Bylaws of the Law Librarians' Society of Washington, D.C., Inc.

(As amended through August 1, 1997)

ARTICLE I. Name

The name of this organization shall be the Law Librarians' Society of Washington, D.C., Inc. (the "Society"). It is a chapter of the American Association of Law Libraries (the "AALL").

ARTICLE II. Object

The Society is established for educational, informational and scientific purposes. It shall be conducted as a nonprofit corporation to promote librarianship; to develop and increase the effectiveness of law librarians; to cultivate the profession of law librarianship; to foster a spirit of ethical cooperation among members of the profession; and to provide for the further continuing education of law librarians.

ARTICLE III. Membership, Dues, Rights and Privileges

Section 1. Any person interested in law libraries may become a member of the Society by qualifying under the provisions of one of the classes of membership.

Section 2. There shall be seven classes of membership:

A. Regular Members. Any person in the District of Columbia, Maryland, or Virginia who:
   (1) is employed by a law library;
   (2) is officially connected with a government library;
   (3) is employed in a general library having a separately maintained law section; or
   (4) was engaged in such work within the last seven years may be elected to Regular membership by the Executive Board (the "Board") upon recommendation of the Membership Committee and payment of dues. A Regular Member shall have the right to vote, the right to belong to a Special Interest Section (the "SIS") and to hold any elective or appointive office (including committee chair) in the Society. All Regular Members shall receive Law Library Lights and the Membership Directory as part of their membership.

B. Institutional Member. Any law library in the District of Columbia, Maryland, or Virginia may become an institutional member based upon payment of annual dues. The annual dues shall be based on the number of memberships purchased by the institutional member, who will own the memberships. The library director shall designate individuals as members and have authority to transfer the membership to other library staff members. Such designated members shall have the rights and privileges of Regular Members.

C. Sustaining Members. Any person who otherwise qualifies as a Regular Member but who resides outside the District of Columbia, Maryland, or Virginia may be elected to Sustaining membership by the Executive Board upon recommendation of the Membership Committee and payment of dues. All Sustaining Members shall receive Law Library Lights and the Membership Directory as part of their membership.

D. Associate Members. Any person not qualifying for Regular, Sustaining, Student, or Life membership and who through occupation or profession is
interested in law libraries and law librarianship may be elected to Associate
membership by the Board upon the recommendation of the Membership
Committee and payment of dues. All Associate Members shall receive Law
Library Lights and the Membership Directory as part of their membership.

E. Student Members. Any person enrolled in a degree program in library or
information science or law school in the District of Columbia, Maryland, or
Virginia may be elected to Student membership by the Board upon recom-
mandation of the Membership Committee and payment of dues. A Student
Member shall have the right to vote and the right to belong to an SIS. All
Student Members shall receive Law Library Lights and the Membership
Directory as part of their membership.

F. Life Members. Any person who has been a Member of the Society for at least
five years but who has retired from law library or legislative reference
employment and who has reached age 55 may be elected to Life Membership
at any election upon the recommendation of the Nominations Committee. A
Life Member shall have the right to belong to an SIS. All Life Members shall
receive Law Library Lights and the Membership Directory as part of their
membership.

G. Honorary Members. Upon recommendation of the Nominations Committee,
the Society may elect at any election appropriate non-Members as Honorary
Members. All Honorary Members shall receive Law Library Lights and the
Membership Directory as part of their membership.

Section 3. Dues for each class of membership in the Society shall be determined by the
Board, subject to approval by two-thirds of the Members present and voting at any
regular meeting of the Society, provided that a written notice and an explanation
of the proposed dues change shall have been mailed to the Members at least ten
(10) days in advance of the meeting.

Section 4. Notice of dues shall be sent to Members by the Corresponding Secretary at least
forty-five (45) days prior to the beginning of the Society’s fiscal year. A notice of
non-receipt of dues shall be sent thirty (30) days after the beginning of the
Society’s fiscal year. Members who have not made payment by sixty (60) days
after the beginning of the Society’s fiscal year shall be suspended from membership
without further notification. Suspended Members may be reinstated at any
time upon payment of the full current year’s dues.

ARTICLE IV. Officers and Board of Directors

Section 1. The officers shall consist of a President, a Vice-President/President-Elect, a Corre-
sponding Secretary, a Recording Secretary, a Treasurer and an Assistant Treas-
urer/Treasurer-Elect. The Vice-President/President-Elect shall serve for two years,
the second year as President. The Corresponding Secretary and the Recording Sec-
retary shall each serve two years. The Assistant Treasurer/Treasurer-Elect shall
serve for two years, the second year as Treasurer. Officers shall be announced at
the Annual Meeting and shall be declared elected and shall assume office immedi-
ately. The Vice-President/President-Elect and the President must be members of
the AALL.

