



## BY-LAWS

### ARTICLE 1 – NAME

The name of the association shall be the Ontario Courthouse Libraries Association.

### ARTICLE 2 – OBJECTS

The Ontario Courthouse Libraries Association (OCLA) provides support and a unified voice for all county and district law library staff members across the province. To ensure that these functions are carried out in an effective manner, OCLA will:

- ❖ Support and promote the pursuit of continuing education for all OCLA members.
- ❖ Provide a timely and effective method of communication to all members through the use of email and printed materials.
- ❖ Provide appropriate OCLA representation to other organizations and administrative bodies.
- ❖ Maintain positive relationships among all individual OCLA members, and with all appropriate organizations and administrative bodies.

### ARTICLE 3 – MEMBERSHIPS

**(a)** Voting Members of the Association shall be individuals providing law library services; who are presently employed in county and district courthouse libraries in Ontario. Voting Members shall be entitled to hold office, chair or serve on committees and be appointed to represent OCLA on appropriate boards and organizations.

**(b)** The term of membership shall run from January to December each year.

**(c)** Members shall pay annual dues. The annual dues shall be established by an affirmative vote by a simple majority at the annual general meeting of the Association.

**(d)** The membership fee will be \$50 per member with a cap of \$200 per association, beginning in 2010.

**(e)** Members who have not paid their annual dues by April 30th in a given year shall, after due notice, be suspended from membership. Suspended Members may be reinstated at any time upon payment of the full current year's dues. The Executive shall have the discretion to allow membership in extraordinary circumstances where payment of annual dues is not possible.

**(f)** Retired membership; membership is open to any retired member of OCLA at the regular annual membership rate. Retired members shall have voting rights. Retired members shall not be eligible for

OCLA bursaries. Retired members shall have access to the OCLA Discussion Board and may participate in discussions on that site.

**(g)** Any Member may withdraw from the Association by sending a written resignation to the Secretary. There shall be no refund for the remaining term of membership.

#### **ARTICLE 4 – GOVERNANCE**

**(a)** The Executive shall consist of elected officers and the Past Chair.

**(b)** The Executive shall carry out the objects of the Association.

**(c)** Two voting members of the Executive shall constitute a quorum for the transaction of business.

**(d)** The Executive shall have the power to authorize expenditures on behalf of the Association for the purpose of the objectives of the Association.

**(e)** In the event of the resignation or disability of the Vice-Chair, Secretary, Treasurer, or Member-at-Large, the Executive may appoint a Member to complete the term of office. In the event of the resignation or disability of the Chair, the Vice-Chair shall complete the term.

**(f)** It is the responsibility of the Past Chair to maintain the Bylaws.

#### **ARTICLE 5 – ELECTED OFFICERS**

**(a)** The elected officers shall consist of a Chair, Vice-Chair, Treasurer, Secretary, and Member-at-Large. They shall hold office for two years, or until their successors are elected or appointed.

**(a) 1.** The position of Chair and Vice-Chair may be shared with an elected Co-Chair.

**(b)** The Chair. The Chair shall be the chief executive officer of the Association and shall preside at all meetings of the Association and the Executive. The Chair shall manage the general business of the Association and shall see that all orders and resolutions of the Executive and the Association are carried into effect. The Chair with the Secretary or other officer appointed by the Executive for that purpose, shall sign all bylaws and other documents requiring the signatures of the officers of the Association.

**(c)** The Vice-Chair(s). The Vice-Chair (s) shall be mentored by the Chair to understand the processes within OCLA and gain knowledge of the role and duties of the position. One Vice-Chair shall serve as the Chair in the Chair's absence.

**(d)** The Secretary. The Secretary, or other officer appointed by the Executive for that purpose, shall attend all meetings of the Association and act as a clerk thereof and record all votes and minutes of all proceedings in the books to be kept for that purpose. Minutes of OCLA meetings shall be distributed to all members via e-mail within 30 days of the meeting date. The Secretary shall also assist the Chair in distributing agendas, reports and other such activities as may arise.

**(e)** The Treasurer. The Treasurer shall have custody of the funds of the Association, shall keep full and accurate accounts of all receipts and disbursements in books belonging to the Association and shall deposit all monies in the name and to the credit of the Association in such depositories as may from time to time be designated by the Executive. The Treasurer shall disburse the funds of the Association as approved by the Executive, taking proper vouchers for such disbursements, and shall render an account of all Association transactions whenever the Chair or the Executive requires an account. The Treasurer will be responsible for maintaining the Association member directory.

**(f)** The Member-at-Large. The Member-at-Large shall assist with conferences and be responsible for the retirement list, donations, notices and any special projects assigned by the Chair.

#### **ARTICLE 5.1 – RESIGNATION OR REMOVAL OF OFFICERS**

**(a)** An officer may resign at any time by delivering a notice of resignation to the Executive.

**(b)** An officer who ceases to be a Member of the Association shall cease to be an officer at that time.

**(c)** Only a quorum may remove an officer. Said quorum may be achieved by personal attendance at a meeting, or by an electronic vote.

