

REPORT TO ALA COUNCIL OF THE  
ALA BYLAWS COMMITTEE

ALA LLX 2024  
JANUARY 21, 2024

**TO:** ALA Council  
**FR:** Brian E. C. Schottlaender,  
ALA Bylaws Committee  
**RE:** Information Report/Action Items

I. INFORMATION REPORT

In addition to working on the General Revision of the ALA-APA Bylaws in order to harmonize them with the revised ALA Bylaws, the Bylaws Committee has been working on two other issues as well, both directed to it by ALA Council.

A. CD#57: **Resolution on Guaranteeing Virtual Participation in ALA Governance**

While CD#57 called for amending Bylaws Article VII, Section 2 by striking “may be held virtually” and inserting “shall be held virtually,” subsequent consultation with Councilors Jessamyn West (Mover) and Tara Brady (Seconder) clarified that the Resolution to guarantee virtual participation in ALA Governance [emphasis supplied] actually implicates Bylaws Articles V and VI, not VII. With that clarification, the Bylaws Committee has crafted a new Section 5 for Article V and a new Section 6 for Article VI to address the Resolution. Those amendments are presented as Action Items A and B below.

B. CD#60: **Resolution on Actions by the Executive Board**

This item has been referred to the ALA Policy Manual Revision Working Group, which will take it up in the course of their work to revise the APM.

In addressing this issue, the Bylaws Committee consulted both ALA Counsel Paula Goedert and ALA Parliamentarian Adrian Stratton for legal and parliamentary input, as Council directed. Both agreed that neither legal nor parliamentary best practice would argue for the actions of the Executive Board to be subject to review and rescission by either Council or the Membership. Both strongly counseled against crafting either ALA Bylaws or ALA Policy revisions that would propose that sort of oversight. Ms. Goedert's opinion, attached to this report, notes:

**Shifting governing authority and fiduciary responsibility to either Council—a body with more than 100 members that meets only twice a year**

B. MOTION

On behalf of the ALA Bylaws Committee, I move to amend Article V of the ALA Bylaws by adding a new Section 5 (and renumbering subsequent Sections of the Article) as follows:

“ . Meetings of the  
Executive Board shall be conducted in such a manner as to allow for virtual  
participation by Executive Board members. Board members participating virtually  
will be required to follow instructions communicated in the notice of each Board mg6allion 5. Exmg6