

USAIN Bylaws

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Article I. Name, Scope, and Objectives

Section 1. The name of this organization shall be the United States Agricultural Information Network, hereinafter referred to as USAIN. The scope of USAIN shall include information activities relating to agriculture, food, human ecology, natural resources, and rural sociology. In these Bylaws, the terms "agriculture" and "agricultural" will be used in a broad sense to encompass these related fields.

Section 2. This Network is organized for educational and scientific purposes, and is dedicated to the support of agricultural research, education, and applied agriculture. The objectives of USAIN shall be: to provide a forum for discussion of agricultural issues; to take a leadership role in the formation of a national information policy as related to agriculture; to make recommendations to the National Agricultural Library (NAL) on agricultural information matters; and to promote cooperation and communication among its members in order to strengthen agricultural libraries and other sources of agricultural information.

Article II. Membership

Section 1. The membership of USAIN shall consist of the following classes of members: Individual, Institutional, Student, and Honorary. Any person or institution involved with or interested in agricultural information may become a member of USAIN by complying with the provisions of the Bylaws.

Section 2. Individual Members are persons involved with or interested in access to agricultural information, such as information and communications technology, provision of electronic agricultural resources, teaching of agricultural sciences, preservation of agricultural information, or other information activities relating to agriculture.

Section 3. Institutional Members include libraries, information centers, government agencies, companies and corporations, not-for-profit organizations, and academic institutions (including, but not limited to, 1862 Land-Grant and 1890 Land-Grant Universities, and 1994 Tribal Land-Grant Colleges and Universities) involved with agricultural information. The authorized representatives of an Institutional Member shall be up to two persons designated in writing by the appropriate administrator at any time before the meeting or elections in which the representative is to vote.

A person in an administrative role can be added to the institutional membership bundle in the membership management system. This administrator is an addition to the two institutional members and is not considered a voting member of USAIN.

Section 4. Student Members are persons currently enrolled in a graduate library or information science degree program with interests similar to those stated for Individual members (see Article II. Section 2). Student member status is limited to a maximum of five years.

Section 5. An Honorary Member shall be an individual elected to this honor by USAIN, either as an outstanding individual in the field of agricultural information or for outstanding service to USAIN. At the time of election, a candidate shall not be an Individual, Institutional, or Student Member of USAIN. Nominations will be solicited by the Awards and Honors Committee; nominations will be presented to and voted on by the Executive Council with the recommendation of the Awards and Honors Committee.

Section 6. Individual members or Institutional Member representatives shall have the right to cast a vote and to hold any elective office or appointive position. Student Members shall have the right to cast a vote and may serve as members of committees or interest groups except where otherwise noted in the By-Laws, but not as chair or convener. Student Members shall not serve on the Executive Council. The rights and benefits of Honorary Members shall be determined by the Executive Council.

Section 7. The membership year shall be one year from the date joined or renewed. The fiscal year shall be the calendar year.

Section 8. If there is a proposed change to member dues, advance notice will be provided to voting members prior to distributing ballots; dues will be determined based on the majority vote of submitted ballots. Any Individual, Institutional, or Student Member who has not paid dues within 40 days of renewal date shall become a lapsed member; however, a member so lapsed may be reinstated upon procedures adopted by the Executive Council.

Article III. Executive Council

Section 1. There shall be an Executive Council, hereinafter referred to as the Council that shall have the power and authority to manage the affairs of USAIN between meetings of the membership. The Council shall act on behalf of USAIN, be responsible for its fiscal affairs and budgeting, and be responsible for overall planning. The Council shall determine all policies for USAIN, within the limits of the Bylaws, shall take such actions as it considers necessary to carry out the objectives of USAIN, and shall perform such other functions as the membership may direct.

Section 2. The Council shall consist of twelve Councillors, eleven elected and one *ex officio*. The eleven elected Councillors shall be the President, the President-Elect, the Secretary, the Treasurer, the most recent Past President, and six Directors, nominated and elected as stipulated in these Bylaws. The *ex-officio* Councillor shall be a representative of the National Agricultural Library and shall be a non-voting member of the Council.

Section 3. The eleven elected Councillors shall take office as of June 1st following their election and shall serve until May 31st at the end of their term of office. Notwithstanding, if there is a delay in balloting and elections, all members of the Council shall serve until their successors are elected and assume their duties. The President-Elect will serve for one year, succeeding to the office of President in the second year and remaining on the Council as the most recent Past President in the third year. The Secretary, the Treasurer, and the Directors will serve two-year terms, with a maximum of two consecutive terms. Three Directors shall be elected annually.

Section 4. The Council shall hold at least one Executive Council meeting annually and may hold additional meetings upon call of the President or upon written request (including electronic mail) of any two members of the Council. Meetings of the Council shall be open to members of USAIN and, by invitation of the President, to nonmembers. Six members of the Council shall constitute a quorum.

