

AMICAL CONSORTIUM

Operational Guidelines

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Preamble

AMICAL is an organization driven by the good will of its community and by principles of cooperation and collaboration in the pursuit of common goals. AMICAL aims to support consortial activities that:

- are developed by members themselves
- address needs and goals that are evolving as rapidly as the information, technology, and higher education landscapes
- succeed without rigid rules for participation

These Operational Guidelines, however, provide a basic framework to guide members in the formalization and management of our organization's structures, where that formalization is necessary.

Article I: Mission

AMICAL is an international consortium of American-model, liberal arts institutions of higher learning. Our mission is to advance learning, teaching and research through the collaborative development of library and information services and curricular resources at member institutions. AMICAL is committed to sharing information and technologies across national and linguistic borders, using English as the primary language for consortial work.

Article II: Membership

1. There are three categories of membership:
 - a. **Full Members:**
 1. are institutions that meet the eligibility requirements in the [Full Membership Agreement](#), have been endorsed by the Executive Committee, have been approved by the Representatives Council, have signed the Full Membership Agreement, and have paid their annual consortial contribution.
 2. are eligible to participate in all consortial programs, and have a direct role in the governance of the Consortium through their vote in the Representatives Council.
 - b. **Affiliate Members:**
 1. are institutions that meet the eligibility requirements in the [Affiliate Membership Agreement](#), are invited by the Executive Committee to join AMICAL, have signed the Affiliate Membership Agreement, and have paid their annual consortial contribution.
 2. are eligible to participate in all consortial programs, but do not cast votes in the Representatives Council.
 - c. **Network Members:**
 1. are institutions that meet the eligibility requirements in the [Network Membership Agreement](#), but may not meet all of the criteria for Full or Affiliate Membership (e.g. in terms of non-profit or degree-granting status). Network Members are invited by the Executive Committee to join AMICAL, have signed the Network Membership Agreement, and have paid their annual consortial contribution.
 2. are eligible to participate in selected consortial programs but cannot benefit directly from certain forms of consortial financial support, such as grants from non-profit foundations given in support of AMICAL. Network Members do not cast votes in the Representatives Council.
2. Each member institution appoints a Local AMICAL Representative, whose duties are described in Article IV. The Local AMICAL Representative represents the institution in the Representatives Council, providing the institution's input on discussions and, in the case of voting members, casting its vote.
3. Membership can be suspended by the Executive Committee (acting on behalf of the Representatives Council) if a member does not uphold its responsibilities as outlined by the Membership Agreements and these Operational Guidelines.
4. Any member can withdraw from AMICAL. Notice of an institution's intent to withdraw must be submitted to the Chair of the Executive Committee six months in advance.

Article III: Host Institution

1. AMICAL's host institution is The American University of Paris.
2. Should the American University of Paris withdraw as host institution, the Executive Committee will recommend to the Representatives Council (who will vote on same) the appointment of a new member institution as 'host.'

Article IV: Local AMICAL Representative

The Local AMICAL Representative plays a pivotal role in advancing AMICAL's mission, and promoting the consortium and its spirit of collaboration as a group, by representing the member institution's stakeholders, be they librarians, technologists, faculty, or administrators.

Duties:

1. Encourage local participation in the consortium's activities and networks.
2. Maintain awareness about AMICAL, and their institution's AMICAL-related activities, with their chief academic officer and other relevant campus leaders.
3. Engage with and facilitate AMICAL-related communications, using AMICAL's collaboration networks, social media and other channels. Facilitate input from local colleagues to AMICAL, and distribute AMICAL information to appropriate local colleagues.
4. Participate in the annual Representatives Council meeting.
5. Submit their member institution's annual report.
6. Keep records of AMICAL activities related to their institution, and make them readily available to their local colleagues and successors as AMICAL Representatives.
7. Perform administrative tasks related to their institution's participation in AMICAL, such as vetting/transmitting applications and requests for technical or financial support (Small Grants, conference/workshop participation, etc.)

