



MOTION FORM

Recommendations to the MLA Board for action must be submitted in the form of a motion accompanied by supporting documentation, using the form below:

Motion Presented By:

Melissa Ratajeski, Chapter Council Chair

Individual Submitting Motion:

Melissa Ratajeski, Chapter Council Chair

Date:

April 9, 2019

Motion: *(Include what, by whom, and when)*

MOVED, by Chapter Council that the Board of Directors approve the draft Board Policies, in compliance with the 2017 revised bylaws for provisions that relate to Chapters and Chapter Council, effective May 3, 2019.

Past relevant MLA action or policy:

These policies relate to areas of the 2017 revised bylaws that call for the development of policies established by the board of directors:

- ARTICLE XI. CHAPTERS OF THE ASSOCIATION, Section 1. Formation and Recognition of Chapters, B.
- ARTICLE XI. CHAPTERS OF THE ASSOCIATION, Section 2. Chapter Names
- ARTICLE XIII. THE CHAPTER COUNCIL, Section 2. The Chapter Council, B.

Justification:

The Bylaws Committee has reviewed the draft policies (attached and available at: <http://tinyurl.com/y4me2soj>), and ensures that these policies comply with the 2017 bylaws (<https://www.mlanet.org/d/do/671>), and that nothing was overlooked in transitioning from the 2009 bylaws (<https://www.mlanet.org/d/do/6551>) and 2004 special rules of order (<https://www.mlanet.org/d/do/672>) to the 2017 bylaws.

Chapter Council Representative and Alternatives have reviewed and approve.

Implementation:

Who will take action?
Chapter Council.

What are the costs involved, and what will be the source of funding?

- Materials
No costs are involved.
- Committee expense
No costs are involved.
- MLA staff time
Minimal time for implementation.
- Funding sources
No funding sources are required.

What is the time frame for action?

Immediate upon approval.

What will be the impact on other association components?

Chapter Council Procedure Manual will need updated to reflect changes.

Does this require a bylaws change? If so, what article and sections require revision?

There is no bylaws change needed.

Draft Board Policies for Bylaws relating to Chapters/Chapter Council:

- ARTICLE XI. CHAPTERS OF THE ASSOCIATION, Section 1. Formation and Recognition of Chapters, B.
- ARTICLE XI. CHAPTERS OF THE ASSOCIATION, Section 2. Chapter Names
- ARTICLE XIII. THE CHAPTER COUNCIL, Section 2. The Chapter Council, B.

Recognition of new chapters

New Chapters shall be recognized by the Association provided they meet the following conditions:

- The stated purpose of the Chapter is consistent with and related to purposes stated in the Association's Certificate of Incorporation and Bylaws, and its activities are consistent with these purposes.
- The needs and interests of the proposed Chapter cannot be met reasonably or served by an existing Chapter.

Approval process for creating new Chapters

- A petition to create a new chapter should state the purposes, geographic boundaries, projected activities, estimated number of members, potential impact on membership of existing chapters, and detail why existing chapters are not meeting current needs.
- Petitions to form a new Chapter shall be signed by a minimum of fifty names who are in support and are planning to join the Chapter upon creation (signed members do not have to work/reside in the geographical area of the new chapter). The Board of Directors may consider a petition with fewer than fifty signatures when justified.
- Petitions should be sent to the Chapter Council Chair. An ad hoc committee of Chapter Council Members (from non-impacted chapters) will be created to review the petition and make recommendations for approval or disapproval to the Board of Directors. The recommendation will be presented to the Board of Directors as a motion from Chapter Council to be voted on.
- Upon approval of a new Chapter the Bylaws of the proposed Chapter must be sent to the Association's Bylaws Committee. The "Model Bylaws for MLA Chapters" should be used. After examining the Bylaws, the Bylaws Committee shall return them to the Chapter stating that they are accepted or, if not, indicate that further revision is necessary.
- A Chapter shall not function as a chapter until the Association's Bylaws Committee has approved their bylaws.

Approval process for merging existing Chapters

- A majority vote of the current membership of each chapter supporting the merger.

- A petition to merge existing chapters should include at minimum: the proposed name of the merged chapter (Bylaws ARTICLE XI. Section 2. Chapter Names), the reasoning for the merger, voting results from each chapter, and discussion of how funds and officer positions will be transitioned.
- Petitions should be sent to the Chapter Council Chair. An ad hoc committee of Chapter Council Members (from non-impacted chapters) will be created to review the petition and make recommendations for approval or disapproval to the Board of Directors. The recommendation will be presented to the Board of Directors as a motion from Chapter Council to be voted on.
- Upon approval of the merger the Bylaws of the remaining chapter must be updated in consultation with the Association's Bylaws Committee. The dissolving chapter shall follow the guidelines set forth in the "Dissolution" section.

Chapter Name Changes

- All chapter name changes must comply with Bylaws ARTICLE XI. Section 2. Chapter Names
- A majority vote of the current membership of the chapter supporting the name change.
- The name change will be presented to the Board of Directors as a motion from Chapter Council to be voted on.

Recognition of Chapters may be withdrawn by the Board of Directors, for any of the below

- The Chapter fails to conduct any programs or activities related to its purposes, beyond the election of officers, for a period of three consecutive years.
- The Chapter fails to submit annual reports by the specified date to Headquarters for a period of three consecutive years.
- The Chapter fails to fulfill its purposes and objectives, or its purposes and objectives are no longer relevant to the Association's own purposes and objectives.
- The Chapter officers and/or chairs of Chapter's standing committees are not voting members of the Medical Library Association as outlined in the Association's Bylaws.
- Chapter Bylaws are inconsistent with the Association's Bylaws.

Dissolution

- In the event of dissolution of a chapter, all its liabilities and obligations shall be paid or adequate provision made for payment.
- Any assets not so disposed shall be disposed of by consensus of the Executive Board (or Board of Directors) of the chapter to one or more organizations that at the time qualify under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any United States internal revenue law).
- No funds shall benefit any individual member of the chapter.
- If no consensus is met, remaining assets shall be distributed to the Medical Library Association, Inc., within six months as long as the Medical Library Association, Inc., shall qualify as an organization described in Section 501(c)(3) of the Internal Revenue Code.

- The chapter charters shall be returned to MLA Headquarters.

Vacancy in the Office of Chapter Council Chair

- In the event of the Chapter Council Chair's inability to serve or removal from office, the Chair-Elect, if any, shall immediately become Chair and shall serve until the close of the next Annual Meeting and for the ensuing three years.
- In years when there is no Chair-Elect a special election will be conducted by the Chapter Council Elections Committee to find a suitable replacement. The Chair should be elected by the voting members of the Chapter Council from among themselves. All ongoing and outgoing representatives or alternates, but not incoming representatives or alternates, may be considered for the office. Upon election they shall immediately become Chair and shall serve until the close of the next Annual Meeting and for the ensuing three years.
- To maintain staggered terms of Section Council and Chapter Council Chairs the term may be shortened to two years after the annual meeting.