BYLAWS OF THE NETWORK OF ALABAMA ACADEMIC LIBRARIES

Revised April 2026

Article I

Name, Office, Fiscal Year

Section 1

The name of this organization shall be the Network of Alabama Academic Libraries (NAAL).

Section 2

The office of the Network of Alabama Academic Libraries shall be located in the Alabama Commission on Higher Education in accordance with an agreement negotiated between the Alabama Commission on Higher Education (ACHE) and the members of the Network.

Section 3

The fiscal year shall begin on the first day of October and end on the last day of September.

Article II

Objective of the Network

Section 1

The purpose of NAAL shall be to foster communication and cooperation among the academic libraries of Alabama. The primary focus of this cooperation will be in the purchasing and sharing of collections, products, and services that foster teaching, learning, and research. Secondarily, the consortia will, as appropriate, share professional expertise, leadership, and development opportunities with members for their continual collaboration and growth.

Section 2

All the powers and duties of the Network are vested in the Advisory Council and its Executive Council. All the business and affairs of the Network shall be subject to the management and control of the Advisory Council.

Article III Members

Section 1

Class of Members

The Network of Alabama Academic Libraries is an unincorporated consortium of the Alabama Commission on Higher Education and eligible academic institutions of higher education. Both publicly-funded and privately-supported nonprofit institutions offering, at minimum, a baccalaureate degree may serve as general members. In addition, other academic institutions offering graduate education and research libraries not affiliated with educational institutions may join as nonvoting cooperative members.

Section 2

Qualifications for Eligibility for Membership

General Members

General Members of the Network include the Alabama Commission on Higher Education and Alabama colleges and universities that:

- are accredited by the Commission on Colleges of the Southern Association of Colleges and Schools;
- offer a baccalaureate degree;
- are active, participating members of OCLC through which they:
    - have cataloged the bibliographic records for all circulating monographic and serial library resources including print materials assigned to reference collections but excluding records for separately cataloged

government documents, audiovisual materials, manuscripts, microforms, music scores, and other materials in other formats held by the library;
    - are cataloging all their currently acquired bibliographic material into OCLC; and
    - are participating in the interlibrary loan subsystem;
- provide interlibrary loan article lending;
- are either state-supported (public) or nonprofit (private) colleges or universities that are certified as meeting the tax exemption requirements of Chapter 3, Section 501(c)(3) of the U.S. Internal Revenue Code.

Cooperative Members

Cooperative members are those libraries that contribute to the support of education, including private, public, state, and federal agency libraries. Institutions applying for cooperative membership must be either:

- Private, public, or federal agency libraries, or
- State libraries with responsibility for coordinating statewide library activities.

Section 3

Application for Membership

The Network of Alabama Academic Libraries will consider applications for membership from those Alabama colleges and universities or institutions that are qualified for membership. The following criteria apply:

- An application for membership must be made in writing to the Network office;
- An application must be received by the Network office by June 1 of the year preceding the Network fiscal year for which application is made;
- Nonprofit private colleges or universities must file a copy of their Section 501 (c)(3) exemption with their application;
- The letter of application must be signed by the chief executive officer of the college or university;
- Only institutions that have served at least one year as a cooperative member of the Network may file an application for general membership.

Section 4

Approval of New Members

The membership committee will evaluate all applications for general and cooperative membership. The committee will verify eligibility, application completeness, and consistency and submit recommendations to the Advisory Council. Election to membership requires a two-thirds favorable vote by the entire membership. If approved, new members must remit a one-time membership fee of $100.

Section 5

Maintenance and Loss of Good Standing

The Membership Committee will conduct an Annual Membership Compliance Review of current member eligibility, participation, fiscal accountability, and adherence to NAAL policies. The committee will report negative findings to the Advisory Council with evidence. Expulsion from membership requires a two-thirds vote of the entire membership.

Section 6

Voting

The membership of the Advisory Council shall include one voting representative appointed by each general member and one nonvoting representative appointed by each cooperative member. Any member may change the designation of its representative to the Advisory Council or may designate a temporary substitute to the meetings of the Council. Such new representative shall have the same rights of participating as did the predecessor representative.

Section 7

Resignation

The chief executive officer of a member institution may withdraw the institution from membership in the Network by writing to the director and stating the intent of the institution to withdraw. The resignation will be effective upon its acceptance at the next regular meeting of the Executive Council or the end of the fiscal year, whichever comes first.

