

BYLAWS

Of

THE

AMERICAN LIBRARY

ASSOCIATION

GENERAL REVISION, DRAFT 1

6 SEPTEMBER 2022

1 **ARTICLE I. NAME**

2 The name of this association shall be the American Library Association.

3
4 **ARTICLE II. PURPOSE**

5 The purpose of the American Library Association (“the Association”) shall be to promote
6 library service and librarianship.

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8 **ARTICLE III. MEMBERSHIP**

9 *Section 1. Organization.* The American Library Association is composed of the Executive
10 Board, the Council, committees, divisions, round tables, membership interest groups, endowments
11 and entities established under the authority of the Association. Each unit of the Association shall
12 be governed under applicable provisions in the Bylaws of the Association and no unit may adopt
13 a rule in conflict with a rule of the Association.

14 *Section 2. Eligibility.* Any person, library, or organization interested in library service and
15 librarianship shall be eligible for membership. Applicants shall be declared members of the
16 Association upon completion of the membership application process and payment of annual dues.

17 *Section 3. Classification of Membership.* Categories within each classification of
18 membership in the Association may be established by the Council upon recommendation by the
19 Executive Board. Membership of the Association shall consist of the following membership
20 classes:

21 A. *Personal Members.* Individuals shall be eligible for personal membership in the
22 Association;

23 B. *Chapter Members*. A legally constituted state, territorial, or regional library
24 association;

25 C. *Organization Members*. Not-for-profit entities including libraries, library
26 associations and organizations, schools conducting programs of library education,
27 and affiliated organizations;

28 D. *Corporate Members*. For-profit entities interested in the purpose of the
29 Association;

30 E. *Honorary Members*. Honorary membership may be conferred by approval of the
31 Council upon recommendation of the Executive Board.

32 *Section 4. Rights and Privileges*. All members shall have the right to attend meetings. Only
33 personal members of the Association shall have the right to make motions, debate, and vote in
34 membership meetings, and to nominate, petition, and hold office.

35 *Section 5. Dues*. Dues shall be set by the Executive Board with approval by the Council.
36 The membership year for all members of the Association shall be twelve (12) consecutive months,
37 effective the first day of the month following receipt of initial dues payment. Membership counts
38 shall be fixed as of August 31st of each year.

39 *Section 6. Unpaid Dues*. Membership in the Association shall be automatically canceled
40 for failure to pay dues within two (2) months of membership expiration. Members shall receive
41 notice prior to membership cancellation. Lapsed memberships shall be reinstated upon payment
42 of outstanding dues for the current membership year.

43 *Section 7. Suspension*. The Executive Board may suspend a member for cause by a two-
44 thirds (2/3) vote and may reinstate a suspended member by a two-thirds (2/3) vote.

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46 **ARTICLE IV. OFFICERS**

47 *Section 1. Association Officers.* The officers of the Association shall be a president; a
48 president-elect, who shall serve as vice-president; a treasurer; and an executive director. The
49 executive director serves as a non-voting *ex-officio* member of the Executive Board and the
50 Council.

51 *Section 2. Duties.* The president, president-elect, executive director, and treasurer shall
52 perform the duties pertaining to their respective offices and such other duties as may be approved
53 by the Executive Board. The president, for the Executive Board, and the executive director, for the
54 headquarters staff, shall report annually to the Council. The executive director shall manage the
55 headquarters and its personnel, carry out the activities provided for in the budget, and perform
56 such other duties as may be assigned to the office.

57 *Section 3. Elected Officer Vacancies.* Upon a vacancy in the office of the president, the
58 president-elect shall assume the office thereby creating a vacancy in the office of the president-
59 elect. The Executive Board shall fill a vacancy in the office of the president-elect or the treasurer
60 within thirty (30) days of any such vacancy. An individual appointed by the Executive Board to
61 fill a vacancy shall serve in an interim capacity until a successor is elected. A vacancy in the office
62 of the immediate past president shall be filled by a past president of the Association appointed by
63 the Executive Board.

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65 **ARTICLE V. EXECUTIVE BOARD**

66 *Section 1. Composition.* The Executive Board of the American Library Association shall
67 consist of fifteen (15) members composed of the four (4) officers of the Association, the immediate
68 past president, and ten (10) councilors elected by the Council as follows: three (3) at-large

69 members, two (2) division members, one (1) round table member, one (1) chapter member, one
70 (1) American Association for School Librarians member, one (1) National Association of
71 Librarians of Color (NALCo) member, and one (1) Rainbow Round Table member.

