BYLAWS

of

LOUIS: The Louisiana Library Network Consortium

ARTICLE I

Name, Office, Official Year

SECTION 1: Official Name of the Organization

A. Name

The name of this organization shall be LOUIS: The Louisiana Library Network Consortium hereinafter referred to as the Consortium.

B. Organization

The Consortium is a partnership of participating libraries and organizations joined together under the general governance of the Board of Regents. The Commissioner of Higher Education, upon the recommendation of the Consortium Executive Board, employs an Executive Director, who directs a team of staff to carry out consortium activities and reports to the Commissioner of Higher Education.

SECTION 2: Official Office

The Consortium’s office shall be located in Baton Rouge, LA.

SECTION 3: Official Year

The official year of the Consortium shall begin on the first day of July and shall end on the last day of June the following year.

ARTICLE II

Purpose

SECTION 1: Central Purpose

The purpose of the Consortium shall be:

A. to strive to develop cooperation in a broad range of library services;

B. to foster resource sharing among Louisiana libraries;
C. to serve as the entity under which a variety of cooperative programs will be developed and/or sponsored;
D. to make recommendations regarding the operation and orderly growth of consortium services by the Consortium Team, which provides LOUIS Executive Board approved, fee-based library services and resources to Consortium members and affiliates; and
E. to serve as a resource to the Board of Regents in matters relating to academic libraries in Louisiana.

SECTION 2: Cooperative Programs

The Consortium shall sponsor such cooperative programs as deemed appropriate by the members.

A. Each member shall determine whether to participate in any Consortium program; participation in specific programs is not mandatory for membership.
B. The Consortium shall develop programs within the following initiative areas, each of which can be pursued simultaneously or independently of each other, and which can develop at a different pace.
   1) Automation/technology;
   2) Resource sharing;
   3) Cooperative collection development;
   4) Conservation/joint storage; and
   5) Preparation for the future of academic library programs in the state.

SECTION 3: Other Activities

The Consortium shall also:

A. establish procedures for oversight and review of the initiatives carried out under the sponsorship of the Consortium;
B. make any required reports to the Board of Regents;
C. provide grant writing assistance on grant proposals initiated on behalf of the Consortium and consult with network staff to prevent duplication of projects concerning Consortium initiatives and programs; and
D. conduct studies and prepare reports that contribute to furthering academic library growth and development.
ARTICLE III
Membership and Terms of Office

SECTION 1: Membership

The Consortium shall consist of members, affiliate members, and liaison organization members.

A. Members

1) Members shall be Louisiana Academic Libraries whose colleges/university is located in Louisiana and
   a. whose system boards reports to the Louisiana Board of Regents OR
      is a member of the Louisiana Association of Independent Colleges and Universities, and
   b. is either accredited by or applying for accreditation by: (i) the Southern Association of Colleges and Schools Commission on Colleges (SACSCOC); or (ii) the Council on Occupational Education (COE).

2) The member library shall be represented in the Consortium by the chief administrative officer of the member library who must hold a Master’s degree in library science from a program accredited by the American Library Association (generally the director or dean of the member library) or his/her designee. The chief administrative officer shall make all attempts to attend the Consortium meetings and may send a designee only when absolutely necessary, and only upon prior written notification to the Board, along with the reasons for sending a designee, and the name of the designee. Failure to provide such prior written notification shall constitute an absence.

3) Attendance at the Consortium’s Fall and Spring Membership meetings is required by the chief administrative officer or the chief administrative officer’s designee. Absence at two consecutive meetings of the Consortium will result in:
   a. notification to the Member Institution’s Chancellor or Vice-President, as applicable, of the lack of adequate representation of the member library’s institution on the Consortium; and
   b. Removal of the member’s voting rights, until the member has been represented at two consecutive meetings of the Consortium.
4) To join the Consortium, a prospective member must complete an application.

5) Members that are current on payment of all fees and assessments shall have voting privileges.

