

## Constitution

### Article 1. Name, Registered Office, Legal Status and Fiscal Year

- a. The Association shall be known as the International Association of University Libraries (IATUL).
- b. The English language is its official medium of communication.
- c. In view of the founding of the association as the 'International Association of Technical University Libraries', the official abbreviation of the name of the Association for all purposes and in all languages, shall be IATUL.
- d. IATUL is a registered association in the German Central Register of Associations located in Munich. Standards and legal regulations of the German Civil Code apply.
- e. Any proposal for the modification or extension of the present Constitution, whether originating from the Board of Directors or otherwise, must be submitted for the consent of members and must allow a full four weeks for deliberation. Dissent by more than one quarter of the voting membership shall invalidate any such proposal.
- f. IATUL is a non-profit-organisation. Its assets shall be used exclusively and directly for tax privileged purposes in accordance with its purpose for the promotion of science and research in the field of library services.
- g. No person may benefit from expenditures not related to the purposes of the association, or through inappropriately high allowances. IATUL members shall not, in relation to that membership, receive allowances or additional remuneration from the association.
- h. The financial year runs concurrent with the calendar year.

### Article 2. Purpose and Tasks

- a. The purpose of IATUL is the international promotion of science and research in the field of library services provided by university libraries and other teaching and research institutions.
- b. The purpose of the Constitution is realised in particular by:
  - The opportunity for library directors and managers to exchange views on relevant developments in library services and to develop cooperative approaches to new challenges.
  - the promotion of technology trends and methods of information management that facilitate the optimisation of library services by its members. This includes in particular initiatives such as
    - i. the development of standards
    - ii. the publication of recommendations
    - iii. the organisation of training courses
    - iv. the publication of future trends in librarianship.
- c. To this end, the Association will exercise appropriate powers and implement measures such as:
  - i. Representation of interests and professional partnership for its members with regard to business-related topics and promotion of the networking of library services worldwide
  - ii. Cooperation with international organisations with related mission and interest.
  - iii. Regular review and implementation of the strategic plan to promote the general objectives of IATUL.
  - iv. Compilation of an annual report on its activities to be presented at the Annual General Meeting during the Annual Conference of the Association.

- d. IATUL is an altruistic (not-for-profit) organisation and does not primarily pursue its own economic purposes. Funds from IATUL may only be used for constitutionally defined purposes. Members do not receive any contributions from IATUL funds. No person may be benefitted or favoured by expenditures not related to the purpose of IATUL or by disproportionately high remuneration.

**Article 3. Membership**

- a. IATUL membership is institutional, with the respective library director as a contact for the institution, or his/her nominee.

- b. **Ordinary Membership**

Available to libraries of universities offering internal graduate programmes

- c. **Associate Membership**

IATUL also welcomes membership applications from universities offering undergraduate degrees, also other university units performing tasks related to knowledge management and support for scientific research, as well as organisations that supply services to university libraries, or government and national libraries, should they wish to be identified with the association's activities. Associate membership is available, subject to confirmation by the Board, to libraries/information services and commercial organisations interested in supporting the aims and objectives of IATUL.

- d. **Honorary Membership**

As an exception to institutional membership, the Board may confer honorary membership upon individuals who have served the Association, or international librarianship, with particular distinction.

**Article 4. Rights and Obligations of Members**

- a. All Members have the right to participate in all events offered by IATUL.
- b. Ordinary Members shall have the right to vote on all questions put to the vote by the Board or the General Assembly. Transfer of voting rights is not permitted.
- c. Ordinary Members and Associate Members shall pay the regular annual dues of the Association.
- d. Ordinary Members and Associate Members are allowed to submit proposals to the Board of Directors and the General Assembly.

**Article 5. Application for Membership**

- a. Applications for membership of IATUL shall be addressed to the Secretary of the Association. Membership is subject to approval by the IATUL Board of Directors and will commence with the calendar year.

**Article 6. Termination of Membership**

- a. Membership shall end
  - i. upon death (in case of honorary membership)
  - ii. in case of dissolution of a legal entity
  - iii. in the event of voluntary resignation
  - iv. by exclusion as defined in Article 6.b.
- b. A member may be excluded for conduct damaging to the association or if its conduct grossly compromises the interests of the association. The decision on exclusion is taken by resolution of the General Assembly, with a three-quarter majority vote.

