In accordance with Article XIII of the BYLAWS OF ACADEMIC LIBRARIES OF INDIANA, INC., the Board presents the following proposed amendments for vote at the annual meeting on May 4, 2006:

ARTICLE III Board of Directors

Section 3.9. Nominating Committee. There shall be, and by the adoption of these Bylaws the Board of Directors hereby creates, a Nominating Committee of the Corporation, which shall consist of five (5) members one (1) of which is serving on the Board of Directors, and the other four (4) are not serving on the Board of Directors. Also the membership of the Nominating Committee shall be composed of two (2) representing state-funded member libraries other Ivy Tech Community College of Indiana or Vincennes University, two (2) representing privately-funded member libraries and one (1) representing the library of an Ivy Tech Community College of Indiana campus or Vincennes University, appointed by a majority of all the directors in office when the action is taken. The Nominating Committee shall be responsible for nominating candidates for the offices of Chair, Vice-Chair, President, Vice-President, Secretary and Treasurer and the at-large member of the Board of Directors. Members of the Nominating Committee may be included in the slate of candidates. The proposed slate shall be delivered, via U.S. mail or electronically, to the members at least fifteen (15) days before the annual meeting of the members. The Nominating Committee shall cause minutes of its proceedings to be kept and filed with the minutes of the proceedings of the Board of Directors.

ARTICLE IV Officers

Section 4.1. Officers and Qualifications Therefor. The officers of the Corporation shall consist of a Chair President, a Vice-Chair Vice-President, a Secretary and a Treasurer. The officers shall be chosen by the members from among the Board of Directors.

Section 4.2. Terms of Office. Each officer of the Corporation shall be elected by the members at their annual meeting and shall hold office for a term of one (1) year beginning on July 1 immediately following the date of the annual meeting and until a successor shall be duly elected and qualified, or until resignation, removal or death.

Section 4.3. Vacancies. Whenever any vacancies shall occur in any of the offices of the Corporation for any reason, the same may be filled by the Board of Directors, and any officer so elected shall hold office until the expiration of the term of the officer causing the vacancy and until the officer's successor shall be duly elected and qualified.

Section 4.4. Removal. Any officer of the Corporation may be removed, with or without cause, at any time by a majority vote of the members.
Section 4.5. Compensation. The officers of the Corporation shall receive no compensation for their services in such offices.

ARTICLE V Powers and Duties of Officers

Section 5.1. Chair. The Chair, President. The President, if present, shall preside at and distribute the agenda for all meetings of the members and the Board of Directors. At each annual meeting of the members, the Chair or the Chair’s President or President’s designee shall report on the activities of the Corporation. The Chair President shall be responsible for implementation of policies established by the Board of Directors. Subject to the general control of the Board of Directors, the Chair President shall manage and supervise all of the affairs of the Corporation and shall perform all of the usual duties of the chief executive officer of a corporation.

Section 5.2. Vice-Chair. Vice-President. Subject to the general control of the Board of Directors, if the Chair President is not present, the Vice-Chair Vice-President shall discharge all the usual functions of the Chair President and shall have such other powers and duties as these Bylaws, the Board of Directors or an officer authorized by the Board may prescribe.

ARTICLE VI Miscellaneous

Section 6.2. Elections. The election of officers and the at-large member of the Board of Directors shall occur, as specified above, at the annual meeting of the members but in no event later than June 1. A slate of candidates shall be formulated by the Nominating Committee and distributed prior to the meeting in accordance with Section 3.10. The Secretary President shall conduct such elections. The Nominating Committee shall present the slate of candidates. Additional nominations may be made from the floor, provided there is a second and that the nominator has obtained the consent of the nominee prior to making the nomination. In the event there are nominations from the floor, voting shall be by ballot.

Section 6.3. Execution of Contracts and Other Documents. Unless otherwise ordered by the Board of Directors, all written contracts and other documents entered into by the Corporation shall be executed on behalf of the Corporation by the Chair or Vice-Chair President or Vice-President and, if required, attested by the Secretary or an assistant secretary.

Section 6.4. Fiscal Year. The fiscal year of the Corporation shall begin on July 1 of each year and end on the immediately following June 30.