**VALE Proposed By-Laws Revision: Article 5: Governance**

**Section 1: The Executive Committee**

A: VALE is governed by an Executive Committee comprised of seven categories of members, as follows:

1. Representatives from the state college/university membership (2 representatives), from the community college membership (3 representatives) and from the independent institutions (2 representatives) are elected by and from the membership of the Members Council. All elected representatives are voting members.
2. Representatives from each of New Jersey's three public research institutions are ex officio members. The representative from each research institution will be the University Librarian or a Director or other appropriate, high-level administrator designated by the University Librarians. All research library representatives are voting members.
3. A representative from the New Jersey State Library is an ex officio member. The NJSL representative shall be the NJ State Librarian or one of her/his Deputy State Librarians, designated by the State Librarian. The NJSL representative is a voting member.
4. Representatives from other statewide professional groups are also ex officio members. These are the Executive Directors of the New Jersey Library Association (NJLA) and LibraryLinkNJ — The New Jersey Library Cooperative LLNJ), both of whom are non-voting members, and the President and CEO of NJEDge.Net, who is a voting member.
5. The moderator of the Members Council, who is a voting member.
6. The Council member representing the institution acting as VALE’s fiduciary agent, if the Executive Committee has chosen to use such an institution. This representative is a voting member.
7. No more than three (3) at-large members, as appointed by the Executive Committee. The At-large members are non-voting, and shall serve 2-year terms.

**Section 2: Officers of the Executive Committee**

A. The work of the Executive Committee is organized under the leadership of a Chairperson, elected from among its voting members for a two-year term. The chair may be re-elected.

~~B.~~ ~~If the Chairperson loses her/his seat on the Executive Committee, that person will complete the two-year term as Chairperson in an ex officio (voting) capacity~~.

~~C~~. B. The Chairperson of the Executive Committee acts as the liaison to ~~the Commission on Higher Education through~~ the Presidents’ Council and to NJEDge.

~~D~~ C. A Vice Chairperson shall be elected ~~for a two-year term~~ from among the members of the Executive Committee. Duties of the position include serving as the Chairperson in the absence of the Chairperson and coordination of the work and memberships of the various VALE sub-committees. In cases where the chairperson of a committee is not a member of the Executive Committee, the Vice Chairperson shall appoint a member of the Executive Committee to serve as a liaison between the Executive Committee and the committee.

~~E.~~ D. A Treasurer shall be elected ~~for a two-year term~~ from among the members of the Executive Committee. Duties of the position include oversight of all fiscal transactions, ~~maintenance of appropriate fiscal records according to standard accounting procedures~~, and acting as directed by the Chair of the Executive Committee. If the Executive Committee should decide to use one of the member institutions as a fiduciary agent, the representative from the fiduciary agent shall not serve as the Treasurer.

~~F.~~ E. All Executive Committee officers are elected to two-year terms; terms begin at the end of the July meeting of the Executive Committee. If the Chairperson’s term as an Executive Committee member ends before his/her term as Chairperson, s/he will remain on the Executive Committee ex officio (voting member) to complete his/her term as Chairperson. When the Vice-Chairperson or Treasurer leave the Executive Committee before their terms as Officers expire, the Chairperson will appoint a replacement from the members of the Executive committee.

**~~Section 4: The Finance Committee~~**

1. ~~Membership~~
   1. ~~As a subcommittee of the Executive Committee, the Finance Committee consists of the following:~~
      1. ~~Members representing each of the three public research institutions.~~
      2. ~~The Treasurer~~
      3. ~~The representative from the member institution representing the fiduciary agent, if the Executive Committee has chosen to use a member institution in such a capacity.~~
      4. ~~One other member of the Executive Committee elected by the Executive Committee to represent a different sector than those already on the committee.~~
   2. ~~If not already included in the above membership, the Chair of the Executive Committee will be a member.~~
   3. ~~The elected member shall be a member of the Executive Committee from among those representatives described in Article 5, Section 1, A1.~~
   4. ~~The term of service on the Finance Committee will be concurrent with the members' terms on the Executive Committee.~~
   5. ~~The Finance Committee shall be co-chaired by the Chair of the Executive Committee and the Treasurer.~~
2. ~~Duties~~
   1. ~~The Finance Committee oversees all financial reporting and obligations and negotiates vendor contracts.~~
   2. ~~The Finance Committee presents an annual operating budget to the Executive Committee for consideration and approval. Budgets approved by the Executive Committee are presented to the Members Council for approval at its spring meeting.~~