

MUSIC LIBRARY ASSOCIATION

Minutes of the Meeting of the Board of Directors

Ann Arbor, Michigan
November 4-6, 1982

Thursday, November 4: 8:00-11:00 PM; Friday, November 5: 9:15-11:45 AM, 8:00-11:20 PM;
Saturday, November 6: 12:10-5:05 PM.

Present: Gillian Anderson, Olga Buth, Mary W. Davidson, Harold J. Diamond, George R. Hill, Margaret F. Lospinuso, Neil M. Ratliff, Charles W. Simpson, Annie F. Thompson, Suzanne E. Thorin. D. W. Krummel presiding.

1. Minutes of the June board meeting in College Park.

It was moved, seconded, and unanimously passed, that the minutes of the meeting of June 6-7, 1982, be approved as distributed. Simpson distributed copies of his index to the minutes for February and June 1982.

2. Report of the Constitutional Revision Committee.

A written report was received from the committee; it formed the basis of discussions and action. To simplify reporting in these minutes, reference will be made to the document subsequently submitted to the membership, reproduced as Appendix 1 of these minutes.

Proposal one. It was moved, seconded, and unanimously passed, that the proposal by the committee be accepted, with the deletion of Article III.D.1.b [as contained in Appendix 1].

Proposal two. It was moved, seconded, and unanimously passed, that the proposal by the committee concerning Article III.C.4 be accepted as modified [see Appendix 1], and that the proposal by the committee to delete Article III.C.5 not be accepted.

Proposal three. It was moved, seconded, and unanimously passed, that the phrases "regular winter meeting" and "regular meeting" be changed to read "annual meeting" [as in Appendix 1]. It was further moved, seconded, and unanimously passed, that in Article VII.A the wording be changed to read: "The Association shall hold at least one meeting each year..."

Proposal four. It was moved, seconded, and unanimously passed, that the proposal by the committee [as contained in Appendix 1] be accepted.

Proposal five. It was moved, seconded, and unanimously passed, that the proposal by the committee be accepted [as contained in Appendix 1].

Proposal six. It was moved, seconded, and passed (8 affirmative, 0 negative, 1 abstention) that the proposal concerning the membership committee be modified [as contained in Appendix 1].

Proposal seven. It was moved, seconded, and unanimously passed, that the proposal concerning designation of a business office as agent be accepted as modified [in Appendix 1].

Proposal eight. It was moved, seconded, and unanimously passed, that the proposal by the committee be accepted with the deletion of the sentences proposed for Article IX.D: "The term of appointment shall expire at the conclusion of each annual meeting. Appointees may be reappointed except when otherwise specified." [For the complete text as modified by the board, see Appendix 1].

Proposal nine. It was moved, seconded, and unanimously passed, that the proposal by the committee be accepted [as in Appendix 1].

Proposal ten. It was moved, seconded, and unanimously passed, that the proposal by the committee be accepted [as in Appendix 1].

Proposal eleven. It was moved, seconded, and passed (8 affirmative, 0 negative, 1 abstention) that the proposal [as contained in Appendix 1] be accepted.

Proposal twelve. After discussion, it was moved, seconded, and passed (6 affirmative, 3 negative, 0 abstentions) to accept the first alternative of the Constitutional Revision Committee's proposal twelve [providing for the elimination of the office of Recording Secretary; the committee's three alternatives are reproduced as Appendix 2 of these minutes]. It was moved, seconded, and defeated (on a voice vote) that the members at large be delegated to draft reasons to be included in the ballot to be sent to the membership.

Language proposal one. It was moved, seconded, and defeated (4 affirmative, 1 negative, 4 abstentions) that the committee's proposal [contained in Appendix 1] be accepted.

3. Revision of the Handbook.

Buth presented a report to the board concerning her researches and efforts, and a discussion of the draft and some revisions was undertaken during the meeting.

4. Finance Committee report.

a. Budget.

