**TO:** PLA Board of Directors

**FROM:** Barb Macikas

**RE:** PLA Fiscal Officer position added to board

**DATE:** October 9, 2018

**ACTION REQUESTED/INFORMATION/REPORT:** **Action**

**ACTION REQUESTED BY: Barb Macikas/PLA Board**

**DRAFT OF MOTION:**

The PLA Board of Directors approves the inclusion of a ballot measure for the 2019 election to add a Fiscal Officer position to serve on the PLA Board. The Fiscal Officer will also chair the PLA Budget & Finance Committee. As part of the regular appointment process, the Fiscal Officer will be appointed to a two-year term by the PLA president-elect effective July 2019.

**OVERVIEW**

Earlier this year as part of conversations related to ALA finances, the PLA board discussed and approved the concept of adding a fiscal officer position to the PLA board. (See PLA board document 2018.88.) Staff was asked to develop text for the 2019 ballot.

The addition of a fiscal officer was initially made by PLA Past-Presidents in light of ALA’s financial challenges, the financial opportunities and responsibilities of Gates and other grants, and because the new PLA development program will require additional financial oversight. The new fiscal officer would serve as chair of the PLA Budget and Finance Committee and would serve as liaison to the ALA Budget Analysis and Review Committee (BARC).

The current board configuration of ten board members and a chair of the PLA Budget & Finance Committee who reported to the board at least twice annually and that recommends the budget to the PLA board has served PLA well since 2008, when PLA reorganized and reduced the size of its board from 22. PLA is similar in this regard to many associations and non-profits that have trended toward smaller boards. A recent report by BoardSource, [2017 National Index of Nonprofit Board Practices](https://leadingwithintent.org/wp-content/uploads/2017/09/LWI2017.pdf) notes (page 17) that “the average board size has decreased over the past 20 years” but that while the size of the board impacts how it works, there is no “right” size for a board. Rather, “the best size for a board is one that reflects the needs of the organization.”

Several ALA divisions have a fiscal officer-type position as a voting member and ALA has an elected treasurer. Division boards use different models related to the fiscal officer position. In some it is an elected position; others make it an appointed by the president or president-elect with input from the board. In most cases, the fiscal officer also chairs the division finance committee. The position also has a liaison role to the ALA Budget and Review Committee (BARC).

Per bylaws, adding a new position to the board requires a vote of the membership. If we put it on the 2019 ballot and chose to make the position an appointed one, the term for the new fiscal officer could begin in fall 2019. If the board determines the new bylaws should require the position be elected from the membership, and the measure passed in the 2019 election, it would be another year before the position would join the board. It might be that for the latter approach, we could simultaneously run candidates with the bylaw change measure. If the measure passed, the new position could also begin fall 2019.

**KEY CURRENT ACTIVITIES/METRICS**

Staff recommend that the following measure be added to the PLA ballot (subject to minor editing for standard ballot format):

*PROPOSED BYLAWS CHANGE TO ADD NEW POSITION TO THE PLA BOARD OF DIRECTORS*

To add an eleventh member to the PLA board, with the new position being PLA Fiscal Officer. The Fiscal Officer will also chair the PLA Budget & Finance Committee. As part of the regular appointment process, the Fiscal Officer will be appointed to a two-year term by the PLA president-elect effective July 2019.

Explanation (LINK)

Per [PLA bylaws](http://www.ala.org/pla/about/documents/bylaws) (Article 5, section 1), the board currently consists of ten voting members: President; President-elect; Past President; and Six Directors-at-large. PLA proposes to add an eleventh position, PLA Fiscal Officer. The PLA Fiscal Officer will also serve as chair of the PLA Budget & Finance committee and will act as the liaison between PLA and ALA on financial matters. The Fiscal Officer will work closely with the PLA board and staff to ensure the long-term fiscal sustainability of the organization ensuring that the organization has diversification of assets and revenue streams to fulfill its mission.

How the bylaws will change:

**Article V. Directors**

**Sec. 1**.
The Board of Directors of the Association will consist of the following that have one vote: the Association's elected officers, the ALA division councilor of PLA, the PLA Fiscal Officer, and six (6) members at large. The PLA Executive Director will be a non-voting member of the Board.

**Article VI. Terms of Office**

**Sec. 1.**The president elect will be elected for a three-year term and serves one year of that term as president elect, one year as president, and one year as immediate past president.  The ALA division councilor of the PLA will be elected for a term of three years. Six (6) members at large will serve staggered terms of three years each; two members are elected each year.  The PLA Fiscal Officer will be appointed by the PLA president-elect for a two-year term beginning in July of odd years.

**Sec. 2.**No member will hold more than one elected position on the Board of Directors at a time.  Election or appointment to a second position creates an immediate vacancy in the first.

**Sec. 3.**If a member of the Board of Directors is unable to or does not fulfill the responsibilities of his or her office as defined in the Association bylaws, or if a member of the Board of Directors is unable to serve his or her full term of office, that director's office may be declared vacant by majority vote of the Board of Directors.

**Sec. 4.**
If a member of the Board of Directors fails to attend two consecutive conferences (e.g., an Annual Conference and the following Midwinter Meeting), that director's office may be declared vacant by majority vote of the Board of Directors.

**Sec. 5.**
The PLA Board of Directors will elect a person from among the membership of the Association to fill and complete the terms of vacated offices of elected directors, except that the ALA division councilor of PLA must be replaced in accordance with ALA bylaws and the PLA Fiscal Officer, who will be appointed by the PLA President.

**BUDGET**

Budget implications will be minimal and are related to travel and housing costs for another individual to PLA board meetings and other leadership events.

**ASSESSMENT**

PLA board will assess the impact of the new position on an on-going basis as part of overall PLA board and financial evaluation.

**PLA STRATEGIC GOAL LINK (check all that apply)**

[ ]  TRANSFORMATION [ ]  LEADERSHIP [ ]  ADV. & AWARENESS [ ]  E.D.I.S.J. [x]  ORG. EXCELLENCE