

BYLAWS
of the
Association of Library Trustees, Advocates, Friends and Foundations (ALTAFF)
a Division of the American Library Association (ALA)

Article I. Name

Section 1. The name of this organization shall be the Association of Library Trustees, Advocates, Friends and Foundations, a division of ALA.

Article II. Purposes and Responsibilities

Section 1. The purpose of ALTAFF is to support the development of effective library service for all people in all types of communities and in all types of libraries.

Section 2. In the discharge of this purpose ALTAFF will assist the efforts of all those who govern libraries, raise money for libraries, promote libraries and advocate for libraries.

Section 3. ALTAFF has the specific responsibility for:

- a. Educating through a continuing and comprehensive program for Library Trustees to enable them to discharge their responsibilities in a manner best fitted to benefit the public and the libraries they represent.
- b. Encouraging and assisting the formation of and development of Friends of Library groups and Library Foundations.
- c. Providing a means for Trustees to have access to information and ideas that will prove useful to them in the governance of their libraries.
- d. Providing Friends of Library groups and Library Foundations access to information and ideas that will prove useful to them in fundraising, library promotion and the operation of their organizations.
- e. Promoting strong state and regional Trustee and Friends of Library organizations.
- f. Providing to all who value libraries the materials and support they need to be effective advocates for their libraries on the local, state and national levels.
- g. Making the public aware of the existence of formalized citizen groups such as Trustees, Friends of Library groups and Library Foundations and the services they perform to encourage and develop expanded citizen participation in the support of libraries across the country.

Article III. Membership

Section 1. *Members* of this organization, with full voting and participation rights, shall be those members of ALA who designate ALTAFF as specified in ALA Bylaws and who subscribe to the purposes of this organization.

Section 2. *Affiliates* of this organization will not have voting and participation rights (such as committee work and/or the holding of office) and will not be considered members. Trustee groups and Friends groups who are interested in receiving the resources of ALTAFF will be afforded the opportunity to join as Affiliates and receive the publications and services of the organization as approved by the Board of Directors at a lower rate.

Article IV. Officers and Executive Committee

Section 1. All officers shall be members of ALA/ALTAFF

Section 2. *Duties of Officers.* Except as otherwise provided in the bylaws, the duties of the officers are such as provided in the parliamentary authority adopted by ALTAFF.

- a. **President.** The President shall preside at all meetings of the Board of Directors of ALTAFF and shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors.

The President shall appoint all standing and special committees except the Nominating Committee. The President shall serve as an ex-officio member of all committees except the nominating committee and the awards committee.

The President shall present an annual report of the activities of ALTAFF at the annual membership meeting. The report shall be filed with the permanent records of ALTAFF in the headquarters of ALA.

- b. **President-Elect.** The President-Elect shall serve as an aide to the President and shall perform such duties as assigned by the President and/or the Board of Directors. In the absence of the President, the President-Elect shall perform the duties of the President.
- c. **Secretary/Treasurer.** The secretary/treasurer shall ensure the taking of minutes at the Board of Directors' meetings and at the Executive Committee meetings and work with staff to ensure that all records and documents of ALTAFF are maintained at its headquarters and at the headquarters of ALA and are made available to all members of ALA upon request. In addition, the

secretary/treasurer will work with the executive director in establishing a budget for ALTAFF and presenting the budget to the Board of Directors.

Section 3. *Executive Committee* The Executive Committee shall consist of the officers, the past President, the ALTA Division Councilor, and the Executive Director who serves non-voting ex-officio. The past President shall serve as adviser to the President and the Board of Directors and as the liaison to ALTAFF State Representatives.

Section 4. *Duties of Executive Committee.* The Executive Committee shall be constituted to facilitate the actions of the Board of Directors between Board meetings and to consider such items that require interim decisions for ALTAFF. Business may be transacted by mail, phone, or via the Internet. A majority of voting members shall constitute a quorum. It shall review agendas for the meetings of the Board of Directors, and for the Annual Business Meeting of ALTAFF, and may make recommendations to the Board regarding items reviewed and under consideration. It shall report upon its work at the regular meetings of the Board.

Section 5. *Terms of Office.* Executive Committee members shall serve until the adjournment of the Annual Conference at which time their successors are announced.

- a. The President shall serve a one year term.
- b. The President-Elect shall be elected to a one year
- c. The Past President shall serve a one year term.
- d. The Secretary/Treasurer shall be elected to a three year term.
- e. ALTAFF Division Councilor shall be elected to a three year term.

Article V. Board of Directors

Section 1. *Composition.* The Board of Directors shall consist of the officers, the Past President, the Division Councilor, the chairs and chairs-elect of the Trustee, Friends, Foundations and Corporate Friends Sections, one Trustee serving at-large, one Friend or Friends representative serving at large, and three members from the corporate community serving at large. The executive director of ALTAFF shall be a non-voting, ex-officio member. All members of the Board shall be members of ALTAFF.

