

# SOUTH FLORIDA ASSOCIATION OF LAW LIBRARIES

## **BY-LAWS**

### ARTICLE 1. NAME

The name of this organization shall be SOUTH FLORIDA ASSOCIATION OF LAW LIBRARIES, INC. (SFALL), a chapter of the American Association of Law Libraries.

### ARTICLE II. OBJECT

The Association is established exclusively for charitable, education and scientific purposes. It shall be conducted as a non-profit corporation under Section(c)(6) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law) to promote librarianship, to develop and increase the usefulness of law libraries, to cultivate the science of law librarianship and to foster a spirit of cooperation among members of the profession, particularly those in the geographic area known as Broward, Collier, Dade, Monroe and Palm Beach Counties.

### ARTICLE III. MEMBERSHIP

Section1. Any person interested in law libraries may become a member of the Association by complying with the provisions of the By-Laws.

Section 2. There shall be three classes of members of the Association as follows:

(1) Individual Members. Within the geographic boundaries of South Florida Association of Law Libraries, the following upon payment of dues will have the status of individual members:

1. Any person holding a master's degree in library/information science working in a law library.
1. Any person holding a degree in library/information science working as a law library consultant.
2. Any AALL certified librarian.
3. Any part-time or temporarily unaffiliated person with established specialization in law library work.
4. Any person currently, or within the last seven years, employed at least 30% of full time to perform professional work, by either: (1) a law library, a state library, or a general library having a separately maintained law section; or (2) an individual or organization providing professional librarian services to law libraries.

The geographic boundaries of South Florida Association of Law Libraries are generally understood to be the South Florida counties of Broward, Collier, Dade, Monroe and Palm Beach.

(2) Associate Members. Any person not eligible for individual membership may become an associate member upon payment of annual dues. Such membership cannot be transferred or assigned.

- (3) Honorary Members. Upon recommendation in writing to the secretary by one or more members, endorsed by two-thirds vote of the executive board, and by  $\frac{3}{4}$  vote of members voting by mail ballot, provided at least 25 percent of all eligible members (a quorum) return their ballots, honorary life membership may be conferred upon a member or non-member who shall by length of membership and/or service to SFALL and law libraries be deemed worthy of the honor.
- (4) Life Members. Any member who has reached the age of 60 , has been a member of the Association for at least five (5) years and has retired from full-time library employment is eligible for life membership. A life member must be nominated by the Executive Board and approved by a majority at any regular business meeting.

Section 3. The right to vote and hold office shall be restricted to individual members of the Association. All individual, life and associate members shall receive the Association's newsletter and the Association's directory as part of their membership. Honorary members shall receive the Association's newsletter upon request.

Section 4. Dues shall be assessed by the Association annually for the period commencing July 1. The dues to be paid to the Association as follows:

- (1) Individual Members. The annual dues for individual members shall be \$20.00.
- (2) Associate Members. The annual dues of associate members shall be \$20.00.
- (3) Honorary Members. Honorary members shall pay no dues.
- (4) Life Members. Life members shall pay no dues.

Section 5. Members failing to pay dues by September 30 of each year shall be suspended from membership. Suspended members may be reinstated at any time upon payment of the full current year's dues.

#### ARTICLE IV. MEETINGS

Section 1. Regular Meetings. There shall be at least five (5) meetings of the Association each year. These meetings shall be held in October, December, February, April and June. The June meeting shall be the annual meeting.

Section 2. Special Meetings. Special meetings of the Association may be called by the President upon receiving a written petition requesting such meeting, endorsed by at least ten (10) members in good standing of the Association.

Section 3. Quorum. Twenty-five (25%) percent of the members qualified to vote shall constitute a quorum for Association meetings.

Section 4. Voting. The affairs of the Association shall be conducted by the majority vote of members voting unless otherwise provided in the By-Laws.

#### ARTICLE V. OFFICERS

Section 1. The Officers of the Association are the President, Vice President/President-Elect, the Secretary and the Treasurer. All Officers of the Association must be members in good standing of the Association, and the President and Vice President/President-Elect must be individual members or designated individual members of the American Association of Law Libraries. No Officer may hold more than one office at a time. No Officer may be elected to the same office more than one (1) consecutive term.

