

BYLAWS

OF THE SOUTHERN CALIFORNIA LIBRARY COOPERATIVE

Adopted May 28, 2009 by the MCLS Administrative Council

Effective July 1, 2009

Adopted July 23, 2009 by the SCLC Administrative Council

ARTICLE I. NAME

The name of this organization shall be the "SOUTHERN CALIFORNIA LIBRARY COOPERATIVE."

ARTICLE II. PURPOSE

The Southern California Library Cooperative (SCLC) is a service organization for public libraries in the greater Los Angeles County, Orange County and surrounding communities. SCLC offers support in those areas mandated by the State of California and those determined by the member libraries. SCLC is subject to the appropriate laws of the State of California.

ARTICLE III. MEMBERSHIP

Members of the system shall be Regular Members or Associate Members.

The Regular Members of the Southern California Library Cooperative shall be limited to those libraries that:

(1) have been admitted as Regular Members by the System's Administrative Council;

- (2) are recognized as members by the Library of California Board;
- (3) agree to adhere to the requirements of these Bylaws;
- (4) are current on dues and any other required fees.

All Regular Members are required to abide by the terms of the Amended Joint Powers Agreement dated October 1, 1983.

Associate membership shall be granted to libraries and information providers as set forth in the organization's Standing Rules.

ARTICLE IV. ADMINISTRATIVE COUNCIL

Section 1. The Southern California Library Cooperative shall be governed by an Administrative Council comprised of the directors of each library that is a Regular Member.

Section 2. The Administrative Council shall have such power, authority, and duties as set forth in the appropriate laws of the State of California.

Section 3. The Administrative Council shall be responsible for the development and administration of the System's Standing Rules. The Standing Rules will be of an administrative nature. The Standing Rules may be amended by the Administrative Council by a two-thirds (2/3) vote of the members present and voting, provided that the proposed changes have been submitted to the members at least two (2) weeks in advance, and are part of the call for the meeting.

Section 4. All directors are encouraged to make a good-faith effort to attend at least one meeting per year.

a. In case of unavoidable absence from a meeting, a director may designate a voting representative to attend an announced Council meeting.

b. In the event of a vacancy in the position of library director of any member agency, any person appointed by the local jurisdiction to fill that position temporarily shall be deemed to be a library director and shall serve as a member of the Administrative Council until the position of permanent library director is filled.

ARTICLE V. OFFICERS AND DUTIES

Section 1.

a. The elected officers shall be a Chair and a Vice-Chair/Chair-Elect. These officers shall be elected in accordance with the procedures outlined in the organization's Standing Rules.

b. These officers shall perform all duties prescribed by the Standing Rules and by the parliamentary authority adopted by the System.

c. The Chair, as instructed by the Council, shall oversee the activities of the Executive Director.

d. The Chair shall serve as Chair of the Executive Committee.

e. The Chair shall appoint members to all standing Council committees, subject to ratification by the Council.

f. The Chair shall serve as an ex-officio member of all standing Council committees except the Nominating Committee.

g. The Chair or his/her appointee shall represent the System at Library of

California Board meetings.

h. In the absence of the Chair, the Vice-Chair/Chair-Elect shall preside over Council meetings.

Section 2. The Executive Director or his/her appointee shall serve as Secretary to the Administrative Council.

Section 3.

a. The Executive Director shall be the Treasurer of the System.

b. The System shall operate under the auditing rules established in the Amended Joint Powers Agreement.

Section 4. The elected officers of the System shall be elected at the annual meeting to serve for one (1) fiscal year, or until their successors have been elected.

ARTICLE VI. MEETINGS AND QUORUM

Section 1. The Council shall meet once a year for an annual meeting. Election of officers shall take place at the annual meeting.

Section 2. The Council shall also meet upon call of the Chair, or upon petition of the majority of the members.

Section 3. A majority of the members of the Council shall constitute a quorum.

Section 4. All meetings shall be open and accessible to the public, and shall be in compliance with the Ralph M. Brown Act and all other applicable state and federal laws. The agenda for each Council meeting shall be posted as required by the Ralph M. Brown Act. All member jurisdictions shall receive written notice of the meeting no

later than the date when the Brown Act notice is posted.

ARTICLE VII. COMMITTEES

Section 1. Committees will be appointed according to the Standing Rules.

Section 2. The following committees are standing committees: Executive, Nominating, Audit and Finance.

Section 3. The Executive Committee shall be chaired by the Administrative Council Chair and will include the Vice-Chair/Chair-Elect and the immediate past Administrative Council Chair. Additional members of the Executive Committee shall be appointed as established in the Standing Rules.

Section 4. The immediate past Administrative Council Chair shall serve as Chair of the Nominating Committee. Additional members of the Nominating Committee shall be appointed as established in the Standing Rules.

Section 5. The Vice-Chair/Chair-Elect shall chair the Audit and Finance Committee. Additional members of the Audit and Finance Committee shall be appointed as established in the Standing Rules.

Section 6. For purposes of conducting committee business, a quorum shall be deemed to exist when the committee chair and any other two committee members meet, providing that proper notification of the meeting has been sent to all committee members and others.

ARTICLE VIII. PARLIAMENTARY AUTHORITY

Parliamentary authority for the System shall be the current edition of Robert's Rules of Order.

ARTICLE IX. AMENDMENT

These Bylaws may be amended at any meeting of the Council by a two-thirds (2/3) vote of the members present (via any method delineated in the Standing Rules) and voting, providing that the amendment has been submitted to the members at least two (2) weeks in advance, and is part of the call for the meeting. Should one section of these Bylaws be invalidated or changed, the rest of the document will remain in effect.