Section 2. *Duties.* The Board of Directors shall manage the affairs of ALTAFF in accordance with the bylaws and policies. A majority of voting members shall constitute a quorum.

Section 3. *Appointments.*

- a. **Committee Coordinators.** The President-Elect shall appoint a committee coordinator for each committee cluster as may be constituted by the Board and shall fill vacancies. The Board shall designate which committees are within each committee cluster. Each committee coordinator shall serve up to a two year term and is eligible for one reappointment. The duties of each committee

coordinator are to coordinate and supervise the functions of committees in the cluster, and to maintain a liaison with committee chairpersons and other members of the Board.

- b. **PLA Representative.** The Public Library Association shall be invited to name a representative to serve a one year term on the Board of Directors as a non-voting, ex-officio member.
- c. **COSLA Representative.** The Chief Officers of State Library Agencies shall be invited to name a representative to serve a one year term on the Board of Directors as a non-voting, ex-officio member.
- d. **ACRL Representative.** The Association of College and Research Libraries shall be invited to name a representative to serve a one year term on the Board of Directors as a non-voting, ex-officio member.
- e. **AASL Representative.** The American Association of School Libraries shall be invited to name a representative to serve a one year term on the Board of Directors as a non-voting, ex-officio member.

Section 5. *Minutes of the Board.* The minutes of the annual and midwinter Board meetings and the membership meetings shall be the responsibility of the secretary/treasurer and shall be filed at ALTAFF headquarters and at the headquarters of ALA.

Section 6. *Vacancies.* In the event of the inability of the President to serve, the President-Elect shall become President and shall also serve his or her own term as President. In the event of vacancy in any other elected office, the Board of Directors will elect a person from among ALTAFF membership to serve the un-expired term.

Section 7. *Duties of Members.* Each member of the Board of Directors shall perform the specific duties attached to membership on the Board. If a director has two unexcused absences, or if a director is otherwise unable to fulfill the responsibilities of his or her office as defined in ALTAFF bylaws, that director's office may be declared vacant by a three-fourths vote of the Board of Directors.

Section 8. *Executive Director.* The Executive Director shall be appointed by the Executive Director of ALA with the concurrence of ALTAFF Board of Directors. The Executive Director shall be responsible for all management functions of the ALTAFF office; shall administer the policies of ALTAFF as prescribed by the Board; shall submit reports as required by the Board; shall serve as an ex-officio member without vote; and shall perform such duties as may be assigned to this position by the Board and ALA.

Article VI. Sections

Section 1. There shall be a minimum of four Sections of ALTAFF, namely:

- Trustee Section
- Friends Section
- Foundation Section
- Corporate Friends Section

Section 2. Any group of twenty or more members of ALTAFF, representing an area of interest distinct from that of any existing Section, may ask for a new Section to reflect that interest. Any new Sections require the approval of the Board of Directors and a vote by members to authorize a change in the Bylaws of ALTAFF reflecting the new Section. Duties and responsibilities shall be defined at the time of establishment. Chair and chair-elects of Sections other than those identified in Article VI., Section 1 shall not have automatic seats on the Board of Directors.

Section 3. All Sections will be an integral part of ALTAFF and shall exist for the purpose of discussion, planning, and cooperative action in connection with the mutual problems and interests of the members engaged in similar activities, providing that all efforts of Sections shall be related to the policies and work of ALTAFF. The name of the Section should clearly indicate its area of interest.

Section 4. Each Section shall be responsible for its own affairs and the expenditure of any funds that may have been budgeted and approved by the Board of Directors of ALTAFF. With the approval of the Section's membership and with the permission of the Board, the Section may make assessments or charge fees for special projects. It shall elect its own chair and chair-elect who shall be members of the ALTAFF Board and who may establish committees or other units relating to the Section's own affairs.

Section 5. Sections may be merged with the approval by the Board of Directors. A Section may be discontinued, preferably by its own initiative, with approval by the Board of Directors.

Section 6. The chair and chair-elect of each Section identified in Article VI, Section 1 shall be voting members of the Board of Directors of ALTAFF.

Section 7. The chair of each Section will serve a one year term.

Section 8. Programs, publications, and other activities of a Section intended for an audience greater than its own members requires the approval of the Board of Directors of ALTAFF prior to implementation.

Article VII. ALTAFF State Representatives

Section 1. *Composition.* Each state shall be entitled to at least one representative.

Section 2. *Duties.* State Representatives are to provide a nationwide network for the exchange of information on activities and issues related to library Trusteeship, Friends of Libraries, and advocacy by facilitating two-way communication between members and state library organizations at the state/regional level and ALTAFF Board at the national level. State Representatives are to also promote leadership opportunities for ALTAFF members, in addition to the existing track of committee appointments and elected positions within the ALTAFF divisional structure.