B. Affiliate Members

1) Affiliate members shall be other Louisiana libraries interested in the work of the Consortium, whose system boards do not report to the Louisiana Board of Regents OR are not members of the Louisiana Association of Independent Colleges and Schools.

2) The affiliate member library shall be represented in the Consortium by the chief administrative officer of the member library who must hold a Master’s degree in library science from a program accredited by the American Library Association (generally the director or dean of the member library). The chief administrative officer shall make all attempts to attend the Consortium meetings and may send a designee only when absolutely necessary.

3) Affiliate members may be added to the Consortium by a two-thirds (2/3) vote of the members.

4) To join the Consortium, a prospective affiliate member must complete an application.

5) Affiliate members shall be non-voting.

C. Liaison Organization Members

1) Liaison organization members shall be representative organizations, institutions, agencies, and groups which the Consortium believes are important for coordinated policies, standards, and broad operational issues.

2) Liaison organization members shall be represented by one liaison member of said organization.

3) Liaison members may be added to the Consortium by a two-thirds (2/3) vote of the members.

4) To join the Consortium, a prospective liaison organization member must complete an application.

5) Liaison organization members shall be non-voting.
SECTION 2: Fees

Fees may be assessed as follows:

A. Consortium Membership Fee
   1) An annual fee may be assessed from members.
   2) A two-thirds (2/3) vote of the members is required to assess and/or change the membership fee.

B. Special Assessments
   1) Fixed and/or time-specific (not to exceed three fiscal years) assessments or fees may be assessed all members in order to develop or implement a special Consortium project.
   2) A two-thirds (2/3) vote of the members is required to assess and/or charge a special assessment.
   3) All fees and assessments must be reviewed, evaluated and reconsidered no later than three years after initiation.

C. Project Fees
   1) A sub-group of members who choose to participate in a specific project/initiative of the Consortium may be assessed a membership fee for participation.
   2) Projects should be reviewed, evaluated, and reconsidered as deemed appropriate by the participants.

D. Payment of Consortium Membership Fees
   1) Each member will pay all invoiced Consortium fees by end of business September 15 of each year or by end of business the first business day after September 15 if that date falls on a weekend.
   2) Each member that does not make payment by end of business September 15 or by end of business the first business day after September 15 if that date falls on a weekend, will be disconnected from all Consortium services and products September 16 or by end of business the first business day after September 16 if that date falls on a weekend.
   3) Members who are disconnected will be reconnected only by paying the annual membership fee and a fee for reconnection equal to 10% of that member’s annual membership fee. Fees must be paid in full before reconnection is made.
4) A member will be considered non-current if disconnected until payment of all fees has been received by the Consortium.

5) At the end of each fiscal year, the Executive Director shall make an end-of-year financial report to the Executive Board and seek feedback and suggestions from the Executive Board members on the preferred use of the funds.

ARTICLE IV
Governance Structure of the Consortium

SECTION 1: Governance
The governance structure of the Consortium shall consist of an Executive Board, which includes the elected officers of the Consortium, the immediate past-chairperson, and three at-large members, a representative of the Commissioner of High Education, and the LOUIS Executive Director. The Executive Board shall serve as an advisory body to the Board of Regents.

SECTION 2: Officers
A. Elected Officers
The officers of the Consortium shall be Consortium member representatives and shall consist of:
1) Chairperson;
2) Vice-Chairperson/Chairperson Elect; and
3) Secretary/Treasurer.

B. At-large Members of the Executive Board
Three (3) At-Large members of the Executive Board shall be elected by the Consortium.

C. Terms of Office
1) The Chairperson shall serve for one year.
2) The Vice-Chairperson/Chairperson Elect shall be elected for a one year term and shall succeed the Chairperson for one year.
3) The Secretary/Treasurer shall be elected for one year and may not serve more than two (2) consecutive terms as Secretary/Treasurer.
4) The At-Large Member of the Executive Board shall be elected for two year staggered terms and shall serve no more than one (1) consecutive term as an At-Large Member.

