

WPLC Bylaws Review 2021 - Executive Summary

This summary includes an overview of the review process, a summary of committee recommendations, and a set of action items for WPLC board members to follow in advance of the October 25th meeting. Bylaw revisions can be found [here](#).

Overview of review and revision process

The WPLC bylaws are reviewed every four years. A bylaws committee, composed of Jeff Gilderson-Duwe, Steve Hesel, and Bradley Shipps, and WPLC project managers Jennifer Chamberlain and Laura Damon-Moore, oversaw the bylaws review and revision process during the summer and fall of 2021.

The review and revision process consisted of:

1. Sharing the current bylaws via Google Docs. Questions and suggestions were posed to the committee by the project managers. Initial comments and feedback were gathered from the committee prior to a virtual meeting held in June 2021.
2. In the virtual meeting, the committee reviewed the document with project managers, addressed questions and comments, and made decisions about changes, additions, and deletions to suggest to the WPLC Board.
3. These proposed revisions were reviewed by project managers, cleaned up, and returned to the bylaws committee for another review. This asynchronous review included some revisions to Article 4.2, which was overlooked in the virtual meeting.

Approach to bylaws

The bylaws committee wanted to note that overall, their vision for what bylaws are and can do is to provide broad, top-level guidance for the WPLC. Detailed references to and information about specific ongoing services or projects should be contained in “second level” governing documentation for each ongoing service or project.

Significant changes or additions to bylaws

There were some significant changes or additions made to the bylaws during this review and revision process. They include:

1. Definitions

The committee decided to include two new definitions in Article 1 - Definitions. The new definitions are for *Affiliate Organizations* and *Ongoing Services*. The definitions that refer to the Digital Library were deleted based on the approach that the bylaws document should be made more top-level and less service or project-specific.

2. Ongoing Partner Assessment

Article 4, Section 2 was updated to include broader language regarding ongoing partner assessments. The committee suggests moving language regarding specific budget formulas for the Digital Library and other ongoing services to individual steering committee governing documentation.

3. Moving specificity to committee governing documents

As previously alluded to, the bylaws committee is recommending moving language that lists specific committee processes or decision-making out of the bylaws and into committee governing documentation.

4. Open meetings

The committee decided to clarify items in Article 5 - WPLC Board, namely, language was added to indicate that WPLC would follow [Wisconsin's Open Meetings](#) guidelines in public noticing of meetings. Public posting of upcoming meetings will be the responsibility of WPLC partners. However this approach has implications for current WPLC practices and bylaw language related to the emergency use of email voting.

5. Additional considerations

An additional consideration, possibly for further Board discussion, was raised by the committee during the review and revision process, about whether the use of Robert's Rules of Order to run meetings privileges certain people while creating barriers to participation for others.

Board to-dos, opportunities for feedback, and next steps

1. Please review the revised bylaw recommendations [here](#).
2. Board members are invited to provide any minor wordsmithing or other editorial changes as Google comments within the document itself.
3. Broader questions about the committee's approach, intention, or substantive changes can be listed in the Questions section on page 7 of the [bylaw recommendations](#). Please initial any comments added to this list. These questions may be discussed in more detail during the 10/25 board discussion.
4. The bylaws committee will review board feedback following the meeting in order to prepare a finalized WPLC bylaws draft to share with the full board at the February 2022 meeting.