

# AMENDED BY-LAWS

of the

## PHILIPPINE ASSOCIATION OF ACADEMIC/RESEARCH LIBRARIANS, Inc. (As amended on 29 January 2010)

### ARTICLE 1. NAME AND DOMICILE

#### SECTION 1. NAME

The name of this organization shall be the *Philippine Association of Academic/Research Librarians (PAARL)* hereinafter referred to as the "Association".

#### SECTION 2. DOMICILE

The Association is a non-stock, non-profit service organization. Its principal office and business address shall be in Manila, Philippines.

### ARTICLE II. OBJECTIVES

#### SECTION 1. SPECIFIC OBJECTIVES

The Association which represents the librarians in institutions supporting scholarly research and/or formal education on the collegiate level and above shall have the following objectives:

- a. To promote equitable access to and effective use of recorded knowledge in support of teaching, research, scholarship, and community service;
- b. To articulate the concerns of academic and research libraries and their institutions, and influence information policy development affecting the future of academic and research libraries;
- c. To develop best practices and standards for the improvement of these types of library service and librarianship;
- d. To develop a corps of professional librarians and information specialists in academic and research institutions; and,
- e. To cooperate with other organizations of similar aims.

### ARTICLE III. MEMBERSHIP

#### SECTION 1. TYPES OF MEMBERS

The Association shall have the following as members:

**Regular Members** – are licensed librarians who hold bachelor's and/or master's degree from a library school or are majors in library/information science from a university, college, or technical school of recognized standing and currently employed in academic and research libraries. All past presidents automatically become regular members but are exempted from paying their membership dues.

**Associate Members** - those former members of the Association and librarians who are not licensed or connected with academic or research libraries but are interested in becoming members of the Association, such members may be appointed to committee work including chairmanship thereof but cannot be elected into office.

**Institutional Members** – are institutions and/or organizations maintaining academic or research libraries and interested in supporting the purpose and objectives of the Association. The representative of an institutional member shall be designated upon payment of its membership due and shall have the rights and privileges of a regular member provided he meets any of the qualifications for regular membership. No more than one representative shall represent an institutional member.

**Honorary Members** - shall be conferred by the Board upon recommendation of the membership committee to retiree-librarians who were former members of the Association and/or have contributed to academic librarianship in the country in general, but they cannot elect nor be elected into office.

All members shall upon payment of appropriate dues, be entitled to selected publications and other services of the Association.

### ***SECTION 2. MEMBERSHIP DUES***

The annual membership dues for regular and associate members shall be one hundred fifty pesos (P150.00), and for institutional members five hundred pesos (P500.00) subject to increase to be determined by the Board. Honorary Members and all past presidents are exempted from paying the membership dues.

Membership shall cease when dues are not paid but may be reinstated upon payment of the same.

### ***SECTION 3. ADMISSION TO MEMBERSHIP***

Members shall be admitted by the Board of Directors upon recommendation of the membership committee.

## **ARTICLE IV. BOARD OF DIRECTORS**

### ***SECTION 1. COMPOSITION OF THE BOARD***

The governing body of the Association shall be composed of an Executive Board consisting of NINE (9) DIRECTORS, all of whom shall be directly elected by the general members, including an ex-officio, the immediate past president. They shall hold office for one year after their induction into office. It shall determine policies and take such actions as it considers necessary to carry out the objectives of the Association.

### ***SECTION 2. POWERS OF THE BOARD***

The Executive Board of the Association shall have the powers, prerogatives and responsibilities inherent in their positions. The powers and duties are as follows:

- a. It shall define the policies and regulate the activities of the Association.
- b. It shall exercise the corporate powers of the Association in carrying out the business affairs of the Association.
- c. It shall approve the admission of new members as recommended by membership committee.
- d. It shall create such committees as may be necessary to carry out the functions of the Association.

### ***SECTION 3. OFFICERS***

The Executive Board shall elect from among themselves the Officers of the Association, namely: president, a vice-president, an executive secretary, a treasurer, an auditor, and a public relations officer.

### ***SECTION 4. DUTIES OF OFFICERS***

a. **President**, shall be the chief executive of the Association and shall preside at all meetings of the Board. From his assumption of office and for the duration of his term, the President shall disassociate himself from any and all activities that may in one way or another restrict or hamper the effective exercise of his powers and performance of his functions and duties. At the Annual Business Meeting, he shall report to the general membership on the general state of the Association.

b. **Vice-President**, if qualified, shall exercise the powers and perform the functions and duties of the President during the absence or inability of the latter to seat; he shall perform such other functions and duties as are assigned to him by the President and by the Board.

c. **Secretary**, who must be a citizen and resident of the Philippine, shall attend all meetings of the Board and keep a record of all the proceedings thereof; prepare and maintain a register of all committees of their election or appointment; cause to be prepared the necessary official ballots for the election of the Board and perform such other duties as are assigned to him by these By-laws, by the President, and by the Board.