72 *Section 2. Roles and Responsibilities.* The Executive Board shall act for the Council in the
73 administration of established policies and programs, fiduciary responsibility, and shall report on
74 its activities at the next meeting of the Council. The Executive Board shall be the body, which
75 manages the affairs of the Association, and shall delegate management of the day-to-day
76 operations to the executive director. The Executive Board shall make recommendations to the
77 Council with respect to matters of policy.

78 *Section 3. Executive Board Terms.* All elected officers and members of the Executive
79 Board shall serve until the adjournment of the annual conference that follows the selection of their
80 successors. The president-elect shall serve the first year after election as vice-president, the second
81 year as president, and the third year as immediate past president. All other members of the
82 Executive Board shall also serve a term of three (3) years or until their successors are elected.

83 *Section 4. Executive Board Vacancies.* A vacancy in the elected membership of the
84 Executive Board shall be filled by Executive Board appointment, the person so appointed to serve
85 until the following annual election.

86 *Section 5. Appointments.* The executive director shall be appointed by the Executive Board
87 and shall hold office at its pleasure. An interim executive director may be appointed by the
88 Executive Board to serve until a permanent appointment to the office is selected. The Executive
89 Board shall appoint all committees of the Association not otherwise provided for and shall fix the
90 compensation of paid officers. Only personal members of the Association shall be appointed to
91 committees except by authorization of the Executive Board.

115 this article shall continue to serve without prejudice to any change that might occur
116 in the size of the membership of their round table;

117 E. Eighteen (18) councilors at-large shall be elected directly by the Association at
118 large;

119 F. Elected members of the Executive Board shall be voting *ex-officio* members of the
120 Council.

121 *Section 3. Councilor Terms.* Councilors shall serve terms of three (3) years or until their
122 successors are elected. Division, round table, and at-large councilors shall commence at the
123 adjournment of the final Council meeting of the annual conference following their election.
124 Chapters and NALCos shall accredit their councilors to the executive director in advance of the
125 first meeting after their election. No person shall serve in multiple Council positions
126 simultaneously as a member of the Council with the exception that members of the Executive
127 Board may also be an elected member, but such member shall have only one (1) vote when voting
128 in the Council.

129 *Section 4. Council Officers.* The president, president-elect, treasurer, and the executive
130 director of the Association shall serve as officers of the Council, the executive director serving as
131 its secretary. The presiding officer may exercise the option to vote only in case of a tie and the
132 executive director shall not have the right to vote.

133 *Section 5. Council Meetings.* The Council shall hold at least two (2) meetings each year,
134 of which a meeting shall be held during the annual conference of the Association and any other
135 meetings shall be designated by the Executive Board or at the call of the president. A majority of
136 the fixed membership of the Council shall establish a quorum for all meetings.

137 *Section 6. Council Vacancies.* A vacancy in the membership of the Council representing
138 the Association at large shall be filled at the following election to complete the unexpired term and
139 take effect immediately after the election is certified; A vacancy in the membership of the Council
140 representing a chapter, division, round table, or association may be filled by that respective
141 constituent on an interim basis. The interim councilor shall serve as a voting member until the next
142 regularly scheduled election.

143 *Section 7. Council Succession.* If a member is elected to the Council but declines the
144 position during the period between the announcement of the annual election results and the seating
145 of the new Council at the conclusion of the Annual Conference, the seat will be filled by the
146 candidate who received the next highest number of votes in the annual election. If the election of
147 a division or round table councilor was not contested, the division or round table shall accredit an
148 interim councilor to the executive director in advance of the first meeting after selection. The
149 interim councilor shall serve as a voting member of the Council to represent the division or round
150 table until a councilor is elected in the next annual election and is seated in the new Council at the
151 conclusion of the following annual conference.

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ARTICLE VII. MEETINGS

154 *Section 1. Annual Meeting.* There shall be an annual conference of the Association at such
155 place and time determined by the Executive Board. During the annual conference, there shall be
156 an annual meeting of the Association.

