

Bylaws of the Association of Bookmobile and Outreach Services

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Article 1. Name

The name of this organization is the **Association of Bookmobile and Outreach Services**, herein referred to as ABOS.

Article 2. Object

ABOS is established exclusively for charitable and educational purposes. It shall advocate for libraries' provision of bookmobile and outreach services to meet diverse community information and programming needs.

Article 3. Membership/Dues

Section 1.

Membership in ABOS will be open to any person or institution interested in librarianship and in library bookmobile and outreach programming. Dues for membership will be set by the Board of Directors. Changes in dues amount must be approved by a majority vote by the general membership responding to a ballot to the general membership. Dues will be assessed by ABOS annually for each member.

Section 2.

Categories of memberships will be established by the Board of Directors.

Section 3.

Categories of memberships will include the following:

Category A - Individual and Library Institution - currently employed in the field of library science

Category B - Interest in the field (ABOS partner, library trustee, retiree, student, and vendor)

Article 4. Meetings

Section 1.

The Annual General Membership Meeting shall be held during the ABOS Conference. If there is no annual conference in a given year, the General Membership meeting will be held virtually by electronic means. The date, time, and place of the conference and General Membership Meeting shall be determined by the Board of Directors.

Section 2.

Membership meetings may be scheduled by the President if action from the general membership is needed before the Annual General Membership Meeting.

Section 3.

The President shall schedule a minimum of eight regular Board of Directors' meetings in a calendar year.

Section 4. Executive committee meetings shall be held at the discretion of the President.

Section 5.

Committee Chairpersons shall schedule meetings as needed to fulfill their charge, using the Board-approved method of virtual communication.

Article 5. Executive Committee

Section 1.

The required Officers of the Executive Committee are the President, Vice President/President-Elect, Secretary, Treasurer, Past President, and Past Treasurer. The Executive Director serves as a non-voting member of the Executive Committee.

The Executive Committee, as a whole or individually, sits as members of the Board of Directors.

Section 2. Elections

The Executive Committee and Members-at-Large of the Board of Directors of ABOS shall be elected by a majority vote of the general membership responding to a ballot to the general membership. All persons accepting nominations for the Board of Directors (Executive Committee and Members-At-Large) positions shall be a **Category A** member of ABOS in good standing.

Section 3. Terms of Office

Officers will take office on January 1 following their election.

Section 4. Duties of the Executive Committee

A. President

The President shall have customary duties of the office of President, shall preside over all Board of Directors' meetings, and be a non-voting member of all committees.

B. Vice-President/President-Elect

When the President is unable to serve, the Vice-President shall act as the President. This person will assume the Presidency after one year of service as Vice-President. This is a three-year position (Vice President, President, and Past President) and is limited to one term. The duties of the Past President are to guide and assist the President.

C. Secretary

The Secretary shall keep an accurate record of meetings including Board of Directors Meetings, Executive Committee meetings, and Annual General Membership Meetings. The minutes must be available at or before the following regularly scheduled Board of Directors' Meeting, Executive Committee meeting, and Annual General Membership Meeting.

Minutes from the Annual General Membership Meeting and Board of Director Meetings will be made available to the ABOS membership in the most effective and efficient means possible.

The office of Secretary is a one-year position and limited to three consecutive terms.

D. Treasurer

The Treasurer shall prepare reports and maintain records of the financial condition of ABOS and communicate them to the Board. The Treasurer will keep accurate records of all transactions and interactions between ABOS and any bank; contracted financial agencies; or local, state, or federal government agencies with which ABOS has business.

Financial Reports from the Annual General Membership Meeting and Board of Director Meetings will be made available to the ABOS membership in the most effective and efficient means possible.

This is a four-year position (Treasurer, Treasurer, Treasurer, Past Treasurer) and is limited to one term. The duties of the Past Treasurer are to guide and assist the Treasurer.

Article 6. Board of Directors

Section 1.

The Board of Directors will include the elected Officers, Immediate Past President, Immediate Past Treasurer, and Members-at-Large.

Six (6) Category A Members-at-Large shall be elected for two years and limited to two consecutive terms in office. Members-at-Large may run for Officer Positions. Terms shall overlap so that no more than one-half (1/2) of the members retire in any one year.

The Executive Director serves as a non-voting member of the Board of Directors.

Ex-Officio Members are appointed by the President for one year to fill a need as seen by the Board of Directors.

Section 2. Terms of Office

The Board of Directors will take office on January 1 following their election.

Section 3. Duties

As the legal entity of ABOS, the Board of Directors will have general supervision of the affairs of ABOS, fix the time and place of business meetings, make recommendations to ABOS, and perform other duties as specified by the Bylaws or Parliamentary Authority. The Board of Directors will comply with approved actions of the general membership of ABOS and none of its acts will conflict with those actions.

Section 4. Powers

The Board of Directors will have the sole power, on behalf of ABOS, or any of its committees or sub-units, to incur indebtedness; solicit funding; make public statements; issue public writings, and establish and maintain relations with other organizations.