Article IV Officers

Section 1

Number and Designation

The officers of the Network shall be a chair, a chair-elect, past-chair, and a secretary, each of whom shall be elected by the voting members of the Network as hereinafter provided.

A. Chair: Responsible for the mission and goals of the organization. Calls meetings, leads group, and facilitates the work of the organization.
B. Chair-elect: In the absence of the chair, exercises the power of the chair office.
C. Past-chair: Advises the current chair on previous goals and activities of the organization.
D. Secretary or rotating recorder: Takes notes at Advisory Council meetings. Submits minutes to the chair and director.

Section 2

Election

Officers shall be elected during the time of or reasonably contemporaneously with the Network's annual meeting and under such rules and procedures as the Executive Council may from time to time adopt.

The chair-elect shall be elected annually. Officers shall serve for a term of one year except for the chair-elect and or until their successors have been duly elected and installed. Chair-elect will serve a term of three years, moving into the position of chair in the second year and past-chair in the third year.

Nominations

There shall be a Nominating Committee, but any voting representative may nominate any other voting representative, whether or not nominated or endorsed by the Nominating Committee, for any office.

Term of Office

The officers-elect shall normally take office on the first day of the succeeding fiscal year.

Vacancies

If the office of chair shall, at any time for whatever cause, become vacant, the chair-elect shall become chair until a new chair shall be elected and qualified. If the office of chair-elect shall, at any time for whatever cause, become vacant, the Executive Council may appoint an interim chair-elect to serve until a successor is elected.

Resignation

A representative wishing to be excused from any office or duty of the Network may submit a resignation, normally in writing, to the director.

Duties

Officers of the Network shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by the Network. In the absence of the chair, the chair-elect shall preside at Advisory Council or Executive Council meetings. In the absence of both the chair and the chair-elect at a Council meeting, the members present shall elect a presiding officer for that meeting. The secretary or rotating recorder shall prepare accurate meeting minutes and provide them to NAAL Chair and Director.

Section 3

Staff

The Advisory Council shall recommend to the Alabama Commission on Higher Education through its executive director the appointment of a director, who shall serve as the chief executive officer of the Network. Other staff may be appointed as necessary to fulfil the purpose of the Network. The Executive Council shall recommend to ACHE the director's compensation and the size, composition, and compensation of the director's staff. It shall annually evaluate the professional performance of the director and report its findings to the Advisory Council and to the executive director of ACHE.

Article V Meetings

Section 1

Regular Meetings

The Advisory Council shall meet at least once each year. Its annual meeting shall be held each year, normally during the month of October, at a specific date, time, and place to be designated by notice to each member at least ten (10) calendar days before each annual meeting.

Section 2

Special meetings

Meetings of the Advisory Council may be called by the chair or upon petition by any four (4) representatives of general members of the Association. Notification of all meetings must be sent to each representative to the Council at least seven (7) calendar days prior to such meeting. Such notice shall include a proposed agenda for the meeting.

Section 3

Quorum

A quorum for any meeting of the Council shall consist of a majority of the representatives of general members. Action requires approval of a majority of the representatives present, unless otherwise provided in these bylaws.

Section 4

Action Without a Meeting

Any action required or permitted to be taken by either the Advisory Council, the Executive Council, or any committee may be taken without a meeting if a consent setting forth the action so taken or to be taken, shall be acknowledged by all of the voting members thereof. Such consent shall have the same effect as a unanimous vote. A negative vote nullifies such action until the matter is considered at a subsequent meeting.

Article VI Executive Council

Section 1

Composition

The business and affairs of the Network between meetings of the Advisory Council are entrusted to and shall be managed by an Executive Council composed of representatives of general members as follows:

- One representative of ACHE to serve as an ex-officio member without voting rights,
- Two representatives of general members that are members of the Association of Southeastern Research Libraries,
- Two representatives of general members that are public institutions of higher education that are not members of the Association of Southeastern Research Libraries,
- Two representatives of general members that are private institutions of higher education, and
- Two representatives of general members of Historically Black Colleges and Universities.

The immediate past-chair remains on the Executive Council if not automatically reelected. A secretary shall be elected annually.

