

Massachusetts School Library Association: Constitution

ARTICLE I. NAME

The name of this organization shall be the Massachusetts School Library Association hereafter known as the Association.

ARTICLE II. PURPOSE

The corporation is organized for the purpose of providing education, training, information, and assistance to students, teachers, and librarians in the area of library media programs and educational technologies.

The corporation may, as permitted by law, engage in any and all activities in furtherance of, related to, or incidental to these purposes which may lawfully be carried on by a corporation formed under Chapter 180 of the General Laws of Massachusetts and which are not inconsistent with the corporation's qualifications as an organization described in Section 501 (c) (3) of the Internal Revenue Code or corresponding section of any future tax code.

ARTICLE III. MEMBERSHIP

Section 1. Any person committed to the purpose and goals of the Association may become a member of the organization upon payment of dues.

Section 2. The Executive Board shall propose classes or types of membership, privileges of the types of membership, the duration of such privileges, and the amount of the annual dues. The amount of the annual dues shall be subject to a vote of the membership.

ARTICLE IV. REGIONAL AND SPECIAL DIVISIONS

Section 1. Regional groups that agree with the policies of the Association may affiliate with the Association upon the vote of the Executive Board. Each group so affiliated shall select one member to be a voting representative on the Executive Board.

Section 2. Special divisions that agree with the policies of the Association may affiliate with the Association upon a vote of the Executive Board. Each group so affiliated shall select one member to be a voting representative on the Executive Board.

Section 3. The criteria for affiliation of regional groups and special divisions are:

A. Regional Group Affiliation

1. A Regional Group must be a library media organization.
2. The Regional Group will:
 - a. elect officers.
 - b. have at least twenty members.
 - c. have twenty-five percent of the total membership be members of the Association.
 - d. Should extenuating circumstances occur in a Regional Group, the Executive Board may vote a yearly waiver upon request by that group.
3. The voting representative to the Executive Board must be a member of the Association.

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B. Special Division Affiliation.

1. Only one Special Division will be recognized for each area of interest.
 - a. The Special Division will represent all interests throughout the state. There will not be Regional Special Divisions.
 - b. Sub-Groups within Special Divisions will not be recognized.
 - c. The Special Division will represent a Specialized Area of Educational Media.
 - d. The membership will be informed of applications for affiliation.
2. The Special Interest Group will:
 - a. elect officers.
 - b. have at least twenty members.
 - c. have twenty-five percent of the total membership be members of the Association.
 - d. Should extenuating circumstances occur in a Special Division, the Executive Board may vote a yearly waiver upon request by that group.
3. The voting representative to the Executive Board must be a member of the Association.

ARTICLE V. ADMINISTRATION

Section 1. The officers of the Association shall be: President, President-Elect or Past-President, Secretary, Treasurer and Area Directors.

Section 2. The duties of the officers shall be:

- A. The President shall preside at all meetings of the Association and at all Executive Board meetings. The President shall also serve as an ex-officio member of all standing committees.
- B. The President-Elect or Past-President shall assume the duties of the President in the absence of the President with the powers and prerogatives of the President.
The President- Elect or Past-President shall serve as an assistant to the President, and shall perform those functions requested by the President.
- C. The Secretary shall keep the necessary written minutes of both the Executive Board and general meetings, and shall carry on the correspondence of the Association.
- D. The Treasurer shall prepare an annual budget for approval by the Executive Board at its first meeting and shall prepare a financial report which shall be audited by a public accountant.
- E. The Area Directors shall represent constituents in all areas of the Commonwealth.

Section 3. The Executive Board shall consist of the elected officers, the immediate Past-President, the chairmen of all standing committees, and one member selected by each affiliated regional group and special division.

- A. The administrative council of the Executive Board shall consist of the President, and two other members elected from and by the Executive Board, one of whom must be an elected officer of the Association.

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Section 4. The duties of the Executive Board shall be to supervise and authorize all activities of the Association; to approve interim appointments to vacancies on the Executive Board and to committees; to ratify program details for all general meetings, organizations, and conferences; to publish information on types of membership, attendant privileges, dues, publications, and services; and to make all policy decisions affecting the Association.

The administrative council of the Executive Board shall have the authority to make administrative decisions in the name of the entire Executive Board within the policy limits set down by the Executive Board.

