

## Articles and Bylaws Committee

### A. Committee Charge

The Articles and Bylaws Committee is charged with the review and revision of the Chapter Articles of Incorporation and Bylaws as directed by the Executive Committee, suggested by chapter members or as needed.

### B. Articles/Bylaws Statements

1. There shall be the following standing committees: ... (6) Articles and Bylaws ... (*Articles, Art. VIII*)
2. The president shall appoint all members of the standing committees. (*Articles, Art. VIII*)
3. The bylaws of this corporation may be adopted, repealed, amended or suspended by a two-thirds (2/3) vote of the members voting in a ballot conducted by mail in manner provided in the bylaws or at a meeting of the Chapter by a two-thirds (2/3) vote of the members voting in the ballot. (*Articles, Art. XI*)
4. Amendments to the charter may be proposed by the Executive Committee or by a petition signed by ten percent (10%) of the members. Proposed amendments shall become effective after they have been submitted to all members and when approved by two thirds (2/3) of those voting in a ballot conducted by mail in the manner provided in the bylaws or at a meeting of the Chapter by a two-thirds (2/3) vote of members voting in the ballot. (*Articles, Art. XII*)
5. Any proposed amendments to the Articles or the Bylaws shall be filed with the secretary. Notice shall be given to members in one of the following ways:
  - a. notice shall be published in the Chapter newsletter *Southeastern Law Librarian* or its successor, at least 30 days prior to balloting **[revised annual meeting - 4/18/97]**, or
  - b. notice shall be sent by the secretary to all members through the mail at least 30 days prior to balloting. (*Bylaws, Art. IV, Sec.1*)

*[Editor's Note: Although not specifically directed in the Bylaws, by Executive Committee decision, the secretary is responsible for providing copy to the Chapter newsletter as directed in item 5.a. above.]*

6. Mail ballots may be conducted for the purpose of changing the Articles or Bylaws provided that ballots shall be mailed by the secretary to the membership immediately following a meeting where the amendments were discussed or 30 days after notice of the proposed amendments have been mailed to the membership. (*Bylaws, Art. IV, Sec. 2*)

### C. Composition

1. The committee is composed of the Immediate Past President, the President and the Vice-President/President-Elect. Additional members may be appointed at the discretion of the incoming President. **[revised 4/01]**
2. The committee is chaired by the Immediate Past President.

### D. Responsibilities

1. Revision of Articles and/or Bylaws
  - a. Preliminary matters
    - (1) Prior to any review the committee Chair should ascertain that the copy of the Articles and Bylaws provided by the previous chair is the current version. The official, authoritative copy is maintained by the Secretary.
  - b. General Review

- (1) On a regular basis, the Articles of Incorporation and Bylaws should be reviewed for content or typographical changes which may be required.
- c. Specific Revisions
  - (1) If specific revisions to the articles or bylaws have been previously identified, the President will so inform the chair.
- d. Revision Procedures
  - (1) The committee will draft appropriate revision language for the Articles or Bylaws provisions which have been identified.
  - (2) The committee will submit final proposed language to the Executive Committee for comment or further revision.
  - (3) Upon final determination of proposed changes, the committee chair provides the Secretary with the final language and any explanatory material deemed necessary for notice and balloting by the membership. *[Editor's Note: Additional details on the actual balloting process can be found in the Handbook section devoted to the office of Secretary.]*
  - (4) Upon approval by the membership, the Secretary transmits the text of amendments to the Executive Committee, the Registered Agent, the Handbook Editor and the Editor of the *Southeastern Law Librarian*.
  - (5) The President transmits text of amendments approved by the membership to the AALL Constitution and Bylaws Committee. This function may be delegated to the Articles and Bylaws Committee chair.
- e. Timing of Committee Activities
  - (1) The Committee must be aware of the notice requirements in the Bylaws when planning the amendment process during any given year.
  - (2) The Chapter Bylaws require that the membership be notified of proposed changes:
    - (a) 30 days before balloting if notice is by publication in the *Southeastern Law Librarian*  
**[revised annual meeting - 4/18/97]** OR
    - (b) 30 days before balloting if notice is by mail.
  - (3) Financial considerations make it highly desirable to utilize the *Southeastern Law Librarian* to provide notice of proposed amendments to the membership.
2. Chapter Finances **[added executive committee meeting - 4/17/97]**
  - a. Chair will monitor committee expenses/revenue during the year.
  - b. Chair will notify outgoing President of totals prior to the annual chapter meeting.
3. Handbook
  - a. The committee will review the committee procedures set out in the Chapter Handbook, suggesting modifications to the Handbook Editor and, if necessary, to the Executive Committee.
4. Reporting
  - a. The committee will prepare a final annual report summarizing its activities, listing their status and advising of any needed Articles or Bylaws changes for the coming year.
5. Meetings
  - a. The committee is encouraged to meet during the annual chapter meeting, to conduct committee business via email and to hold conference calls as needed. **[revised 4/99]**
  - b. Minutes will be recorded for each conference call and meeting.