Section 2

Powers of the Executive Council

The Executive Council shall supervise the normal and routine business and affairs of the Network. It shall have general supervision of the affairs of the Network between meetings of the Advisory Council, fix the hour and place of meetings, make recommendations to the Network, and shall perform such other duties as are specified by these Bylaws. The Executive Council shall be subject to the orders of the Advisory Council and none of its acts shall conflict with action taken by the Advisory Council. The Council is authorized and empowered to perform any function of the Advisory Council where an emergency exists before a meeting of the Advisory Council can be held. The Executive Director shall prepare a recommended annual budget for the support of NAAL to be approved by the Executive Council. The approved budget will be submitted to the Advisory Council for final review, revision, approval and submission to ACHE.

Such budget shall be based upon the provisions of the memorandum of agreement between NAAL and ACHE for the operation of NAAL. It shall perform other functions as may be assigned to it from time to time by the Advisory Council. The Executive Council shall report its actions to the Advisory Council.

Section 3

Term of Office, Vacancy

The members shall be elected for a one-year term at a meeting of the Advisory Council. They may succeed themselves and shall serve until their successors are elected. In the event a vacancy on the Executive Council occurs between meetings of the Advisory Council, the Executive Council shall elect a successor representative from an institution in the category in which the vacancy occurs. Such election shall be for the balance of the term remaining when the vacancy occurred and shall be reported to the Advisory Council at its next meeting for concurrence or its election of another representative to the Executive Council.

Section 4

Meetings

The Executive Council shall meet quarterly at a date, time, and place designated by the chair. In addition, the chair or any two (2) members of the Council may call special meetings. Notice of all meetings must be sent to all members of the Executive Council at least seven (7) calendar days before each meeting together with a copy of the proposed agenda.

Section 5

Quorum

A simple majority of the membership of the Executive Council shall constitute a quorum. A simple majority vote of those present at a meeting shall be required for action to be taken.

Article VII Committees

Section 1

Standing Committees

Standing committees shall be appointed, as deemed necessary, to carry out the objectives of the Network. The director shall be an ex officio member of all standing committees.

There shall be two (2) types of committees, Administrative and Program. Administrative Committee membership shall only be comprised of NAAL member deans and directors. Program Committee membership shall be comprised of library employees from NAAL member institutions.

Terms & Appointments

The officers of the standing committees shall be chair, chair-elect, and secretary, each of whom shall be elected by the members of committee as hereinafter provided and submitted to the Chair and NAAL Director at the beginning of the term. The term of service for Program Committee members is two years. The chair-elect and secretary shall be elected annually during the first meeting of the committee. Officers shall serve for a term of one year or until their successors have been duly elected and installed. Chair-elect will move into the position of chair in the second year. Secretary position may be replaced by a rotating recorder to be chosen at the beginning of each committee meeting.

Frequency of Meetings

All committees are advised to meet at least quarterly, as scheduled by the committee chair.

Quorum

A simple majority of standing committee members shall constitute a quorum.

Work Methodology

The committee chair selects the most appropriate work methodology and may use regular and virtual meetings, solicit written reports, conduct surveys, etc. Committees are required to submit to the NAAL director a written report for the Annual Meeting.

Section 2

Administrative Standing Committees

A. Membership Committee
The Membership Committee consists of at least three (3) Executive Council members appointed by the NAAL Chair. Composition should reflect diversity among NAAL institutions. Members serve staggered two-year terms. NAAL or ACHE staff may serve as non-voting liaisons.

Membership Engagement & Communication
The Committee will collaborate with the Director to deliver welcome communications to new members and conduct follow-up communications with inactive or departing members as appropriate. The Committee will provide periodic updates pertaining to NAAL initiatives. Surveys or needs assessments may be recommended.

Recordkeeping
The Committee will maintain accurate records of reviews, findings, minutes, and recommendations and ensure records comply with NAAL data retention policies. This section shall be reviewed every three years or as needed. Revisions will be submitted to the Advisory Council under NAAL's amendment procedures.

B. Planning Committee
This committee's charge is to evaluate progress of NAAL and recommend future activities for NAAL. It sponsors the annual Planning Retreat and receives and reviews committee reports and recommendations, or other issues and activities, prior to the Retreat to prepare the Annual Plan for consideration by the Executive Council. It may also respond to requests by the Advisory Council, Executive Council, or NAAL Chair to prepare appropriate recommendations or reports.

C. Budget Committee
The Budget Committee monitors funds appropriated to or otherwise received by NAAL, including those from ACHE and the NAAL Contingency fund. The committee recommends any necessary changes to the budget throughout the year. If significant funding changes occur, the committee suggests reappropriation of expenditures to balance the budget and forwards to the NAAL Executive Council for approval.

