PASCAL Bylaws

Article 1. Name

The name of this non-profit organization shall be the Partnership Among South Carolina Academic Libraries (hereafter called PASCAL).

Article 2. Mission and Goals

Section 1. PASCAL serves as a non-profit consortium of public and private academic libraries, advocating a highly productive knowledge environment where members of our academic and research community have equitable, immediate access to library information and services regardless of their location and at the time they are most needed.

Section 2. Mission: The Partnership Among South Carolina Academic Libraries provides timely and universal access to information resources and library services - through creative use of technology, central licensing, and collaborative action - in order to support a highly productive knowledge environment for students, faculty and staff at every member institution of higher learning in South Carolina.

Section 3. GOALS

- Strengthen the role of PASCAL in order to help academic libraries meet their mission to support higher education across South Carolina;
- Provide statewide access to essential print and electronic information resources;
- Enhance research and teaching collections and extend access to these collections through collaborative collection management and electronic delivery services;
- Preserve research, scholarly and archival materials at South Carolina’s institutions of higher learning through innovative use of technology;
- Maintain support for integrated library systems operations (for participating libraries) and generally foster consortium-wide coordination of technology development and deployment;
- Nurture relationships with key partners;
- Achieve and maintain long term fiscal sustainability.
Article 3. Membership

Section 1. Membership in PASCAL is open to the public colleges, universities and technical colleges of South Carolina and private, not for profit colleges and universities that are headquartered in South Carolina.

Section 2. Each member shall name one representative to PASCAL who shall have full voting rights at meetings of the general membership. The libraries' representatives will be the directors of the member libraries or their designees. When an institution's library directorship is vacant, the institution may designate a temporary representative, who shall have full voting rights.

Section 3. Ex officio members (non-voting) will include the Director of the South Carolina State Library, and the designated representatives of the Commission on Higher Education, South Carolina Independent Colleges and Universities (SCICU), and others chosen by the Board of Directors.

Article 4. Board of Directors and Its Duties

Section 1. The Board of Directors shall consist of eleven elected members, seven from public institutions and four from independent institutions.

- Public Institution Representatives: Public institution board representation will include at least one representative from each “community of interest” (Research, Special, Technical and Comprehensive). The remaining three public institution representatives will be chosen at large.
- Independent institution Representatives will be chosen at large.

Section 2. Elections for the PASCAL Board of Directors shall be conducted in a transparent manner. The process shall include: a request for nominations; publication of a slate of candidates accompanied by supporting biographical information; a formal voting process allowing all member libraries to vote on all candidates. The electoral process shall be managed by a Nominating and Elections Committee chaired by the Past Chair. Other committee members shall be one Board member who shall not be running for re-election and an Ex-Officio board member from one of PASCAL’s agency partners. The election will be managed by the member who is not running for re-election. Voting results will be tabulated by the Ex-Officio board member of the committee.
Section 3. Ex officio members (non-voting) will include the Director of the South Carolina State Library, and the designated representatives of the Commission on Higher Education, and SCICU.

Section 4. The Board of Directors shall determine policies and procedures that may be reviewed and amended by the full membership.

Section 5. The Board of Directors must approve the annual budget.

Section 6. The Board of Directors may appoint technical, legal, financial and other advisors to assist the Board. These advisors will be ex-officio (non-voting) members of the Board. Advisors will be re-appointed as needed.

Section 7. The term of office for members of the Board of Directors shall be three years. Members of the Board of Directors may be re-elected. The Chair-Elect shall take office as Chair immediately following the spring business meeting. Newly elected members of the Board shall take office at the first Board meeting following the spring business meeting.

Section 8: Vacancies: If a Board member is unable to complete the term of office, the Board shall appoint a replacement to fill the seat until the next regular elections. At such time, the seat shall be added to the ballot to fill the remaining term. The replacement will be from the same constituency represented by the member whose seat was vacated.

Section 9. The Board of Directors shall conduct regularly scheduled meetings. Meetings shall be at such dates, times, and places as the Board Chair shall determine. All Board meetings will be announced and conducted according to South Carolina's open meeting law. A majority of the Board members must be present in person or through teleconferencing to conduct business. Meetings will be conducted according to Robert's Rules of Order.

Article 5. Officers of the Board of Directors and Their Duties

Section 1. The officers of the Board of Directors shall consist of: Chair, Vice-Chair/Chair-Elect, Past Chair, Secretary and Treasurer. The officers shall constitute the Executive Committee of the Board of Directors and shall have the power to develop plans, call meetings of the Board, make recommendations to the Board, and act on PASCAL business that occurs in the interval between meetings. The Executive Committee shall be accountable to the Board of Directors and the membership for all actions taken.
Section 2. Election and Terms of Office. The Board of Directors shall elect its officers from the membership of the Board. Officers shall be elected in the first Board of Directors meeting that follows the spring business meeting of the PASCAL membership. Officers shall take office immediately upon election. The Chair, Vice-Chair/Chair-Elect, and Past Chair will serve a one-year term. The Chair, Vice-Chair/Chair-Elect, and Past Chair may serve an unlimited number of terms but not consecutive terms. The Secretary and the Treasurer will serve a three-year term. The Secretary and the Treasurer may serve an unlimited number of terms, but not consecutive terms.