Section 5. Quorum and Voting

A simple majority of all Board of Directors members constitutes a quorum. A quorum must be present to conduct business at a Board of Directors' meeting. In the event there is not a quorum present, no voting may occur. Affirmed resolution of the Board of Directors will be supported by the vote of at least a simple majority of members.

Section 6. Meetings

All meetings of the Board of Directors will be called, in time and place set at the discretion of the President or a simple majority of voting members of the Board of Directors. There shall be at least eight (8) meetings of the Board of Directors called and convened between the Annual General Membership Meetings.

Section 7. Publication of Resolutions

The text of these Bylaws and all major resolutions, minutes, and policy decisions will be published on the ABOS website.

Section 8. Removal of Director(s)

A Director may be removed by the majority vote of the Board of Directors for neglect of duties, misuse of ABOS name, and/or misuse of ABOS finances.

In the event a Director is no longer employed by a library institution, they will immediately be asked to step down from the Board and the Board will appoint a replacement per Article 6, Section 9.

The general membership may petition the Board of Directors for the recall of a Director.

Section 9. Replacement of Director(s)

Should the need arise, the Board of Directors shall appoint an interim replacement to serve until the next election and whose duties shall be to serve as the replacement Director.

Article 7. Executive Director

Section 1. Purpose of Executive Director

A flexible 37.5 hour, paid full-time position that serves as a guiding force to continue moving ABOS forward, help with strategic planning for the organization, recommend avenues to engage and increase membership, and provide general support for the ABOS Board of Directors with an eye towards the future growth and success of the association.

Section 2. General Duties

Provides day-to-day support for the association, handles vendors/partners, assists with technology maintenance, assigned conference and continuing education duties, and provides overall strategic and long-term planning for membership growth and the future success of the organization. Will devise a strategic plan for the organization with a 5- and 10-year plan, plan ongoing organizational strategies, as well as to help ensure that organizational goals are met each year.

The job description is reviewed and approved annually by the ABOS Board of Directors and is subject to change based on the annual needs of the organization.

Section 3. Voting

Serves as a non-voting member of the ABOS Board of Directors. Attends monthly ABOS board meetings (executive and full-Board) as scheduled by the President. Attends committee meetings as needed. Attends any Board meetings and membership meetings that may be held at the ABOS annual conference.

Section 4. Salary

Set by the ABOS Board of Directors with an annual review by the ABOS Board of Directors, with merit raises based upon performance and the organization's financial capability.

Section 5. Duration of Executive Director

The Executive Director will sign a yearly contract. The contract will be renewed annually until either ABOS and/or the Executive Director decide not to renew the contract. If the contract is terminated or if the contract is not renewed, a search committee will form comprised of ABOS leadership to find the next Executive Director.

Article 8. Policy and Procedure

The ABOS Board approves all policies and procedures with a majority vote. All policies and procedures are reviewed annually and kept up-to-date within the document storage files and on the ABOS website.

Section 1. Conflict of Interest Policy

ABOS has a Conflict of Interest Policy. The policy is contained in the **ABOS Policies and Procedures Manual**.

Section 2. Code of Conduct Policy

ABOS has a Code of Conduct Policy. The policy is contained in the **ABOS Policies and Procedures Manual**.

Section 3. Document Retention Policy

ABOS complies with IRS 990 – “Return of Organization Exempt From Income Tax” requirements by maintaining a Document Retention Policy for Nonprofits. The policy is contained in the **ABOS Policies and Procedures Manual**.

Section 4. Whistleblower Policy

ABOS has a Whistleblower Policy. The policy is contained in the **ABOS Policies and Procedures Manual**.

Section 5. Joint Venture Policy

ABOS has a Joint Venture Policy. The policy is contained in the **ABOS Policies and Procedures Manual**.

Section 6. LEU Policy

ABOS has a LEU policy. The policy is contained in the **ABOS Policies and Procedures Manual**.

Section 7. Social Media Policy

ABOS has a Social Media Policy. The policy is contained in the **ABOS Policies and Procedures Manual**.

Article 9. Committees

At least one member of the Board of Directors shall serve as a member of each committee. Each chair is appointed by the President of the Board of Directors. Each committee has a purpose and meets to develop annual goals, report back to the Board of Directors, and take action after approval of the Board of Directors. Committees do not act without the consent of the Board of Directors.

Section 1. Finance Committee

The Treasurer, serving as the Finance Committee Chairperson, shall work with the President, Vice President, Secretary, Past Treasurer, and any appointed members (by the President and as approved by the Board of Directors) to oversee the finances of ABOS.

The Finance Committee is charged with developing and reviewing fiscal procedures, filing annual paperwork associated with the finances, a fundraising plan, and proposals for the annual budget.

Section 2. Membership Committee

The Membership Committee is charged with membership development and recruitment. The committee will work with the President to promote member involvement within ABOS.

Section 3. Long-Range Planning Committee

The Long-Range Planning Committee is charged with providing direction to ABOS for future conference sites. The Long-Range Planning Committee does not have the authority to sign negotiated contracts without the approval of the Board of Directors.

