

# MID-ATLANTIC INNOVATIVE USERS GROUP BYLAWS

## ARTICLE I. NAME

The name of this organization shall be the Mid-Atlantic Innovative Users Group (hereafter MAIUG).

## ARTICLE II. PURPOSE

The purpose of the MAIUG shall be to:

- a. serve as a forum to influence the development and improvement of Innovative Interfaces, Inc. (hereafter III) products for the benefit of MAIUG members;
- b. foster and improve relationships and communication among members, and between members and III; and
- c. gather and disseminate information on the use of III products among the users of the systems.

## ARTICLE III. MEMBERSHIP

### Section 1. Membership categories

Member Institutions. The Corporation shall have one class of voting members which shall be designated as Member Institutions. The rights and privileges of Member Institutions are described in Article III, Section 2. Member institutions will be those institutions using any III product, which have paid the annual dues for the current year.

### Section 2. Rights and Privileges

- a. Each member institution will appoint and certify to the Chair one person to be its official representative.
- b. Each member institution may cast one vote on any issue presented to the MAIUG.
- c. Any person currently employed by a member institution may participate in MAIUG activities at the member rate, hold office, serve on committees, and engage in debates on MAIUG policy. Only the official MAIUG representative from each member institution may cast a vote. Nonmembers may attend open meetings and participate in discussions.

**Section 3.** An institution's membership in the MAIUG will terminate upon failure to pay the annual dues.

## ARTICLE IV. EXECUTIVE OFFICERS

**Section 1.** The officers of this organization shall be a Chair, a Vice-Chair/Chair-Elect, a Secretary, a Treasurer, and the immediate Past Chair.

### Section 2. Terms of Office

- a. The Vice-Chair/Chair-Elect shall serve the first year after election as Vice-Chair and the second year as Chair. The Vice-Chair/Chair-Elect becomes the Chair following the conclusion of the annual membership meeting. The current Chair then becomes the Past Chair following the conclusion of the annual membership meeting.
- b. The Secretary and the Treasurer each shall be elected for a term of two years.

### Section 3. Vacancies

- a. The Vice-Chair shall immediately become Chair upon the resignation of the chair for the unexpired term, including the term s/he was initially elected to serve.
- b. A vacancy of the Vice-Chair/Chair-Elect position shall be filled by special election to take place no later than 16 weeks after the vacancy was announced to the membership.
- c. A vacancy of the Secretary or the Treasurer position may be filled for the balance of the term thereof by special appointment of the MAIUG Steering Committee.
- d. In the event that no candidates can be found for a vacancy, the duties of the vacancy can be delegated among the remaining members of the Steering Committee until such time as the position can be filled.
- e. If the minimum number of four Steering Committee members is not met, the organization will go on hiatus for no longer than two years.

#### **Section 4. Duties of the Chair**

- a. Preside at the annual and special membership meetings of the MAIUG and at meetings of the MAIUG Steering Committee.
- b. Appoint members to the Program Committee to handle local arrangements, solicit agenda items and user report topics, and prepare the agenda for the annual membership meeting.
- c. Appoint annually with the approval of the MAIUG Steering Committee such standing or special committees as may be required to carry out the purposes of the organization.
- d. Perform other duties as are necessarily incident to the office of Chair and as may be prescribed by the MAIUG Steering Committee.

#### **Section 5. Duties of the Vice-Chair/Chair-Elect**

- a. Perform the duties of the Chair in the event of the Chair's temporary disability or absence from meetings, or if the Chair becomes ineligible to hold office.
- b. Serve as an ex-officio member of the Program Committee.
- c. Complete assignments as delegated by the Chair.

#### **Section 6. Duties of the Secretary**

- a. Take and distribute minutes of the annual and special membership meetings, and of the MAIUG Steering Committee meetings.
- b. Communicate with the membership at appropriate intervals throughout the year.
- c. Perform other duties as are necessarily incident to the office of Secretary as may be prescribed by the MAIUG Steering Committee.

