
Charges for 2014-2015:

Standing Charges:

**3.3.8.1** The Committee on the Code and Bylaws shall be responsible for reviewing the LFPA Code and Bylaws, as well as any proposed amendments, and for ensuring that all sections and parts of the Code and Bylaws are internally uniform and conform to the stated purpose of the LFPA (1.1). The Committee shall, upon request of any LFPA member or committee conveyed through the Executive Committee, also render interpretive decisions as to the meaning of a particular section or parts of the Code and Bylaws. The Committee’s recommendations and decisions shall be forwarded to the Executive Committee.

**3.3.8.2** The Committee on the Code and Bylaws shall be appointed by the Executive Committee and be composed of three members of the Library Faculty and Professionals Assembly. Committee members shall serve two-year overlapping terms and shall select a presiding officer and a recording secretary.

Special Charges, 2014-2015:

1. [As per the recommendation in the 2013-2014 Code and Bylaws Committee Final Report]: Review the Code and Bylaws document for potential changes of an editorial nature, adopting the suggested protocol of summarizing all changes to the Code and Bylaws document at the bottom of each draft to assist with version control.

2. Clarify the regulations governing quorums for a meeting whose topic affects only a subsection of the larger membership (i.e. faculty or professionals).

Progress on Standing Charges

The LFPA Committee on the Code and Bylaws consulted with LFPA Exec throughout the year about several issues:

1. Quorum and voting requirements for LFPA meetings
2. Succession requirements when the Chair of LFPA suddenly resigned
3. Adding a Dissolution clause to the Bylaws; approved by the Assembly in June, 2015.
4. Updating the Code to transfer the duties associated with post-tenure review that were formerly handled by the Library Promotion and Tenure Committee over to the Sabbatical Leave Committee. These were discussed in the LFPA Spring Assembly meeting and approved by the Assembly in June, 2015.
Progress on Special Charges

1. Changes to the Code—In addition to the changes to the Code as a result of the transfer of post-tenure review from LCPT to the Sabbatical Leave Committee, Code and Bylaws scrutinized the Code and Bylaws for editorial changes and summarized the changes to the document at the end of the approved draft.

2. Quorums—In December, 2014, the Code and Bylaws advised LFPA Exec that, per the LFPA Code, Section 2.2.1, a quorum of one-third of the entire membership of LFPA is necessary in order to transact any business at an LFPA meeting. This does not change when topics that pertain only to faculty, or only to unclassified professionals are discussed. The Code and Bylaws report to LFPA Exec is included in the Appendix of this document.

Recommendations for special charges for next year's Code and Bylaws:

We respectfully recommend that the Committee on the Code and Bylaws be given the following special charges for 2015-2016:

1. Indent sub-sections of the Code and Bylaws in order to increase the clarity of the document.
2. Since the Management Council no longer exists in the Libraries, Code and Bylaws should draft changes that remove the sections pertaining to the Management Council from the Code. This would affect Sections 1.2 and 3.3.2.2 of the Code.
3. Update the Code and Bylaws as needed to implement any changes approved as a result of the examination of the Libraries governance structure, including the addition of Libraries Support Staff to LFPA.

We are not sure who in LFPA would do this, but we would also suggest that the roster of LFPA members be updated more frequently, especially before meetings when LFPA Exec is trying to determine the number of attendees for a quorum. Thank you!

Respectfully submitted,

Marianne Reed, Fran Devlin, and Sara Morris
June 23, 2015
Appendix:

To: LFPA Executive Committee
From: LFPA Committee on the Code and Bylaws
        Marianne Reed (Chair), Fran Devlin (Secretary), and Sara Morris
Date: December 1, 2014

Report to LFPA Exec on Special Charge #2:

2. **Clarify the regulations governing quorums for a meeting whose topic affects only a sub-section of the larger membership (i.e. faculty or professionals).**

The members of the Committee on the Code and Bylaws have reviewed the relevant sections of the LFPA Code of Governance and Bylaws [approved July 2014] with respect to determining a quorum for meetings and for voting on certain topics by eligible members of the Assembly. These sections are:

**Article I, Section 1.1 of the Bylaws:**

1.1.1 The most recent edition of Robert’s Rules of Order, Newly Revised, shall be the parliamentary authority used in conducting meetings of the Library Faculty and Professionals Assembly, where these rules are not inconsistent with the provisions of the Code and other special rules of order that the Library Faculty and Professionals Assembly may adopt. The Chairperson of the Library Faculty and Professionals Assembly may appoint a parliamentarian to serve during meetings of this body as necessary.

**Article II, Section 2.2 of the Bylaws:**

2.2 QUORUM

2.2.1 The quorum for the Library Faculty and Professionals Assembly shall be one-third of the total membership of the Assembly.

**Article IV. AMENDMENTS, Sections 4.1 and 4.2 of the Bylaws:**

4.1 THE CODE

4.1.1 A **two-thirds affirmative vote** of those who cast a distributed ballot (paper or electronic) shall be required for adoption of any proposed amendment to the Code, provided that a majority of the membership eligible to vote returns valid ballots. Technical/editorial changes to the Code to correct errors in formatting, numbering, etc., can be made by the Library Faculty and Professionals Assembly Executive Committee, without Assembly approval, so long as the changes do not affect the intent and meaning of the Code.