D. Succession of Officers

1) The Vice-Chairperson/Chairperson Elect shall assume the position of Chairperson at the beginning of the fiscal year.

2) A new Vice-Chairperson/Chairperson Elect, the Secretary/Treasurer and an At-Large Member of the Executive Board shall be elected at the Spring meeting, and assume their duties at the beginning of the fiscal year.

E. Duties of the Elected Officers

1) The Chairperson:
   a. shall call and preside at all meetings of the Consortium and the Executive Board;
   b. shall arrange for the preparation of the agendas of the meetings of the Consortium and the Executive Board.

2) The Vice-Chairperson/Chairperson Elect:
   a. shall preside at all meetings in the absence of the Chairperson;
   b. shall complete the term in the event the Chairperson is unable to do so;
   c. shall recommend membership for the Nominating Committee and the Standing Committees to the Executive Board; and
   d. shall assume other duties as assigned by the Chairperson or the Executive Board.

3) The Secretary/Treasurer:
   a. shall keep full minutes of all meetings of the Consortium and the Executive Board.
   b. shall be responsible for maintaining a complete list of all names and addresses of all members of the Consortium;
   c. shall be responsible for sending notices of meetings.

F. Vacancies

In the event an Executive Board Member cannot complete a term, the Chairperson shall recommend to the Executive Board an acting successor until the next scheduled election is held.
SECTION 3: Executive Board

A. Composition

The Executive Board shall consist of the elected Consortium officers, the Past Chairperson, and Ex-Officio members as appropriate.

1) Elected Members

The Executive Board shall consist of the following:

a. Chairperson;
b. Vice-Chairperson/Chairperson Elect;
c. Secretary/Treasurer;
d. Members At-Large (3); and
e. Immediate Past Chairperson
f. Board of Regents Commissioner or designee.

These persons shall be voting members of the Executive Board.

2) Ex-Officio Members

The LOUIS Executive Director is a permanent Ex-Officio member of the Executive Board with non-voting rights.

The Executive Board may appoint such Ex-Officio members to the Executive Board, as appropriate, to carry out its responsibilities. These Ex-Officio members may include, but are not restricted to:

a. Chairs of standing committees;
b. Directors/Chairs of initiatives and/or programs; and
c. Affiliate Members and/or Liaison Organization Members.

Ex-Officio Members may be appointed with or without voting privileges.

B. The role and functions of the Executive Board

1) The Executive Board shall serve as an advisory body to the Board of Regents and, through its Executive Director, shall regularly report to the Commissioner of Higher Education.

2) The Executive Board shall supervise the normal and routine business and affairs of the Consortium. The Executive Board shall be subject to the orders of the Consortium, and none of its acts shall conflict with actions taken by the Consortium, subject to the governance of the Board of Regents. The Executive Board is authorized and empowered to perform any function of the Consortium where an emergency exists before a meeting of the Consortium can be held.
3) The Executive Board shall approve a recommended annual budget for the support of the Consortium to be submitted to the Consortium membership for review, revision, and approval.

4) The Executive Board shall review the bylaws on an annual basis.

5) The Executive Board shall perform other functions as may be assigned to it from time to time by the Consortium.

6) The Executive Board shall be responsible for preparing a slate of nominees for each office to be voted upon.
   a. Nominees for the At-Large Member of the Executive Board should balance the governance of the Consortium in terms of library size, management board, private/public university, geographic location, etc.
   b. All nominees offered in nomination must agree to serve in the office for which nominated.
   c. The slate of nominees shall be submitted to members at least fourteen (14) days prior to the meeting at which the election is to be conducted.
   d. Nominations may be made from the floor with nominee’s consent.

7) The Executive Board will meet twice yearly and more often if needed.

ARTICLE V
Meeting of the Consortium

SECTION 1: Meetings
A. Regular Meetings
   1) The Consortium shall meet twice yearly, in the fall and in the spring. Each member is required to be represented by the director or a designee.
   2) During the Spring meeting, the Consortium:
      a. shall hold annual election of officers;
      b. shall review and evaluate all ongoing initiatives and programs;
      c. shall consider new initiatives, programs and/or grants; and
      d. shall carry out such other business as necessary and appropriate.