Section 5. At the end of their term of office, all officers and standing committee chairmen shall submit to the president a written report and turn over to their successors all records pertaining to their office.

Section 6. The Executive Board may appoint an Executive Director or employ equivalent services. The term of office is subject to termination by the appointed person or by vote of the Executive Board. The Executive Director shall record all receipts and expenditures of the Association, shall keep membership records, and shall be responsible for all mailings.

ARTICLE VI. ELECTIONS

Section 1. A nominating committee of five shall be appointed annually by the President with the approval of the Executive Board. The Chairman of the nominating committee shall be the immediate Past-President or the President-Elect.

Section 2. The nominating committee shall prepare a slate of nominees for the offices of President- Elect during the first year of any President's term and for Secretary, Treasurer and Area Directors during the second year of any President's term. The slate of nominees shall be presented to the membership for a vote. Nominations from the membership shall be submitted in writing to the Executive Director. All such nominations shall be accompanied by a letter indicating the nominee's qualifications and consent to stand for election. No one shall be nominated who has not consented to stand for election and to serve if elected.

Section 3. The chairman of the nominating committee shall prepare the ballot and it shall be made available only to voting members not less than six weeks before end of terms of office. Space for write-in votes shall appear on the ballot for each office. Ballots shall be tabulated by the Executive Director. Election results shall be published.

Section 4. Terms of office shall be as follows: all officers (President, Secretary, Treasurer and Area Directors) shall serve for a two -year period beginning June 1st and ending May 31st of their biennium. A President -Elect shall serve one year only in that office, to be elected during the first year of any President's term.

Section 5. The Secretary, Treasurer and Area Directors may succeed to office.

Section 6. If a vacancy on the Board exists more than thirty days prior to the end of term for that office, the President shall have the authority to appoint a replacement for the remainder of the term subject to the approval of the Executive Board.

ARTICLE VII. COMMITTEES

Section 1. Standing Committees shall be established by the Executive Board.

Section 2. Special committees shall also be designated by the Executive Board, as needed.

Section 3. Committee Chairmen shall be appointed by the President with the approval of the Board.

ARTICLE VIII. AFFILIATE RELATIONSHIPS

Section 1. Affiliate and liaison relationships with other professional organizations may be established by the Executive Board on behalf of the Association.

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ARTICLE IX. MEETINGS

Section 1. The Executive Board shall determine the date and place of membership meetings and notice shall be sent to all members at least fourteen days in advance of the meeting. The annual meeting shall be held at the annual conference.

Section 2. The Executive Board shall meet upon call of the President or any three of its voting members.

ARTICLE X. QUORUM AND RULES OF ORDER

Section 1. The assembled members at a regularly scheduled general membership meeting shall constitute a quorum.

Section 2. The latest edition of Robert's Rules of Order shall be the authority used for parliamentary procedure except in matters specifically provided for in this Constitution.

Section 3. A simple majority of the voting members of the Executive Board shall constitute a quorum at the meetings of that body.

ARTICLE XI. AMENDMENTS

Section 1. Amendments to the Constitution shall be initiated by the Executive Board although any active member may present in writing a proposed amendment to the Board.

Section 2. Any amendment presented by fifteen members in good standing must be submitted to the membership for discussion and decision.

Section 3. Proposed amendment(s) shall be submitted by mail to the membership at least twenty days before a scheduled meeting. At the ensuing meeting the proposed amendment(s) will then be discussed. A vote of all members shall then be held with a majority of votes cast necessary for passage.

Section 4. The Constitution shall be reviewed by an ad hoc committee every five years.

ARTICLE XII. DISSOLUTION

In the event of dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation, as the Board of Directors shall determine, in such manner as required by section 501 (c) (3) of the Internal Revenue Code (or corresponding provision of any future United States Internal Revenue law) and in accordance with the statutes of the Commonwealth of Massachusetts by petition to the Supreme Judicial Court of Massachusetts.

ARTICLE XIII. RESTRICTIONS ON ACTIVITIES

Notwithstanding any other provisions of this constitution, no member of the Board of Directors, officer, employee, agent, or any other representative of the corporation shall take any action or carry on any activity by or on behalf of the corporation not permitted to be taken by an organization exempt under section 501 (c) (3) of the Internal Revenue Code, as it now exists or may hereafter be amended, or any corresponding section of any future tax code.