement by CAL to other organizations shall be approved by the Executive Board.

### Section 2. Representatives

The Executive Board may appoint representatives to functions and activities as needed.

## ARTICLE XVII - RECORDS

The Executive Board shall determine records policy and designate a repository.

## ARTICLE XVIII - PARLIAMENTARY AUTHORITY

The parliamentary authority shall be the current edition of the American Institute of Parliamentarians Standard Code of Parliamentary Procedure when it is not in conflict with these bylaws.

## ARTICLE XIX - INDEMNIFICATION

CAL shall indemnify its officers, employees, Executive Board members, and others who are appointed to act for CAL.

## ARTICLE XX - DISSOLUTION

On dissolution of CAL, any funds remaining shall be distributed to one or more like association(s) or foundation(s) organized as a nonprofit corporation under section 501(c)6 or 501(c)3 of the Internal Revenue Code, as selected by the Executive Board at the time of dissolution.

## ARTICLE XXI - AMENDMENTS/REVISIONS

Bylaw revisions shall be reviewed by the Parliamentarian and then submitted to the Executive Board for acceptance. Revisions shall be approved by two-thirds of the membership voting in the annual election.