The budget as approved by the board is reproduced as Appendix 3 of these minutes. Margaret Lospinuso summarized the meeting of the Finance Committee and presented recommendations, and the board discussed the budget draft. It was moved, seconded, and unanimously passed, that a new fiscal year be established, running from July 1 through June 30; and that the new schedule be established by means of a six-month fiscal year, January 1-June 30, 1983.

It was moved, seconded, and unanimously passed, that emergency board action involving unbudgeted travel expense to Philadelphia on August 18, 1982, in the amount of \$600 be approved.

It was moved, seconded, and passed (8 affirmative, 0 negative, 1 abstention) that the Executive Secretary and Treasurer be awarded honoraria of \$1000 each per annum in recognition of the special character of their services. The president appointed Simpson, Anderson, Thompson, and Butth a special committee to develop criteria for performance evaluations.

It was then moved, seconded, and unanimously passed, that the report of the Finance Committee be accepted. Finally, it was moved, seconded, and unanimously passed, that the budget for January-June 1983 [reproduced as Appendix 3] be approved.

b. Dues increase.

It was moved, seconded, and unanimously passed, that effective July 1, 1983, dues and subscriptions to Notes in all categories be raised 35%, rounded to the nearest whole dollar; i.e., \$24 to \$32 for individuals, \$31 to \$42 for institutions, etc.

c. Newsletter.

After discussion of the budgetary overrun, it was agreed that the president would write to Marsha Berman, informing her that the next issue of the Newsletter will not appear before January 1983.

5. Development.

The board was informed that brochures concerning music librarianship and the Music Library Association should be ready in 1983. Michael Ochs (Harvard University) has agreed to do the design work.

6a. Annual meeting, Philadelphia, February 28-March 5, 1983.

After discussion, it was moved, seconded, and unanimously passed, that the preliminary program for the meeting be approved, with the provision that Friday and Saturday activities be spelled out in more detail, and that the term "papers and reports" be eliminated from page 3.

6b. Equal Rights Amendment.

After discussion, it was moved, seconded, and unanimously passed, that the board submit the following referendum to the membership for a mail vote, the results of which will be announced at the business meeting of the annual meeting of the Association in Philadelphia in 1983: "Referendum. In 1978 the membership of the Music Library Association voted to 'refrain from meeting after 1979 in a state that has not ratified the Equal Rights Amendment to the Constitution of the United States.' Subsequently, the requisite number of states failed to ratify the Equal Rights Amendment by the deadline of June 30, 1982. [new paragraph] Under these circumstances, the MLA Board asks the membership: does it (do you) still wish to limit the location of national meetings of the Music Library Association to those states that ratified the Equal Rights Amendment?"

6c. Meeting site for 1984.

Discussion was held concerning potential sites, including Boulder, Colorado; San Juan, Puerto Rico; and Austin, Texas.

7. Executive Secretary's report.

Suzanne Thorin reported on progress in receiving regular reports from the Philadelphia office, and evaluated the quality of service. Krummel circulated a copy of a letter of October 25 from Brent Farber, together with a copy of his response of October 29, concerning negotiations for service contracts for 1983 and 1984. It was the consensus of the board that a six-month contract for January-June 1983 should be negotiated, to provide the opportunity to phase in the new fiscal year. Further, the Association would be willing to consider using Multiservice's in-house computer if and when a workable system is up and running, but is unwilling to serve as the first customer of such a service.

Thorin distributed copies of a letter to Mrs. Edith Lowenberg requesting payment in the amount of \$2937.95 for copies of volumes 37-38 of Notes supplied to customers of Otto Haas, and informing her that the Association would bill customers directly for volume 39.

8. Nominating Committee.

It was moved, seconded, and unanimously passed, that the report of the committee, recommending the names of six members for election to the three member-at-large positions be accepted. It was further moved, seconded, and passed (8 affirmative, 0 negative, 1 abstention) that a citation be presented to Frank C. Campbell at the Philadelphia meeting. It was further moved, seconded, and unanimously passed, that a citation be presented to William J. Schwann at the Philadelphia meeting.

