



## **BY-LAWS**

### **ARTICLE 1 – NAME**

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

### **ARTICLE 2 – OBJECTIVES**

The Ontario Courthouse Libraries Association (OCLA) provides advocacy, 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, excellence in library services, and professional growth and satisfaction 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.
- ❖ Cultivate 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 eligible 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 reviewed and determined by the Executive and set with approval from the membership from time to time as necessary.

**(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 Immediate Past Chair.
- (b)** The Executive shall carry out the objectives of the Association.
- (c)** Four 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)** 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 1, Vice-Chair 2, Treasurer, Secretary, and Member-at-Large. They shall hold office for two years, or until their successors are elected or appointed.
- (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. The Chair may assign special projects to any member of the executive.
- (c)** The Vice-Chairs. The Vice-Chairs shall be mentored by the Chair to understand the processes within OCLA and gain knowledge of the role and duties of the Chair. The Vice-Chair 1 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 and providing an updated directory to the Member-at-Large.
- (f)** The Member-at-Large. The Member-at-Large shall be the contact person for law associations' staff changes, retirements, notices, donations and ensuring the executive and membership are notified. The Member-at-Large will be responsible for distributing the membership directory to the membership.

**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 of Executive members 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) Executive vacancies created by resignation or removal may be filled from among the officers of the executive.
- (b) If the office of Chair becomes vacant, Vice-Chair 1 shall succeed to that position. Any other position on the Executive that becomes vacant, except that of the 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 5.3 - PROGRESSION**

- (a) The office of Vice-Chair 1 and Chair are to be filled by progression unless a vacancy requires an election for the position.
- (b) Upon election as Vice-Chair 2, the officer will hold that position for two years, after which they will progress to the position of Vice-Chair 1. After two years in the Vice-Chair 1 position, they will progress to the position of Chair. A person elected to Vice-Chair 1 will serve two years in that position before progressing to Chair.
- (c) Should Vice-Chair 1 or Vice-Chair 2 not wish to progress to the next position in the Executive at the end of the Executive term, the position will be filled through election.
- (d) After the completion of a term as Chair, the officer in that position will progress to the Past Chair position.

**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, running from AGM to AGM. 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 Chair and the Treasurer are the signing authorities on all cheques. The OCLA Chair will appoint another OCLA member to be an alternate signing authority if necessary. Cheques made out to either the Chair or the Treasurer over \$500.00 are not to be signed personally by the recipient and require an alternate signing authority.

#### **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) For business to be conducted, a quorum of 30% of OCLA voting members must be present.

(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**

(a) The most current edition of *Robert's Rules of Order* will be the authority for governing the conduct of meetings.

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

(a) Term. OCLA Elections shall be held every two years. The offices of Treasurer, Secretary, Member-at-Large, and Vice-Chair 2 will be up for election each term. The positions of Chair and Vice-Chair 1 are progressing positions and elections for these positions will only be held when necessary through vacancy.

**(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 ensure there is 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. Voting shall be carried out through electronic means. The deadline for voting will be the day before the Annual General Meeting. Voting will be open for a minimum of 7 days. 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**

**(a)** 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 emailed 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.

**(d)** The Bylaws may be amended at any general meeting of OCLA.

Adopted May 6, 2007

Updated May 21, 2014

Amended November 12, 2015

Amended October 26, 2017

Amended October 6, 2020

Amended September 18, 2024