

Ohio Library and Information Network (OhioLINK) Governing Board Bylaws

Article I - Name

The name of this organization shall be the Ohio Library and Information Network (OhioLINK) Governing Board

Article II - Purpose

The OhioLINK Governing Board, as authorized by the Ohio Board of Regents, has oversight responsibility for all OhioLINK projects, activities, fiscal and legal transactions.

Article III - Membership

Section I - Composition

- A. Eight university provosts, herein also referred to as Board Members, shall be selected from the 13 public OhioLINK member universities and 2 medical colleges excluding the university acting as OhioLINK chief administrative contractor.
- B. One provost, herein also referred to as Board Member, of the university acting as OhioLINK's chief administrative contractor.
- C. Three chief instructional officers, herein also referred to as Board Members, shall be selected from the two-year Ohio Technical and Community colleges.
- D. Two university or college provosts/academic vice-presidents, herein also referred to as Board Members, shall be selected from Ohio private non-profit educational institutions. One of the two private research university provosts (U of Dayton, Case Western Reserve University) shall always serve on the Board at any given time
- E. The Chancellor of the Ohio Board of Regents or his/her designee, the OhioLINK Executive Director, and the chairs of the Technical Advisory Council and Library Advisory Council shall serve as ex-officio Board Members.

Section II - Duration of Membership

- A. The term of service of Board Members is three years, commencing on July 1. Initial staggered terms of one, two and three years commencing July 1, 1992 shall be utilized with replacement by full three-year terms thereafter.
- B. With an individual Board Member's inability to serve or departure from his/her current position at the institution, his/her term will be completed by a replacement chosen by the IUC provosts, AIUCO, or chief instructional officers consistent with Art. III Section IV. A.B, and C.

Section III - Rights and Privileges

- A. Board Members may cast one vote on any issue voted on by the Governing Board
- B. Attendance and voting rights are transferable to a designated associate provost or Dean or other institution administrator other than the library director. It is the responsibility of each Board Member to inform the Chair of the designated alternate. Should the Board Member or a designee not be able to participate regularly, the Board Chair should be notified so as to select a replacement for the remainder of the Board Member's term.
- C. Ex-Officio Board Members are not eligible to vote.

Section IV - Selection of Members

- A. The Inter-University Council (IUC) provosts shall select replacements for the provosts from the universities and private research university with expiring terms prior to July 1 of each year. The IUC provosts shall select the initial nine members and establish the staggered terms.
- B. The Ohio Association of Community Colleges (OACC) chief instructional officers shall select a replacement for the one chief instructional officer with an expiring term prior to July 1 of each year. They shall also elect the initial three members and establish the staggered terms.
- C. The AICUO (Association of Independent Colleges and Universities in Ohio) will select a replacement for the college provost/academic vice-president with an expiring term prior to July 1st of each year.

Article IV - Officers

Section I - The officers of the Governing Board will be Chair, Chair Elect, and Past Chair.

Section II - Terms of Office

- A. The Chair Elect shall be selected from one of the four new incoming Board members each year.
- B. The Chair Elect shall be selected at the first Board Meeting immediately following July 1, and serve for one year as Chair Elect, the second year as Chair, and the third year as Past Chair.

Section III - Vacancies

- A. The Chair Elect shall immediately become Chair upon the resignation of the Chair for the unexpired term of the Chair plus the term the Chair Elect was initially elected to serve.
- B. Vacancy of the Chair Elect caused by Article IV, Section III A will not be filled.
- C. Vacancy of the Chair Elect caused by the departure of the Chair Elect from the Board will be filled at the next Board from the remaining three new members of that year.
- D. A vacancy of the Past Chair will not be filled until the beginning of the new term of office.

Article V – Meetings

The Board shall meet at least three times per year. The Executive Committee will meet three times per year. The Chair shall set the meeting dates and agenda and may call additional meetings as required. Any Board Member may submit agenda items. The times and minutes of the Governing Board and Executive Committee meetings shall be published on OhioLINK's web site (www.ohiolink.edu) and made available to the public for inspection upon request. In addition to the web site any person may determine the time and place of all regularly scheduled and special meetings by (1) writing to Executive Director, OhioLINK, 2455 North Star Rd. Suite 300, Columbus, Ohio 43221; (2) calling 614-728-3600 x321.

Article VI – Voting

Motions, resolutions and other business shall be conducted by voice vote or consensus as deemed appropriate by the Chair. Motions, resolutions, and other official business shall be conducted by a quorum, which is one (1) more than 50% of the voting members of the OhioLINK Governing Board or Executive Committee. At any meeting eight (8) members of the Governing Board and three (3) members of the Executive Committee shall constitute a quorum. Ex-officio members shall not be considered as a part of the quorum.

Article VII - Committees

Section I - The business of the Board may be conducted by the membership as a whole or by committees, groups or task forces as the situation warrants. Such groups shall be appointed by the Chair as deemed appropriate.

Section II - The members of the Executive Committee of the Governing Board shall consist of the current Chair, Chair Elect, Past Chair, and provost acting as OhioLINK's chief administrative contractor, the Chair of the Technical Advisory Council, Chair of the Library Advisory Council, Chancellor of the Board of Regents or his/her designee, and the OhioLINK Executive Director. This committee is responsible for reviewing and approving OhioLINK budget proposals and expenditures, and monitoring overall operations as deemed appropriate by the Chair between regular full Board meetings consistent with the policies established under Article VIII. The specific actions reserved for Board are amending the bylaws, annual approval of the chief administrative contractor, personnel actions pertaining to the OhioLINK Executive Director, and authorization of the biannual operating and capital requests for submittal to the Ohio Board of Regents.

Article VIII - Capital and Operating Budgets

OhioLINK capital and operating budgets are administered through a designated chief administrative contractor. This contractor is approved by the Governing Board on an annual basis.

The Governing Board shall approve major policies related to capital budgets, operating budgets and staff management. Policies will include the necessary provisions to effectively present, approve, update, review and modify its plans and activities in these areas on an ongoing basis. These policies shall be approved and modified the Governing Board

Article IX – Contracts

No contract or agreement in the name of OhioLINK shall be made by any of its officers, agents or employees unless the same shall have been first authorized by the Governing Board separately or within the approved guidelines of the capital budgets, operating budgets or staff management policies noted above.

Article X – Amendments

The by-laws may be amended by a simple majority of the eligible voting membership of the OhioLINK Governing Board

Approved: 5/18/93
Section III. B. revised 8/15/94
Article III, Section I and IV, Article V revised 9/16/97
General Revisions Approved 1/11/00