9. Archives.

Ratliff announced that Frank C. Campbell will be preparing an appeal to the membership on behalf of the archives, to be placed in the convention packets for the Philadelphia meeting. There is a difficulty in transferring materials at present housed in the Music Division of the Library of Congress, and it is to be hoped that the issues can be resolved between the Library of Congress and the University of Maryland.

10. Music publishers.

An ad-hoc committee to meet with music publishers had been appointed by the president, consisting of David Fenske, chair; Gillian Anderson, Neil Ratliff, and Don Roberts. The committee hopes to set up a mechanism for developing the idea of regional depositories in libraries for rental scores. At the last meeting of the MLA/MPA

Joint Committee, Donald Waxman (Galaxy Music Corp.) and Sylvia Goldstein (Boosey & Hawkes) expressed continued interest in the idea.

11. Other business.

a. Limitation of committee chair incumbencies.

Gillian Anderson submitted a draft resolution providing that all appointed officeholders and committee chairs be limited to a term not to exceed four years. After considerable discussion, it was moved, seconded, and passed (6 affirmative, 2 negative, 1 abstention) that the resolution be accepted in principle, and that its individual provisions be incorporated into the Handbook.

b. Committee activities.

Simpson circulated a memorandum dated November 3, 1982, detailing costs of telephone conference calls.

c. Official contracts, etc.

The president announced that an ad-hoc committee, consisting of Hill, Ratliff, and Thorin, had been charged with drawing up a statement addressing the question of a special safe repository for the most valuable papers of the Association. The committee recommended that such papers be collected and placed in a specific part of the MLA Archives, and that working copies be made for specific officers as appropriate.

The meeting was adjourned.

Respectfully submitted,



George R. Hill
Secretary

MLA Constitutional Amendment Proposals
1982

Pursuant to Article X (AMENDMENTS) of the MLA Constitution and By-Laws, the following amendments are being proposed to the membership by the MLA Board on the basis of statements drawn up by the Constitutional Revision Committee, in several instances with minor revisions. All of the amendments are being submitted with the unanimous endorsement of the MLA Board. Copies of the complete text of the present Constitution and By-Laws are available to members of MLA on request from the Association's business office in Philadelphia.

Please note: do not mail these sheets with your ballot. Return only the ballot in the envelope provided.

AMENDMENT PROPOSAL ONE

Article III: MEMBERSHIP

D. Privileges

1. VOTING

Present text

a) Members in all classes except student members shall be entitled to vote.

b) The chief executive officers of a body holding institutional membership in the Association may designate, by name or office, a person to receive communications from the Association and to vote.

Proposed text

a) Members in all classes except student and institutional members shall be entitled to vote.

b) Delete

Comments

This will prevent one person from voting twice when that person is simultaneously an individual member and the one designated to cast an institutional vote.

AMENDMENT PROPOSAL TWO

Article III: MEMBERSHIP

C. Dues

Present text

4. To secure voting privileges members must have paid their dues for the current membership year.

Proposed text

4. To secure privileges as specified in III.D, members must have paid their dues for the current membership year.

Comments

Members who pay their dues receive all privileges as specified in in III.D: the right to vote, the receipt of official publications, and other privileges that may be designated by the Board of Directors.

AMENDMENT PROPOSAL THREE

Article IV: OFFICERS

B. Nominating procedures

1. NOMINATING COMMITTEE

Present text

...The Committee shall submit a slate of qualified candidates for office to the Board of Directors no fewer than sixty days before the Regular Winter meeting...

Article IV: OFFICERS

C. Election procedures

1. Officers shall be elected by a plurality of the ballots cast by mail prior to the Regular Winter meeting.

Article V: BOARD OF DIRECTORS

C. Meetings

1. Regular meetings of the Board shall be held in conjunction with the Regular meetings of the Association...

Article VI: COMMITTEES

G. He [the Chairman of each standing committee] shall submit...an annual report to be distributed at the conclusion of each Regular Winter Meeting.

