

# Constitution

## CONSTITUTION AND BYLAWS

This document is to be used in conjunction with the Association's Procedures Manual, which reflects current regulations and practices.

### 1. NAME

The official name of the Association shall be the Canadian Association of Music Libraries, Archives and Documentation Centres Incorporated (CAML) Association canadienne des bibliothèques, archives et centres de documentation musicaux incorporée (ACBM).

### 2. OBJECTIVES

As an independent, non governmental, non-profit organization, the Association shall have the following purposes:

2.1. To encourage and promote the activities and research of libraries, archives and documentation centres concerned with music and music materials, to strengthen cooperation among institutions and individuals working in these fields and to promote publication of their work;

2.2. To promote a better understanding of the cultural importance of music libraries, archives and documentation centres locally, regionally and nationally;

2.3. To act as the Canadian branch of the International Association of Music Libraries, Archives and Documentation Centres (IAML);

2.4. To support, encourage, promote and provide financial support, when possible, to the realization of projects and research in music bibliography, music documentation, bibliographic control of music materials, and music library and information science at the national level;

2.5. To encourage and support the development of standards in all areas that concern the Association;

2.6. To foster the protection and preservation of music documents;

2.7. To cooperate with other organizations in the fields of music, librarianship, bibliography and archives;

2.8. To publish an official publication and web site dealing with matters of professional interest;

2.9. To provide financial support, when possible, to those who wish to further their professional education and training, including continuing education and attendance at conferences, in the fields of music bibliography, music documentation, music libraries and information science,

2.10. To arrange national meetings of its members annually and to host periodically the international meeting of IAML.

### 3. HEAD OFFICE

The Head Office of the Association shall be located in the Music Library, University of Toronto, 80 Queen's Park Crescent, Toronto, ON, M5S 2C5, CANADA

### 4. MEMBERSHIP

#### 4.1. Eligibility

Membership is available to any persons or institutions interested in the objectives of the Association.

#### 4.2. Member categories

4.2.1. Member categories requiring dues (e.g, Regular, Student, CAML-IAML, etc.) shall be determined by the Board and listed on the Association's official web site. Any changes to member categories and their dues shall be determined by the Board and must be presented and accepted at the Annual General Meeting (AGM).

4.2.2. Honorary membership: Honorary membership (CAML only) may be awarded by the Board for distinguished service. Honorary members shall have voting privileges in the Association.

#### 4.3. Dues

The financial year of the Association shall be the calendar year. Fees shall be due as of January 1 of each year. If a member's dues remain unpaid after April 1, the membership shall be considered terminated. To secure voting privileges and to receive publications, members must have paid their dues in full for the current membership year. Any member may request the cancellation of his or her membership, and any unused balance of the membership fee shall be used to further the objectives of the Association.

### 5. BOARD

5.1. Four elected and three appointed officers of the Association shall constitute the Board. The elected officers shall be: President, President-Elect or Past President, Secretary, and one Member at Large. The appointed officers shall be: Treasurer, Membership Secretary and Communications Officer.

#### 5.2. Nominations and Elections

5.2.1. A Nominations Officer shall be appointed by the Board. The Nominations Officer shall invite nominations from the membership, to be made with the consent of the nominee. The Nominations Officer shall nominate members when required.

5.2.2. Any individual member in good standing may be nominated. Each nomination must be made by another member in good standing.

5.2.3. Elections may take place by show of hands or secret ballot. Elections may be held in person or using an online voting platform.

5.2.4. The election results shall be announced to the membership.

### 5.3. Terms of Office

5.3.1. The term of office of the elected officers shall be two years, save for the term of office of the President-Elect/President/Past President.

5.3.2. The term of office of the President-Elect/President/Past President shall be one year as President-Elect, two years as President, and one year as Past President. The election for the position of President-Elect shall be held in alternate years. The incumbents of the positions of President, Past-President, and President-Elect shall become members of IAML for the duration of their terms.

5.3.3. Elections of officers whose terms of office are for two years shall be held in alternating years to promote continuity on the Board.

5.3.4. No elected officer shall serve on the Board for more than six consecutive years, save for the President-Elect/President/ Past President, who may serve up to eight consecutive years.

5.3.5. The Treasurer and Membership Secretary shall be appointed for a term of two years.

5.3.6. Each officer shall serve until the adjournment of the final session of the Annual General Meeting at which his or her term expires, or until the officers replacement is announced, whichever comes later.

5.3.7. In the event that an elected officer vacates his or her office before the term of office is complete, elections will be held as soon as possible for the position unless the Board determines that the period of time remaining in the term of office is insufficient to warrant running the election. If an election is deemed feasible, it will be held for the length of the term of office that is remaining. The President-Elect or the Past President shall automatically fill the remaining term of office of the President.