157 *Section 2. Membership Meetings.* A membership meeting consists of the voting members
158 of the Association and may act upon all business in order. A membership meeting shall be held
159 during the annual conference and at such other times as may be set by the Executive Board, the

160 Council, or by membership petition. A membership petition must be filed with the executive
161 director at least thirty (30) days before the proposed meeting with five (5) percent or more voting
162 members of the Association as of August 31st of each year. The Association, by a vote at a
163 membership meeting, may refer any matter to the Council with recommendations and may require
164 the Council to report on such matter at any specified meeting of the Association. Any question of
165 policy may, by a majority vote of the Council, be submitted to the Association to be voted upon
166 either at a membership meeting or as the Council may determine. An action of the Council may
167 be repealed by a majority vote of the Association upon demand of one percent of the personal
168 members as certified by the Executive Director of the Association.

169 *Section 3. Special Meetings.* Special meetings of the Association may be called by the
170 Executive Board, the Council, or by membership petition. At least thirty (30) days notice shall be
171 given, and only the business specified in the call shall be transacted. The Executive Board may
172 arrange for regional meetings in an area covered by a regional chapter with consent of such chapter.

173 *Section 4. Registration.* For all members attending any meeting or conference there may
174 be a registration fee as fixed by the Executive Board.

175 *Section 5. Virtual Participation.* Meetings of the Association membership may be held
176 virtually, and the Executive Board shall establish the procedures for such meetings.

177 *Section 6. Voting.* A majority of members present and voting shall be necessary to adopt a
178 motion unless otherwise stated. The Executive Board may authorize the method and time by which
179 votes are to be taken by the Association and by the Council. By petition of one (1) percent of the
180 personal members as certified by the executive director, membership referenda shall be placed on
181 the annual ballot for a vote except that no referenda ruled out of order shall be voted upon. A

182 petition for a membership referendum must be filed with the executive director at least one hundred
183 twenty (120) days before the annual conference.

184 *Section 7. Quorum.* Seventy-five (75) voting members shall constitute a quorum at
185 membership meetings. The quorum for meetings of the Executive Board, the Council, and
186 committees shall be a majority of the fixed voting membership.

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188 **ARTICLE VIII. COMMITTEES**

189 *Section 1. Committee Establishment.* In order to carry out the business of the Association,
190 the Council shall establish or discontinue divisions, round tables, and committees as the needs of
191 the Association may require upon the recommendation of the Committee on Organization.
192 Committees may be committees of the Association or committees of the Council. The Committee
193 on Organization shall recommend a structure and charge of each such committee, division, or
194 round table subject to the approval of the Council. The Committee on Organization shall also
195 authorize membership initiative groups.

196 *Section 2. Committee Appointments.*

197 A. *Committees of the Association.* There shall be a Committee on Appointments to be
198 composed of the presidents-elect of the divisions and the president-elect of the
199 Association who shall serve as chair, to advise on appointments for committees of
200 the Association.

201 B. *Council Committees.* There shall be a Council Committee on Committees to advise
202 on appointments for Council committees. Membership of the committees of the
203 Council may consist of both councilors and non-councilors. Subcommittees of the
204 committees of the Council shall exist at the will of each Council committee.

205 *Section 3. Committee Roster.* Upon the recommendation of the Committee on
206 Appointments and the Council Committee on Committees,, the Executive Board shall approve the
207 committee roster. At the beginning of the calendar year, the president-elect shall make available a
208 report to the Executive Board and the Council of committee appointments. Thereafter, the
209 Executive Board shall consider the nominations and make its decisions as to appointments.

210 *Section 4. Committee Terms.* The committee membership year shall be the same as the
211 conference year. Unless otherwise approved by the Executive Board or the Council, committee
212 members shall be appointed for terms of two (2) years or until their successors are appointed, and
213 may be reappointed for consecutive terms; but in no case shall a person serve on a committee for
214 more than four (4) consecutive years. Appointments shall be made in such manner as to provide
215 continuity in membership.

216 *Section 5. Committee Vacancy.* Any vacancy occurring on a committee shall be filled by
217 appointment made by the president, and the new appointee shall serve in an interim capacity to fill
218 out the unexpired term until a successor is appointed.

219 *Section 6. Committee Removal.* Upon recommendation of either the chair of the committee,
220 officers of the Association, or division or round table member leadership, the Executive Board
221 may remove a committee member from the committee for cause by a two-thirds (2/3) vote and
222 may reinstate a member by a two-thirds (2/3) vote.

223 *Section 7. Special Committees.* All other committees, task forces, or commissions
224 authorized by the Council or the Executive Board, shall be special committees. The term of a
225 special committee shall be limited to two (2) years unless the Council or the Executive Board,
226 whichever has authorized such committee, shall otherwise provide.