Article V: Governance

1. In the spirit of AMICAL, the organization attempts to operate through consensus and collaboration.
2. **Representatives Council:**
The Representatives Council is the overall governing body of the consortium, composed of one Representative from every member institution. It discusses and decides upon organizational questions that impact AMICAL's broad organizational development and longer term planning that extends beyond the current year. In deliberations where consensus is not feasible and a vote is required, each Full Member has one vote, while Affiliate and Network Members have non-voting advisory roles.

The Representatives Council:

- approves and amends the AMICAL Operational Guidelines
- approves long-term planning and other fundamental decisions proposed by the Executive Committee
- approves the addition of new Full Members and the suspension of members if necessary
- elects the members of the Executive Committee

3. **Executive Committee:**

The Executive Committee ensures execution of consortial planning. It provides operational and strategic decision making at the level of planning for the current or coming year. It provides financial oversight, in particular concerning members' consortial contributions, and may audit the Consortium Director's financial records for the consortium.

- The Executive Committee is comprised of:
 - 4 Officers (elected; voting)
 - AMICAL Director (ex-officio; voting)
- In cases where the Executive Committee is voting on a question where a voting member stands to benefit directly from the outcome, that member should make the Executive Committee aware of this and abstain from voting.
- In order to ensure breadth of representation, no institution may be represented by more than one voting member on the Executive Committee.

Officers and roles

Executive Committee officers contribute to a shared culture of accountability, service, and collaboration. After their election, officers agree amongst themselves to their assignment to the following roles (aside from Chair, which is taken by the previous Chair-Elect):

- **Chair:** partners with the AMICAL Director on strategic and operational leadership for the consortium
- **Vice-Chair / Chair-Elect:** ensures operational coordination and leadership continuity
- **Secretary:** partners with AMICAL Staff on strategy and planning for consortial documentation and communications
- **Member-at-Large:** ensures that interests of the general membership are adequately represented in the work of the Representatives Council, the Program Leadership Council, the Executive Committee, and AMICAL Staff.

Terms of Office

- The officers of the Executive Committee shall assume their duties within the month that follows their election

- All the officers shall serve a term of 3 years
- In order to ensure continuity, the Vice Chair/Chair Elect during a given term will automatically become Chair for the following term
- No officer may serve in more than one office at a time
- No officer may serve more than six consecutive years on the Coordinating Committee (with extensions of up to six months allowed for the Chair in exceptional cases as described below)

Nominations & Elections

Under normal circumstances, at the end of every 3-year term, the Vice-Chair/Chair-Elect automatically moves into the role of Chair for the next term, leaving 3 open seats for elected officers on the Executive Committee.

To the extent possible, the combined processes of nominations and elections for the 3 new officers should be organized in a way that

- allows adequate time for review of candidates by Representatives, and AMICAL stakeholders at their institution
- allows for officers to begin their terms no later than October of the election year (this timeline can be delayed by a maximum of 6 months if circumstances warrant, on approval by the Representatives Council)

Representatives of any member institution (Full, Affiliate or Network Members) may nominate one or more candidates, but the nominees must be from a Full Member institution.

Major changes to the electoral process, such as vote counting system used (plurality, majoritarian, ranked choice, etc.), should be approved by the Representatives Council.

Vacancies

- In the event of a vacancy before end of term for the Chair, the Vice-Chair/Chair-Elect shall take the office of Chair for the remainder of that term and shall subsequently serve her/his anticipated 3-year term as Chair.
- Other vacancies shall be filled, for the remainder of their term, by appointment by the remaining Executive Committee members. Such appointments should be approved by the Representatives Council.
- If needed to ensure organizational continuity in exceptional circumstances (e.g. absence of a Chair-Elect), the Executive Committee can extend the term of the current Chair by up to six months.

