

**DIRECTORS ASSOCIATION
OF UPPER HUDSON LIBRARY SYSTEM
BY-LAWS**

Article I. Name

The name of this organization shall be the Directors Association of Upper Hudson Library System (UHLS).

Article II. Purpose

The purpose shall be to address the needs and concerns of member libraries; to provide a forum for the exchange of ideas; to encourage the dissemination of information in the field of library management; and to forward consensus recommendations to UHLS and the UHLS Board of Trustees.

Article III. Membership

The Association shall be open to the Director or acting Director of each member library. The Executive Director and Managers of UHLS are welcome to attend as non-voting guests.

Article IV. Officers

The officers shall include a chairperson, a vice-chairperson, and a secretary.

A. The chairperson will preside at all meetings, authorize calls for special meetings, appoint representatives and committees, and prepare agendas.

B. The vice-chairperson will serve in the absence of the chairperson.

C. The secretary will facilitate the recording, review, and distribution of the minutes electronically to all members of the organization and to the Executive Director of UHLS.

D. The Chair shall appoint a three-member Nominating Committee no later than May. The committee shall prepare and present a slate of candidates for office at the June Annual Meeting. Additional candidates may be nominated from the floor. Officers are elected for a two-year term by a majority vote of those members present. Terms of office will begin on July 1 of the first year and end on June 30 of the second year. Vacancies that occur during the term of office shall be filled by appointment of the Chairperson.

Article V. Representatives to UHLS Board of Trustees

A. A representative will be elected to serve on the UHLS Board of Trustees. S/he shall represent and speak for the member libraries and report back to the Association. The UHLS Board representative shall be elected to serve a five-year term. The representative shall also serve on either the Services, Finance or Administration Committee. If the representative resigns from a member library or from the UHLS Board, the Chair shall appoint a replacement to complete the term.

B. A representative will be elected to serve on each of the UHLS Board's Services, Finance, and Administration Committees to represent and speak for member libraries and report back to the Association. A committee representative shall be elected to serve a two-year term. If the representative resigns from a member library or from the Committee, the Chair shall appoint a replacement to complete the term.

Article VI. Representatives to UHLS Advisory Committees

Representatives will be elected to serve on various UHLS advisory committees including, but not limited to, Central Library Advisory Committee, e-Content Advisory Committee, and Automation Advisory Committee.

A. The Central Library Advisory Committee shall consist of representatives from the Central Library, UHLS staff and a representative from a small, medium and large library from both Albany and Rensselaer Counties. The representatives will be elected to serve a two-year term.

B. The e-Content Advisory Committee shall consist of representatives from UHLS staff, the Central Library, one large library (not Albany Public), two medium and two small libraries. The representatives will be elected to serve a two-year term. One to four at-large members may also be appointed by the membership of the Committee.

C. The Automation Advisory Committee shall consist of representatives from UHLS staff and four library directors. The representatives will be elected to serve a two-year term. Two to four at-large members may also be appointed by the membership of the Committee.

Article VII. Standing Committees and Ad Hoc Committees

A. The Chair may appoint Standing Committees to address common or ongoing issues of the Association as needed. Representatives will be elected to serve on the committees for a two-year term.

B. The Chair may appoint Ad Hoc Committees to study, review and make recommendations to the Association. Representatives will be appointed to serve for the duration of the study. Members of the Ad Hoc Committees need not be members of the Association.

Article VIII. Quorum

The members of the Directors Association present at meetings shall be considered a quorum. One more than half of those members present shall be considered a majority.

Article IX. Meetings

A. At least five meetings a year shall be held. Day and time shall be established by consensus.

B. The Annual Meeting will be held at the regular meeting in June. At this time, officers will be elected (if necessary) and the status of members elected or appointed to UHLS and Association committees will be reviewed. At the Annual Meeting, topics and/or dates for quarterly Management Topic Discussions (continuing education) will be set.

Article X. Executive Board

The officers and UHLS committee representatives shall act as an Executive Board to make decisions between meetings if necessary.

Article XI. Guidance

The Association endorses the Library Bill of Rights and the Librarian's Code of Ethics as published by the American Library Association.

Article XII. Amendments

Amendments to these By-Laws may be made by a majority vote at any regular meeting provided that the proposed change or changes shall have been submitted to all members in advance.

Article XIII. Interpretation

Robert's Rules of Order as last revised shall be followed when applicable.

Adopted by the Directors Association June 1995

Revised November 1, 2002

Revised August 5, 2005

Revised March 1, 2013

Revised June 3, 2016