### 5.4. Signing authority

Contracts, cheques, documents or any instruments in writing requiring the signature of the Association shall be signed by any two of the President, President-Elect, Past President,

Secretary or Treasurer, and all those documents so signed shall be binding upon the Association without any further authorization or formality.

#### 5.5. Removal of an Officer

The position of an officer shall be vacated if, at a special meeting of Board members, a resolution is passed by three quarters of the members present, followed by a confirmation of a simple majority of all members in good standing, that he or she be removed from office, and that person shall cease to be an officer of the Association.

#### 5.6. Remuneration

Officers shall not receive any remuneration for their services.

#### 5.7. Duties

5.7.1. The elected members of the Board shall appoint the Membership Secretary and Communications Officer.

5.7.2. The Board shall meet at least three times a year. Each Board member shall have one vote. A quorum consists of a majority of Board members, provided that the President, President-Elect or Past President is present.

#### 5.7.3. President

The President has overall responsibility for the achievement of the Association's objectives. The President shall preside at all general meetings of the Association and meetings of the Board and shall act as chief executive officer of the Association. The President is a member ex officio of all committees of the Association. In consultation with the Board, the President shall designate one member to serve as chair of each standing committee of the Association. The President is also the President of the Canadian national branch of IAML.

##### 5.7.3.1. Meetings

All Board and General Meetings are chaired by the President. The President shall set all agendas and notices of meetings. The Secretary may be required to assist in these matters.

##### 5.7.3.2. Report of Activities

The President shall report on the Board's activities to the membership on a regular basis. An annual report shall be presented at the Annual General Meeting. The President sends an annual report of the Association's activities to IAML.

##### 5.7.3.3. Appointment of Committee Chairs.

The President appoints all committee chairs.

#### 5.7.3.4. IAML representative

The President represents the Association as the Canadian delegate to the IAML council and is also the Association's primary contact with other musical, library or cultural associations and institutions. The President may designate another member of the Association to be his or her representative at the IAML meeting or other meetings.

#### 5.7.3.5. Correspondence

The President shall receive and answer correspondence or may forward same to the Secretary.

#### 5.7.4. President-Elect

5.7.4.1. The President-Elect shall act for the President as necessary and as directed by the President. Specifically:

5.7.4.2. The President-Elect shall be the President's representative on the Conference Program Committee and shall inform the Board of decisions and activities of that Committee.

#### 5.7.5. Past-President

5.7.5.1. The Past-President shall serve as an advisor to the President.

5.7.5.2. In the absence of the President and/or the President-Elect, the Past-President shall assume their duties.

#### 5.7.6. Treasurer

5.7.6.1. The Treasurer's responsibilities are concerned with maintaining the financial stability of the Association.

5.7.6.2. The Treasurer shall keep full and accurate books of account in which all receipts and disbursements of the Association shall be recorded, including the transferring of dues to IAML, and shall control the deposit of money, the safekeeping of securities and the disbursements of funds of the Association. The Treasurer shall provide, whenever so required by the Board, an account of all his transactions as Treasurer and of the financial position of the Association. The Treasurer shall submit his accounts to the Audit Committee as per article 10. Audit.

5.7.6.3. The annual financial report shall be presented at the Board meeting preceding each Annual General Meeting. The annual financial report shall be presented for the approval of the general membership at the Annual General Meeting. It then must be signed by two Board members with signing authority.

#### 5.7.7. Secretary

The Secretary shall record the minutes of all general meetings and of the meetings of the Board and conduct the official correspondence of the Association.

#### 5.7.8. Member-at-large

Duties of the Member-at-large shall be assigned by the President. Such duties typically include chairing or participating in committees, special projects, etc.

#### 5.7.9. Membership Secretary

The Membership Secretary is responsible for soliciting and collecting membership and related fees, and maintaining accurate information about the Association's members.

The Membership Secretary shall attend to all official correspondence relating to membership in the Association.

#### 5.7.10. Communications Officer

5.7.10.1. The Communications Officer coordinates the work of the Editor of the Association's official publication and that of the Association's webmaster. Both the editor and the webmaster are appointed by the Board, and serve at the pleasure of the Board. Either the editor of the Association's official publication or the webmaster will serve as Communications Officer.

#### 5.7.10.2. Editorial policy

CAML Review is the official organ of the Association. It publishes official Association business, conference reports, news and articles of interest to the music library community and reviews of musical Canadiana.

#### 5.7.10.3. Webmaster policy

The webmaster shall maintain the web site of the association as coordinated by the Communications Officer.