Section 3. *Appointments.* The state library organizations, in consultation with the ALTAFF President-Elect and the immediate Past President, shall appoint state representatives.

Section 4. *Terms.* State representatives shall be appointed for up to a two year term with up to two re-appointments.

Article VIII. Nominations and Elections

Section 1. *Nominating Committee.* The President-Elect shall appoint a nominating committee of five members, including the chair, at the time of the midwinter meeting the year before the election, said committee to include not more than two members of the Board of Directors.

Section 2. *Duties.* The Nominating Committee shall meet at Midwinter and Annual Conference the year preceding the election. The Nominating Committee shall submit to the ALTAFF Board, at the final meeting of the Board at Annual Conference the year preceding the election, annually, at least two candidates for ALTAFF President-Elect; every three years, at least two candidates for ALTAFF Secretary/Treasurer; and every three years, at least two candidates for ALA Division Councilor representing ALTAFF. Nominees must be members of ALA/ALTAFF.

The written consent of all nominees and the report of the nominating committee shall be filed with the Executive Director of ALTAFF in accordance with procedures used in the election of ALA officers but no later than November 15 of the year prior to the election. The Executive Director will arrange for publication and distribution of the official ballot in cooperation with ALA. All ALTAFF members will have the opportunity to vote for all candidates running for office.

Section 3. *Nominations by Petition.* Additional nominations may be made by petitions signed by not fewer than twenty-five members. Such nominations shall be filed with the Executive Director following a schedule corresponding with that followed in the election

of ALA officers. No person may be nominated by petition who is not a member of ALA/ALTAFF and whose written consent has not been filed with the Nominating Committee.

Section 4. *Election.* The election shall be by mail or electronic vote in accordance with ALA procedure. A plurality of all votes cast will be necessary to constitute an election. In case of a tie vote, the successful candidate will be determined by lot. All elections will be certified by the ALA Elections Committee.

Article IX. Committees

Section 1. *Authorization.* Standing and special committees may be authorized by the Board of Directors and may be discontinued in the same manner. Special committees may also be authorized by the President to meet important, time-sensitive needs.

All standing committees shall be assigned to clusters and shall report to a committee coordinator. Special committees may be assigned to a cluster and then shall report to a committee coordinator. The duties of each committee shall be determined by the Board and shall be stated in the division manual.

Section 2. *Appointments.* Beginning February 1 of the fiscal year preceding his or her presidency, the President-Elect shall appoint members and chairs to fill vacancies or expiring terms on all Division committees, who shall take office at the conclusion of the annual meeting when the President-Elect becomes President, except as otherwise specified in ALTAFF Bylaws or as otherwise provided in the authorization of the committee. The President-Elect shall also have the authority, with the approval of the Executive Committee, to remove Division representatives or members of Division committees.

Section 3. *Terms.* Members and Chairs of standing committees shall be appointed to staggered terms not to exceed two years, and are eligible for up to reappointment. No person shall serve on more than three standing committees.

Section 4. *Work of Committees.* All committee reports, resolutions, and recommendations involving policy shall be referred to the Board of Directors for action by the committee coordinator.

Article X. Meetings

Section 1. *Membership.* There shall be an annual membership meeting in connection with the Annual Conference of ALA.

Section 2. *Board of Directors.* Meetings of the Board of Directors shall be held in connection with the Midwinter Meeting and Annual Conference of ALA, and at other times

at the call of the President. A majority of the voting members of the Board shall constitute a quorum.

Section 3. *Executive Committee.* Meetings of Executive Committee shall be held in connection with the Midwinter Meeting and Annual Conference of ALA, and at other times at the call of the President. The Executive Committee also meets in the fall. A majority of the voting members of the Executive Committee shall constitute a quorum.

Section 4. *Committees.* Meetings of the committees shall be held in connection with ALA Midwinter Meetings, Annual Conferences, and at other times at the call of the committee chairperson.

Article XI. Amendments

Section 1. These bylaws may be amended by a two-thirds (2/3) vote of the members voting in the annual election or by special election. The proposed amendment must have approval of the Board of Directors before being presented for vote, or must have originated by written petition of not fewer than fifty members and, in either case, notice of the proposed change must be given to the membership no less than one month before such vote.

Article XII. Parliamentary Authority

Section 1. *The Standard Code of Parliamentary Procedure*, by Alice Sturgis, current edition, shall govern ALTAFF in all cases to which they are applicable and in which they are not inconsistent with the bylaws of ALTAFF or ALA.

Adopted June 1980
Revised June 1984
Revised July 1987
Revised July 1992
Revised June 1996
Revised June 1999
Revised April 18, 2008