

INLAND NORTHWEST COUNCIL OF LIBRARIES

Operating Rules and Regulations

Adopted April 19, 1983
Amended April 3, 1986
Amended November 16, 1989
Amended March 21, 1997
Amended May 7, 1999
Amended May 7, 2004
Amended April 15, 2013

AS PROVIDED BY ARTICLE II, SECTION 5, OF THE AGREEMENT ESTABLISHING THE INLAND NORTHWEST COUNCIL OF LIBRARIES (MARCH 1977, REVISED SEPTEMBER 1989, AND AMENDED APRIL 2013), THE OPERATING RULES AND REGULATIONS SET FORTH HEREFTER, AND AS SUBSEQUENTLY AMENDED AS PROVIDED HEREIN, SHALL BE BINDING UPON THE INDIVIDUAL MEMBER INSTITUTIONS DURING THE PERIOD OF THEIR PARTICIPATION IN THE INLAND NORTHWEST COUNCIL OF LIBRARIES.

I. COMPOSITION OF GOVERNING BOARD

- A. The Joint Board created by Article II of the Agreement as amended in 2013 shall be composed of the Chief Librarians of member institutions who volunteer to serve on the Board. The Joint Board shall consist of no fewer than seven and no more than eleven volunteers. The Board should represent, if possible, the broadest range of types of libraries in INCOL's membership, including a balance between academic and public libraries, and should include, if possible, at least one member from each of the states of Washington and Idaho. If more than eleven members volunteer, then a mail or email election among all the members will take place, and the eleven members receiving the largest number of votes shall be elected to the Board.
- B. The rights, privileges, and responsibilities of the members of the Joint Board are as specified in the Agreement as amended in 2013.

II. MEETINGS OF THE JOINT BOARD

- A. The Joint Board shall meet at least once a year in the spring at a time and place to be specified by its Chair. The Joint Board shall approve the budget for the following fiscal year and will elect new officers as necessary with their terms beginning on July 1, the start of the new fiscal year. The Joint Board's annual spring meeting will also be a general membership meeting and all member directors are invited to attend. Other meetings of the Joint Board may be called as needed.
- B. As provided by Article II of the Agreement, a quorum of a majority of the members shall be required to transact business of the Joint Board, and a favorable vote of a majority of the members present shall be required for the adoption of any measure presented to the Joint Board, except that, as provided in the 2013 Amendment to the Agreement, no measure or decision shall be adopted by the Joint Board with fewer than five of its members voting in favor.
- C. Members of the Joint Board who are unable to attend a regular or special meeting should appoint an authorized representative to attend on his/her behalf. Such representatives shall be presumed to be empowered to vote by proxy on behalf of the absent member.

III. FINANCIAL OBLIGATIONS

- A. As specified in Article II of the Agreement, each member institution shall pay an annual minimum membership fee of \$50.00. Additional financial obligations may be incurred by member libraries for the purpose of participating in cooperative programs or projects sponsored and/or authorized by the INCOL Board.
- B. It shall be the prerogative of the Joint Board to establish and require payment of reasonable non-recurring initiation fees as a condition for the admission of new member institutions.
- C. Participation in any special project and/or program of INCOL shall not be required of any member library. However, in the event that a member library does agree to participate in such a program or project, and subsequently elects to withdraw, the financial liability of the withdrawing library shall be determined by the Joint Board.
- D. Disputes regarding financial liability incurred by participation/termination of special programs or projects shall be resolved through arbitration as provided in Article IX of the Agreement.

IV. OFFICERS OF THE JOINT BOARD AND THEIR DUTIES

- A. The Chair of the Joint Board shall be elected by the Joint Board for a three-year term. This election shall take place at the Spring meeting in the appropriate year of the three-year cycle. Should the Chair be vacated at any other time due to the Chair's resignation or incapacity to serve, a special election of a replacement to serve out the remainder of the three-year term shall be held either at a regularly called meeting or at a special meeting convened by for this purpose. If the outgoing Chair is unable to convene such a meeting, it shall be convened by the INCOL Manager.
- B. The Chair of the Joint Board shall assume office on July 1 following the Spring meeting of the Board at which he/she is elected and shall have the following duties:
 - 1. He/she shall call and preside at the meetings of the Joint Board in accordance with the Agreement and Operating Rules and Regulations.
 - 2. He/she shall appoint members of standing and special committees, and interest groups established by the Joint Board.
 - 3. He/she shall assure that accurate Minutes of the Board meetings are recorded, maintained, and distributed to member libraries in a timely manner.
 - 4. He/she shall supervise the activities of the Managing Institution in accordance with Article V of the Agreement.
 - 5. He/she shall submit a proposed annual operating budget for approval by the Joint Board in accordance with Article VIII of the Agreement.
 - 6. He/she shall submit a report to the Joint Board on INCOL activities at the conclusion of his/her term of office in accordance with Article II of the Agreement.
 - 7. He/she shall perform such other duties and functions as are customarily assigned to the presiding officer organizations and/or as delegated by the Joint Board.
- C. The Chief Officer of the Managing Institution as designated in accordance with Article V of the Agreement serves as Manager and Treasurer, carrying out or overseeing the duties and responsibilities of the Managing Institution as provided in Article V. The Manager is

authorized to call meetings of the Joint Board when the Chair is unable to do so or has resigned.

V. FINANCIAL MANAGEMENT

- A. The fiscal year of the Inland Northwest Council of Libraries shall begin July 1 and conclude June 30.
- B. At its Spring meeting each year, the Joint Board shall approve the operating budget for the succeeding fiscal year. The operating budget shall be developed by the Chair or incumbent Chair with the advice and assistance of the Managing Institution as provided in Article VIII of the Agreement. The budget shall include projected revenues and expenditures for all special INCOL projects and programs, as well as routine operations.
- C. The Chair shall have authority to approve expenditures on behalf of INCOL by the Managing Institution within the limits of the approved budget.
- D. No INCOL funds may be obligated or expended which exceed the authorized budget without the prior approval of the Joint Board.

VI. ESTABLISHMENT OF COMMITTEES AND INTEREST GROUPS

- A. The Joint Board may establish standing committees, special committees, and interest groups and may adopt guidelines for their operation. Such guidelines shall be written and shall be appended to this document.

VII. ADMISSION OF NEW MEMBERS

- A. Membership in the Inland Northwest Council of Libraries may be expanded by the admission of new member libraries as provided by Article VI of the Agreement.

VIII. AMENDMENT OF OPERATING RULES AND REGULATIONS

- A. Amendments to these Operating Rules and Regulations of the Inland Northwest Council of Libraries must be proposed in writing at least thirty (30) days prior to their consideration by the Joint Board.
- B. The adoption of any such amendment shall require the favorable vote of at least three-fourths ($\frac{3}{4}$) of the Joint Board. Proposed amendments unable to meet this requirement may, by a simple majority vote of the Board, be submitted for a vote to the entire membership, requiring in that case the favorable vote of at least three-fourths of the member libraries in order to be adopted.