

Proposed Bylaws:

1. ARTICLE I: Name

a. Name

- i. The name of this organization shall be the Instruction, Development, Equity and Access Section (IDEAS) of the New York Library Association

2. ARTICLE II: Purpose

a. Purpose of Section

- i. IDEAS is the Instruction, Development, Equity, and Access Section of the New York Library Association. By facilitating discourse, conducting advocacy, curating resources, and providing continuing education on the topics of instruction, reference service, twenty first century literacies, and equity of access, IDEAS:
 1. Promotes the interests of library professionals who provide service to adult populations across New York State
 2. Cultivates the competency, core skills, and professionalism of library workers at all career levels and in various library types who assist, educate, and inform adults
 3. Fosters resilience, proficiency, and agility among library workers navigating rapid technological, institutional, and cultural change in their work with their communities
 4. Creates opportunities for growth and renewal by confronting inequities and challenges impacting diverse library patrons and library staff

3. ARTICLE III: Section Membership:

a. Section 1. Section Membership

- i. Any individual member of NYLA may become a member of IDEAS upon the payment of the annual dues.

b. Section 2. Rights and Privileges

- i. Only individual members shall have the right to vote, hold office, or serve on a committee. The privilege of membership shall include receipt of official publications.

c. Section 3. Dues

- i. Annual dues for membership shall be determined by NYLA Council.

d. Section 4. Membership Year

- i. The membership year shall coincide with NYLA membership terms.

4. Article IV: Officers and Board

a. Section 1: Powers

- i. All powers of the Instruction, Development, Equity and Access Section of NYLA shall be vested in the IDEAS Board. The board shall be authorized to take any and all action in furtherance of the section's purposes.

b. Section 2: Board Composition

- i. The IDEAS Board shall consist of 11 total members elected by Membership.
 1. President
 2. Vice President-President Elect (elected annually)
 3. Vice President of Membership and Communications (Two Year Term elected even years)
 4. Vice President of Development (Two Year Term elected Odd years)
 5. 5 Trustees (2 year terms with 3 elected even and 2 elected odd years)
 6. Immediate Past President

c. Section 3: Elections

- i. The election of IDEAS Board Members shall follow the NYLA Election Timeline.
- ii. Candidates for the IDEAS Board shall be nominated by IDEAS members or may volunteer by self-nomination. All candidates must be members of IDEAS at the time of their nomination.
- iii. An ad-hoc Nominating Committee shall be appointed by the IDEAS Board and consist of two IDEAS Board Members to prepare a Slate of Candidates for all vacant or expiring IDEAS Board Member positions by May 1st each year.
- iv. All candidate materials requested by the IDEAS Board (i.e. Resume, Letter of Intent, etc.) will be due at the time of the Slate of Candidates.
- v. The Slate of Candidates and candidate materials will be emailed to the IDEAS Membership no later than June 10 each year.
- vi. Section ballots controlled by NYLA open mid-June each year and close by mid-July. Approximately one week after the section ballot closes, the results will be announced.
- vii. Candidates receiving the winning number of votes will begin their term on the IDEAS Board following the Annual Meeting of the election year.

d. Section 4: Terms and Term Limits

- i. Except as otherwise provided by these bylaws, a board member's term of office shall be 2 years. The terms of office of Board Members have staggered end dates so that not more than four (4) Board Members' terms shall expire in any year.
- ii. Board members appointed by the IDEAS Board to fill a vacancy caused by the resignation, death, or removal of a board member shall serve the balance of the term of the Board Member who they have been appointed to replace.
- iii. Elected board members shall assume their duties following the annual conference.

e. Section 5: Vacancies

- i. Vacancies occurring due to resignation, death, or removal of a Board member among the IDEAS Board shall be filled by appointment by the Board of a IDEAS Member in good standing. This appointment shall serve the balance of the term of the board member who they have been appointed to replace.

f. Section 6: Attendance

- i. Any Board Member absent from three (3) consecutive board meetings shall be deemed to have resigned as a Board Member if such absences are determined by a majority vote of the Board Members to have been without reasonable cause.

g. Section 7: Resignation

- i. Any Board member may resign at any time by submitting his or her resignation in writing to the President or Secretary of the Board. Such resignation shall be effective upon receipt unless another date is specified therein.

h. Section 8: Compensation and Disclosures

- i. No Board Member or Officer shall receive, directly or indirectly, any compensation or other payment from the Instruction, Development, Equity and Access Section unless authorized by the concurring majority vote of all Board Members and in no event shall any compensation or payment be paid or made except reasonable compensation for services actually rendered or reimbursement for disbursements actually incurred. A Board Member or Officer with an interest, direct or indirect, in any contract relating to the operation of the Instruction, Development, Equity and Access Section or in any contract for furnishing supplies thereto, shall disclose such interest at or prior to the meeting at which approval of such contract is to be considered. The Board shall not enter into such contract unless doing so is authorized by a majority of the total number of Board Members, excluding the interested Board Member.