#### **ARTICLE 5.2 – VACANCIES**

**(a)** Vacancies created by resignation or removal may be filled from among the officers of the executive.

**(b)** If the office of Chair becomes vacant, one Vice-Chair shall succeed to that position. Any other position on the Executive that becomes vacant, except that of the Immediate Past Chair, shall be filled by a majority vote of the executive by any method, or process, it deems to be appropriate. The decision of the Executive shall be final.

**(c)** An officer appointed to fill a vacancy shall serve only for the time remaining in the term of the officer being replaced.

#### **ARTICLE 6 – COMMITTEES**

**(a)** There may be established and discharged such committees, standing or special, as the Association or the Executive deem necessary to carry out the work of the Association.

**(b)** The Chair shall appoint all committee chairs unless otherwise provided for in the resolution creating the committee.

**(c)** Chairing committees is restricted to Voting Members. Serving on committees is restricted to Voting Members.

**(d)** The Committee Chair's term of appointment shall be for one year. Reappointment of a Chair shall be at the discretion of the Association Chair.

## **ARTICLE 7 – FINANCE**

- (a)** The Fiscal year of the Association shall begin on the first day of January in each year.
- (b)** The books of account shall be kept by the Treasurer and shall be open to inspection by the membership.
- (c)** All financial expenditures by the committees must be pre-approved by the Executive.
- (d)** The Treasurer is the signing authority on all cheques. The OCLA Chair will appoint another OCLA member to be the alternate signing authority. Cheques made out to the Treasurer over \$500.00 will be signed by the alternate signing authority.
- (e)** One other executive member shall be authorized to sign cheques in the event the Treasurer is unable to, or the cheque is made out to the Treasurer.

## **ARTICLE 8 – MEETINGS**

- (a)** Unless ordered by the Association or by the Executive, at least two meetings a year shall be held. The first meeting shall be held at the CALL conference every year. The Annual General Meeting shall be held in the fall.
- (b)** At least three weeks advance notice of all meetings shall be given to all Members by the Chair.
- (c)** The Voting Members present at a meeting shall constitute a quorum.
- (d)** At all meetings of the Association questions shall be determined by way of a motion passed by a majority of the votes cast by Voting Members unless otherwise specifically provided for in the Bylaws. In the event of a tie, the Chair shall cast a second and deciding vote.

## **ARTICLE 9 – ARCHIVES**

- (a)** OCLA archives shall be collected and maintained at a law association library, the location to be determined by a vote at the Annual General Meeting.

## **ARTICLE 10 – RULES OF ORDER**

Robert's Rules of Order Newly Revised, 10<sup>th</sup> edition, will be the authority for governing the conduct of meetings.

## **ARTICLE 11 – NOMINATIONS, ELECTIONS AND VOTING**

- (a)** Term. Elected officers of the Executive, that is, the Chair, Treasurer, Secretary, and

Member-at-Large shall be chosen every two years by the Voting Members, and shall take office after the Annual General Meeting. Members of the current Executive and Nominating Committee should encourage members to run for Executive Office to ensure continuity in the activities of the Association.

**(b)** A Call for Nominations shall be circulated to the Voting Members at least 30 days prior to the Annual General Meeting. The Executive shall appoint the Nominating Committee consisting of the Past – Chair and one Voting Member. The members of this Committee are not themselves eligible to run for election. This Committee shall nominate at least one candidate for each elected office and report to the Voting Members not later than 7 days prior to the Annual General Meeting.

**(c)** Elections and Voting. The Chair of the Nominating Committee shall prepare a ballot after the close of nominations and before the Annual General Meeting. A single ballot shall be prepared naming the elected offices and the candidate(s) nominated for each office. All names of all candidates shall appear on the ballot even if there is only one candidate for a position. All Voting Members present will mark their ballot prior to the start of the Annual General Meeting. Those not in attendance, may vote by advance proxy. A simple majority shall determine the election. In the event of a tie for any office, the Chair of the Nominating Committee shall cast a second and deciding vote. After the announcement of the outcome of the election, the Chair of the Nominating Committee shall move to destroy the ballots. Such a motion shall be seconded and shall be decided by an affirmative vote of those Voting Members present. If there are no contested positions, a ballot shall not be required. The Chair of the Nominating Committee will inform the members of the incoming Executive during the Annual General Meeting.

## **ARTICLE 12 – DISSOLUTION**

In the event of the dissolution or winding up of the Association, all of the assets which remain after payment of liabilities shall be distributed to one or more organizations as chosen by the final Executive Board.

## **ARTICLE 13 – BYLAWS**

**(a)** The adoption, repeal or amendment of any article of the bylaws may be proposed by two Voting Members.

**(b)** Notice of the proposed adoption, repeal or amendment of any article of the bylaws shall be filed with the Past Chair and mailed or e-mailed to the membership. The proposal shall become effective only after it has been sanctioned by a two-thirds affirmative vote of those Voting Members present and voting at the meeting.

**(c)** The Bylaws will be reviewed each year at the Annual General Meeting.

Adopted May 6, 2007

Updated May 21, 2014

Amended November 12, 2015

Amended October 26, 2017