

**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 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. Additions/deletions of membership categories must be approved by the majority vote by the general membership responding to a ballot to the general membership.

**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.**

Virtual or on-site 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 regular Board of Directors' meetings.

**Section 4.**

Committee Chairpersons shall schedule meetings as needed to fulfill their charge.

**Article 5. Officers**

**Section 1.**

The required Officers of ABOS are the President, Vice-President/President Elect, Secretary, and Treasurer.

The Officers sit as members of the Board of Directors.

**Section 2. Elections**

The Officers 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. The method of voting will be determined by the Board of Directors. All persons accepting nominations for Officer or Board of Director positions shall be members 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 Officers**

**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/President Elect shall act as the President. This person will assume the presidency after one year of service as Vice-President/President Elect.

**C. Secretary**

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

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 Secretary will be limited to three consecutive terms in office.

**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.

The Treasurer will be limited to three consecutive terms in office.

**Section 5. Removal of Officer(s)**

An Officer 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.

The general membership may petition the Board of Directors for recall of an Officer.

**Section 6. Replacement of Officer(s)**

Should the need arise, the Board of Directors shall appoint an interim replacement whose duties shall be to serve in the absence of the Officer.

## **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) Members-at-Large shall be elected for a term of two (2) years, shall not exceed two (2) consecutive terms, and terms shall overlap so that no more than one-half (1/2) of the members retire in any one year.

### **Section 2. Terms of Office**

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 subunits, 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 discussion or 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**

Virtual or on-site 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 two (2) 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 web site.

**Section 8. Removal of Board Members(s) (Members-at-Large)**

A board member 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.

The general membership may petition the Board of Directors for recall of a Board Member (Member-at-Large).

**Section 9. Replacement of Board Member(s) (Members-at-Large)**

Should the need arise, the Board of Directors shall appoint an interim replacement whose duties shall be to serve in the absence of the Board Member (Member-at-Large).

**Article 7. Conflict of Interest Policy**

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

**Article 8. 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**.

**Article 9. Whistleblower Policy**

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

**Article 10. Joint Venture Policy**

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

**Article 11. Committees**

At least one member of the Board of Directors will serve as a member on each Committee.

**Section 1. Finance Committee**

The Finance Committee Chairperson shall be appointed by the President as approved by the Board of Directors. Members of the Board of Directors serve on this committee.

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

**Section 2. Membership Committee**

The Membership Committee Chairperson shall be appointed by the President as approved by the Board of Directors. The members of the Membership Committee shall be appointed by the President as approved by the Board of Directors.

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 shall be comprised of the Board of Directors. The Long Range Planning Committee Chairperson shall be appointed by the President as approved by the Board of Directors. Additional members of the Long Range Planning Committee shall be appointed by the President as approved by the Board of Directors.

This committee is charged with providing direction for ABOS for the future. The committee recommends future conference sites. It works with the Conference Planning Committee to ensure programs meet organizational goals and objectives. It submits or endorses projects to be carried out by the committees.

### **Section 4. Nominations Committee**

The Nominations Committee Chairperson shall be appointed by the President as approved by the Board of Directors. The Chairperson shall manage the annual election and nominations. The members of the Nominations Committee shall be appointed by the President as approved by the Board of Directors.

This committee is charged with forming a slate of Officers.

### **Section 5. Conference Planning Committee**

The Conference Planning Committee Chairperson shall be appointed by the President as approved by the Board of Directors. The Chairperson shall manage the ABOS Conference. The members of the Conference Planning Committee shall be appointed by the President as approved by the Board of Directors.

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 Chairperson shall be appointed by the President as approved by the Board of Directors. The members of the Technology Committee shall be appointed by the President as approved by the Board of Directors.

This 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.

In the event that technologies advance beyond the capabilities of members of the ABOS, the Board of Directors shall hire a technology specialist to perform the functions of this committee.

**Section 7. Advocacy Committee**

The Advocacy Committee Chairperson shall be appointed by the President as approved by the Board of Directors. The members of the Advocacy Committee shall be appointed by the President as approved by the Board of Directors.

This committee is charged with working to promote outreach and bookmobile services.

**Section 8. Marketing Committee**

The Marketing Committee Chairperson shall be appointed by the President as approved by the Board of Directors. The members of the Marketing Committee shall be appointed by the President as approved by the Board of Directors.

This committee is charged with increasing the public awareness of ABOS and its purpose.

**Section 9. Award Committees**

The Award Committee Chairperson shall be appointed by the President as approved by the Board of Directors. The members of the Award Committees shall be appointed by the President as approved by the Board of Directors. The Committees will have at least one member for each type of award, grant or scholarship being granted.

Committee Chairperson and members shall adhere to the committee's Rules of Conduct. The Rules of Conduct are contained in the **ABOS Policies and Procedures Manual**.

The Award Committees are charged with distribution of awards, grants, and scholarships. The amount of scholarship and kind of awards and grants will be determined by the Board of Directors.

**Section 10. Bylaws Committee**

A Bylaws Committee will be formed as needed. The Bylaws Committee Chairperson shall be appointed by the President as approved by the Board of

Directors. The members of the Bylaws Committee shall be appointed by the President as approved by the Board of Directors.

**Section 11. Ad Hoc Committees**

Ad Hoc Committees will be formed as needed. The Ad Hoc Committee Chairpersons shall be appointed by the President as approved by the Board of Directors. The members of the Ad Hoc Committees shall be appointed by the President as approved by the Board of Directors.

**Article 12. 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.

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 13. 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 vote.

### **Article 14. Association Budget**

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

The Board of Directors will approve the budget.

All expenditures must be within the budget.

### **Article 15. 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 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 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.