

**Library of Congress
Geography and Map Division
Philip Lee Phillips Society
Bylaws**

PREAMBLE

The collections and services of the Geography and Map Division (“G&M”) of the Library of Congress provide cartographic and geographic information for all parts of the world to Congress, Federal agencies, state and local governments, the scholarly community, state map societies and to the general public. It is the largest and most comprehensive cartographic collection in the world, numbering over 5.2 million maps, including 80,000 atlases, 25,000 geospatial datasets, 6,000 reference works, numerous globes and three-dimensional plastic relief models, and a large number of cartographic materials in other formats.

ARTICLE I NAME

The name of this organization shall be the *Philip Lee Phillips Society* (“PLPS”). The Society is named in honor of Philip Lee Phillips (1857-1924), the first Superintendent of Maps at the Library of Congress when the Hall of Maps and Charts was established in 1897.

The group is a non-profit, voluntary association whose objective is to develop, enhance, and promote the work of G&M by advancing its publication, education, exhibition, conferences, preservation and acquisition programs.

ARTICLE II PURPOSE

Section 1. Association. The purpose of the PLPS shall be to maintain an association of persons interested in the collections and services of G&M and to offer the perspective of such individuals to the Library of Congress.

Section 2. Collections. The PLPS membership donations provide funding to leverage the resources of G&M by encouraging monetary and other kinds of donations and by facilitating gifts of geographic and cartographic materials including collections, digital data and reference works.

Section 3. Services and Outreach. The PLPS works to help strengthen G&M's services by helping in outreach programs and in fundraising for acquisitions, programs and initiatives approved by the Library.

ARTICLE III MEMBERSHIP

Section 1. Eligibility. Any individual, organization, institution or business interested in the purposes of the PLPS may become a member,

Section 2. Member Types

- A. **Active Members.** Members who make an annual contribution to the Library of Congress for the benefit of G&M shall be active members.
- B. **Honorary Members.** The Chief of G&M ("Chief") may designate honorary members.
- C. **Inactive Members.** Except for life members and honorary members, a member who has not made a contribution in two consecutive years shall become an inactive member.
- D. **Ex Officio Member.** The Chief shall be a non-voting member, ex officio.
- E. **Geography and Map Division Employees.** Current employees of G&M may be non-voting members, ex officio.

Section 3. Membership Year. The membership year shall be from January 1 through December 31.

Section 4. Members Not Liable. A member of the PLPS is not, as such, personally liable for the debts, obligations, acts or omissions of the PLPS.

Section 5. Termination of Membership. After consultation with the Steering Committee, the Chief shall have the power to remove any member from the PLPS.

ARTICLE IV PRIVILEGES

Section 1. Meetings; Voting; Activities. All active members have the right to attend and vote at membership meetings and to participate in the programs and activities of the PLPS.

Section 2. Publications. All members may receive publications that the PLPS or G&M may, from time to time, prepare and distribute.

Section 3. Special Events. All members may be invited to special events sponsored by G&M.

ARTICLE V CONTRIBUTIONS

Section 1. Annual Contributions. To support the purposes of the PLPS, members are encouraged to make an annual contribution to the Library of Congress for the benefit of G&M. Annual contribution is not, however, a requirement of membership in the PLPS.

A. Library of Congress Gift Fund. Members' annual contributions shall be deposited into the **Phillips Society Fund, G&M**. The fund is under the direction of the Chief who shall use it for the purposes set forth in the instrument of gift that established the fund.

B. The Schedule of Suggested Contributions. The Steering Committee, in consultation with the Chief, shall establish a schedule of suggested annual contributions.

Section 2. Additional Gifts and Endowments. Members may make additional contributions to the Library of Congress for the benefit of G&M. With the approval of the Librarian of Congress and Library of Congress Trust Fund Board, a gift of \$25,000 or more may be established as an endowment and named by the donor, with income used to support G&M as specified in the donor's instrument of gift.

Section 3. Contributions to the Library of Congress; Tax Deductions. Donations of money, securities or property for the benefit of the Library of Congress, its collections, and its service are authorized under 2 U.S.C. §§ 131, 156 and 160. As contributions to the U.S. Government that will be used for exclusively public purposes, donations to the Library qualify as “charitable contributions” under section 170(c)(1) of the Internal Revenue Code. Accordingly, they are tax deductible to the extent provided by law and Internal Revenue Service regulations.

ARTICLE VI STEERING COMMITTEE

Section 1. Composition. There shall be a Steering Committee (“SC”) consisting of at least 10 but no more than 16 members, to be selected from the membership. Nominees are intended to reflect the national the scope of the organization as well as the variety of interests of the membership. The Chief and the Executive Secretary shall serve as non-voting members of the SC.

Section 2. Appointment; Vacancies. Any member or any officer of the society may submit names of candidates for membership on the SC.

The Chair, Vice Chair, Chief, and Executive Secretary, acting as a sub-committee, shall consider candidates for the SC membership as well as candidates for any vacancy of either the Chair or Vice Chair.

A slate of nominations shall be formally presented for consideration by the current SC.

At least once a year, normally at the SC meeting held at the time of the annual meeting, the SC will discuss prospective SC members and may prior to making recommendations to the Chief.

A quorum consists of current SC members in attendance at a meeting.