#### **Section 7. Duties of the Treasurer**

- a. Collect membership fees, registration fees (if any), and other monies as required.
- b. Keep an account of all monies received and expended and make disbursements as authorized by the MAIUG Steering Committee.
- c. Maintain membership list.
- d. Deliver over to his/her successor or to the Chair all books, monies, and other property at the expiration of his/her term of office.
- e. Perform other duties as are necessarily incident to the office of Treasurer as may be prescribed by the MAIUG Steering Committee.

#### **Section 8. Duties of the Past Chair**

- a. Serve in an advisory role to the Chair and the MAIUG Steering Committee.
- b. Chair the Nominating Committee as described in Article VIII, Section 1.

## ARTICLE V. MAIUG STEERING COMMITTEE

**Section 1.** The MAIUG Steering Committee shall consist of the executive officers of the organization, as described in Article IV, Section 1, and four members of the organization elected at large to represent a broad spectrum of the user population. Steering Committee meetings are open to all interested parties.

### **Section 2.** Duties of the MAIUG Steering Committee

- a. Exercise the powers of the organization when it is not in session, reporting to its members thereon at the succeeding meeting.
- b. Appoint a nominating committee to nominate candidates in accordance with Article VIII.
- c. Approve appointments made by the Chair to other such standing or special committees as may be required to carry out the purpose of the MAIUG.

### **Section 3.** Terms of Office for Members-at-Large

To provide for continuity, the membership shall initially elect two IUG members to serve on the MAIUG Steering Committee for a two-year term and two members to serve for a one-year term. Thereafter, members will be elected for two-year terms on a rotating basis so that at least two at-large members will continue each year.

### **Section 4.** Vacancies of Member-at-Large Positions

- a. A vacancy of a Member-at-Large position may be filled for the balance of the term thereof by special appointment of the MAIUG Steering Committee.
- b. In the event that no candidates can be found for a vacancy, the duties of the vacancy can be delegated among the remaining members of the Steering Committee until such time as the position can be filled.

### **Section 5.** Meetings

- a. The MAIUG Steering Committee shall have a regularly scheduled meeting in conjunction with the scheduled membership meeting.
- b. The MAIUG Steering Committee shall meet upon call of the Chair, or on demand by a majority of the membership, in accordance with the fulfillment of the purpose of the organization.
- c. Four members of the MAIUG Steering Committee shall constitute a quorum for the transaction of business.

## ARTICLE VI. MEMBERSHIP MEETINGS

### **Section 1.** Number of Meetings

- a. There shall be an annual meeting, physical or virtual, held at a time selected by the MAIUG Steering Committee.
- b. Special meetings may be called by the Chair or by a written request of 25% of the official representatives from member institutions.
- c. Informational or program meetings may be held during the conferences of any appropriate professional organization, but no official business of this organization may be conducted unless called as a special meeting in accordance with Section 1(b) of this article.

### **Section 2.** Notice of Meetings

Notice of any meeting shall be distributed to each member institution by the Chair no less than thirty days in advance, with a statement of the time and place or virtual meeting details, and containing information as to the subject or subjects proposed for discussion or consideration.

### **Section 3. Powers**

All official representatives from member institutions present at a membership meeting shall have, by majority vote, the power to:

- a. Adopt rules and agenda for governing membership meetings.
- b. Refer any matter to the MAIUG Steering Committee, including recommendations for action, and may request the MAIUG Steering Committee to report on such matters at a future meeting of the organization.

### **Section 4. III Representation**

III shall be invited to send representatives to the MAIUG annual membership meeting as they deem appropriate. Such representative may speak to any issue at any meeting of the organization, but may not make motions or vote.

## ARTICLE VII. COMMITTEES

### **Section 1. Special Committees**

- a. Special committees shall be formed as needed.
- b. Committees shall serve to the completion of appointed task.
- c. Committee members and committee chairs shall be appointed by the Chair subject to the approval of the MAIUG Steering Committee.
- d. All committees shall report directly to the MAIUG Steering Committee.

### **Section 2. Program Committee**

- a. A Program Committee will be appointed annually by the Chair to plan for the annual membership meeting.
- b. The Program Committee will make arrangements for the meeting rooms and refreshments, solicit program items, and propose an agenda. The final agenda will be subject to approval by the MAIUG Steering Committee.

