

Bylaws of the On-line Audiovisual Catalogers

Article I. Name

The name of this organization is the On-line Audiovisual Catalogers. The official acronym of the organization shall be OLAC.

Article II. Non-profit status

This organization is a non-profit association organized and operated exclusively for the purposes and objectives stated in Article III. No part of the net earnings shall inure to the benefit of any individual except that expense incurred and reasonable compensation for services of employees of the organization may be paid.

Article III. Purposes and objectives

Section 1

To establish and maintain a group that can speak for catalogers of audiovisual materials. Audiovisual materials include, but are not limited to, sound and video recordings, electronic resources, three-dimensional artifacts and realia, kits, and graphic and cartographic materials.

Section 2

To provide a means for exchange of information about the cataloging of audiovisual materials.

Section 3

To provide a means of continuing education for catalogers of audiovisual materials.

Section 4

To provide a means of communication among catalogers of audiovisual materials.

Section 5

To work toward common understanding of audiovisual cataloging practices and standards.

Section 6

To provide a means of communication and advocacy with the Library of Congress, bibliographic utilities, and other organizations.

Article IV. Membership

Section 1

Membership is open to all individuals and institutions who are interested in the cataloging of audiovisual materials and digital resources.

Section 2

Dues are set by the Executive Board.

Section 3

Institutional members have one vote by a designated representative at membership meetings.

Article V. Officers

Section 1

The officers of this organization are a President, a Vice President/President-elect, an Immediate Past President, a Secretary, a Treasurer, an Assistant Treasurer, a Newsletter Editor-in-Chief, a Chair of the Cataloging Policy Committee (CAPC), an Outreach/Advocacy & Membership Coordinator, and a Website Coordinator.

The OLAC administrative year begins July 1 and closes June 30. Terms for offices and committee members begin and end with the administrative year..

Section 2

- Elected officers
There shall be an election held annually, with a Vice President/President-elect and Assistant Treasurer elected each year, and a Secretary elected in alternate years. The Secretary shall serve a two year term. The Assistant Treasurer shall serve the first year after election as Assistant Treasurer and the second year as Treasurer. The Vice President/President-elect shall serve the first year after election as Vice President/President-elect, the second year as President, and the third year as Immediate Past President, and serve as an adjunct to the Executive Board in the fourth year as President Emeritus.

- Appointed officers
Appointed officers are appointed during the closed portion of Executive Board meetings.
 - The Newsletter Editor-in-Chief shall be appointed by the Executive Board for a two-year term with the possibility of reappointment. Additional

two-year appointments may be made indefinitely, based on continued satisfactory performance.

- The CAPC Chair shall be appointed by the Executive Board for a two-year term with the possibility of reappointment.
 - The Outreach/Advocacy & Membership Coordinator shall be appointed by the Executive Board for a two-year term with the possibility of reappointment. Additional two-year reappointments may be made indefinitely, based on continued satisfactory performance.
 - The Website Coordinator shall be appointed by the Executive Board for a two-year term with the possibility of reappointment. Additional two-year appointments may be made indefinitely, based on continued satisfactory performance.
- Appointed Adjuncts and Liaisons to the Executive Board
Appointed adjuncts to the Executive Board serve indefinite terms. The appointed adjuncts are:
 - Archivist
 - NACO AV-Funnel Coordinator

All adjuncts to the Executive Board may be invited to serve as nonvoting ex-officio members of the Executive Board.

The Executive Board appoints liaisons to organizations and committees in fulfillment with the objectives of OLAC. The duties and responsibilities of appointed adjuncts and liaisons to the Executive Board shall be detailed in the OLAC Handbook.

Section 3

Vacancies and Service in More than One Capacity

Should a vacancy occur in an appointed office, either because of election or appointment to a different position, or due to a resignation, a new appointment will be made as soon as possible. A short time lag between resignation and a new appointment is understood and acceptable.

A temporary appointment may be made to fill a vacancy should the Board determine an immediate need for the position.

Service is limited to one official position at a time. An official position is defined as: membership on the Executive Board or the Cataloging Policy Committee; or, a position as an OLAC-appointed observer or liaison. Any OLAC member who is currently serving in an official position is eligible for nomination to another official position.

The incumbent will continue to fulfill the duties of the initial office or appointment, and upon election or acceptance of a new appointment, will begin his/her duties following ALA Annual.

