



**INFORMATION DELIVERY SERVICES PROJECT
ADVISORY COUNCIL BYLAWS
January 15, 2015**

- I. Purpose
 - a. Statement of Purpose
 - i. The Information Delivery Services (IDS) Project strives to be an innovative model of library cooperation for effective resource sharing through the promotion of community engagement, staff development, best practices, and research & development.
 - ii. The operational components of IDS are run by the IDS Project Executive Director and the IDS Administrative Team.
 - b. The IDS Project Advisory Council is an advisory Board for the IDS Executive Director and the IDS Administrative Team.
 - c. The purpose of the IDS Project Advisory Council is to:
 - i. Advise the Executive Director on direction and focus of the IDS Project activities and services
 - ii. Regularly review the IDS Project Financial Plan
 - iii. Investigate and present issues to the IDS Executive Director, IDS Administrative Team, and the Council for discussion and action
- II. Definitions
 - a. Library Representative: Either a Library Director or a Designee appointed by the Director of the member library that will represent that library.
 - b. Project Partners: Organizations that represent a substantial subsection of members, including, but not limited to, CUNY OLS, NY3Rs, and SUNY OLIS
 - c. Constituent members: Members of a group that were elected or appointed to a position by the Constituent Groups
 - d. Constituent Groups: Groups consisting of organizationally similar members, such as CUNY, Private, Special, SUNY libraries, and other groups as may be created in the Policies and Procedures.
- III. Council Membership
 - a. Council Member elected by the IDS Membership:
 - i. One Council Member per 15 Member Libraries with a maximum of 15 Council Members
 - ii. Library Representatives from each of the IDS Project Constituent Groups:
 1. 1 representative if Constituent Group has 5 or less Members
 2. 2 representatives if Constituent Group over 5 Members
 - iii. Elected from list of Library Representatives (see §XIV B)
 - b. Liaison from IDS Project Partners
 - i. One Liaison per Partner

- ii. Liaisons will be selected by the IDS Project Partner
 - c. Ex Officio Members
 - i. IDS Executive Director
 - ii. IDS Administrative Team
 - d. Additional representatives as appointed by the Council (for special projects or ad-hoc Committees)
- IV. Voting Members
 - a. All members enumerated in §III A shall be voting members
 - b. Designees for voting council members shall not be afforded voting privileges
- V. Duties of the Officers of the Advisory Council
 - a. Chair of the Advisory Council
 - i. Serves as spokesperson for the Council
 - ii. Convenes and presides over all regular business meetings
 - iii. Prepares agendas for all regular and special business meetings of the Council
 - iv. Ensures vacancies for members and officers are filled in a timely fashion
 - v. Serves as a member on all Council committees
 - b. Chair Elect of the Advisory Council
 - i. Succeeds to position of Chair after one term (See §VII)
 - ii. Assumes the office of the Chair in the event the Chair can no longer serve
 - iii. Convenes and presides over meetings in the Chair's absence
 - c. Secretary of the Advisory Council
 - i. Records and maintains official minutes of all Council and Committee meetings (See §XVI)
 - ii. Tallies and records votes at all meetings
 - iii. Notifies Council membership of meetings and distributes agenda
 - iv. Distributes minutes of the Council meetings to all members of the Council
 - v. Maintains the current versions of these Bylaws and the Policies and Procedures Manual, and makes them available to all IDS Members
- VI. Meetings
 - a. Advisory Council will meet a minimum of four times per year by either teleconference or face-to-face, as deemed appropriate by the Chair
 - b. There will be at least one face-to-face meeting (Annual Meeting) of the Council annually
 - c. A quorum, defined as a majority of voting Council members, is required to conduct business of the Council
- VII. Terms of Office
 - a. Terms of office begin August 1

- b. The Chair of the Advisory Council is appointed for two years
- c. The Chair Elect of the Advisory Council is appointed for one year, starting one year prior to the expiration of the current Chair's term
- d. The Secretary of the Advisory Council shall serve a two-year term
- e. Members of the Advisory Council shall have equal, staggered appointments for a term of three years
- f. Each Member may serve for only two consecutive 3-year terms
- g. The terms of the Project Partners are determined by their respective organizations