273 response by library interest area or a field of librarianship not represented within a division to
274 implement and enhance the Association's goals and priorities.

275 *Section 2. Round Table Establishment.* The Council may authorize a round table of any
276 group with a minimum of one-hundred fifty (150) members of the Association who are interested
277 in the same field of librarianship not within the scope of any division, upon petition of such group,
278 which shall include a statement of purpose. Each round table shall maintain a three-year rolling
279 average membership of at least one hundred fifty (150) round table members, which is calculated
280 at the end of the ALA fiscal year. Should this round table membership count fall below one
281 hundred fifty (150), the Committee on Organization shall present that round table with an option
282 to convert to a membership interest group, merge with another round table, or be discontinued.
283 Based on the affected round table's determined action, the Committee on Organization shall bring
284 the action to the Council for a vote. The Council may dissolve a round table by a majority vote at
285 two (2) consecutive meetings. A round table that is entitled to a councilor and is going through the
286 process of dissolution is entitled to Council representation until it is officially dissolved.

287 *Section 3. Round Table Governance and Limitations.* Each round table shall be governed
288 by the bylaws and other applicable rules of the Association. To guide the officers and members in
289 conducting the affairs of a round table, which are particular to itself, the round table shall adopt
290 rules, which shall not be in conflict with those of the Association. The round table shall be in
291 alignment with the mission and goals of the Association and shall not commit the Association by
292 any declaration of policy or statement the members of each round table shall choose officers to
293 serve until the close of the next annual conference by ballot.

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ARTICLE XI. CHAPTERS

319 become an affiliated organization of the Association. Requests for affiliation are subject to
320 approval by the Council.

321 *Section 2. Limitations.* The Association or any subdivision thereof may request to become
322 an affiliate with national or international organizations having purposes similar to those of the
323 Association or to one or more of the Association's subdivisions. However, no subdivision of the
324 Association may separately affiliate itself with an organization with which the Association is
325 affiliated. Requests for affiliation are subject to approval by the Council. A division or round table
326 may affiliate with itself groups interested in the same field of library service or librarianship such
327 groups may admit nonmembers of the Association.

328

329 **ARTICLE XIII. FINANCES**

330 *Section 1. Review and Approval.* The annual budget, including the annual estimates of
331 income and budget objectives, shall be submitted for Executive Board review and approval as part
332 of the budget process. Except for projects supported by grants to the Association, annual estimates
333 of income shall be based upon the unexpended balance remaining from the previous fiscal year
334 plus anticipated revenues for the next budgeted year. In no case may expenditures be budgeted in
335 excess of the estimates of income arrived at in this manner except for projects supported by grants
336 to the Association.

337 *Section 2. Auditing.* An audit of all accounts shall be made annually by an external auditor
338 and reported to the Executive Board.

339 *Section 3. Reporting.* A report shall be made available annually to the membership on the
340 Association's fiscal status, and at other times as directed by the Executive Board.

341 *Section 4. Endowment Funds.* Receipts from life memberships and all gifts for endowment
342 purposes shall, subject to conditions attached thereto, constitute endowment funds. Subject to
343 conditions legally incident thereto, such funds shall be in the custody of three (3) to six (6)
344 appointed trustees.

345 *Section 5. Endowment Trustees.* The trustees shall have authority to hold, invest, reinvest,
346 disburse, and otherwise deal with endowment funds in accordance with such directions as may be
347 given them by the Executive Board. The principal of and income from endowment funds shall be
348 expended under the directions of the Executive Board but no such expenditures shall be made
349 except in accordance with any conditions imposed by the donors of any such funds nor for any
350 purposes which are not in consonance with the approved policies of the Association, nor shall
351 principal be expended unless expressly permitted by the terms of the gift, or any amendment or
352 modification thereof. No action shall be taken with reference to investment, reinvestment, or other
353 principal transaction with respect to securities held in the endowment fund, except upon a
354 resolution adopted by or written order signed by a majority of the trustees.

355 *Section 6. Division and Round Table Finances.* A division or round table shall establish
356 annual dues subject to the approval of the Executive Board. All dues paid for membership in a
357 division or round table may be put to the credit of that unit. Additional allotments may be made
358 on the basis of need as determined by the Executive Board. All division and round table funds
359 shall be held in the custody of the Executive Board, to be accounted for and disbursed by its
360 designated officer on authorization of the division or round table officers. A division or round table
361 shall have the right by vote of its members to impose additional fees. No unit shall incur expense
362 on behalf of the Association except as authorized.

