

# Texas Health Science Libraries Consortium

## BYLAWS

Originally Adopted November 16, 1993

Revised and Approved July 15, 2004

### ARTICLE I. NAME AND PURPOSE

#### Section 1. Name

The name of this organization shall be the Texas Health Science Libraries Consortium [THSLC].

#### Section 2. Purpose

THSLC is created for the benefit of its member libraries to accomplish the following:

- a. To engage in cooperative projects based on economies of operation for the benefit of the member libraries and their health care institutions.
- b. To explore and implement joint programs and new technologies which foster library resource sharing among the member libraries and other health care institutions in Texas.
- c. To employ advanced computer and networking technology to provide member libraries and their constituencies with access to a broad range of biomedical and health care information.

### ARTICLE II. MEMBERSHIP

#### Section 1. Founding Membership of the THSLC

Formed in 1993 by the following seven institutions:

**Houston Academy of Medicine - Texas Medical Center Library**  
**Texas A&M University**  
**University of Texas Dental Branch at Houston**  
**University of Texas Harris County Psychiatric Center**  
**University of Texas School of Public Health at Houston**  
**University of Texas Medical Branch**  
**University of Texas M.D. Anderson Cancer Center**

#### Section 2. Classes of Membership

There shall be two classes of membership in the THSLC: Full and Associate.

#### Section 3. Full Members

Full members shall be health sciences libraries in the Houston/Galveston area.

Full members shall have a seat on the THSLC Board of Directors and vote on issues before the Board.

Only Full members may sponsor Associate members.

Section 4. Associate Members

Associate members shall be institutions or organizations that have libraries that support the purposes and activities of the THSLC.

Associate members shall not have a seat on the Board and shall not vote on issues before the Board.

Associate members are sponsored by a Full member of the THSLC and must retain sponsorship to remain a part of the THSLC.

The Full member shall represent the Associate member on the Board and any THSLC Committees and shall ensure that the Associate member follows the standards and rules of the THSLC.

Section 5. Criteria for Membership

The Board may establish criteria for membership in addition to those set forth in these Bylaws.

The Board shall establish procedures by which to accept and review applications for new membership.

Section 6. Voting Rights

Consensus is the preferred method of decision-making among consortium members as "first among equals". If a vote is required, each Full member shall have one vote; except HAM -TMC and UTMB shall have two (2) votes each.

In the event that the primary representative cannot be present at a meeting, vote by proxy shall be allowed.

**ARTICLE III. BOARD OF DIRECTORS**

Section 1. Composition of the Board of Directors

The THSLC Board of Directors shall be composed of the library director (or the library director designate) from each Full member and any additional officers appointed by the Board.

Section 2. Governance

The governance of the THSLC shall be vested in the Board of Directors. The Board's actions shall always be governed by these bylaws and may be subject to final approval by the member's respective institution.

The Board shall be the policymaking and administrative body of the THSLC. The Board shall be empowered to enter into contracts and to authorize expenditures necessary to carry on the affairs of the THSLC. The Board shall approve an annual budget for the THSLC.

Section 3. Officers

The Chair is the primary officer of the THSLC. The Chair presides at all meetings of the THSLC and is responsible for the minutes, calling the meetings and selecting a meeting site.

The Chair shall rotate annually (September 1 – August 31) among the Board members in the following order: HAM-TMC Library, UTMB (Moody Medical Library), UTMDACC (Research Medical Library), UTDB Library, UTSPH Library, and UTP Library.

Section 4. Decisions

Consensus is the preferred method of decision-making among consortium members. If necessary, a simple majority vote of all Full members shall decide any question brought before the THSLC.

Certain decisions may require approval by two-thirds of the Full members. For issues that require a two-thirds vote, the Chair shall give written notice to the membership at least thirty (30) days in advance of the meeting where the vote will be considered.

The following three categories shall be approved by a two-thirds vote:

- Approval, alteration, amendment, or repeal of these Bylaws
- Annual budget approval or changes
- Admission of new Full or Associate members

Section 5. Committees

The Board, at its discretion, may appoint committees, teams or task forces on behalf of the THSLC.

Section 6. Limitation of Liability

No action of the THSLC or the Board may infringe upon the autonomy of member institutions, nor shall any member institution or its representatives be held liable for any debts or actions incurred by the THSLC or the Board.

**ARTICLE IV. FINANCES**

Section 1. Fiscal Year

The fiscal year for the THSLC shall be September 1 through August 31.

Section 2. Funding & Budget

The Board shall approve funding with a vote taken at a regular or special meeting.

The budget for the upcoming fiscal year shall normally be presented at the February meeting for review and approval.

Each Full member shall fund the THSLC according to the project participation and proportions agreed to by the Board. Full members shall pay THSLC any costs associated with their Associate members.

Section 3. Dues and Fees

The Board may assess dues and fees on new Full and Associate members.

**ARTICLE V. MEETINGS**

Section 1. Regular Meetings

The Board shall meet at least quarterly to transact business. The current Chair shall decide time and place. The meeting shall be announced in writing to all members at least thirty (30) days in advance of the meeting.

Section 2. Special Meetings

The Chair or at least three Board members may call special meetings. Notice of any special meeting must state the purpose or purposes for which the meeting is being called. The Chair or a representative of the requesting members shall send written notice to each member at least twenty (20) days in advance of the meeting.

Section 3. Quorum

A simple majority of Full members shall constitute a quorum to conduct a meeting.

**ARTICLE VI. PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the THSLC Board meetings, provided they are not inconsistent with these Bylaws and any special rules of order that the THSLC Board shall adopt.

**ARTICLE VII. AMENDMENTS**

Section 1. Approval

These bylaws shall be approved by a two-thirds vote of all Full members.

Section 2. Amendments

These Bylaws may be altered, amended, revised, or repealed at any official THSLC Board meeting by a two-thirds vote of all Full members. Notice of amendments, revisions, repeals or other alterations to these Bylaws shall be given to the membership in writing by the Chair at least thirty (30) days in advance of the meeting where the alterations will be considered. Proposed amendments must be submitted to the Chair sufficiently in advance to permit the mailing of notice within the required time.