

## **Comparison of the ALAO Constitution (3/05) to the Proposed Bylaws**

NOTE---The term "Constitution" refers to the existing governance document last revised in 2005, and "Bylaws" refer to the draft proposed document. These titles are being used to help to differentiate between the two. Article numbering and references here follow the order of the DRAFT Bylaws. Some repetitive items were removed or eliminated when they were moved into different sections. General changes are noted in summary for most sections. Additional wording that changes the tone or meaning of the original Constitution are specifically state. The final document will be known as the Bylaws.

### Article I. Name

NO CHANGE—this will need to be consistent with the Articles of Incorporation.

### Article II. Purpose

A phrase has been added to the original purpose in the Constitution:

“and to provide opportunities for education and growth for library personnel.”

This phrase broadens the scope and will be necessary for the IRS application for nonprofit status which requires that ALL purposes of the organization be included.

### Article III. Membership

Moved from Article IV to Article III, due to its importance and recommendation from Roberts Rules on Bylaws structure.

Reference to the ALAO Procedures Manual was removed---should not refer to other documents not under your immediate control. Moved that control to the Executive Board to be consistent with other similar issues.

Added:

Persons who have paid dues for the current membership year are considered "active members" or members in good standing.

#### Article IV. Officers

Changed the formatting and section numbering to make this easier to read and follow with headers, etc.

Added in Section 1.:

All officers shall be members in good standing before assuming office.

AND

President and Vice President/President-Elect must be members in good standing of the Association of College and Research Libraries.

- Removed the President from serving on the Nominating Committee
- In duties of the Secretary, removed internal reference to "provisions of Article XIII" for consistency
- In duties of the Membership Chair, reference to ACRL SHOULD be removed, but that is left for the Executive Board to decide (ACRL is no longer referenced in other places of the document).

#### Article V. Executive Board

Changed the formatting and added section numbering. Changed the way the information is presented to make it easier to follow.

- Moved meeting and quorum references of the Executive Board into this article.
- Moved "Nominations, Elections, and Vacancies" into this Article.
- Removed references to the ALAO Procedures Manual, since it is an outside document that could change and is not prescribed elsewhere.

Added to end of Section 4.:

Any challenge from the membership must be filed with the association Secretary within 30 days of the public announcement of election results. A challenge by 25 or more members will result in a repeat ballot for the challenged position.

## Article VI. Meetings

Changed the formatting and section numbering.  
--Added meeting notice and purpose statement.  
--Moved quorum requirement from separate Article.

## Article VII. Committees and Interest Groups

Added section numbering for easier reading.  
Removed "Standing Committee" designation since committees spelled out in the Bylaws are already standing committees.  
--Added time for appointment of all committees per suggestion from Roberts Rules.

### Added new Section 1:

Members of all committees and those in interest group leadership positions must have paid association dues for the membership year concurrent with the beginning of their appointed terms, and remain members in good standing throughout their appointed terms.

--Added Awards Committee, since it is referenced in the "Duties of officers". Executive Board could select to remove this--but it should be removed from duties as well. If composition of the committee is important (number of members, or type of members) it should be added.  
--Changed the wording of the Interest Groups section.

## Article VIII. Affiliation

Moved this Article to appropriate position in the document.  
Removed reference to OCA.

## Article IX. Authority for Proceedings

Changed version of Roberts Rules to their suggested wording.  
Changed wording as suggested by Roberts Rules.

## Article X. Dissolution

Added this section as it is required by the IRS to be in either the Articles of Incorporation or Bylaws. Executive Board may wish to change the wording or designation.

## Article XI. Amendment of Bylaws

Changed the wording and formatting. Clarified that amendments may be approved through the election process, rather than at a member meeting.