363

364 **ARTICLE XIV. ELECTIONS**

365 *Section 1. Nominating Committee.* Prior to each annual conference of the Association, the
366 Executive Board, upon recommendation of the Committee on Appointments, shall appoint a
367 Nominating Committee to nominate candidates for elective positions. The Nominating Committee
368 shall nominate candidates from among the personal membership for the position of president-elect
369 annually; and for the position of treasurer, whenever this is required; and members at-large of the
370 Council including any vacant member at-large positions. The Nominating Committee shall
371 nominate annually candidates for members-at-large of the Council for three-year terms. No
372 member of the Executive Board shall serve on the Nominating Committee.

373 *Section 2. Reporting.* The Nominating Committee shall report its nominations at the
374 Council meeting prior to the annual election. No person shall be nominated by the committee
375 whose written consent has not been filed with the Executive Director of the Association.

376 *Section 3. Nominations.* Nominations determined as herein provided shall be placed before
377 the members of the Association on a ballot, which shall be prepared under the direction of the
378 Nominating Committee. The Nominating Committee shall also include on the ballot other
379 nominations filed with the executive director by petition of any two-hundred (200) members of
380 the Association for the position of president-elect and treasurer, and twenty-five (25) members of
381 the Association for the position of councilor-at-Large, provided written consent of these nominees
382 shall have been filed with the Executive Director of the Association. For every election of the
383 Association, the Committee on Election shall establish a closing date for the membership list. Only
384 members in good standing on that date shall receive a ballot and shall be entitled to vote. Every
385 member of the Association eligible to vote shall receive a ballot.

386 *Section 4. Qualification.* For each office, the candidate receiving the largest number of
387 votes shall be elected and shall be so reported to the Association by the Committee on Election. In
388 the case of a tie vote, the successful candidate shall be determined by lot conducted by the
389 Committee on Election. In the event that a candidate for election as a councilor-at-large withdraws
390 from or is unable to continue candidacy in the period between the distribution of ballots and the
391 reporting of election results, the votes for that candidate shall be ignored.

392 *Section 5. Council Committee on Committees.* There shall be a Council Committee on
393 Committees made up of four (4) councilors elected for one-year terms by the Council. The
394 president-elect shall be the fifth member of this committee and its chair. The four (4) elected
395 members of the Council Committee on Committees shall be elected by ballot of the councilors
396 present and voting at the annual conference. Additional nominations for the Committee on
397 Committees may be made by councilors from the floor.

398 *Section 6. Executive Board Nominations.* The Council Committee on Committees shall
399 nominate annually three (3) at-large members, two (2) division members, one (1) round table
400 member, one (1) chapter member, one (1) American Association for School Librarians member,
401 one (1) National Association of Librarians of Color (NALCo) member, and one (1) Rainbow
402 Round Table councilor for three-year terms for election by the Council from among the current
403 members of the Council. Additional nominations for the Executive Board may be made by
404 councilors from the floor. Upon election to the Executive Board, members shall continue to serve
405 as councilors for the duration of their terms.

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ARTICLE XV. POLICIES

408 *Section 1. Notice.* Members shall be given at least thirty (30) days unless otherwise
409 established in this bylaws or, if less than thirty (30) days, waived by unanimous consent of
410 upcoming action. Publication of notices in the *American Libraries* shall be considered sufficient
411 to fulfill the requirement of notice.

412 *Section 2. Additional Policies.* Additional policies may be adopted and maintained in a
413 manual available to all members. Policies may not conflict with a rule established in the bylaws.

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415 **ARTICLE XVI. PARLIAMENTARY AUTHORITY**

416 The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall
417 govern the Association in all cases to which they are applicable and in which they are not
418 inconsistent with these bylaws and any special rules of order the Association may adopt.

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420 **ARTICLE XVII. AMENDMENTS**

421 *Section 1. Amendments.* All proposals for amending the bylaws shall originate in the
422 Council. An adopted amendment shall become effective when it has been approved by a majority
423 of the members of the Council present and voting at a meeting of the Council, followed by
424 ratification by the members of the Association. The Council, on approving a proposed amendment,
425 shall direct the executive director to place the amendment on the annual ballot, for ratification by
426 the membership.

427 *Section 2. Editorial Updates.* The Council, upon recommendation of the Bylaws
428 Committee, may make such editorial changes in these bylaws as do not change their substance and
429 meaning.