### 6. COMMITTEES

6.1. The Standing Committees of the Association shall be the Audit Committee, the Cataloguing Committee, Collections Interest Group and the Conference Program Committee. Standing committees for the R Projects (including, but not restricted to, RILM, RISM, RIPM, and RiDIM) may be established by the Board. The President, in consultation with the Board, shall appoint the chair of each committee biennially at the Annual General Meeting. The committee chair shall solicit volunteers to serve on the committee.

6.2. The Audit Committee shall annually review all financial accounts and present its findings to the Annual General Meeting.

6.3. The Cataloguing Committee shall be responsible for giving advice on proposed rule changes as brought forward by the Canadian Catalogue Committee. The Committee should also play a role in communicating information to members about developments in the field of music cataloguing.

6.4. The Conference Program Committee shall be responsible for preparing the program for each annual conference.

6.5. The Board may occasionally strike ad hoc committees in addition to the standing committees named in the constitution. A mandate and terms of reference should be created by the chair in consultation with the President.

6.6. Committee members shall not receive any remuneration for their services.

## 7. MEETINGS

7.1. The Association shall hold an Annual General Meeting and any other general meetings as desired by the Board or as requested in writing by fifty per cent of the membership.

### 7.2. Annual General Meetings

7.2.1. The date, place and agenda of the Annual General Meeting shall be determined by the Board.

7.2.2. The Annual General Meeting may be held in person or virtually.

### 7.3. Quorum

Ten members shall constitute a quorum at meetings of the membership.

7.4. Each individual member shall be entitled to one vote and each official representative of each institutional member to one vote. Members must be in good standing to cast votes.

7.5. The President or a delegate shall attend the Annual General Meeting of IAML and provide a general report on the activities of the Association. In the event that this is not possible, the President shall send the report to the Secretary General of IAML before its Annual General Meeting.

## 8. REMUNERATION: TRAVEL POLICY

8.1 In order to ensure attendance at meetings and to encourage nation wide participation in the work of the Association, the Association may subsidize the travel of selected members to Board meetings, the annual conference and to other general meetings. The Association's subsidies are

to be used by those who have already been denied other financial support to attend the Association's meetings and are not intended to replace or supplement other travel grants that may be available from the member's employer.

8.2 Since the financial position of the Association varies annually, these subsidies are granted at the discretion of the Board. The level of support will depend on the Association's financial position and on the number of applicants in any year.

8.3. Expenses for speakers

8.3.1 The Association may cover the annual conference registration fees for speakers who are not members of the Association.

## 9. LANGUAGE POLICY

9.1. The Association's official languages shall be English and French.

9.2. Either official language may be used in the official publication.

9.3. The President may chair the Board meetings and Annual General Meeting in either official language.

9.4. Either official language may be employed by any member or invited guest wishing to speak at an Association meeting or to make a presentation at an annual conference.

9.5. All official documents of the Association, including the constitution, procedures manual, web site, etc. shall be available in both official languages. Conference programs and all accompanying material must appear in both languages, however the minutes may appear in either language.

## 10. AUDIT

10.1. A review of all accounts shall be made annually by the Audit Committee and the review shall be presented at the Annual General Meeting. The Audit Committee shall be composed of two members in good standing, one of whom shall act as Chair. The two members shall be appointed by the Board, but may not be current members of the Board. The Treasurer shall supply the Committee with all financial documentation necessary to carry out its review, and the Treasurer shall be available to consult with the Committee as requested.

10.2. An audit of all accounts by a chartered accountant may be made by special request, as desired by the Audit Committee and / or the Board, or as requested in writing by fifty per cent of the membership, or by a motion at the Annual General Meeting.

## 11. CHAPTERS



Upon application from a region, the Association may establish regional chapters as the Board deems expedient, subject to approval by the membership at an Annual General Meeting.

## 12. AFFILIATION

The Association may be an affiliate of any other similar organization when the Board deems such membership to be desirable.

## 13. AMENDMENT OF THE CONSTITUTION AND BY LAWS

A recommendation to amend the Constitution and By-Laws of the Association must be approved by a majority vote of the Board, subject to an affirmative vote of at least two thirds of the responding members. Amendments will be pursuant to the Canada Corporations Act.

## 14. PARLIAMENTARY AUTHORITY

Bourinot's Rules of Order (latest edition) shall guide procedure at meetings of the Association as long as it is not inconsistent with this Constitution and By Laws.

## 15. DISSOLUTION

Application for the surrender of the Letters Patent of the Association may be made only upon a motion at a general meeting especially convoked for this purpose and with two thirds majority of those attending that meeting, followed by a confirmation of the majority of all members in good standing. Upon dissolution, the assets of the Association shall pass to a like, non profit organization to be determined by the Board.

June 2020