Section 5. Whenever in the judgment of the President, a question arises that should be put to a vote of the entire Council and cannot await a regular or special meeting, the Council may vote by mail ballot, telephone, or electronic means on such questions, provided that all members of the Council have consented to having such a vote conducted by such stated means, and that a two-thirds affirmative vote of all Council members with voting privileges must be received for a measure to pass.

Article IV. Officers

Section 1. The President shall be the chief executive officer of USAIN and, subject to the Council, shall have general supervision and control over its affairs. The President shall recommend to the Council such measures as are considered desirable to further the objectives and broaden the effectiveness of USAIN; shall set the agendas for all Council meetings and all business meetings of the membership; and shall appoint the chairs of all Standing Committees except Nominations/Elections Committee and any committees that are designated at establishment as being chaired by the holders of specific Council positions. With the Treasurer, the President shall sign all contracts and legal documents, unless otherwise determined by the Council. In the event that the President is unable to serve, the title and all duties and obligations shall be assumed by the President-Elect. Should further succession to the office become necessary, the title, duties, and obligations shall be assumed by the most recent Past President. A Director shall fill a vacancy on the Council created by such succession.

Section 2. The President-Elect shall assist the President in the performance of the duties of the office and shall perform such other duties as the President or Council may assign.

Section 3. The Past-President shall provide pertinent files on past USAIN activities and plans to the President; shall prepare a report on the past year to assist the President in assuming the responsibilities of the office; shall chair the Nominations/Elections Committee; and shall perform such other duties as the President or Council may assign.

Section 4. The Treasurer supervises the financial records of USAIN and of the Council; shall furnish such financial statements as may be required by the Council; shall submit a statement of account of USAIN's funds at each Council and membership meeting; shall chair any USAIN committee or task force concerned with finances; and, shall be the Council's liaison with USAIN committee concerned with membership. With the

President, the Treasurer shall sign all contracts and other legal documents and shall sign all checks drawn upon USAIN funds, unless otherwise determined by the Council. The Treasurer shall also perform such other duties as the President or Council may assign.

Section 5. The Secretary shall be responsible for taking minutes of the Council meetings and of the Business meeting of USAIN, and shall supervise all mailings, electronic or otherwise, concerned with USAIN business, including election ballots. The Secretary shall also perform such other duties as the President or Council may assign.

Section 6. Each Director shall be assigned Committee Liaison responsibilities as determined by the President. Directors shall also perform other duties as the President or the Council may assign.

Section 7. A vacancy in the membership of the Council shall be addressed by the President soliciting interest from or appointing an available Director. The decision will be finalized by a majority vote from the remaining members of the Council; this Council-elected member will serve until the next annual election. A vacancy in the office of President-Elect or most recent Past President shall be filled from among the Directors.

Article V. Meetings

Section 1. Business meetings of the full USAIN membership will be held at the biennial USAIN conferences. They may also be held in conjunction with conferences of the American Library Association, the Special Libraries Association, and/or other appropriate professional organizations. The USAIN President will call and schedule such meetings.

Section 2. Special business meetings may be held upon call of the Council or by petition of fifteen members of USAIN. Notice of a special meeting shall specify the business to be transacted, and no business other than that stated in the notice shall be considered.

Section 3. A quorum for the transaction of business shall be fifteen voting members. If action by the membership is required and a quorum has not been present at a regular or special business meeting, any question may be resolved by a majority vote of returned ballots, provided that (a) the balloting procedure has been approved by two-thirds of the Council and that (b) thirty percent of USAIN members have voted on the question.

Section 4. The Secretary shall provide written notice of all business meetings to the USAIN membership at least 30 days before each regular or special business meeting.

Section 5. Program meetings (national or regional conferences) may be held at such times and places as the Council may direct. Program meetings are expected to be held biennially.

Article VI. Committees

Section 1. Standing and Special Project Committees shall be established by the Council. All Committees shall be responsible to the Council, which will delegate such powers and functions to them as the Council finds desirable for the conduct of their business and for carrying out the objectives of USAIN. Committees shall report annually to the Council and shall provide additional reports upon request of the Council or the President.

Section 2. The Membership Committee invites expressions of interest in committee leadership. The President uses the gathered interest statements to make appointments of chairs or co-chairs to all Standing Committees except the Nominations/Elections Committee and any committees that are designated at establishment as being chaired by the holders of specific Council positions; members of all Standing Committees except the Nominations/Elections Committee may be appointed either by the President or by the Committee Chair. Appointments to Standing Committees shall be made to provide continuity of membership. No member may serve on any one Committee in excess of four consecutive years.

Section 3. Special Project Committees shall be established to meet specific needs of USAIN not met by a Standing Committee. They may be of short or long-term duration, according to the parameters of the project. The President shall appoint either a chair or two co-chairs to head each Special Project Committee and shall appoint the members of each Committee in consultation with the chair/co-chair. The President shall either serve, *ex officio*, on all Special Project Committees or designate another member of the Executive Council to serve. The President may solicit recommendation from current or past members of a Special Project Committee when making appointments. Consideration should be given to staggering appointments to long-term Special Project Committees to provide both continuity and fresh ideas/ approaches.