B. Special Meetings
   1) The Consortium shall have any additional meetings as necessary.
   2) Special meetings may be called at the Chairperson’s discretion, or on the request of a simple majority of the members.
C. Notice

Written notice of the time and place of each meeting of the Consortium shall be announced in advance of the meeting.

D. Quorum

A quorum of any meeting of the Consortium shall consist of 50% of the members plus one (1). Each member is required to be represented by the Director or a designee. The secretary shall determine by roll call if a quorum is present.

E. Agenda

An agenda of all items to be discussed at each meeting of the Consortium shall be prepared by the Executive Board and circulated to the members prior to the meeting.

SECTION 2: Voting

A. Elections

1) All members are eligible to vote in the election of Consortium officers.

2) Affiliate members and liaison organization members are not eligible to vote in the election of officers.

3) Voting may not be conducted by proxy, absentee ballot, telephone, or any electronic means.

ARTICLE VI

Task Forces of the Consortium

SECTION 1: Work Groups

A. Appointment and Review

1) Informal work groups may be formed by the Executive Board to explore specific issues, conduct research or prepare reports as necessary.

ARTICLE VII

Cooperative Programs/Projects Sponsored by the Consortium

SECTION 1: Cooperative, Sponsored Programs/Projects

A. Initiation of Programs/Projects
1) The Consortium may approve the initiation and sponsorship of cooperative programs/projects involving two or more academic libraries.

2) A two-third (2/3) vote of the Consortium members is required to approve the sponsorship of a program/project or initiative.

3) The Consortium, through the Executive Board, shall establish procedures to maintain oversight of sponsored programs/projects or initiatives.

B. Grants

1) The Consortium, through the Executive Board, may elect to submit grants on behalf of the entire Consortium and/or endorse or co-sponsor grants for approved programs or initiatives.

2) The Executive Board will review any and all proposals to be submitted in the Consortium’s name, and determine whether such sponsorship/endorsement is appropriate.

ARTICLE VIII
Parliamentary Authority

The Louisiana Open Meetings Laws, found at R.S. 42:11 et seq., shall govern the meetings of the Consortium and the Executive Board. All matters that are not addressed by the Open Meetings Laws shall be governed by the rules contained in the current edition of Roberts’ Rules of Order, newly revised. Any special rules of order the Consortium may adopt may take precedence over the Roberts’ Rules of Order.

ARTICLE IX
Amendment of the Bylaws of the Consortium

The bylaws may be amended at any meeting of the Consortium by two-thirds (2/3) vote of the members, providing that a written notice of the substance of the proposed amendment has been provided to all members prior to the regular meeting at which the amendment is to be presented for action by the members.
ARTICLE X
Dissolution of the Consortium

Should the Consortium dissolve, all funds, if any, shall be held in trust for one (1) years, at which time the fund balance will be distributed among the members on an equal share basis.

Spring 2001 Revision
Fall 2010 Revision
Spring 2012 Revision
Fall 2012 Revision
Fall 2013 Revision
Spring 2014 Revision
Spring 2017 Revision
Spring 2018 Revision

DEFINITIONS

**LOUIS Consortium** is the body of membership represented by a Dean or Director of an academic library. Shortened to Consortium to reference the body of membership as a whole.

**LOUIS Consortium Member** is an academic library, represented by a Dean or Director, which fulfills criteria to join LOUIS Consortium. Voting privilege.

**LOUIS Consortium Executive Director** oversees the LOUIS Consortium Team; reports to the Commissioner of Higher Education under the title Associate Commissioner for LOUIS or other title as determined by the Commissioner; reports to the LOUIS consortium Executive Board; and serves as LOUIS Consortium representative to all external constituents.

**LOUIS Consortium Executive Board**: Elected Deans/Directors by LOUIS Consortium Membership