Article VII: MEETINGS

A. Regular meetings

The Association shall hold at least one Regular meeting in the Winter of each year...

Proposed text

...The Committee shall submit a slate of qualified candidates for office to the Board of Directors no fewer than sixty days before the annual meeting...

1. Officers shall be elected by a plurality of the ballots cast by mail prior to the annual meeting.

1. A meeting of the Board shall be held in conjunction with the annual meeting of the Association...

G. He [the Chairman of each standing committee] shall submit...an annual report to be distributed at the conclusion of each annual meeting.

The Association shall hold at least an annual meeting each year...

Comments

The specifications "Regular Winter Meeting" or "Regular meeting in the Winter" were included because the Association used to meet twice a year and wished to designate at which of those its annual business meeting was to take place. The new language permits more flexibility in scheduling the one meeting we now hold.

AMENDMENT PROPOSAL FOUR

Article V: BOARD OF DIRECTORS

B. Duties

Present text

8. [The Board shall] authorize necessary disbursements through checks drawn on the account of the Association and signed by the Treasurer or the Executive Secretary.

Proposed text

8. [The Board shall] authorize necessary disbursements through checks drawn on the account of the Association and signed by the Treasurer or the President.

Comments

As an elected officer the President is authorized by the Board along with the Treasurer to sign checks.

AMENDMENT PROPOSAL FIVE

Article V: BOARD OF DIRECTORS

C. Meetings

Present text

5. Emergency action may be taken only by unanimous vote of the President, Recording Secretary, and Vice-President or Past President, subject to Board ratification.

6. Written approval by a majority of the Board shall constitute ratification.

Proposed text

5. Same text

6. Action taken between meetings must be ratified at the next following Board meeting.

Comments

Ratification at Board meetings of interim action has been policy for some time. The purpose is to assure that the action is recorded in the minutes.

AMENDMENT PROPOSAL SIX

Article VI: COMMITTEES

Present text

A. The Standing Committees of the Association shall be the Finance, Program, Membership, Publications, and Nominating Committees.

D. The Membership Committee in cooperation with the Executive Secretary shall be responsible for attracting new members to the Association...

Proposed text

A. The Standing Committees of the Association shall be the Finance, Program, Development, Publications, and Nominating Committees.

D. The Development Committee in cooperation with the Executive Secretary shall be responsible for attracting new members to and promoting the interests of the Association...

AMENDMENT PROPOSAL SIX continued

Comments

The change of name of the Membership to the Development Committee reflects the broader charge to the committee.

AMENDMENT PROPOSAL SEVEN

Article III: MEMBERSHIP

C. Dues

Present text

Proposed text

2. The dues of all members shall be paid to the Executive Secretary for submission to the Treasurer.

2. The dues of all members shall be paid to the Executive Secretary or an agent designated by the Board for submission to the Treasurer.

Articles IV.C.2 (OFFICERS/Election Procedures), IV.E.4 and 5 (OFFICERS/Duties), VI.C (COMMITTEES/Program Committee), VII.D (MEETINGS/Notice), and X.B and C (AMENDMENTS): each of these sections contain a duty assigned to the Executive Secretary, which, like III. C.2 (see above) is in the process of being assigned, wholly or partially, to a contracted business service.

The phrase "or an agent designated by the Board" be added after "Executive Secretary" in all of these cases.

Comments

These changes are consistent with our present use of a contracted business service.

AMENDMENT PROPOSAL EIGHT

Article V: BOARD OF DIRECTORS

B. Duties

Present text

Proposed text

6. [The Board shall] at its discretion provide representation at meetings of organizations in related fields.

6. Delete

Article IX: AFFILIATION WITH OTHER ORGANIZATIONS

Article IX: ORGANIZATIONS IN RELATED FIELDS

Article IX

D. Representation

The President may appoint a member to represent the Association in its relations with another organization, the term of appointment to be decided by the President with the approval of the Board.