Section 3. Duties of the Chair. The Chair shall be responsible for presiding at Board and membership meetings and appointing committees. The Chair shall serve as the official conduit between the Executive Director and the Board of Directors.

Section 4. Duties of the Vice-Chair/Chair-Elect. The Vice-Chair/Chair-Elect shall serve as Chair immediately following the term(s) served as Vice-Chair/Chair-Elect. The Vice-Chair/Chair-Elect shall assume the duties of the Chair in his or her temporary absence.

Section 5. Duties of the Treasurer. The Treasurer shall be the chief financial officer of PASCAL and shall keep and maintain, or cause to be kept and maintained, adequate and correct books and records of accounts of the properties and business transactions of the consortium. The Treasurer will oversee the execution of any functions that are performed by any financial agent for PASCAL, and will ensure the timely and proper reporting of those activities.

Section 6. Duties of the Past Chair. The Past Chair shall serve as Chair of the Nominating and Elections Committee and serve in an advisory role to the Chair and Board of Directors.

Section 7. Duties of the Secretary. The Secretary shall have responsibility for preparing minutes of meetings of the Executive Committee, Board of Directors, and membership and for authenticating records of PASCAL.

Section 8. Vacancies. If the Chair is unable to complete the term of office, the Vice-Chair/Chair-Elect shall immediately become Chair for the remainder of the unexpired term and for the term he or she was initially elected to serve. If the Vice-Chair/Chair-Elect is unable to complete the term of office, the Chair shall appoint a replacement to assume the duties of the Vice-Chair/Chair-Elect until the next regular elections. If the Treasurer is unable to complete the term of office, the Chair shall appoint a replacement to assume the duties of the Treasurer until the next regular elections.
Article 6. Executive Director

Section 1. The position of Executive Director shall be selected by a vote of the majority of the members of the Board of Directors. The Executive Director shall be an ex officio (non-voting) member of the Board of Directors. The Executive Director shall assist the Chair to develop the agenda for Board meetings. The Executive Director is responsible for the implementation of policies, the accomplishment of goals and objectives and the overall administrative management of the organization.

Section 2. The Executive Director serves as the chief executive officer of PASCAL. Other staff may be appointed as necessary to fulfill the purpose of PASCAL. PASCAL staff report to and are responsible to the Executive Director.

Section 3. The Executive Director is responsible to the Board of Directors and shall be evaluated annually by the Executive Committee of the Board.

Article 7. Meetings and Quorum

PASCAL Membership representatives shall conduct at least two business meetings annually. The Board Chair may call additional meetings. All membership meetings will be announced and conducted according to South Carolina’s open meeting law. A majority of the representatives must be present to conduct business. Meetings will be conducted according to Robert’s Rules of Order. The Chair may appoint a parliamentarian.

Article 8. Committees

Section 1. The Board of Directors may appoint committees and task forces and assign them to such duties as may be necessary to carry on the work of PASCAL. PASCAL staff shall be ex officio members of all working committees and will facilitate their activities. (Note: Guidelines governing PASCAL Committees were adopted by the PASCAL Board of Directors, May 25, 2010 & revised May 12, 2014. A collaborative management framework for the Shared Library Service Platform (SLSP) was adopted by the Board on October 6, 2017. Documents outlining the SLSP Steering Committee and SLSP working groups are posted to the Website.)
Article 9. Amendments

These by-laws may be amended by a two-thirds majority vote of representatives present in a meeting of PASCAL members. Any such amendment must be distributed to the members at least three weeks prior to a meeting at which the amendment will be considered.

Article 10. Dues

Dues shall be recommended by the Board of Directors and approved each year by the membership. The dues will be used to defray operational costs and other services provided by the organization. A budget will be provided to the members 30 days in advance of the annual business meeting.

Article 11. Relationship to Partners

PASCAL recognizes its shared goals with its partners in providing information services to South Carolina libraries and its people: the South Carolina State Library, the Commission on Higher Education, the Office of the State CIO, the South Carolina Department of Archives and History, the University of South Carolina School of Library and Information Science, SCICU, and others.

Article 12. Withdrawal from PASCAL membership

A member may withdraw, without refund of dues, from PASCAL by submitting a written notice to the Chair of the Board of Directors. Reinstatement of institutions will be handled by the Board of Directors on a case by case basis.
Article 13. Dissolution

Upon dissolution of PASCAL the assets, after all debts are paid, shall be distributed according to the organization's State Charter.

Approved by Board of Directors - 27 March, 2002
Adopted by Membership - 20 May, 2002
Revised by Membership - 30 May, 2003
Revised by Membership - 19 June, 2008
Revised by Membership - 2 December, 2010
Revised by Membership - 23 June, 2011
Revised by Membership - 1 December, 2011
Revised by Membership - 6 June, 2012
Revised by Membership - 11 June, 2015
Revised by Membership - 7 June, 2018
Revised by Membership – 13 June, 2019