4.2 THE BYLAWS

4.2.1 A **simple majority vote** by distributed ballot (paper or electronic) shall be required for adoption of any proposed amendments to the Bylaws. Technical/editorial changes to the Bylaws to correct errors in formatting, numbering, etc., can be made by the Library Faculty and
Professionals Assembly Executive Committee, without Assembly approval, so long as the changes do not affect the intent and meaning of the Bylaws.

**Article VI, Section 6.1 of the Bylaws:**

6.1 The final vote on proposed revisions to Discipline Expectations for Library Faculty, Criteria for Academic Ranks of Library Faculty, Post-Tenure Review Criteria and Procedures, and Evaluation Plans may be cast by distributed ballot (paper or electronic) provided that a majority of eligible members vote to do so in a regular or extraordinary meeting of the Assembly.

**2.2.2 VOTING, Sections 2.2.1.4 and 2.2.1.5 of the Code:**

2.2.1.4. Only members in categories 2.1.1, 2.1.4, and 2.1.6 may vote on amendments to Discipline Expectations for Library Faculty, the Faculty Evaluation Plan, Post-Tenure Review Criteria and Procedures, and other issues pertaining only to faculty.

2.2.1.5 Only members in categories 2.1.1, 2.1.2, 2.1.4, 2.1.6, and 2.1.7 may vote on amendments to Criteria for Academic Ranks for Librarians, and other issues pertaining only to faculty.

We also consulted Robert’s Rules of Order, Newly Revised on parliamentary procedure for the following topics.

**The Order of a Business Meeting**

- As defined by Robert’s Rules of Order, Newly Revised, a meeting is defined as a single official gathering of the members of an organization in one room, with a quorum present to transact business.

**Quorum**

- The quorum in an assembly is the number of voting members who must be present in order that business can be legally transacted. The quorum refers to the numbers of such members present, not to the number actually voting on a particular question.
- Before the meeting can begin, the presiding officer or chair must determine that a quorum (the required minimum number of members needed to have a meeting) is present.
- As specified in Article II, Section 2.2 of the LFPA Bylaws, a quorum ‘shall be one-third of the total membership of the Assembly.’

**Procedure for Taking a Vote**

- The right to vote is the Assembly’s way of allowing all members to decide an issue, in a democratic manner, after they have assembled and heard their fellow members’ opinions and concerns.
- It is understood that during all methods of voting a quorum must be present.

**Taking the Vote**
After discussion of motions being considered is finished, the Chair calls for the vote. Most voting taking place via a voice vote. A majority vote adopts main motions, which means that more than half of the members voting favor the motion.

To take a ballot vote, a member must make a motion to do so. A motion needs a second, is not debatable, and must pass by a majority vote. A ballot vote ensures the secrecy of each member’s vote.

The Majority Rules

- A fundamental principle in democratic societies is that the majority rules, but the rights of the minority and individual members are also protected.
- Most business is adopted by a **majority vote** of members who are voting at a meeting where a quorum is present. A majority vote simply means that more than half of those voting approve a motion.
- More specifically, it means that *more than half of the votes cast by persons legally entitled to vote at a properly called meeting with a quorum present approve a motion.* By this definition, those entitled to vote determine the majority.
- Sections 2.2.1.4 and 2.2.1.5 of the LFPA Code define eligible members who can vote on issues pertaining only to faculty (i.e., votes on amendments to Discipline Expectations for Library Faculty, the Faculty Evaluation Plan, Post-Tenure Review Criteria and Procedures, and Criteria for Academic Ranks for Librarians.)
  - For example, if 30 people were present at an LFPA meeting and only 25 members were eligible to vote (i.e., the vote was on a motion related to an issue pertaining only to faculty as stipulated in the Code), the majority in this case would be 13, because the majority is determined by the number entitled to vote, not by the number present.
- However, *Robert’s Rules of Order, Newly Revised* clearly states that to conduct any business at a meeting of the Assembly, a quorum is still required to be maintained.

**Interpretation by the LFPA Committee on the Code and Bylaws**

Based on our close reading of the relevant sections of the *LFPA Code of Governance and Bylaws [approved July 2014]* and *Robert’s Rules of Order, Newly Revised* as outlined above, we offer the following comments:

- In order to transact business in an LFPA meeting, there must be a quorum of all members.
  - Article II, Section 2.2 of the LFPA Bylaws, defines a quorum as one-third of the total membership of the Assembly.
- It is the responsibility of the Chair or presiding officer to establish that a quorum is present before conducting any business at a meeting.
- We recommend that an updated list of LFPA membership be obtained from the Libraries’ HR Office before any LFPA meetings, in order to know the number of members needed to make a quorum.
- Sections 2.2.1.4 and 2.2.1.5 of the LFPA Code define eligible members who can vote on issues pertaining only to faculty (i.e., votes on amendments to Discipline Expectations for Library Faculty, the Faculty Evaluation Plan, Post-Tenure Review Criteria and Procedures, and Criteria for Academic Ranks for Librarians.)
Faculty, the Faculty Evaluation Plan, Post-Tenure Review Criteria and Procedures, and Criteria for Academic Ranks for Librarians.)

- For votes on issues pertaining only to faculty (see above), a simple majority of eligible members is required.
- However, according to *Robert’s Rules of Order, Newly Revised*, a quorum must still be maintained at all times to conduct any business at a meeting of the Assembly.

Please let us know if you have questions about the Committee’s interpretation of the LFPA Code of Governance and Bylaws [approved July 2014] and *Robert’s Rules of Order, Newly Revised*.

Respectfully submitted,
Marianne Reed, Fran Devlin, and Sara Morris
December 1, 2014