Section 3. Terms. Each SC member then will be appointed officially to a three year term by the Chief, renewable for an additional term. Terms of office will be staggered to ensure that there is continuity of membership on the SC. When a SC member becomes Chair or Vice Chair, his/her term as a SC member is extended until completion of the term of office.

Section 4. Purpose. The purposes of the SC are:

- A. To offer the perspective of the business, philanthropic, and academic communities;
- B. To make recommendations concerning fundraising initiatives, acquisitions and programs;
- C. To encourage private support for G&M's programs, services and collection development;
- D. To work actively to advance the mission of the PLPS;
- E. To support the PLPS financially; and
- F. To identify and encourage prospective members to join and support the PLPS.

Section 5. Officers. The officers shall consist of a Chair and a Vice Chair, the current G&M Chief, and the Executive Secretary. The officers will nominate subsequent Vice Chairs. It is anticipated that Vice Chairs will succeed the Chair; if this does not happen, a new Chair will be selected.

The Chair and Vice Chair, whose terms shall be co-terminus to ensure smooth transitions when the leadership changes, shall each serve one term of three years in the position as Chair. The Vice Chair shall serve one term of three years in that position prior to becoming the Chair unless the position of Chair becomes vacant.

Section 6. Duties. The Chair shall preside at meetings; exercise general oversight of the PLPS programs; and make recommendations as to the priorities of the PLPS.

The Vice Chair shall substitute for the Chair when the latter is unavailable or unable to serve.

- A. **Approvals.** All proposed PLPS policies, guidelines, and decisions, and all programs, outreach, website, publications, and other public-facing activities of the PLPS are subject to the prior approval of the Chief.

B. Use of the Library's Name. In accordance with Library of Congress regulation 110, "Policy on the Authorized Use of the Library Name, Seal, or Logo" any PLPS use of the name or logo of the Library of Congress or G&M requires the additional prior approval of the Library of Congress Director of Communications. Such approvals shall be coordinated by the Executive Secretary.

C. Conflict of Interest. SC members should take care to avoid actual and/or apparent conflicts of interest. If an actual or apparent conflict of interest should arise, a committee members shall recuse him/herself from voting on such matters.

Section 7. Steering Committee Meetings. There will be two meetings per year of the SC.

An effort shall be made to vary the locations of the SC meetings. It is intended that PLPS annual meetings as well as the SC meetings can be combined with other map society's activities or special events.

Recommendations of the SC will be approved by a simple majority of the current SC members who are present at the meeting.

SC Meetings will be open to all PLPS members.

ARTICLE VII EXECUTIVE SECRETARIAT

Section 1. Executive Secretariat. Within available resources, G&M will serve as the executive secretariat for the PLPS – coordinating the programs and activities of the PLPS and supporting the Chair, the Vice Chair, and the SC in performance of their PLPS duties.

All G&M staff members involved with the PLPS, first and foremost, are Library of Congress employees and are supervised and directed by the Chief, not by the PLPS.

G&M staff members are subject to Library of Congress regulations (including ethics regulations.) The Chief will determine the extent to which G&M provides support to the PLPS and the extent to which staff members may participate with the PLPS.

Section 2. Executive Secretary. The Chief shall appoint a Library employee to serve as Executive Secretary to the PLPS. The Executive Secretary, with the support of any Assistant Secretaries and PLPS committee chairs, shall serve as the secretary to the SC, shall maintain official PLPS records and membership lists, prepare an annual report, and send out mailings.

The Executive Secretary shall maintain up-to-date records of PLPS member contributions to G&M and provide the Chief of G&M and the SC with an annual financial report on the **Phillips Society Fund, G&M.**

Section 3. Assistant Secretaries. As needed, the Chief may appoint Assistant Secretaries.

ARTICLE VIII COMMITTEES

Section 1. Standing and Ad Hoc Committees. The PLPS shall have such standing and ad hoc committees as may be established by the SC. The chair of each committee shall be appointed by the SC. The Chief and the Executive Secretary shall be non-voting members of all standing committees.

Section 2. Committee Reports. The Committees shall report and make recommendations to the SC as required.

ARTICLE IX MEMBERSHIP MEETINGS

Section 1. Annual Meeting. The annual membership meeting of the PLPS shall be held each spring, with the time and place to be determined by SC and the Chief.

Section 2. Special Meetings. Special meetings of the PLPS may be called at any time by the Chief, or, with the approval of the Chief, by the Chair or by a majority of the SC members.

Section 3. Quorum; Voting. Ten members present, in addition to a quorum of the Steering Committee, shall constitute a quorum, and every member shall be entitled to vote on all matters brought before the PLPS. All decisions shall be by majority vote. Voting may be conducted in person, by mail, or electronically.

ARTICLE X PARLIAMENTARY AUTHORITY

The rules contained in the then-current edition of *Roberts' Rules of Order Revised* shall govern the PLPS in all cases in which they are applicable, and in which they are not inconsistent with these Bylaws.

ARTICLE XI AMENDMENT

These Bylaws may be amended at any annual or special meeting of the PLPS or through poll vote conducted by electronic means, provided that notice of the meeting or poll vote is given at the previous meeting, by mail, or electronically at least thirty days in advance of the time for voting. Amendment requires the approval of at least two-thirds of the members voting and the approval of the Chief.

ARTICLE XII DISSOLUTION

In the event of the dissolution of the PLPS, its property, funds, and other assets shall become the property of G&M, unless proscribed by law or regulation.