5. ARTICLE V: Officers and their Duties

a. Section 1. Officers and Board

- i. The officers of this Section shall be a President, a First Vice-President who shall be President-Elect, a Vice-President of Membership and Communications, a Vice President of Development, and a Past-President.
- ii. There shall be 5 trustees, elected by membership for 2 year terms with 3 positions available for election within any year.
- iii. Secretary and Treasurer of the section will be appointed by vote of the executive board from the trustees pool for 1 year terms.

b. Section 2. Terms of Office

- i. The terms of First Vice-President, President, and Past-President shall be one year each, as part of a three-year rotation.
- ii. The terms of Vice President of Membership and Communications and Vice President of Development shall be 2 years with Membership and Communications being voted on in even years and Development being voted in during odd years.

c. Section 2: Executive Board

- i. The IDEAS Board shall consist of the 4 elected officers, 5 elected trustees, and the immediate Past President. It shall have the authority to conduct the business of the Section between annual business meetings.

d. Section 3: Responsibilities of Officers

i. President

1. Presides over meetings of the Board and membership.
2. Appoints committee chairs with the advice and consent of the Board.
3. Alongside the Executive Board, conducts surveys of membership to determine priorities of the section's professional development and other relevant positions.
4. Serves as ex-officio member of all committees, except the Nominating Committee.
5. Gives an annual report on the accomplishments and needs of IDEAS at the annual meeting.
6. Reports annually to the President of NYLA on the activities of IDEAS . Such reports are to be presented in writing one month before the annual meeting of NYLA

ii. Vice President/President Elect

1. Assumes the duties of the President in the absence of the latter.
2. Performs other duties as assigned by the President.
3. Acts as chairperson of Section committees when appointed by the Executive Board.

iii. Vice President of Membership and Communications

1. Manages web presence of section
2. Upon final approval from the President, sends out quarterly communications to IDEAS member listserv.
3. Sits on NYLA Membership committee, reports back to IDEAS board on updates.
4. Acts as chairperson of Section committees when appointed by the Executive Board.

iv. Vice President of Development

1. Working alongside NYLA Office, coordinates professional development for Section based on Survey feedback.
2. Sits on the Conference Committee, acts as conference curator for the section unless a request is submitted to the executive board for another member at large to act as curator.
3. Serves as IDEAS Representative to the Continuing Education Committee, reports back to IDEAS board on updates.
4. Acts as chairperson of Section committees when appointed by the Executive Board.

v. Treasurer

1. The Treasurer shall keep account of income and expenditures, and shall submit a financial report at the annual meeting of the Section and to the Board as requested.

vi. Secretary

1. Records the minutes of meetings of the Executive Committee, annual meetings, and other meetings.
2. Transmits reports of IDEAS activities to appropriate NYLA offices.
3. Corresponds with the members of IDEAS as deemed appropriate by the Board

4. The Secretary shall keep minutes of all meetings of the Section and of the Board and post them to the Section website.

vii. Past President

1. Presides over section's Nominating Committee
2. Serves as Representative to NYLA Awards Committee

viii. Trustee

1. Votes on matters of Section concerns.
2. Acts as chairperson of Section committees when appointed by the Executive Board.
3. Acts as member liaison to NYLA standing committees as appointed.

e. Section 4: Committees and Appointments

i. Committee Roles

1. The Board may, from time to time, create committees of the Board. The Board shall appoint three or more members of the Board to such committees and a committee chair.

ii. Committee Records and Reports

1. Each Committee established in accordance with these bylaws will keep written records of its meetings and activities, provide a copy of such records to the Secretary for inclusion in the permanent records of the Board, and report to the Board as often, and in such form, as the Board may require

iii. Appointment to NYLA Standing Committees

1. Appointments of members of good standing to NYLA committees for 1 year terms may be made by executive board members upon nomination of members and board approval.

f. Section 5: Officer Resignation

- i. Any officer may resign his or her office at any time, by submitting a resignation in writing to the President, Vice-President, or Secretary of the Board. Such resignation shall be effective upon Board Approval. The resignation by a Board Member from an Office position on the Board shall not be construed as a resignation of the Board Member as a Board Member unless such resignation is also tendered in accordance with these Bylaws

g. Section 6: Officer Vacancy

- i. A vacancy occurring in the appointed position of President shall be filled by the Vice-President who will fill the remainder of that term as well as their elected term.
- ii. A vacancy in the elected membership of the Board shall be filled by Board appointment. The appointee shall serve for the remainder of the unexpired term, at which time the appointee would be eligible to run for a full term.