The President may, with the approval of the Board, appoint a member to represent the Association in its relations with another organization.

AMENDMENT PROPOSAL EIGHT continued

Comments

Presently articles V.B.6 and IX.D are contradictory. Because the proposed change in IX.D would make V.B.6 redundant, it should be deleted.

The new wording in IX.D is consistent with the wording in IX.C: Institutional membership. "The President may, with the approval of the Board, enroll or withdraw enrollment of the Association as an institutional member of another organization."

The new wording of sentences two and three is also consistent with the provisions for other presidential appointments.

The change in the title of IX removes the conflict in the meaning of the word affiliation, in the title of this section and its subsection IX.B.: Formal Affiliation. "The Board shall submit terms of affiliation with another organization to the membership at any Regular meeting..."

AMENDMENT PROPOSAL NINE

Article VIII: CHAPTERS
C. Officers

Present text

The officers shall comprise no fewer than a chairman and a secretary. Terms of office shall be not more than two years. An incumbent may be permitted to succeed himself at the discretion of the individual chapter.

Proposed text

Add to this text: Chapter chairs must be members of the Association.

Comments

This is official policy previously set by the Board.

AMENDMENT PROPOSAL TEN

Article X: AMENDMENTS

Present text

A. Amendments may be proposed only by voting members to the Board in writing.

Proposed text

A. Amendments to this Constitution may be proposed only by voting members of the Association and must be presented to the Board in writing.

Comments

Clarification of the language.

AMENDMENT PROPOSAL ELEVEN

Article XII: DISSOLUTION

Present text

Proposed text

Should future exigencies make the dissolution of this Association necessary, the properties of the Association shall be disposed of by gift to the Martha Baird Rockefeller Foundation.

Should future exigencies make the dissolution of this Association necessary, the properties of the Association shall be disposed of by gift to the University of Maryland at College Park for the exclusive purpose of preserving, developing, and maintaining the Music Library Association archives.

Comments

The Martha Baird Rockefeller Foundation has itself dissolved. We must find a new recipient for our properties. According to counsel, a specific recipient must be named for IRS purposes.

LANGUAGE PROPOSAL

Without changing the substance of any of the provision in the Consitution the words "he", "his", "himself", "chairman", and similar terms shall be changed to "he or she", "his or her", "himself or herself", "chair", etc. in the next constitutional revision.

Appendix 2.

Amendment Proposal Twelve
(1st alternative)

Comments

Present text

- Art. IV.A. The elected officers of the Association shall be the President/Past President, the Vice-President/President-elect, the Recording Secretary, and six Members-at-Large. . . .
- Art. IV.D.2. The term of office of the Recording Secretary shall be two years. An incumbent may succeed himself.
- Art. IV.E.3. The Recording Secretary shall record the minutes of the Business meetings of the Association and of the Board of Directors.
- Art. V.A. The eleven officers of the Association shall constitute othe Board of Directors. The nine elected officers shall be voting members of the Board.
- Art. V.C.5. Emergency action may be taken only by unanimous vote of the President, Recording Secretary, and Vice-President or Past President.

This will eliminate the position of Recording Secretary. [Reasons for doing so will have to be supplied by the Board if this proposal is approved. The Fiscal Officer was designated in place of the Recording Secretary in V.C.5 because being chosen by the Board that person may be thought of as best representing the Board, in general. In IV.E.3 "the Recording Secretary" may also be change to "a Board Member designated by the President."]

Proposed

- Art. IV.A. Delete "the Recording Secretary".
- Art. IV.D.2. Delete entire section.
- Art. IV.E.3. Change "the Recording Secretary" to "a Member-at-Large designated by the President".
- Art. V.A. Change "eleven" to "ten" and "nine" to "eight".
- Art. V.C.5. Change "Recording Secretary" to "Fiscal Officer".