

ST. LOUIS REGIONAL LIBRARY NETWORK

BYLAWS

Revised: April 9, 1986; March 21, 1984; April 9, 1986; March 12, 1987; April 15, 1991; May 10, 2012; April 28, 2015; April 29, 2016; April 18, 2018; May 4, 2022, May 15, 2023

Article I. Name

The name of the organization shall be the St. Louis Regional Library Network.

Article II. Mission

The mission of the St. Louis Regional Library Network is to provide access to educational opportunities and shared resources for libraries and librarians.

Article III. Incorporation

The organization shall be incorporated as a not-for-profit corporation under Chapter 355 of the Revised Statutes of the State of Missouri, 1969.

Article IV. Membership

Section 1. Membership

Membership in the St. Louis Regional Library Network (hereafter known as the Network) shall be open to any library, library staff member or library-related institution that agrees to support the mission of the Network. This includes but is not limited to public, community college, university, special, medical and school libraries *in Missouri and Illinois*. The membership year is July 1 through June 30. In all voting matters, the vote shall be one vote per eligible member. Members in good standing are those who have remained current on organization dues and payments.

Section 2. Membership Categories

Institutional Members. Members in this category may join the Network as voting participants at the rate determined by the Network Council (hereafter known as Council). Members in this category benefit from participation in all Network services and programs and in Network governance as a voting member.

Individual Members. Members in this category may join the Network as nonvoting participants at a reduced rate determined by the Council. Members in this category benefit from attendance at Network functions at the member rate.

Affiliates. Library-related institutions may join the Network as non-voting participants at a rate determined by the Council. Members in this category benefit from attendance at Network functions at the member rate and access to the online Directory of St. Louis Regional Library Network Members.

Article V. Fees

Section 1

Council shall establish dues for membership. Those who fail to pay such fees may be dropped from membership upon action by the Council. If a member unit withdraws, no refund of dues will be made.

Section 2

Council shall set any special fees that may be necessary for participation in particular programs of the network.

Article VI. Meetings

Section 1

Meetings shall be held in accordance with the Missouri State Sunshine Laws.

Section 2

A general membership business meeting shall be held annually. Additional meetings may be called on 30 days written notice by the Council or by petition of 10 member libraries in good standing.

Article VII. The Network Council

Section 1

The policy setting and management agency for the network shall be the Council. All members of the Council shall be from member libraries in good standing.

Section 2

The Council shall be composed of representatives from the general membership to make a total of ten members.

Section 3. Elections

Nominations for candidates for Council will be accepted from member institutions in good standing for all upcoming vacancies. Ballots and candidate biographies will be distributed in a timely manner to start the election process. Only ballots received from members in good standing received by the designated deadline shall be counted. Each institutional member is allotted one vote in the Council election. In the case of a tie vote for candidates to the Council, the candidate to serve will be elected by a vote of the current Council members

Section 4 Terms of Service

- a) Each council representative shall serve no more than two three year terms consecutively.

- b) No two Council members may be employed by the same institutional membership unit at the commencement of their terms.
- c) Council members may be removed from office by a two-thirds vote of the network Council.
- d) Vacancies on the Council prior to the end of a regular term shall be filled by a majority vote of the Council.

Section 5

The Council shall meet at least three times per year. Five Council members shall constitute a quorum. Meetings may be held in person or via electronic means.

Section 6

Emergency Clause

These bylaws or any rule or resolution of the Council may be suspended temporarily in connection with the business at hand; however, such suspension, to be valid, may be invoked only at a Council meeting at which a quorum is present and all of those present must so approve.

Section 7

The Council may enter into contracts with individuals, educational institutions, public or private agencies or corporations for the purpose of providing or receiving service, facilities or staff.

Section 8

The network annual budget shall be submitted by the Council to the membership for information and suggestions prior to approval of the budget by the Council. This budget may be modified at any time by the Council during the budget year.

Section 9

The Council shall have the power to raise funds by charging for special services, soliciting contributions and/or applying for federal and state aid and foundation grants as available.

Section 10

Individuals serving on The Council shall receive no payments or salary for serving on the Council.

Section 11

There shall be an audit or review of the Association's accounts by an Auditor or CPA in accordance with governmental auditing standards and generally accepted accounting principles once every 5 years.

Article VIII Officers

Section 1

Officers of the network shall be 1) president 2) vice-president/president-elect, 3) secretary, and 4) treasurer.

Section 2

President

The president shall serve as chairperson of the network Council and of network membership meetings; shall appoint committee chairs and may recommend committee members.

Section 3

Vice-President/President-Elect

The vice-president/president-elect assumes presidential duties in the absence of or at the discretion of the president. The vice-president/president-elect shall succeed the president as the chief officer of the network on July 1st.

Section 4

Secretary

The secretary shall be responsible for submitting minutes of all Council meetings, executive committee meetings, and membership meetings.

Section 5

Treasurer

The treasurer shall oversee financial records for the network and authorize payment of bills.

Section 6 Election of Officers

Officers shall be elected by the network Council from its membership prior to July 1. The term of office shall be one year. No person shall hold more than one office at a time and no person shall serve more than two consecutive terms in the same office.

Section 7 Vacancies

In the event of an unfulfilled term of office, an election shall be held at the next Council meeting to fill the remaining term of office. Officers will be selected from current Council members. Should the vacancy occur in the office of President, the VicePresident/President-Elect shall assume the duties of that office; and a new VicePresident/President-Elect shall be elected. This succession shall not prevent the person who succeeds to the Presidency from serving a full term as President next year.

Section 8 Removal of Council Members and Officers

Council Members may be removed from office by a vote of two-thirds of the Council for due cause. When such action is contemplated, the Council shall provide written notification to the party concerned and afford an opportunity for a hearing before the Board or a special committee appointed for this purpose. Should removal result, any dues

paid will not be refunded.

An officer may be removed from office by a vote of two-thirds of the Council.

Article IX Committees

The standing committee is: Executive

Section 1

The executive committee is composed of the officers of the network and has the authority of the Council between Council meetings.

Section 2

The executive committee or Council may establish ad-hoc committees as deemed appropriate. These committees may be comprised of Council members, the general membership, and/or library community volunteers.

Article X Amendment of Bylaws

Section 1

Council may submit proposed bylaws and/or amendments to the membership by print or electronic means.

Section 2

Proposed amendments may be approved by one of two methods:

a) By sending proposed changes to all voting members 30 in advance of the annual or a special meeting. Approval must be by a 2/3 majority vote of members in good standing present at this meeting.

b) By sending proposed changes and a ballot to all voting members in good standing. Approval must be by a 2/3 majority vote of total ballots returned.