d. **Treasurer**, who must be bonded in an amount to be fixed by the Board, shall collect, receive, record and disburse all funds of the Association. However, no disbursement shall be made except over his signature, countersigned by the President or in the absence or inability of the latter, by the Vice-President, or in the absence or inability of both, by the Trustee so designated to act in their stead. He shall render reports of receipts and

disbursements as required by the Board; assist in the preparation of the annual budget; and perform such other duties as are assigned to him by these By-laws, by the President, and by the Board. He shall furnish a surety bond at the expense of the Association in such amount as may be required by the Board. The Treasurer shall make an Annual Report to the Board of Directors and to the members of the Association regarding the financial conditions of the Association and such other reports that the Board of Directors may require of him.

e. **Auditor**, shall audit and examine the receipts of all finances and disbursements of funds of the Association, and shall see to it that the disbursements are properly carried out in accordance with these By-laws, the resolutions of the Board of Directors and the members of the Association.

f. **Public Relation Officer**, shall take charge of all the preparation and publication of press releases of the Association and such other related activities as may be requested by the President or the Board of Directors to enhance the prestige and growth of the Association.

#### **SECTION 5. EX OFFICIO**

The immediate past president shall serve as ex-officio member of the Executive Board without any voting power.

#### **SECTION 6. COUNCIL OF ELDERS**

A Council of Elders shall serve as an advisory body to the Executive Board. It shall be composed of past presidents willing to serve as consultants and chosen by the President with the approval of the Board. Their term shall be co-terminus with the current officers and Board. Since they serve at the pleasure of the President, they have no voting rights.

#### **SECTION 7. TERM OF OFFICE**

The Board of Directors shall have a term of one (1) year until their successors shall have been elected and have assumed office. **Election** shall be subject to a maximum of three (3) years in continuous succession. (Amended on 29 January 2010)

#### **SECTION 8. COMPENSATION**

No **member of the Executive Board** shall receive any stated salary or **honorarium** for his services. **Furthermore, no member of the Executive Board shall be exempted from payment of membership fee, whether individual or institutional, and of registration fee for any CPE-accredited conferences or seminars for which CPE credit units will be applied by the member concerned.** (Amended on 29 January 2010)

#### **SECTION 9. REMOVAL**

A Director may be removed for a cause by two-thirds vote of the entire voting members. The cause may be determined and proposed by two-thirds vote of the Board, or by at least twenty-five voting members of the Association .

#### **SECTION 10. VACANCIES**

Whenever by reason of death, incapacity, resignation or removal , a vacancy occurs in the membership of the Board of Directors, the same shall be filled by the members in a regular or special meeting called for that purpose. A director so elected to fill a vacancy shall be elected only for the unexpired term of his predecessor in office.

### **ARTICLE V. COMMITTEES**

#### **SECTION 1. STANDING COMMITTEES**

The standing committees of the Association are:

- a. **Conference Committee** - to plan the short term programs of activities of the Association.
- b. **Membership Committee** - to screen applicants for membership, with a view of categorizing the same, and make suitable recommendations to the Board.

- c. ***Ways and Means Committee*** - to recommend measures and undertake the same that would provide for the financial viability of the Association.
- d. ***Publications Committee*** - to take charge of the PAARL newsletters and other publications of the Association.
- e. ***Law and Legislation Committee*** - to study all proposed changes in the Articles of Incorporation and By-laws and its statutes and laws of general interest or application, and submit a report thereon and, with the approval of the Board, shall represent the Association in supporting or opposing such proposals.
- f. ***Awards and Scholarship Committee*** - the Committee shall recognize individual members of the Association who have made outstanding contribution to library development and shall assist a member librarian to acquire a graduate or postgraduate degree for professional growth.
- g. ***Nominations and Election Committee (NOMELEC)*** - the NOMELEC shall submit to the Board a list of nominees of PAARL members who have been active for the last three (3) consecutive years at least 3 months before the annual election, but not later than August 31. It shall prepare guidelines to conduct the annual election of the Board of the Directors, and canvass the poll results, which shall be embodied in a report to be submitted to the incumbent Board. This Committee shall be chaired by a past president with five (5) active members who are not candidates in the ensuing election.

Election shall be by secret ballot mailed to each voting member at least six weeks prior to the annual election which falls every first week of December. The candidates who receive the largest number of votes shall be deemed elected. In the event of a tie, the Board shall determine winning candidates by secret ballot.

Any candidate desiring to contest an election shall, within two days after the announcement of the results of the elections, file with the outgoing Board of Directors, a written protest setting forth the ground therefore. The Board shall decide on the merits of the election protest.

In case an election shall be declared null and void, the incumbent Board shall hold over until such time that a new Board of Directors is elected and proclaimed.

## **SECTION 2. AD-HOC COMMITTEES**

The Board shall create ad hoc committees as it deem necessary.

Special committees of the Association shall be established by the President and approved by the Board. These committees shall be responsible to the Board and shall exercise such powers and functions as the Board may invest them.