Section 2. There shall be an Executive Board (the “Board”) which shall consist of the Offi-
cers and four Directors, two of whom shall be elected at each election for a term
of two years. The Chairs of the Society’s Special Interest Sections shall be non-
voting ex-officio members of the Board. Meetings of the Board shall be held at
the call of the President.
Section 3. The President may call the Officers and Directors of the Board into executive ses-
son when it is deemed appropriate for the proper conduct of business. At the
request of the President, others may be invited to attend.

Section 4. The duties of the Officers and Directors shall be those usually assigned to such
offices as set forth in the latest edition of Robert's Rules of Order
and as outlined in the current edition of the Society's Procedures Manual. Busi-
ness transacted at the meetings of the Board shall be reported regularly to the
membership via Law Library Library Lign.

Section 5. The Officers and Directors shall use ordinary care and reasonable diligence but
shall not be personally liable for any debts, loss, or diminution of the Society's
funds because of any mistake in judgment or other act or failure to act in the good
faith performance of their duties nor for any act or failure to act of any one or
more of the other Directors or of any Officer selected by and acting on behalf of
the Society. Each of the Officers and Directors shall be entitled to rely upon any
paper or document believed to be genuine and to have been made, executed, or
delivered by the proper parties purporting to have made, executed, or delivered the
same and shall be entitled to rely on the correctness of the information or state-
ments contained therein without any duty to make any investigation or inquiry as
to the correctness of the same. The Officers and Directors may from time to time
consult with the accounting, legal, and other counsel retained by the Society and
shall be entitled to rely upon such advice of such counsel in their respective fields
of competence.

Section 6. The Society shall indemnify any person who was or is a party or is threatened to
be made a party to any threatened, pending or completed action, suit or pro-
ceeding, whether civil, criminal, administrative, or investigative (other than action
by or in the right of the Society) by reason of the fact that such person is or was a
Director or Officer of the Society against expenses (including attorneys’ fees),
judgments, fines and amounts paid in settlement actually and reasonably incurred
by him or her in connection with such action, suit or proceeding if he or she acted
in good faith and in a manner he or she reasonably believed to be in, or not
opposed to, the best interest of the Society, and, with respect to any criminal
action or proceeding, had no reasonable cause to believe his or her conduct was
unlawful. The termination of any action, suit or proceeding by judgment, order,
settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall
not itself, create a presumption that the person did not act in good faith and in a
manner which he or she reasonably believed in, or not opposed to, the best inter-
ests of the Society and, with respect to any criminal action or proceeding, had no
reasonable cause to believe that such conduct was unlawful. To the extent that a
Director or Officer has been successful on the merits or otherwise in defense of
any action, suit or proceeding referred to in the above paragraph or in defense of
any claim, issue or matter therein, he or she shall be indemnified against expenses
(including attorneys’ fees) actually and reasonably incurred in connection therewith.

The Society may purchase and maintain insurance on behalf of itself or any person
who is or was a Director or Officer of the Society against any liability asserted
against such person and incurred by him or her in any such capacity or arising out
of his or her status as such.

ARTICLE V. Committees

Section 1. Committees may be created by the Board or by a majority vote of those present
and voting at any meeting of the Society. The President appoints committee chairs
unless the Society shall otherwise direct. Committee members are selected by the
President or the Chair at the discretion of the President.
Section 2. Committees shall be of two classes: standing committees and select committees.
   A. Standing committees shall be those established for purposes requiring the continuous attention of the Society. They shall include, but not be limited to, those listed in the Procedures Manual.
   B. Select committees shall be those established for a stated period to accomplish a specific task or project.

Section 3. Subcommittees may be created by a committee to assist in its work.

Section 4. Duties. Each committee chair shall assume responsibility for carrying out the assigned duties of the committee by meetings, reports, and other appropriate actions as outlined in the Procedures Manual.

ARTICLE VI. Meetings

Section 1. Regular meetings. There shall be at least three regular meetings each year. One of these shall be the Annual Meeting in the month of May. The date for the other two meetings shall be determined by the Board.

Section 2. Special meetings may be held at such time and place as the Board may determine.

Section 3. Notice. Members shall be notified of all meetings by publication in Lights or mail at least ten (10) days in advance of the meeting.

Section 4. Quorum. Twenty-five voting members present shall constitute a quorum for the conduct of business at any meeting.

Section 5. Non-Member Attendance. Meetings of the Society shall be open to non-members unless the Board or presiding officer of a meeting announces a particular meeting or portions thereof closed to non-members. Non-members are invited as observers only, unless their participation or discussion is requested by the presiding officer of the meeting.