**Article 7. Organs of the Association**

- a. General Assembly (Article 8)
- b. Board of Directors (Article 9)
- c. Executive Board (Article 10)

- d. A term of office for Board or Executive Board membership shall be three years, effective immediately following the approval of the Board by the members at the General Assembly, with one optional extension upon request by the candidate concerned and the approval of the Board of Directors.
- e. IATUL is entitled to obtain loans. Details of regulations relevant to the Organs of the Associations are laid down in the IATUL Rules of Procedure.

#### **Article 8. General Assembly**

- a. The General Assembly shall be made up of the official representatives of ordinary IATUL member libraries and is the supreme body of IATUL. The General Assembly decides upon the directions for the work of the Board of Directors and hence on all questions of fundamental significance for the association.
- b. The General Assembly meets at least once a year, Invitations and meeting documents will be issued electronically at least six weeks before the meeting.
- c. The meeting of The General Assembly shall be chaired by the President.
- d. The tasks of the General Assembly consist of the following:
  - i. Receive, discuss and approve of the President's annual report
  - ii. Receive, discuss and approve of the Treasurer's annual financial report and budget proposals for the current fiscal year
  - iii. Adopt rules for membership fees for the different membership categories
  - iv. Elect the Executive Board
  - v. Approve bylaws, amendments and editorial changes to the Constitution as well as dissolution of IATUL
  - vi. Decide upon proposals presented at meetings
- e. The General Assembly has a quorum, irrespective of the number of representatives of IATUL members present.
- f. The General Assembly passes its resolutions by simple majority of the voting members present; abstentions are not taken into consideration; a motion shall be deemed to be rejected in the event of an even split in the vote. Resolutions may also be passed outside general meetings by written vote, also in electronic form, in such a way that a draft resolution is forwarded to all members and no more than one quarter of the members entitled to vote object to the draft resolution within a period of four weeks.
- g. The decisions of the General Assembly shall be recorded in the minutes of the meeting and signed by the President and the Secretary.

#### **Article 9. Board of Directors**

- a. Members are eligible to serve as members of the IATUL Board of Directors. The Board of Directors shall be composed of the President, the Vice-President, the Secretary, the Treasurer, and at least six other persons to be elected by the membership. Members of the Board shall be elected for a term of three years, effective following the General Assembly and shall be eligible for immediate re-election to one additional term. The Board of Directors shall suggest the Officers, i.e. the Executive Board of the Association to be elected by the General Assembly.
- b. The number of the Board Members shall be ten. In addition, the Board may co-opt up to two further members. The composition of the Board of Directors shall reflect the diverse regions of the world.
- c. In cases where a Board member resigns or is unable to serve his or her entire term, the Board will elect a replacement in accordance with the respective article of the Constitution.

#### **Article 10. Executive Board**

- a. The Executive Board, its members being the Officers of the Association, shall be composed of the President, the Vice-President, the Secretary and the Treasurer.

- b. The term of the new Officer shall follow the principle set forth above if he/she is already a member of the Board, whereas the previous years as non-Executive Board member are excluded from the calculation.
- c. At meetings of the Executive Board, resolutions are passed with a simple majority and the results must be documented. The Executive Board stays in office until a new Executive Board is elected.
- d. The Association is represented in and out of court by each member of the Executive Board.
- e. The Secretary conducts the everyday business of the association. The Vice-President replaces the President in their absence. The Treasurer is responsible for all financial affairs. Members of the Executive Board may receive an appropriate remuneration for their activities.
- f. If certain contents of the constitution obstruct entry onto the German Central Register of Associations or the recognition of tax-exempt status by the responsible Tax Office, the Executive Board is authorised to carry out the required modifications following a decision by the General Assembly.
- g. When an Officer resigns or is unable to continue to serve in their office, the Board will suggest to the General Assembly either one of its members or the official representative of a member library to replace them.

**Article 11. Use of Assets in Case of Dissolution of the Association**

- a. In the event of the dissolution or disbandment of IATUL or if tax-privileged purposes cease to apply, the assets of IATUL shall pass to a legal entity under public law or an-other tax privileged entity for the purpose of using them for the promotion of science and research.
- b. Liquidators of the process of dissolution shall be the acting Board of Directors, unless the General Assembly decides otherwise.

We declare the correctness and completeness of this constitution according to the law of the country of residence.

Anna Walek  
IATUL President

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