VIII. Appointments

- a. The Library Representatives will elect members to the Council
- b. The Council Chair shall notify new members when appointments are confirmed so that they may begin their term on August 1
- c. The Council Chair will ask for nominations for officers at the meeting prior to the face to face Annual Meeting
- d. The Council, shall appoint the Chair, Chair Elect, and Secretary at the Annual Meeting so that they may begin their term on August 1
- e. Project Partners will be appointed by their respective organizations

IX. Committees

- a. The Council may establish and abolish ad-hoc committees to pursue specific topics of interest to the Council
- b. The Council Chair will appoint a committee chair to draft the charge, timeframe, and proposed membership; and conduct the business of the committee
- c. Committees will meet as necessary and the committee chair will report to the Council

X. Removal from office

- a. Members of the Council may be removed from office for the following reasons:
 - i. Failure to adhere to the Policies and Procedures Manual of the Council
 - ii. Inability to fulfill the responsibilities of the office
 - iii. Absence from two or more regular or special Council meetings without a reasonable excuse. Absence from committee meetings may not be a reason for impeachment
- b. If this situation occurs, a motion for removal may be placed before the Council by the Council Chair or the Executive Director

XI. Vacancies

- a. Vacancies of Council Members seats shall be filled by following the appointment process in §VIII and the Policies and Procedures Manual
- b. In the event of a vacancy in the office of the Chair Elect or Secretary, a special election process will begin within 30 days of the vacancy

XII. Financial Regulations

a. Membership Fees

- i. Proposals to change membership fees will be presented by the IDS Executive Director to the IDS Council one year prior to the proposed increase
- ii. If approved by Council
 1. A proposal for the membership fee increases will be sent to the IDS Project Member Directors for comment
 2. A 30 day window will be allocated for this review
 3. The Council will organize meeting(s) to review and solicit feedback from the IDS member library directors
- iii. For membership fee changes to be approved, they must follow the voting procedures in § XIV

b. Annual Financial Report

- i. The IDS Project Executive Director will present a financial report to the IDS Council by July 30th
- ii. After review by the Council, it shall be made available to the IDS Project Member Library Representatives

XIII. IDS Project Considerations

a. Relationships with entities not listed in §III B

- i. The IDS Project Executive Director will provide the Council with documentation and updates on partnerships outlining the activities that are jointly underway
- ii. Liaisons
 1. The IDS Project Executive Director may provisionally appoint liaisons to other organizations, as appropriate.
 2. The IDS Council must approve the appointment at their next meeting.
 3. Once approved, the liaison will attend both the IDS Project Admin meetings and IDS Council meetings, as well as the meetings of the provisional partner.
 4. The liaison shall report to the IDS Admin Team and to the IDS Council on the activities of the provisional partner.
- iii. New Project Partners may be formalized through normal IDS Council voting procedures.

- b. IDS Member Library Representatives may bring issues to any Council Member

XIV. Voting

- a. IDS Project Membership Wide Votes
 - i. The Council may bring issues to the Library Representatives of the entire IDS Project Membership for a vote
 - ii. For issues to pass, they must be approved by a majority of voting IDS Project Member Library Representatives with a minimum of a $\frac{2}{3}$ of the voting members having cast a vote
- b. Election of Council Members
 - i. A nomination and election process shall be established in the IDS Council Policies and Procedures Manual
 - ii. Online voting, using the IDS Project website authentication system, shall be the primary form of voting; alternative forms may be used for in person or in virtual voting
 - iii. Council members shall be elected to an open seat by a simple majority vote

XV. Acceptance and Amendment of Bylaws

- a. These Bylaws and any amendments must be approved by a vote of the IDS Member Library Representatives (refer to §XIV)
- b. Proposed changes must be distributed to the membership by the Council, with 30 days allowed for discussion and voting

XVI. Policies and Procedures Manual

- a. The IDS Council shall create those policies and procedures as are needed to carry on the business of the IDS Project.
- b. Policies and procedures shall only explain current Bylaws or provide guidance and regulation in areas where the Bylaws are silent.

XVII. Archives and Records

- a. The IDS Project shall maintain a permanent copy of the Council and Committee records
- b. The IDS Project website (password protected) will be the official depository of all archives of the Council