ARTICLE VII. Nominations and Elections

Section 1. Nominations. The board shall appoint a Nominations Committee of five members (no one of whom shall be an officer or a member of the Board, and no one of whom shall be a candidate for office at the succeeding election).

The Nominations Committee shall nominate two or more candidates for Vice President/President-Elect and for Assistant Treasurer/Treasurer-Elect. The Committee shall nominate three or more candidates as Directors and shall nominate candidates as necessary for Corresponding Secretary or Recording Secretary. Candidates for Honorary and Life Membership, if any, shall also be nominated at this time. Names of candidates shall be presented by the Nominations Committee to the Board ninety (90) days prior to the election.

Additional nominations may be made upon written petition of ten (10) voting members in good standing. Such petitions must be filed with the Board no later than thirty (30) days prior to the election.

Section 2. Elections. The Board shall appoint an Elections Committee to supervise the election and tabulate the results. Ballots including the names of all persons nominated by the Nominations Committee or by petition shall be mailed by the Recording Secretary to each voting member of the Society no later than forty-five (45) days prior to the end of the Society's fiscal year. Election ballots shall be received by the Recording Secretary no later than twenty (20) days prior to the end of the Society's fiscal year. The Elections Committee shall tabulate the results of the
election and report the results at a business session of the Annual Meeting of
the Society. A plurality shall elect. In case of a tie vote, the successful candi-
date shall be determined by lot conducted by the Elections Committee.

Section 3. Vacancies. In the event that a vacancy occurs in the office of President, the Vice-
President/President-Elect shall automatically assume the office of the President for
the remainder of the term. In the event that a vacancy occurs in any other elective
office, the Board shall appoint a member to fill that office until the next election.

ARTICLE VIII. Amendments

Proposed amendments to the Bylaws must be filed with the Bylaws Revision Committee. The
Committee will make recommendations to the Board. After an opportunity for discussion at one
of the three Regular Meetings, notice of proposed amendments shall be sent to each voting
member of the Society. Notice of changes and ballot must be returned to the Recording Secretary
within 25 days after they were mailed. Proposed amendments become effective when approved by
a two-thirds majority of the returned ballots. The enacted changes will be filed with AALL for
review.

ARTICLE IX. Procedure

Section 1. Parliamentary Authority. The rules contained in the current edition of Robert's
Rules of Order shall govern.

Section 2. Procedures Manual. Procedures to implement the articles of the Bylaws are to be

ARTICLE X. Special Interest Sections

Section 1. Special Interest Sections may be created by the Board by approving the written
petition of thirty-five (35) voting members of the Society. The petition shall state
the aims of the proposed section and shall affirm that the group has functioned as
an informal caucus for three years immediately prior to the filing of the written
petition. The petition shall be accompanied by a draft of proposed bylaws.

Section 2. Membership in a particular section will be open to Regular, Life, and Student
Members of the Society who meet the qualifications of the bylaws of that Section.

Section 3. Each Section shall adopt bylaws for its own governance. These bylaws must be
approved by the Board of the Society and shall not be in conflict with the Bylaws
of the Law Librarians' Society of Washington, D.C., Inc.

Section 4. Funds necessary for the operating expenses of each Section shall annually include,
but not be limited to, an amount equal to 50% of the annual dues collected by the
Society for that Section. Such dues shall be in addition to the Society's basic
annual membership dues. All Sections shall charge dues, the amount of which
shall be approved by the Board. All Funds received by a Section shall be used for
purposes incident to the fulfillment of the Society's objectives. No Section shall
incur indebtedness for the Society.

Section 5. Each Section shall elect a chairperson and a treasurer and any other officers which
are designated by the bylaws of the Section. The chairperson shall act as liaison to
the Board.

Section 6. Dissolution of a Section may be ordered by the Board in one of two ways: (1) a
majority of the Section's membership votes to dissolve, and the chair of the Sec-
tion notifies the Board; and (2) after consultation with the Section officers, the
Board itself determines that the Section's objectives are not being fulfilled. Upon
dissolution, all assets of the Section shall revert to the Society.
ARTICLE XI. Anti-Discrimination

Membership in the Society, or participation in any activity of the Society, shall not be denied to any individual or abridged on account of race, color, religion, sex, age, national origin, disability, or sexual orientation.

ARTICLE XII. Dissolution

In the event of the dissolution of the Society, its assets shall be distributed to tax-exempt organizations which engage in activities consistent with the goals and spirit of the Society.
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MEMBERSHIP & LAW LIBRARY DIRECTORY

THE LAW LIBRARIANS' SOCIETY OF WASHINGTON, D.C., INC.

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