The President shall, with the consent of the Board, appoint the chairmen of all committees from among the Board members except the NOMELEC and Ad-hoc committees. Chairmen and committee members appointed shall be involved in academic and research library work. No member of these committees may serve in excess of three (3) years.

Each committee shall submit to the Board of Directors a written report of its activities during the association year, together with any recommendations considered necessary or advisable. Additional report may be submitted by a committee as requested by the Board or the President.

Sections relating to areas of interest actively represented among members may be established by the Board of Directors. Members of each section shall elect their own chairman.

The chairmen of sections and committees may upon invitation of the Board of Directors attend and participate without the right to vote in the meetings of the Board. They shall represent their interest in relationship with the Board and shall inform members of decisions and policies affecting their interest.

## **ARTICLE VI. MEETINGS**

### **SECTION 1. ANNUAL MEETINGS**

Annual meetings of the Association shall be held every last Friday of January at the principal office or at such time, date, and place as the Board may determine.

## **SECTION 2. BOARD MEETINGS**

The Board of Directors shall meet monthly at such time and place as may be decided by the Board. Special meetings may be called by the President, or upon written request of at least three (3) members of the Board.

## **SECTION 3. QUORUM**

Five (5) members of the board shall constitute a quorum for the official transaction of business and except in such matters in which it may require the affirmative vote of a greater proportion of the members.

## **SECTION 4. CONDUCT OF MEETING**

When not in conflict with the By-Laws, Robert's Rules of Order, (Revised) shall govern the conduct of all meetings.

## **SECTION 5. MANNER OF VOTATION**

Whenever, in the judgment of the Board of Directors, a question arises that should be put to a vote of the members, or cannot be postponed for action at the annual meeting, the Board may refer the question for vote by mail unless otherwise required in the By-Laws. The closing date for the return of mailed votes shall be established by the Board.

# **ARTICLE VII. FINAL TRANSACTIONS**

## **SECTION 1. CONTRACTS**

The Board shall, by specific resolution, authorize any Officer to enter into any contract or execute and deliver any instrument in the name or in behalf of the Association.

## **SECTION 2. DEPOSIT OF FUNDS**

All funds of the Association shall be deposited to the credit of the Association in such bank(s) as the Board may designate. The Association, through its treasurer and president, shall maintain an automatic savings/current account for its operating expenses; and time deposits for idle funds.

Separate accounts must be established for specific funds meant for specific projects or purposes. **A Reserve Fund established as seed money and to be used only as starting fund at the beginning of the calendar year may be utilized for the early months in operation with the intent that whatever amount was borrowed from the Reserve Fund shall be returned immediately as soon as practicable. This fund should be placed in a separate savings account and distinct from the Operation Fund.** (Amended 29 January 2010)

## **SECTION 3. SIGNING OF CHECKS**

All checks, drafts or other orders of payment of money, and all notes, bonds or other evidences of indebtedness issued will be signed jointly by the treasurer and the president and or another officer or director authorized by the Board to serve as alternate signatory in the event the treasurer or president is unable to sign.

## **SECTION 4. INDEPENDENT AUDITOR**

The Board may engage the services of an external auditor to audit the bank accounts and financial condition of the Association, and submit an annual audited financial statement to be included in the treasurer's report to members at its annual meeting.

# **ARTICLE VIII. BUSINESS YEAR**

## **SECTION 1. BUSINESS YEAR**

The business year of the Association shall be January 1 to December 31.

# **ARTICLE IX. SEAL**

## **SECTION 1. SEAL**

The seal of the Association shall be its initials **PAARL** with a horizontal line on top of it and a figure of a book lying on the bottom. The colors of the association shall be lemon yellow and black.

# **ARTICLE X. AFFILIATION**

## **SECTION 1. AFFILIATION**

The Board of Directors may, by vote, affiliate the Association with any national or international association having a purpose similar to those of the Philippine Association of Academic/Research Librarians, Inc. The Board of Directors may vote to cancel an affiliation if undesirable, but such vote to be effective shall be approved by the Association by majority vote.

## **ARTICLE XI. AMENDMENTS**

### ***SECTION 1. AMENDMENTS***

These By-Laws may be amended by the majority vote of the Board of Directors and the majority vote of the members present in any annual meeting called for the purpose.

### ***SECTION 2. RATIFICATION***

These By-Laws have been ratified by the majority of the members during the General Assembly called for the purpose.

Adopted this 30th day of January 2004 in Manila, Philippines, by the affirmative vote of the undersigned members representing a majority of all the members of the Association present.

Fe Angela M. Verzosa

Dionisia P. Angeles

Rosalinda P. Robles

Nenita M. Aburido

Sr. Ignatius Tal Placido, SPC

Helen P. Jamin

Florenda D. Mallari

Rodolfo J. San Agustin

Susan O. Pador

Angelita P. Timbangcaya

Teresita G. Hernandez

*Amended this 29<sup>th</sup> day of January 2010 at St. Paul University-Quezon City, Aurora Boulevard corner Gilmore Avenue, Quezon City, Metro Manila, by the affirmative vote of the members present in the Annual Meeting called for the purpose.*