Article VII. Interest Groups

Section 1. Interest Groups relating to areas of interest actively represented among the membership of USAIN may be established by petition of fifteen members and with the approval of the Council. The activities of each

Interest Group shall include, but not be limited to: advising the Council on matters pertaining to the Group's area of interest; collecting and disseminating information concerning its special interest; and organizing USAIN Conference programs related to such interest.

Section 2. All members may participate in the activities of all Interest Groups whose concerns they share.

Section 3. Interest Groups may meet at their discretion, or they may engage in ongoing Council-approved activities, which do not require face-to-face meetings. Interest Group Conveners or Co-conveners may be appointed by the President or elected by the Group from among their number, with the approval of Council. Further organizational structure is not required but may be developed, with the approval of Council, if necessitated by a Group's activities. Interest Groups shall report annually to the Council and shall provide such other reports as requested by the Council or President. Inactive Interest Groups may be dissolved by the Council.

Article VIII. Network Affiliations and Liaisons

Section 1. The Executive Council may vote to affiliate USAIN with any national, regional or international organization whose objectives are consistent with those of USAIN, provided that any associated costs are covered within USAIN's budget. USAIN Representatives to such organizations shall be authorized by the Council and appointed by the President; they shall report annually to the Council and shall provide such other reports as requested by the Council or the President.

Section 2. The President, subject to approval of the Council, may appoint liaisons to other organizations, agencies, and meetings of other associations. Liaisons shall report annually to the Council and shall provide other reports as requested by the Council or President.

Article IX. Nominations and Elections

Section 1. There shall be a Nominations/Elections Committee consisting of three voting members, one of whom shall be the most recent Past President as chair, and none of whom should be a candidate at the succeeding election. This Committee shall be appointed by the Council no later than September 1st of each year. Other than the Past President, members of the Committee may serve two-year terms on a rotating basis, and no more than three consecutive terms.

Section 2. Each year the Nominations/Elections Committee shall strive to present two candidates for President-elect and two candidates for each open Director position, in accordance with the provisions of Article III, Section 2. Nominations for candidates for Secretary and for Treasurer will be solicited in alternate years. The Committee shall also strive to present two candidates for these offices. The Committee shall aggressively solicit the names of suggested candidates from the membership, so as to present a slate of nominees that is representative of the composition of the membership, and shall obtain the written acceptance of each nominee prior to submission of its pre-election report. The proposed slate shall be presented to the Council on or before February 1st.

Section 3. Election information shall be sent to each member no later than March 15th. If feasible, the election shall be conducted electronically, with election information provided by electronic means. The chair of the Committee shall be responsible for the official ballot. The qualifications of each nominee shall accompany the ballot. The ballot will include a space for write-in candidates. Every effort shall be made to ensure a fair election and confidentiality of the election. The candidates receiving the largest number of votes for each office shall be declared elected. In case of a tie vote, lot conducted by the Chair of the Nominations/Elections Committee shall determine the successful candidate.

Article X. Authority

Section 1. The United States Agricultural Information Network, Inc. is a not-for-profit corporation whose articles of incorporation were certified by the Secretary of State of Ohio on 10 February, 2000.

Section 2. These bylaws and the standing rules of USAIN shall govern this organization.

Section 3. The current edition of *Robert's Rules of Order Newly Revised* shall be the parliamentary authority for USAIN on matters not governed by the bylaws and the standing rules.

Article XI. Amendment of the Articles of Incorporation and Bylaws

Section 1. Amendments may be proposed by the Council, the Bylaws Committee, or by petition of at least fifteen voting members of USAIN. Proposals originating in the Council or in the Committee shall be approved by a two-thirds vote of the Council before submission to the membership. Proposals originating by petition shall be submitted in writing to the Council and shall be presented to the membership with the recommendation of the Council.

Section 2. Notice containing the text of any proposal shall be sent to each voting member at least thirty days before the business meeting at which it is to be discussed. If approved by a majority vote at the meeting, the proposal shall be submitted to the entire voting membership for final decision by ballot. A two-thirds vote of the returned ballots shall be required for approval. If feasible, the vote shall be conducted electronically, with the proposal provided by electronic means.

Article XII. Dissolution of USAIN

Section 1. In the event that at some future time it should be determined that USAIN is no longer serving the purposes for which it was organized, dissolution may be accomplished by the adoption of a resolution that USAIN be dissolved. This resolution, which shall be preceded by a preamble setting forth the reasons for the dissolution, requires for its adoption the same notice and vote as to amend these Bylaws (see Article XI above).

Section 2. Upon the dissolution of USAIN, assets shall be distributed for one or more exempt purposes within the meaning of Code Sec. 501©3, or corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose.

Approved by electronic vote of USAIN membership, March 16, 2023