Section 2. Terms of Office. The Vice President/President-Elect shall become President at the close of the June Meeting one year following his or her election, and shall serve a term of one year except as otherwise provided by these By-Laws. The Secretary and Treasurer of the Association shall serve two year terms. They will be elected in alternating years, with the Treasurer being elected in even-numbered years and the Secretary being elected in odd-numbered years.

Section 3. Duties of Officers. The Officers shall perform those duties assigned to them by these By-Laws, the Executive Board and the parliamentary authority adopted by the Association.

#### ARTICLE VI. EXECUTIVE BOARD

Section 1. Members. The Executive Board shall be composed of the Officers of the Association and the immediate Past President.

Section 2. Terms of Office.

(1) Officers. Executive Board members who are Association Officers shall serve a term on the Executive Board corresponding to their

term of office.

- (2) Immediate Past President. The immediate Past President shall serve a term of one year on the Executive Board.
- (3) In the event that a successor has not been elected or qualified at the end of the office specified above, the incumbent shall continue to serve until properly succeeded.

Section 3. Duties. The Executive Board shall have general supervision of the affairs of the Association between its meetings, fix the time and place of business meetings, make recommendations to the Association and perform other duties as specified by these By-Laws or the parliamentary authority. The Board shall be subject to the orders of the Association and none of its acts shall conflict with actions taken by the Association.

Section 4. Powers. The Executive Board shall have sole power, on behalf of the Association, or any of its committees or sub-units, to incur indebtedness, solicit funds, make public statements, issue public writings and establish and maintain relations with other organizations.

Section 5. Quorum and Voting. Four (4) members of the Executive Board shall constitute a quorum. Resolutions of the Executive Board shall be supported by the vote of at least three (3) of its members.

Section 6. Meetings. Meetings of the Executive Board shall be called, and the time and place set, at the discretion of the President. However, there shall be at least two (2) meetings of the Executive Board called and convened between annual meetings of the Association.

Section 7. Publication of Resolutions. The text of these By-Laws, and all major resolutions and policy decisions of the Association shall be published in the Association's newsletter.

## ARTICLE VII. COMMITTEES

Section 1. There shall be such committees and other organizations as the Executive Board shall create or shall be created by a majority vote of those present and voting at any meeting of the Association.

Section 2. Committees shall be of two classes; Standing Committees and Special Committees.

- (1) Standing Committees shall be as follows: By-Laws, Scholarship, Newsletter, Membership, Placement, Programs, and Public

Relations.

- (2) Special Committees shall be appointed by the Executive Board for a stated period to accomplish a specific purpose. At the end of that period the continuation of each Special Committee shall be decided upon by the Executive Board.
- (3) Members of Standing Committees shall be appointed by the President for a term of one year, except as otherwise provided in these By-Laws.

Section 3. Duties. Each committee shall submit to the Executive Board a written annual report of its activities which shall contain any recommendations considered necessary or advisable. Additional reports may be submitted at the option of a committee or as requested by the Executive Board or President. Summaries of the reports shall be published in the newsletter.

#### ARTICLE VIII. PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Sturgis' Standard Code of Parliamentary Procedure shall govern the Association in all cases in which they are applicable and in which they are not inconsistent with these By-Laws and any special rules of order the Association may adopt.

#### ARTICLE IX. NOMINATIONS AND ELECTIONS

Section 1. General Elections.

- (1) Nominating Committee. The Executive Board shall appoint a nominating committee consisting of three (3) members of the Association. The membership of the Nominating Committee shall represent at least two types of law libraries.
- (2) Nominations by Nominating Committee. The Nominating Committee shall submit nominees to the Executive board at least sixty (60) days prior to the annual meeting.
- (3) Nominations by Petition. Additional nominations may be made by any individual members in good standing of the Association by communicating such nomination to the President in writing at least sixty (60) days prior to the annual meeting.
- (4) Mailing of Ballots. Ballots including the names of all persons nominated by the Nominating Committee or by petition shall be mailed to the qualified membership at least sixty (60) days prior to the meeting.
- (5) Receipt and Counting of Ballots. Election ballots shall be received by the Nominating Committee within twenty (20) days of the Annual

meeting. The Nominating Committee shall then tabulate the results of the election and report these results to the Association.