6. ARTICLE VI: Meetings

a. Section 1: Annual Meeting

- i. The Annual Meeting of the IDEAS board shall take place during and within the NYLA Annual Conference. During this meeting, the board will appoint officers, review the bylaws, schedule quarterly meetings, and introduce incoming board members.

b. Section 2: Regular Meetings

- i. Regular meetings of the Board shall be held at least quarterly, at such times and places as the Board Members shall determine; provided, however, that the Annual Meeting of the Board shall, for purposes of this section, be deemed to be the regular meeting of the Board in and for the quarter in which such Annual Meeting is held.

c. Section 3: Special Meetings

- i. Special meetings may be called at the discretion of the Board, providing advance notice is given to the Board Members at least 14 days.

d. Section 4: Remote Meetings

- i. The IDEAS board may conduct business via conference call providing that notice was given via the IDEAS Board Member listserv at least 14 days prior to the meeting date and a quorum of the Board is in attendance on the conference call.

e. Section 5: Quorum

- i. Six Board Members (a majority of the whole Board), present at an annual, regular, or special meeting, shall constitute a quorum for the purpose of transacting business at all meetings of the Board. A majority of the duly appointed members of any committee, present in the same manner, shall constitute a quorum for the purpose of transacting the business of the committee. In the absence of a quorum, the chair of the meeting shall adjourn the meeting to another time. Notice of such adjournment shall be given to all Board members or committee members, as applicable, not in attendance at the adjourned meeting.

f. Section 6: Meeting Minutes

- i. A record of actions taken during all meetings shall be recorded by the Secretary and approved at the next scheduled meeting. A record of meeting minutes shall be housed on the NYLA website on the IDEAS page.

g. Section 7: Voting

- i. At all meetings, Board Members shall receive one vote per motion put forth by the Board.
- ii. Electronic voting via email on business items of the Board may take place by adhering to the following procedure:
 1. Board President sends an announcement of upcoming electronic voting to the IDEAS listserv with relevant information and draft motion.

2. Board Members may respond, discuss, or ask for additional information.
3. Following relevant discussion, the Board President resends the motion to the IDEAS listserv with all relevant information and language of proposed motion requesting a second and a deadline for voting.
4. Once a second is received, all Board Members may vote in favor, against, or abstain from the proposed motion.
5. Once the voting deadline passes, the Secretary will tally votes and send the formal results to the IDEAS listserv.
6. Results of electronic voting shall be confirmed in the meeting minutes of the next in-person Board Meeting.

7. Article VII : Finances

a. Section 1: Fiscal Year

- i. The fiscal year shall be concurrent with that of the New York Library Association.

b. Section 2: Budget

- i. The IDEAS Treasurer will draft a budget annually to be approved by the IDEAS Board at the Annual Meeting.

c. Section 3: Financial Authorization

- i. No officers, committee chairs or members shall incur any expense in the name of IDEAS unless authorized by the Treasurer and President.

d. Section 4: Financial Records

- i. The official financial records shall be maintained at the offices of NYLA.

e. Section 5: Audit

- i. The Treasurer shall keep accurate records of all financial transactions subject to any audit performed by NYLA or its accountants

8. Article VIII: Dissolution

- a. The Instruction, Development, Equity and Access Section may dissolve under a two-thirds vote of its total membership or by the process outlined in the NYLA bylaws. All assets held by the IDEAS Board at the time of dissolution shall be granted to NYLA.

9. Article XI: Official Depository

- a. The Secretary shall maintain the official file of all publications, reports, minutes etc. pending transfer, as appropriate, to the NYLA Archives.

10. Article XII: Amendments

a. Amending Bylaws

- i. These Bylaws may be amended, after approval by a majority of the Executive Board, by a simple majority vote of the members present and voting at the annual meeting of the Section or a simple majority vote cast by members responding by virtual ballot provided that notice of the amendment be distributed to the membership at least 30 days prior to the vote. Upon approval by the membership, the changes shall be submitted to NYLA Council for review.

11. Article XIII: Conflicting Bylaws

- a. In the event of a conflict between these Bylaws and the Bylaws of NYLA, the Bylaws of NYLA shall be controlling.

12. Article XIV: Parliamentary Authority

- a. The latest edition of Robert's Rules of Order shall be the parliamentary authority of this Section in all matters not covered by the bylaws of the New York Library Association and of the Bylaws of the Section.