4. Program Leadership Council:

The Program Leadership Council (PLC) is a consultative body comprised of the leaders or coordinators of groups responsible for consortium-wide program and resource development (e.g. Standing Committee chairs, Interest Group conveners, Working Group chairs, etc.).

The PLC advises the work of AMICAL Staff, the Executive Committee, and the Representative

Council. The PLC should be consulted as a group when consortial governance or planning questions involve most or all of the areas represented by AMICAL's programs and resources.

Article VI: Administration

1. As necessary for the effective development and management of consortial operations, and insofar as AMICAL's resources permit, the Executive Committee may recommend to the host institution that they hire individuals to administer or assist with the consortium's operations. Such positions may be temporary for a fixed period as established, for example, by a grant to the consortium.
2. In particular, a Consortium Director is employed (funds permitting) by the host institution and is charged with directing and managing the planning, operations, assessment and finances of AMICAL. The Director reports annually on the consortium's activities and finances to the Executive Committee, to external funding agencies, and to Representatives Council.

Article VII: Members' Financial Contributions

1. Members' consortial contributions should be set at a level enabling sufficient financial stability for multi-year planning of AMICAL's programs. They are also influenced by requirements from major funding agencies that expect a significant level of co-financing on the part of member institutions. Contribution levels shall be approved annually by the Executive Committee.
2. Member contributions are requested annually and are made on the basis of AMICAL's fiscal year of 1 August through 31 July.

Article VIII: Standing Committees

1. Standing Committees lead, manage and advise on active consortial programs and projects with concrete deliverables, and should be small enough to be agile and effective. Standing Committees should also be sharing with, and gathering input from, the broader membership, and they may wish to create an Interest Group (described below), or work with an existing one, to facilitate this communication.
2. Standing Committees will choose their own Chairs. The Chair of each Standing Committee serves as a consultative member of the Program Leadership Council.
3. Standing Committee membership may be comprised of colleagues from any category of AMICAL membership.
4. The Executive Committee approves the creation/disbanding of Standing Committees. The Executive Committee establishes the requirements and procedures for creating/disbanding Standing Committees and makes these readily available to all AMICAL members.
5. The Standing Committee officers commit themselves to dedicating a small amount of time to consortial business, including occasional Program Leadership Council meetings, sharing and publishing as widely as possible the results of their activities, and submitting an annual committee report to the Executive Committee.

Article IX: Ad Hoc and Other Structures

1. From time to time and as necessary, the Chair of the Executive Committee may establish a task force or ad hoc committee to further the work of the consortium. Each such task force or committee will have a charge and an end-date for its work, and members shall be appointed in consultation with the Executive Committee.
2. Interest Groups: Groups of AMICAL colleagues that need a forum for discussing a common interest related to AMICAL's mission may create an Interest Group. As an Interest Group, they can make use of AMICAL's communication tools and resources supporting this. The Executive Committee establishes the requirements and procedures for creating/disbanding Interest Groups and makes these readily available to all AMICAL members; as a general rule, however, Interest Groups may be disbanded by the Executive Committee if they have had no visible activity for more than one year.

Article X: Annual Meeting

1. AMICAL shall hold an annual face-to-face meeting and conference where all member institutions must be represented. The event should include meetings for the Representatives Council and other committees, as well as presentations, workshops, discussions and other opportunities for peer-to-peer sharing, learning and collaboration related to AMICAL's mission.
2. As soon as possible after the designation of the annual conference host institution, a conference planning committee shall be established, including members from the conference host institution as well as other AMICAL institutions.

Article XI: Amendments

These Operational Guidelines may be amended by a two-thirds vote of the Representatives Council. Any changes must be proposed by a Full Member to the Executive Committee for review. The Executive Committee may then propose the amendment for adoption, in which case it should share the amendment in writing (electronically) with the Representatives Council approximately one month before a vote is taken.

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Amended 28 May 2007.

Amended 17 August 2015.

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