

# Consortium of Academic and Research Libraries in Illinois Bylaws

Adopted December 2006  
Revised by Vote of the Membership June 2008  
Revised by Vote of the Membership December 2009  
Revised by Vote of the Membership May 2019  
Revised by Vote of the Membership December 2022

## 1. Organization.

The name of this organization shall be The Consortium of Academic and Research Libraries in Illinois (hereinafter referred to as CARLI or “The Consortium”). CARLI is an unincorporated association, with the Board of Trustees of the University of Illinois System acting in the capacity of fiscal and contractual agent under a [Host Institution Agreement](#) with CARLI. CARLI functions as a unit of the University of Illinois System Office.

## 2. Mission.

We empower our academic and research libraries to build and sustain an accessible, diverse, and responsive knowledge environment that promotes excellence and innovation in teaching, learning, and research. CARLI adds value for all member libraries by sharing costs, collections, expertise, programs, products, and services.

## 3. Membership.

Each CARLI member library member must demonstrate the ability to meet the core needs of its students, faculty and staff and must be willing to participate actively in the resource sharing mission of the consortium.

To ensure the effective operation and management of the Consortium, the CARLI Governance Board may establish additional criteria for membership, including but not limited to criteria that apply to libraries that serve campuses located outside of Illinois.

### a. Governing Membership Eligibility

#### i. Higher Education Institutions

Higher education institutions in Illinois that meet the criteria below are eligible for membership in CARLI

1. recognized by the Illinois Board of Higher Education (IBHE),
2. members of the [Illinois Library and Information Network \(ILLINET\)](#),<sup>1</sup>
3. not-for-profit, and incorporated in Illinois (not designated as out-of-state by the IBHE)

For-profit institutions of higher education that are incorporated in Illinois OR not-for-profit, out-of-state institutions of higher education as designated by the IBHE (even those with a physical presence in Illinois), are not eligible for membership.

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<sup>1</sup> ILLINET, established in 1975, is a statewide library alliance, representing over 3,000 academic, public, school and special libraries that are members of Illinois' library systems (RAILS, IHLS, and CPLS). With the support of the Illinois State Library and the library systems, ILLINET libraries collectively provide a strong foundation for statewide resource sharing to meet the diverse information needs of Illinois citizens.

## ii. Cultural and Research Institutions

All libraries serving cultural and research institutions with missions that complement and enhance CARLI's primary service to academic libraries meeting the criteria below may petition for membership.

1. members of ILLINET,
2. not-for-profit, and
3. incorporated in Illinois

The CARLI Governance Board will establish the form of the petition and the criteria for evaluation and will act on petitions for membership in the best interest of the Consortium.

### **4. Membership Benefits.**

To become a Governing member, an institution must sign the [CARLI Membership Agreement](#), and must pay an annual fee to be determined by the CARLI Governance Board. Governing members are eligible to participate in all products and services offered by CARLI.

Each institution participating in the I-Share library services platform must maintain a Governing membership and sign a [CARLI I-Share Participant Institution Agreement](#). An institution that is accepted for participation in I-Share must hold a CARLI Governing membership in CARLI prior to beginning migration to the I-Share system.

Each institution participating in CARLI Digital Collections must maintain a Governing membership in CARLI and sign a [CARLI Digital Collections Image License Terms and Conditions Agreement](#).

#### **a. Remote Access to Products and Services**

Access to products and services provided or brokered by CARLI is limited to people who are affiliated with a member institution (e.g., currently enrolled students, and currently employed faculty and staff.) Member libraries may provide remote services to their faculty, staff, and students when they are physically located somewhere other than Illinois only when these people are included in their enrollment numbers reported annually to the IBHE.

### **5. Membership Voting Rights.**

Each Governing member of CARLI will be entitled to one vote on each matter submitted to a vote of the entire membership. The director<sup>2</sup> of each Governing member library shall be the voting representative for CARLI.