Section 4

Duties of the officers.

- a. The President, in addition to regular duties, acts as presiding officer of the association, acts as representative of the organization with the Library of Congress, bibliographic utilities, and other organizations.
- b. The Vice President/President-elect substitutes as the presiding officer when necessary and acts as the program coordinator.
- c. The Immediate Past President attends the Executive Board meetings to counsel and inform; chairs the Nancy B. Olson Awards Committee.
- d. The Secretary performs the normal duties of the office and prepares all corporate reports required by the state in which incorporated.
- e. The Treasurer performs the normal duties of a treasurer and prepares all corporate reports required by the state in which OLAC is incorporated.
- f. The Assistant Treasurer assists the Treasurer in the direction and management of an organization's treasury activities, assuming the office of Treasurer after the completion of their first year as Assistant Treasurer. The Assistant Treasurer shall not have a vote on the Executive Board.
- g. The Newsletter Editor-in-Chief is responsible for content and preparation of the newsletters.
- h. The CAPC Chair sets the agenda of the Cataloging Policy Committee, appoints task force chairs, oversees the progress of task forces, and is responsible for presiding over the meetings of the Cataloging Policy Committee. If there are co-chairs, only one vote on the Executive Board is allowed.
- i. The Outreach-Advocacy & Membership Coordinator is responsible for promoting the purposes and objectives of OLAC and encouraging membership growth, and maintaining membership records. This position also acts as a repository for fundraising data related to conference sponsorship and pursues conference donations in cooperation with the Conference Planning Committee. The Outreach-Advocacy Coordinator contributes regular reports to the OLAC Newsletter. At the coordinator's request and the board's discretion, task forces may be appointed as needed.
- j. The Website Coordinator is responsible for keeping the OLAC Website available on the Internet and up to date with correct and timely content..

Section 5 Removal of Officers.

An elected or appointed Officer may be removed from office after a vote of 2/3 of Executive Board officers in case of an illegal action, an action that significantly damages the organization, incompetence, incapacitation, or a failure to participate in the activities of the Executive Board for a period of longer than three months without a satisfactory explanation. This may only occur following a full discussion that includes all Executive Board members, including the member in question (assuming the individual can be reached and is responsive). The President or their designee shall “act on behalf of” represent the Executive Board in case of actual removal; if the President is to be removed, the Vice President/President Elect “shall act on behalf of” will represent the Executive Board.

Article VI. Executive Board

Section 1

The officers constitute the Executive Board

Section 2

The Executive Board has general authority to conduct the affairs of the organization between its membership meetings. The Executive Board shall take no action in conflict with action taken by the membership in general membership meetings.

Section 3

Regular meetings of the Executive Board shall take place in conjunction with the semi-annual meetings. Special meetings can be called by the President. Decisions regarding affairs of the organization may be determined by a majority of the Executive Board by e-mail, mail ballot, or conference call which is documented in the minutes of the next regular meeting.

Article VII. Elections

Section 1

Election of officers of OLAC shall be held annually on a date determined by the Elections Committee in consultation with the Executive Board.

- a. The Elections Committee is appointed at the Board meeting at the summer membership meeting preceding the election. See Article IX, Section 2 for the composition of the committee.
- b. The election date shall be the one by which all ballots must be deposited with the Chair of the Elections Committee.
- c. The election date shall be during the month of April, at least two months prior to the OLAC summer membership meeting.

Section 2

The Elections Committee shall nominate candidates for Vice President/President-elect annually.

- a. In the years when their two-year terms expire, the Elections Committee shall also nominate candidates for Secretary and/or Treasurer.
- b.

Section 3

The Chair of the Elections Committee shall submit the slate of nominees in writing to the Executive Board prior to the winter meeting of the Executive Board..

- a. Additional nominations from the floor shall be solicited at the winter OLAC Membership meeting. The slate shall be approved at this meeting.
- b. Candidates' biographies shall be published in the March OLAC Newsletter.

Section 4

The Chair of the Elections Committee shall provide the ballots to all personal OLAC members by electronic ballot or, if requested by a member, first class mail.

- a. The ballot shall include the biographies of the candidates or contain a link to them.
- b. The ballot shall be made available to members no later than 30 days prior to Election Day as defined in Section 1.
- c. The ballot must be received by the Chair of the Elections Committee by the designated election date in order to be counted.

