

**BY-LAWS
LIBRARIES SOUTHWEST**

ARTICLE I: MEETINGS

Section 1: Meetings of the Board of Directors shall be held ~~in the spring and fall at time and place as set down in notice of meeting~~ **at least once a year and as needed, at time and place as set down in notice of meeting.**

Section 2: The Board will elect officers **as prescribed in this organization's Articles of Incorporation, Article VI, and adopt a budget** annually ~~at the spring meeting. The budget will also be adopted at that meeting.~~

Section 3: A quorum for the transaction of business shall consist of 4 members of the Board at all meetings.

Section 4: Special meetings may be called by the Secretary at the direction of the President, or at the request of 3 members, for the transaction of business as stated in the call for meeting.

Section 5: Notices of all regular meetings shall be **mailed emailed** by the Secretary to all members at least five days before the meeting date.

Section 6: ~~The~~ **An annual meeting of the membership will shall be held in the spring. to elect members to the Board of Directors for the following year.**

ARTICLE II: OFFICERS

Section 1: Officers of the Board shall be **Chair, Vice-Chair** and Secretary all of whom are elected from the Board **annually**. A Treasurer shall be appointed by the Board.

Section 2: Consideration of potential board members to fill vacancies of office shall be at the first regular meeting of the Board after the vacancy occurs. A member thus appointed shall fill the unexpired term.

Section 3: The Secretary of the Board shall keep a true and accurate account of all proceedings of the meeting; shall issue notices of all meetings; shall have custody of the minutes and other records of the Board; and upon authorization of the **Chair** shall notify the board membership of any vacancies of the Board. Upon consultation with the **Chair** ~~she~~ **the Secretary** shall prepare the agenda for all meetings.

Section 4: The **Chair** of the Board shall preside at all meetings, appoint all committees, authorize calls for meetings, and generally perform the duties of a head official.

Section 5: In the absence of the **Chair**, the **Vice-Chair** shall exercise the **Chair's** functions; and may upon request of the **Chair**, take over any duties ~~he~~ **the Chair** is unable to perform.

Section 6: The Treasurer shall be appointed by the Board and bonded. The Treasurer shall have charge of funds and income; shall sign checks on the account when bills are presented in the manner prescribed by the Board; and shall report periodically on the state of such funds to the Board **and to the members when requested.**

ARTICLE III: RESOLUTIONS AND ORDERS

Section 1: A simple majority of the votes of all members of the Board present shall be necessary for the adoption or passage of any resolution or order except as prescribed in this organization’s Articles of Incorporation, Article IX.

Section 2: The Chair does not introduce nor vote on motions except to break a tie.

ARTICLE IV: COMMITTEES

Section 1: Special committees for the study and investigation of special problems or for the performances of specially assigned tasks may be appointed by the Board Chair, such committees to serve until the completion of the work for which they were appointed.

Section 2: Standing committees may be created by the Board Chair. The purposes of and authorities wielded by such committees will be determined by the Board Chair. Termination of standing committees may be enacted by the Board.

ARTICLE V: THE ORDER OF BUSINESS

Section 1: The order of business at the regular meeting of the Board shall be:

1. Call to order; Calling of the roll
2. Approval of minutes as distributed
3. Report of Board members
4. Unfinished business; Reports of committees
5. New business
6. Report of Treasurer
7. Adjournment

ARTICLE VI: DUES

The following annual dues schedule will apply:

Organizational category:

Operational Tax budget under \$100,000	\$25.00
\$100,000-\$299,000	\$100.00
\$300,000-\$599,000	\$200.00
\$600,000-\$1,000,000	\$300.00
Over \$1,000,000	\$400.00

Individual Category: \$5.00

ARTICLE VII: SECTIONS

Membership shall be divided into two (2) Sections: Institutions and Individual. The Institutions Section shall be composed of the official representative of each Institution member. The Individual Section shall

be composed of all individual members. Both sections may adopt any rules of operation or By Laws for that section.

ARTICLE VII: MEMBERS

Members shall be defined as the official representative of each institutional member of Libraries Southwest.

ARTICLE VIII: AMENDMENTS

These by-laws may be amended at any regular meeting by a majority vote, provided the proposed amendment was stated in the call for the meeting.

Adopted: March 5, 1987

Revised: September 30, 1987

Revised: November 15, 1995

Revised: ?, 2019