### **6. Membership Responsibilities.**

While individual member libraries retain autonomy over their own operations, participation in a consortium requires collaboration and commitment to the consortium. As a consideration for acceptance and continuation of membership in CARLI, members must agree to abide by the terms and conditions of the CARLI Membership Agreement and any other subsidiary agreements governing participation in a specific CARLI service.

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<sup>2</sup> A library's director is defined as the person who is operationally responsible for the staff, services, and budget of the library. Titles of eligible individuals include, but are not limited to Director, Dean, Chair, or Head Librarian.

## **7. Termination of Membership.**

- a. Any member may resign its membership in the Consortium by notifying the CARLI Senior Director in writing by December 31. Termination of membership takes effect on June 30 (6 months) following the member institution's notification of intent to terminate. The terminating institution is, and will continue to be, responsible for any financial obligation incurred during its entire membership period.
- b. The Consortium may terminate a member of the Consortium for cause with written notice by December 31. Termination of membership takes effect on June 30 (6 months) following the Consortium's notification of intent to terminate. The terminated institution is and will continue to be responsible for any financial obligation incurred during its entire membership period.

## **8. Partner Organizations.**

CARLI may pursue opportunities to provide products and/or services to other Illinois libraries or organizations whose missions complement and enhance CARLI's mission. The CARLI Governance Board will establish the parameters and evaluation criteria of these partnership opportunities and will regularly evaluate ongoing partnerships to protect the best interests of the Consortium.

## **9. Relationship to the Host Institution.**

The Board of Trustees of the University of Illinois System acts in the capacity of fiscal and contractual agent for CARLI.

A [Host Institution Agreement](#) governs the relationship between CARLI and the Host Institution.

## **10. Governance.**

- a. CARLI Governance Board

The CARLI Governance Board oversees the affairs of CARLI except those activities reserved for the member institutions. Working with the allocated budget, the CARLI Governance Board will set the strategic direction of the Consortium; will review, advise, and recommend allocation of programmatic funds; will advise and give recommendation on the hiring and evaluation of the CARLI Senior Director; and will provide advice and input to the University of Illinois System Office in matters relating to the Consortium.

- b. CARLI Governance Board Membership

The CARLI Governance Board will consist of twelve voting members:

- Elected members: Nine voting members will be elected by the Governing member institutions: three from public universities; three from private colleges, universities, and research libraries; and three from public community colleges. A voting member must be the director of a Governing member's library.
  - One member in each category shall be elected annually for a three-year term. Elected members will be eligible to serve up to two consecutive terms for a total of six years.

- Appointed members: Three voting members will be appointed annually by the elected members of the CARLI Governance Board: one from public universities; one from private colleges, universities, and research libraries; and one from public community colleges.
  - Subsequent to the annual election of Governance Board members and prior to the beginning of the next fiscal year (July 1), the three elected representatives (one newly elected/re-elected and two continuing) of each constituency group will meet and, in consultation with the CARLI Senior Director, appoint one additional member from their respective constituency group to serve a one-year term on the CARLI Governance Board.
  - An appointed CARLI Governance Board member may be reappointed twice, for a total of three years.
  - An appointed member must be the director of a Governing member's library.
  - An appointed member may seek nomination for election to a regular three-year term subsequent to his/her appointed term(s).
  - Combined service on the CARLI Governance Board by appointment and/or election shall not exceed six (6) consecutive years.

Ex officio members of the CARLI Governance Board will include the CARLI Senior Director and a representative from the Illinois State Library. Neither of these ex officio members will have voting privileges.

c. CARLI Governance Board Officers

The officers of the CARLI Governance Board will be a Chair, Vice Chair/Chair Elect and a Past Chair. The Chair and Vice Chair will be elected by and from the CARLI Governance Board at the first meeting following the annual Governance Board election. In the case of a tie vote, the Vice Chair/Chair Elect shall be determined by lot conducted by the CARLI Senior Director.