D. Nominating Committee
The Nominating Committee annually prepares a slate for election to the NAAL Executive Council. If vacancies occur at other times during the year, the committee nominates candidates for these vacancies.

Program Standing Committees

E. Continuing Education Committee
The Continuing Education Committee develops and provides professional development opportunities for academic library workers, particularly related to current NAAL initiatives and programs. Members provide electronic badging to participants and conduct ongoing assessment of continuing education efforts.

F. Digital Content Committee
The Digital Content Committee promotes digital innovation and supports opportunities for digital content development among NAAL members. The committee keeps abreast of rules, standards, and developments in technology and policy that enable NAAL members to develop and sustain digital content in a consistent, efficient, and effective manner.

G. Marketing Committee
The Marketing Committee promotes NAAL's mission and initiatives to relevant stakeholders using a wide range of media. Ongoing duties include regular monitoring of the various communication methods used by NAAL libraries and ongoing assessment of marketing efforts.

H. OER Committee
The OER Committee promotes the use, adaptation, and creation of Open Education Resources (OER) in NAAL member institutions. The committee boosts awareness of OER, including how to identify and select OER.

I. Online Content Committee

The Online Content Committee advises the Director regarding the potential acquisition of licensed information resources for the purchase and use by NAAL libraries, as well as the ongoing management of these types of information resource acquisitions.

J. Resource Sharing Committee
The Resource Sharing Committee monitors the efficiency and cost of interlibrary loan among all NAAL libraries, as well as explores and recommends additional resource sharing opportunities for NAAL members.

K. Website Committee
The Website Committee updates the NAAL website and collaborates with other committees to update event information and make content changes based on each committee's needs.

Section 3

Special Committees

Other committees shall be appointed by the Chair as the Advisory Council or the Executive Council shall from time to time deem necessary to carry on the work of the Network. The Chair shall be an ex officio member of such other committees.

A Task Force is a special committee that will have a maximum duration of two years. At the end of the two-year period, the Executive Council will review the committee charge and work to determine if the committee duration needs to be extended or be made a standing committee.

Article VIII Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order shall govern the Network in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Network may adopt.

Article IX

Amendment of Bylaws

These bylaws may be amended at any meeting of the Advisory Council by a two-thirds vote, provided that a notice of the substance of the proposed amendment has been provided to the representatives at least ten calendar days prior to the meeting.

Article X

Appeals from Decisions of the Advisory Council

Any General Member of the Network of Alabama Academic Libraries or any applicant for such membership may appeal any decision of the Advisory Council relating to its membership status, the distribution of funds among the General Members, or the rejection of an application for membership.

The aggrieved institution may file, within thirty calendar days of learning of the decision, a written petition for the Council's reconsideration of the matter, addressed to the director of the Network of Alabama Academic Libraries. The petition shall describe in detail the decision which led to the petition and shall outline the reasons for disagreement with the decision.

The director of NAAL shall, within ten calendar days, notify the members of the Advisory Council. The chair shall promptly schedule a meeting of the Council to hear the petition no later than thirty calendar days from receipt of the petition and shall notify the petitioner of the date, time, and place of the meeting. The petitioner may appear at the hearing and present evidence supporting its request for reconsideration. A majority of the members of the Advisory Council shall constitute a quorum. A majority of those present shall render the Council's decision.

If the petitioner remains aggrieved after the rehearing by the Council, it may appeal within thirty calendar days to the Alabama Commission on Higher Education by written notice to the executive director of the Commission.

Article XI Contingency Fund

Membership and other special fees of the Network shall be maintained in a fund known as the Contingency Fund and shall be used to finance expenditures not appropriate to, or as a supplement to, state appropriations. An amount not to exceed the income earned annually on the principal may be expended each year for purposes approved by the Executive Council. Expenditures exceeding the annual income will require the approval of the Advisory Council. Any income unexpended at the end of each fiscal year will become part of the corpus sum. The Executive Council may appoint a fiscal agent to administer the Contingency Fund.

Article XII

Recitation of Consistency

These bylaws are intended to be consistent with the provisions of the Organizational Agreement and the Plan of Organization for the Network as executed by the chief executive officers of the general member institutions and distributed by the executive director of ACHE. Nevertheless, in the event of any inconsistency, the provision of these bylaws shall prevail.

Network of Alabama Academic Libraries

Adopted on June 16, 1987 and effective on October 1, 1987, or as soon thereafter as possible;

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