Section 5

The election of an eligible nominee for the office of Vice President/President-elect shall be by a plurality of the valid votes cast for the office. In the case of a tie vote, the winner will be determined by lottery.

Section 6

The election of an eligible nominee for the offices of Secretary and Treasurer shall be by a plurality of votes cast for that office. In the case of a tie vote, the winner will be determined by lottery.

Section 7

If there are two or more candidates for President in the case of a vacancy (see Article VI, Section 2b), the election of a nominee shall be by a plurality of the valid votes cast for the office. In the case of a tie vote, the winner will be determined by lottery.

Section 8

If a vacancy in the office of Vice President/President-elect occurs after the regular nominating and election sequence has begun, there shall be a special election for the office of the President for the term commencing in the next administrative year.

- a. This shall not preclude the appointment of a Vice President pro tem.
- b. The procedure for carrying out the special election shall be the same as specified in Article VI, Sections 5-7. Should the results of this special election not be known until after the new term commences, the newly elected Vice President/President-elect shall serve as President pro tem until the new President takes office. The new President takes office as soon as they are notified of their election.

Article VIII. Meetings of the membership

Section 1

Semi-annual meetings will be held in winter and summer at which business will be transacted by the membership.

Section 2

Special meetings can be called by the President or the Executive Board. The purpose of the meetings shall be stated in the call.

Section 3

Fifteen members shall constitute a quorum.

Article IX. Committees and Task Forces

Section 1

Any standing committees shall be authorized by the Executive Board with the charge of the committee stated in the authorization.

Section 2

Members of standing or special committees shall be appointed by the President following consultation with the Executive Board. Members may be reappointed as specified below.

- Cataloging Policy Committee (CAPC). Comprised of at least seven members, two associate members, and ex-officio members. Members serve two-year terms with possibility of reappointment to a second two-year term. The term of the Chair is for two years with the possibility of reappointment to a second two-year term. Associate members serve one-year terms and may serve no more than two consecutive terms.
- Website Steering Committee: Comprised of at least five members. Members shall be the Website Coordinator (chair), Past President, the Outreach/Advocacy & Membership Coordinator, a member of CAPC, OLAC Archivist, and other members. The other members serve either a two or one year term on a rotating basis. The Past President will be responsible for seeking volunteers and making appointments to the committee.
- Elections Committee. Comprised of the OLAC President Emeritus and at least one other OLAC member. The Committee is appointed at the summer Executive Board meeting preceding the election.

Section 3

Recurring committees and task forces may be appointed by the President for an indefinite term on authorization of the Executive Board to accomplish specified tasks.

OLAC Executive Board members, CAPC members, and official observers and liaisons may serve as members of committees and task forces. However, since such committees and task forces are a useful way of getting OLAC members involved in OLAC governance, OLAC members who do not already hold an official position should be given preference for service on these committees and task forces. Newsletter staff, other than the Editor-in-Chief, are exempt from this bylaw.

Recurring committees include:

- OLAC Research Grant Committee. Composed of the Vice President (chair), Awards Committee. Composed of the Vice President (chair), the previous year's grant winner, and one OLAC member.

- Conference Program Planning Committee. Composed of the Conference Program Coordinator and at least two OLAC members.
- OLAC Conference Scholarship Committee. Composed of the Immediate Past President (Chair) and two OLAC members, preferably including the previous scholarship recipient.
- The Nancy B. Olson Award shall be administered by an Awards Committee, consisting of three OLAC members, no more than two of whom may be members of the Executive Board. The Immediate Past President shall chair the Awards Committee.

Article X. Parliamentary authority

The rules in the current edition of Robert's Rules of Order Newly Revised which are not inconsistent with these bylaws and any special rules of order which may be adopted shall govern the organization.

Article XI. Amendments

Proposed amendments to the bylaws should be submitted in writing to the Board with signatures of at least three members, or, by recommendation of the Executive Board. Proposed bylaws amendments must be communicated to members no less than 30 days before a vote and put to a vote of the membership by electronic ballot provided to all personal OLAC members. The ballot will be distributed by the Board or a representative appointed by the Board. Amendments require approval of two-thirds of those responding.

Article XII. Dissolution

Should future exigencies make the dissolution of this organization necessary, the properties and assets of the organization shall be disposed of by gift to the University Archives, Minnesota State University, Mankato, which houses OLAC's permanent archive. .