

Overview of Bylaws Changes

<p>Article I</p> <ul style="list-style-type: none"> • No change 	
<p>Article II. Corporate Purposes & Applicability</p> <ul style="list-style-type: none"> • Consolidation of language about purpose of NYLA 	
<p>Article III. Membership</p> <ul style="list-style-type: none"> • Clarification of criteria for categories of membership • Clarification of who in an organizational membership is considered a personal member • Clarification of organizational membership and trustees designated as personal members under the organizational membership or under LTAS rider • Change in allocation of dues to sections from “25%” to “a percentage (at least 20%)” to provide flexibility • Addition of explicit language to allow for in-person, virtual, or hybrid modes for meetings 	
<p>Article IV. Officers</p> <ul style="list-style-type: none"> • Addition of duties for offices of President, Immediate Past President, President-Elect, Treasurer, and Treasurer-Elect • Clarification that the officers serve as the Executive Committee • Addition of duties for the Executive Committee • Addition of specific language about the search committee and process for selecting an Executive Director • Addition of employment contract for Executive Director 	
<p>Article IV – Officers - Feedback</p>	<p>Response</p>

<p>I would suggest that the Executive Director's duties include being the public voice/spokesperson for the Association; overseeing relations with the Legislature and Executive branch; and that a catchall provision be added: Together with such other reasonable Executive tasks as may be assigned by the Board.</p>	<p>Advocacy responsibilities laid out in Job Description</p> <p>In Bylaws: "The Executive Director shall carry out the policies of the Council, under direction of the Executive Committee. . . ."</p> <p>In Job Description: "Carry out other general responsibilities as may be delegated by Council"</p>
<p>Re the Search Committee: the wording is "The Search Chair will assist in creating the search committee." Assist whom? The Association President?</p>	<p>Implied: the Association President</p>
<p>Under 4.1, the Executive Director's duties should also specifically note their responsibility to hire all Association staff.</p>	<p>In Job Description: "Oversee daily management of association personnel including recruiting, hiring, training, and evaluating staff"</p>
<p>Why is the President a voting member of every committee? It seems like overkill.</p>	<p>President is ex-officio of every committee, not voting member</p> <p>Parliamentarian advised that the President should be ex-officio on every committee</p>
<p>Article V. Association Council</p> <ul style="list-style-type: none"> • Clarification of Councilor-at-large positions on Council • Addition of duties of Councilor-at-large • Addition of duties for ALA Chapter Councilor • Clarification of who can serve as Section and Regional Chapter representatives to Council • Clarification of who can serve as proxies for Council representatives and their voting privileges 	
<p>Article V - Association Council - Feedback</p>	<p>Response</p>
<p>Is "cause" defined anywhere (regarding 2.8)?</p>	<p>No.</p>
<p>Article VI. Committees</p> <ul style="list-style-type: none"> • Change in membership and chairing of the Finance and Audit Committee 	

<ul style="list-style-type: none"> • Addition of two Committees of the Corporation: Policy Committee and Personnel Policy Committee • Delineation of the charge and duties of the Policy Committee and the Personnel Policy Committee • Clarification of task force membership - composition and appointment process • Clarification of nomination process and timeline – see Article V, Section 2.52 and Article VI, Section 3.2.1.1 <ul style="list-style-type: none"> ○ Timeline: <ul style="list-style-type: none"> ▪ Nominating Comm slate to Council – March 15 ▪ Opportunity for petition candidates to get signatures and submit to Nominating Committee – by April 15 ▪ Nominating Committee final slate to Council – April 30 ▪ Election opened to membership – June 1 	
Article VI – Committees - Feedback	Response
Section 2.1. Executive Committee and Section 2.2. Audit and Finance Committee - should it read Executive Director instead of ED?	Editing change – will make it
Articles VII, VIII, IX, X, XI	
<ul style="list-style-type: none"> • No substantive changes (Corporation to Association; Director to Councilor) 	
Article XII – Fundamental Corporate Changes	
<ul style="list-style-type: none"> • Clarification of Bylaws change process and enabling of electronic voting outside of the annual meeting or the spring election cycle 	
General Feedback & Comments	Response

<p>Would it be possible to get a tracked changes version? I would like to see what was present and now different, instead of an all new one. Thanks.</p>	<p>Posted to NYLA membership</p>
<p>Other than formatting issues and minor issue above these changes match what I recall being approved at the October 13th Special Council Meeting</p>	
<p>The only item that seemed a bit odd to me was having elections in June and the annual meeting in November. I know you want to sync elections with ALA, and I'm sure you don't want the date of our meeting to conflict with theirs, but still it is unusual.</p>	<p>Choice of election dates was based on schedule of school and public librarians – before school librarians are out for the summer and before public librarians are overwhelmed with summer reading responsibilities</p>
<p>Also, the dates of the Association's revisions over time are not noted on this new document. Again, I thought that was required. The last version was adopted was 10-22-2015.</p>	<p>New date will be noted when the Bylaws are approved</p>
<p>Where have the appendices with the Conflict of Interest disclosure forms/statements gone? I thought that those were required by NYS nonprofit law. We added those into the by-laws in 2015. The Council members are required to file these forms each year.</p>	<p>Appendices are intact. We would like to add a couple of definitions (e.g., clarifying in-person, hybrid, and online meetings).</p>