Section 4. Nominations Committee

The Nominations Committee, chaired by the Past President, shall manage the annual election and nominations. This committee is charged with forming a slate of Nominees.

Section 5. Conference Planning Committee

The Conference Planning Committee is chaired by the President. The Chairperson shall manage the ABOS Conference. The Conference Planning Committee is charged with the program, speakers, events, vendors, exhibitions, and other duties as needed. Conference sub-committees shall be formed as needed.

Section 6. Technology Committee

The Technology Committee is charged with working with the Board of Directors to create and maintain an interactive website for the membership. In addition, this committee shall incorporate new technologies, as they become available, to enhance the exposure of ABOS. They also play a vital role in providing technical assistance during the annual conference.

In the event that technologies advance beyond the capabilities of members of the ABOS, the Board of Directors shall hire a technology specialist or appoint an Ex-Officio Board Member to perform the functions of this committee.

Section 7. Communications Committee

The Communications Committee is charged with promoting outreach and bookmobile services and their purpose on a national level. In addition, the committee manages ABOS social media platforms and related events, publishes the Out & About newsletter, and creates professional-looking graphics for events, promotions, and the conference. The committee also works with other organizations or businesses in selling ABOS merchandise and creating designs for merchandise.

Section 8. Awards Committee

The Awards Committee is charged with the distribution of awards, grants, and scholarships. The amount of scholarship and types of awards and grants will be determined by the Board of Directors. The committee will have an uneven number of members for voting purposes and of a number determined by the Chairperson.

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Section 9. Bylaws Committee

The Bylaws committee is charged with reviewing the bylaws every five years. The Chairperson shall be appointed as needed.

Section 10. Bookmobile and Outreach Information Repository Project (BOIR Project)

The BOIR committee is charged with archiving, unifying, and furthering bookmobile and library outreach services with a multipurpose database tool. In addition, the committee is charged with the maintenance and continued growth of the database tool.

Section 11. Continuing Education Committee

The Continuing Education Committee is charged with planning and implementing professional development and networking opportunities in the fields of library outreach throughout the year.

Section 12. Ad Hoc Committees

Ad Hoc Committees will be formed as needed.

Article 10. Association Finances

Expenditures by ABOS during the period of each January 1 through the following December 31 shall be limited to a total of (a) all amounts transferred to the Treasurer on January 1 by the preceding Treasurer; (b) plus all amounts received by the Treasurer during the period from whatever source, including dues, fundraising events, and income from investments.

The fiscal year shall be based on the calendar year (January 1 to December 31). Annual reports are required to be submitted to the Board of Directors showing income, expenditures, and pending income. The financial records of ABOS are public information and shall be available to the membership, Board of Directors, and the public.

All funds collected by or on behalf of ABOS shall be deposited in ABOS's bank account, or in the account of one of our contracted fiscal agents. ABOS funds may be held in the form of cash or securities.

No ABOS Committee or entity shall maintain a separate checking or savings account.

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The President working with the Treasurer will assure that ABOS shall make all disbursements from the ABOS funds in accordance with the approved budget.

No Officer, Committee Chairperson, or Committee of ABOS shall enter into any non-budgeted binding contracts or commitments on behalf of ABOS involving expenditures without prior approval of the Finance Committee.

Article 11. Parliamentary Authority

Section 1. Parliamentary Authority

The rules contained in **Special Parliamentary Procedures for Small boards in Robert's Rules of Order** (most recent edition) will govern ABOS in all cases to which they are applicable and in which they are consistent with these Bylaws and any special rules of order ABOS may adopt.

Section 2. Voting

All actions requiring the vote of the general membership must be presented to the members in advance of the vote.

General and special elections will be decided by a majority vote of the general membership responding to a ballot to the general membership. The method of voting will be determined by the Board of Directors.

Section 3. Amending the Bylaws

Proposed amendments to the ABOS Bylaws require a majority vote of the Board of Directors and must then be approved by a vote of the general membership.

Bylaws shall be amended by a two-thirds (2/3) majority vote of the general membership responding to a ballot to the general membership. Changes must be presented to the membership at least 30 days in advance of the vote.

Article 12. Association Budget

The Association budget for the operation of ABOS for the forthcoming year shall be prepared by the President and Treasurer.

The Board of Directors will approve the budget.

All expenditures must be within the budget.

Article 13. Protection of Tax-Exempt Status

Section 1. Purpose

The corporation is organized exclusively for charitable and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law.)

Section 2. Activities Restricted

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 4 hereof. No substantial part of the activities of corporation will be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation will not participate in, or intervene in (including the publishing or distribution of statements) or any political campaign on behalf of (or in opposition to) any candidate for public office.

Notwithstanding any other provision of these articles, the corporation will not carry on any other activities not permitted to be carried on (A) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law, or (B) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

Section 3. Dissolution

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such a manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision or any future United States Internal Revenue Law), as the Board of Directors shall determine.

Approved by the general membership, May 2022