The officers, named above, will comprise an Executive Committee, along with the CARLI Senior Director as ex officio, nonvoting. The Vice-Chair/Chair Elect will serve for one year and then become Chair. The Governance Board Chair will serve a one-year term. After the one-year term as Chair is completed, the Governance Board Chair will serve a one-year term as Past Chair. If the term of the individual becoming Past Chair has expired, he/she will continue to serve on the CARLI Governance Board and on the Executive Committee, ex officio, retaining his/her voting rights on all matters that come before the Governance Board.

d. CARLI Governance Board Organization

The CARLI Governance Board will establish such committees and task forces that it deems necessary to support the operational and programmatic activities of the Consortium. Committees and task forces will assist the staff in the development, implementation, operation, and evaluation of programs and services, provide the Governance Board with advice and recommendations related to policy, management, fiscal, and on other matters that require the Governance Board's attention.

The *Executive Committee* is advisory to the Chair and to the CARLI Governance Board on scheduling agenda topics and preparing information for the Governance Board's review and action. The Committee is authorized to act on behalf of the Governance Board on any urgent

matter requiring Governance Board approval, unless a regular or special meeting of the Governance Board is scheduled to take place within 48 hours.

*The Finance Committee* provides the CARLI Governance Board with recommendations related to annual budget requests, the annual budget, the annual financial performance report, and any other financial matters that require the Governance Board's attention. The Finance Committee is composed of four Governance Board members, one from public institutions, one from private institutions, one from community colleges, and one at large. The Past Chair is the chair of the committee.

*The Personnel Committee* provides the CARLI Governance Board with recommendations and input into the recruitment, compensation, and evaluation of performance of the CARLI Senior Director. The Governance Board, in turn, provides its recommendations to the University of Illinois System Office. The Committee may also provide the CARLI Governance Board with recommendations and input into any other personnel matters that require its attention. The Personnel Committee is composed of four Governance Board members, one from public institutions, one from private institutions, one from community colleges, and one at large. The Vice-Chair/Chair Elect is the Chair of the Committee.

e. CARLI Governance Board Meetings

The CARLI Governance Board will meet quarterly during each fiscal year (July 1–June 30). It is empowered to call additional meetings when needed. A simple majority of voting members shall constitute a quorum at each meeting called to conduct business. Voting members participating by teleconference (telephone or video) shall be counted in the establishment of a quorum and shall have voting privileges. No substitutes or proxies shall be allowed in the place of an absent voting member of the Governance Board. With permission of the CARLI Governance Board non-members of the Governance Board may participate in activities of the Governance Board as it sees fit.

f. Membership Meetings

The CARLI Governance Board will arrange and preside at an annual meeting, open to staff of all member libraries. The CARLI Governance Board will also arrange and preside at an annual assembly of the directors of all member libraries or their designates.

g. CARLI Governance Board Elections

A Nominating Committee appointed by the CARLI Governance Board will solicit nominations for the three elected Governance Board positions each year. Voting will be done by electronic ballot. The Nominating Committee will oversee elections to fill vacant positions with 6 months or more left in their terms. Vacant positions with fewer than 6 months left in the term may be filled by appointment of the CARLI Governance Board.

## **11. Amendments.**

These Bylaws may be amended or rescinded by two-thirds of Governing member institutions (as defined in Section 3) casting an affirmative vote on any properly proposed and considered amendment as specified in this Article of the Bylaws.

a. Amendments

Amendments may be proposed in writing by the CARLI Governance Board or by a group representing at least ten Governing member institutions.

b. Discussion

Any proposed amendment must be discussed at a CARLI Governance Board meeting (and must have appeared on the agenda for the meeting) and will be distributed to all Governing member institutions for their consideration, accompanied by a Governance Board rationale and recommendation.

c. Adoption

A ballot containing the proposed amendment, including a summary of discussion by the CARLI Governance Board, shall be provided to each director of a member institution. The time of beginning and closing of the ballot and the reporting of the results shall be fixed by the Governance Board.

**12. Parliamentary Authority.**

In the absence of provisions in these Bylaws, the provisions of the latest edition of The Standard Code of Parliamentary Procedure, commonly called Sturgis, shall be the parliamentary authority.

**13. Archives.**

The archives of CARLI will be held in the Archives of the University Library of the University of Illinois Urbana-Champaign.