## ARTICLE VIII. NOMINATIONS AND ELECTIONS

### **Section 1. Nominations**

- a. The Nominating Committee shall consist of the Past Chair and up to three representatives from member institutions in good standing, appointed as needed by the MAIUG Steering Committee.
- b. The Nominating Committee shall appoint candidates for the offices of Vice-Chair/ Chair-Elect, Secretary, Treasurer, and for the Member-at-Large positions on the MAIUG Steering Committee.
- c. The Nominating Committee shall nominate one or more candidates for each vacancy.
- d. The Nominating Committee shall strive to nominate candidates from different types of libraries to ensure representation of the diverse products (e.g. Sierra, Polaris, etc.) and types of member libraries in the MAIUG (e.g. public, academic, special, law, government, etc.)
- e. The Nominating Committee will announce to all members of the MAIUG the intent to seek nominations no less than three months prior to a scheduled membership meeting (e.g. conference).
- f. Nominations may be submitted in writing to the Nominating Committee for 30 days after the announcement of the intent to seek nominations.

- g. No name shall be placed on the ballot without the written consent of the person being nominated.
- h. The Nominating Committee will submit the final slate to the Chair no less than two months prior to the scheduled membership meeting.

## **Section 2. Elections**

- a. The Secretary will prepare and distribute an electronic ballot to the official MAIUG representative of each member institution no later than 30 days before the scheduled membership meeting.
- b. Voting will take place online for a period deemed appropriate by the Steering Committee, but not less than 4 days. The exact closing date and time will be announced with the distribution of the electronic ballot.
- c. The ballots will be tallied by the Chair and verified by the Vice-Chair/Chair-Elect.
- d. All candidates will be elected by majority vote.
- e. The Chair will contact each candidate with the results and will announce the results at the scheduled membership meeting.
- f. New officers and members-at-large will take office immediately upon adjournment of the scheduled membership meeting.

## **Section 3. Special Elections for Vice-Chair/Chair-Elect**

- a. The Steering Committee will serve as the Nominating Committee.
- b. The Nominating Committee will announce its intent to seek nominations immediately upon the announcement to the membership of the vacancy in the position of Vice-Chair/Chair-Elect.
- c. Nominations and elections will proceed according to the appropriate provisions of Sections 1 and 2 of this article and shall meet the time limit set forth in Article IV, Section 3b.

## ARTICLE IX. AMENDMENTS

The Bylaws of the MAIUG may be amended, repealed, or altered in whole or in part by official ballot only. Amendments to the Bylaws require a majority vote from the official MAIUG representatives of each member institution.

## ARTICLE X. PARLIAMENTARY AUTHORITY

The latest edition of Robert's Rules of Order shall govern the MAIUG in all cases to which it is applicable and in which it is not inconsistent with the Bylaws.

## ARTICLE XI. MISCELLANEOUS

### **Section 1. Membership Fees**

- a. Membership fees shall be assessed to each institution that wishes to join the MAIUG. Only those institutional members which have paid shall be eligible to appoint an official MAIUG representative as defined in Article III, Section 2(a) of these Bylaws.
- b. The amount of the membership fee shall be determined annually by the MAIUG Steering Committee.

### **Section 2. Disbursements**

Disbursements of funds may be made upon the approval of at least 2 MAIUG officers. The Treasurer will sign the check and another officer will send an electronic notification to the Treasurer signifying his/her agreement with the disbursement of funds, including his/her digital signature.

**Section 3. Distribution of Membership Information**

- a. Each member institution's official MAIUG representative will receive any ballot information.
- b. Updates to the Membership Directory will be distributed annually to member institutions.
- c. Interested parties who are not MAIUG members may purchase the Membership Directory at a fee to be determined by the MAIUG Steering Committee.
- d. Distribution of information to the membership may be accomplished by normal mail delivery, by fax delivery, by electronic mail, and/or other electronic means, as appropriate.

Adopted March 17, 2004

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