- (6) Tie Vote. In case of a tie vote, the successful candidate shall be determined by lot conducted by the Nominating Committee.

Section 2. Vacancies and Special Elections.

- (1) President. In the event that a vacancy occurs in the office of the President, the Vice President/President-Elect shall automatically assume the office of the President for the remainder of the term plus one year.
- (2) Vice President/President-Elect. In the event that a vacancy occurs in the office of the Vice President/President-Elect, a special election will be held to elect a new Vice President/President-Elect to fill the vacancy for the remainder of the term. The Vice President/President-Elect shall duly succeed to office of President.
- (3) Secretary and Treasurer. In the event that a vacancy occurs in the office of Secretary or in the office of the Treasurer, the Executive Board shall appoint a member to fill that office for the remainder of the term.
- (4) Past President. In the event that a vacancy occurs in the office of Past President, a replacement shall be appointed by the Executive Board for the remainder of the term.
- (5) Special Elections. Special elections shall be held within sixty (60) days of a vacancy occurring, and shall observe the procedures established for general elections.

Section 3. Voting. General and special elections shall be decided by the majority of the members voting.

## ARTICLE X. AMENDMENTS OF BY-LAWS

- Section 1. Amendments to these By-Laws must be proposed by the Executive Board or by petition signed by no fewer than ten (10) members of the Association. Such proposed amendments along with a summary of the purpose of the amendment must be filed with the Secretary sixty (60) days before a regularly scheduled meeting and notice setting forth the purpose and the wording of the proposed amendment shall be sent by the Secretary to all members not later than fifteen (15) days prior to such meeting.

- Section 2. At such meeting, a proposed By-Law amendment shall be subject to amendment or substitution, provided that the amendment is consistent with the original proposed By-Law amendment.
- Section 3. If two-thirds (  $\frac{2}{3}$  ) of the members present and voting at such meeting are in favor of the amendment proposed, as it may be amended consistent with the purpose of the original proposal, it shall stand adopted.
- Section 4. Amendments to the By-Laws shall be submitted to the American Association of Law Libraries Committee on Constitution and By-Laws by the President upon adoption by the members of the Association.

#### ARTICLE XI. ANTI-DISCRIMINATION

Neither membership, nor full participation in the activities of the Association, shall be denied to any person on account of race, color, religion, sex, age, national origin, sexual orientation or disability.

#### ARTICLE XII. PROTECTION OF TAX EXEMPT STATUS

- Section 1. Activities Restricted. No part of the net earnings of the Association shall inure to the benefit of, or be distributable to, its members, Executive Board members, Officers or other private persons, except that the Association shall be authorized and empowered to make reasonable compensation for services rendered and to make payments and distributions in furtherance of Association's educational and scientific purposes, including distributions to other such organizations under Section 501(c)(6) of the United States Internal Revenue Code of 1986 (or the corresponding provision of any future U.S. Internal Revenue Law).

No substantial part of the activities of the Association shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Association shall not participate in, or intervene in, including the publishing or distribution of statements or any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of the Association's articles of incorporation or these By-Laws, the Association shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(6) of the Internal Revenue Code of 1986 (or the corresponding provision of any future U.S. Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future U.S. Internal Revenue Law).

Section 2. Dissolution. Upon any dissolution, voluntary or involuntary, revocation of its charter, insolvency or bankruptcy of the Association, the Executive Board shall, after paying or making provisions for the payment of all the liabilities of the Association, dispose of all of the assets of the Association exclusively for the purposes of the Association in such a manner, or to such organization(s) organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization(s) under Section 501(c)(6) of the Internal Revenue Code of 1986, as the Executive Board shall determine. Any such assets not so disposed of shall be disposed of by the district court of the county in which the principal office of the Association is then located, exclusively for such purposes or to such organization(s), as said court shall determine.

as of June 1, 1999