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LLMC by-laws, proposed revision

### LLMC By-Laws, Proposed Revision

As has been covered in recent issues of this newsletter, over the past two years the LLMC Board of Directors has been conducting the long overdue process of revising the LLMC corporate by-laws. This special issue of the newsletter is devoted solely to the task of presenting to the membership the final version of the Board's proposed revision and to facilitating a mailed ballot on the matter.

The current LLMC by-laws were adopted in October 1976, the month LLMC was first incorporated. As can be expected in any organization more than thirty years old, practice over time has evolved into something quite different from what was originally envisioned. Suffice it to say that a revision was long overdue. However, there was never any perceived urgency to go through that laborious effort until *LLMC-Digital* came along, and LLMC itself began to have serious relations with a number of outside institutions, corporations and grant-making agencies.

Several years ago the Board decided that the time had come for action, and two members of the then Board (our colleagues Bruce Johnson of Ohio State Univ. L.L. and Carol Roehrenbeck of Rutgers-Newark Univ. L.L.) were prevailed upon to undertake the lengthy chore of researching the issues and drafting proposed language, with the goal of bringing our by-laws into conformity with current practice.

The LLMC Board itself considered the matter at many successive Board meetings. The process finally culminated with a provisional revision proposal being circulated to the entire LLMC membership in the newsletter of 8 July 2009. Subsequent to that publication and the receipt of additional input, the Board considered various issues still remaining or needing clarification, both at its July meeting at AALL in D.C. and in a round robin of subsequent e-mail discussions. The final result is the version of the Proposed By-Laws attached to this issue of the newsletter. This revision is offered to the membership for its approval with the unanimous consent of the full Board.

A mail ballot is now being conducted to determine our Members' desires with regard to the proposed revision. The balloting is being conducted under the rules adopted when *LLMC-Digital* was organized as a community of Charter Members with weighted-voting rights at the annual LLMC meeting in July 2003. Ballots were mailed today to the directors of record of each member library, who are asked to cast, or direct to be cast, the ballots for their institution. The voting entitlement of each library is indicated on the ballot <sup>1</sup>

We at the newsletter realize that there have been, and hopefully will be, many more exciting issues and projects presented for your review in these pages. This is especially so since, in their final format, the Proposed By-Laws do not appear to incorporate any particularly controversial provisions. It's all fairly routine. But, this matter of having credible by-laws has real importance in certain contexts; not least when we have to deal with the federal and state governments, foundations, and other possible funding agencies. So we thank you in advance for your cooperation in this process, and express the hope that, if these by-laws are adopted, it will be via a process where a clear majority of the membership has participated.

Finally, we would like to express our sincere appreciation to all, particularly our colleagues Bruce Johnson and Carol Roehrenbeck, who have participated in the long effort to get us to this decision point.

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<sup>1</sup> For the record: The proposed by-laws make no change in the current membership or voting systems. However, they do provide a fairly straightforward method (Article II, Sections 1 & 7) where-by the Board, with the support of a majority of the present membership, could, should it appear prudent and desirable, adjust these arrangements in the future as it sees fit without requiring another wholesale revision of the by-laws.