- c. If significant committee business occurs via email, copies of significant messages should be maintained in print for committee files. **[revised 4/99]**
- d. The Committee Chair or a designee will attend the meetings of the Executive Committee if requested.
- e. The Committee Chair or a designee will attend chapter business meetings, reporting on committee activities as necessary.

#### **E. Relationship to SEAALL Officers, Administrative Positions or Other Committees**

1. Secretary
  - a. The Articles and Bylaws Committee must maintain a close working relationship with the Secretary as he/she will oversee the balloting process for any proposed amendments.
2. Handbook Editor
  - a. The committee will provide proposed additions and revisions to the procedures included in this Handbook.
3. Education/Publications
  - a. The committee will provide the Education/Publications Committee with any committee work deemed appropriate for the SEAALL web site. **[added 3/98]**
4. Newsletter/Public Relations Committee
  - a. The Articles and Bylaws Committee will provide any supporting discussion of proposed Articles or Bylaws amendments to the Newsletter/Public Relations Committee for publication in the *Southeastern Law Librarian*.
  - b. Consult the most recent issue of the *Southeastern Law Librarian* for copy deadlines.
5. SEAALL Committees
  - a. The Articles and Bylaws Committee will be receptive to suggestions from other committees as to desired modifications of the Articles and Bylaws.

#### **F. Reimbursement of Committee Expenses**

1. Ordinary Expenses
  - a. Ordinary expenses such as phone calls, postage and photocopy costs incurred in the performance of committee activities will not be reimbursed by the Chapter. **[revised 4/99]**
2. Budgeted Expenses
  - a. Reimbursement memos for budgeted items should be submitted to the Treasurer with a cover memo explaining the reimbursement sought and including any receipts or supporting documentation. **[revised 4/99]**
3. Expenses Not Previously Budgeted
  - a. Should the committee undertake projects which may require reimbursement and which have not been previously budgeted, approval from the President and/or the Executive Committee must be sought prior to undertaking the activity.
  - b. Requests for reimbursement should be submitted to the President and/or Executive Committee on with a cover memo explaining the reason for the request and any supporting documentation. **[revised 4/99]**
  - c. Upon approval, President will forward the Reimbursement memo to the Treasurer for payment.

### G. Chapter Records

1. Receive from immediate past chair
  - a. Current copy of the articles and bylaws
  - b. Records of articles and bylaws amendments for the previous five years.
  - c. Any significant correspondence regarding the articles and bylaws amendment process.
  - d. Committee files for the previous five years
    - (1) Committee reports.
    - (2) Minutes of committee meetings and conference calls.
2. Collect during term
  - a. Items enumerated above
3. Convey to successor/Archives
  - a. Items enumerated above.
  - b. Older files and materials should be sent to the SEAALL archives.

### H. Calendar of Responsibilities

**March/** Outgoing and/or Incoming Chair attends Executive Committee meeting if invited by the  
**April** President. (Attendance can be delegated.)

Outgoing Chair reports on committee activities at annual chapter meeting. (Report can be delegated.)

Incoming Chair assumes committee responsibility at the end of the annual chapter meeting.

Incoming Chair receives copy of Chapter Handbook from Handbook Editor.

**April** Chapter fiscal year begins

*Southeastern Law Librarian* copy due April 30. **[added 3/00]**

**April/** Incoming Chair receives files from previous chair within one month of annual chapter  
**May** meeting but not later than May 15.

Chair receives final list of committee members and any special assignments from the President.

Chair solicits ideas for special projects from committee members.

**July** Chapter membership year begins

Chair attends Executive Committee meeting during annual AALL meeting, if invited by President. (Attendance can be delegated.)

Chair attends annual chapter business meeting and reports on committee activities. (Attendance and report can be delegated.)

*Southeastern Law Librarian* copy due July 30. **[added 3/00]**

**October** *Southeastern Law Librarian* copy due October 30. **[added 3/00]**

**January** *Southeastern Law Librarian* copy due April 30. **[added 3/00]**

**January/** Handbook modifications due to editor two months prior to annual chapter meeting

**February** **[revised 4/99]**

**February/** Chair prepares final committee report. Report is due to President one month prior to

**March** annual chapter meeting.

Expense/revenue reports due to the President one month prior to the annual chapter meeting.

Outgoing and Incoming Chairs coordinate and schedule committee meeting during annual chapter meeting.

Incoming Chair receives preliminary list of committee members from incoming President.

**April/** Outgoing Chair prepares and delivers files to incoming committee chair and/or

**May** SEAALL Archives within one month following annual chapter meeting, but no later than May 15

**I. Relevant Chapter Forms [revised 3/98]**

1. Annual Committee Report
2. Articles or Bylaws Amendments ballot
3. Reimbursement memo
4. Budget