

ALA Policy Monitoring

TO: ALA Council

FROM: ALA Policy Monitoring Committee (PMC)

RE:

INFORMATION ITEMS: Three (3)

ACTIONS REQUESTED: One (1)

REPORT: Attached

APPENDICES: Dissolution Policy Draft

ACTION REQUESTED BY:

Policy Monitoring Committee

CONTACT PERSON:

Aaron Dobbs, PMC Chair

STAFF LIAISON CONTACT:

Marsha P Burgess, Council Secretariat

DATE:

January 7, 2026

BACKGROUND:

PMC is charged with maintaining the organization, accuracy, and currency of the **ALA Policy Manual**, i.e. "... *to be responsible for keeping the policy manual accurate and up to date and to call council's attention to out-dated items to be retired from the manual or gaps in the presentation of policies*".

**ALA Policy Manual Section B** contains ALA statements on library-centric ideals, interpretations of these ideals, and policy issues. The PMC is reviewing *Section B*, identifying items that were last addressed more than ten (10) years ago, and contacting originating Units (where identifiable) to request a status from the Unit(s) that originally proposed the content.

Originating Units, when identifiable, are asked to review their PMC-provided specific *Section B* items and indicate to the PMC that either 1. the Unit will propose an update to ALA Council in accordance with their priorities, 2. the existing language remains accurate and current and/or has been superseded by more-recent language, or 3. the existing language is out of date and can be removed.

## INFORMATION ITEMS:

### Information Item #1 *ALA Policy Manual Section B Update Reminder*

- ALA Units (Staff Liaisons & President/Chairs) that have created content reflected in the ALA Policy Manual Section B have been contacted by the PMC Chair (at least once) in 2025. PMC requested review of a list of **ALA Policy Manual Section B** items proposed by each Unit that are more than ten years old.

### Information Item #2 *Migration of Policy Manual Content as Directed by ALA Council*

As directed in the [2025 Annual Hybrid Council Actions Report](#), PMC has updated the Policy Manual as follows:

- Inserted Heading B.1.4 ALA Support for Librarianship
- Migrated former A.1.4 Core Organizational Values (Old Number 1.3.1) to B.1.4a
- Migrated former A.1.5 Key Action Areas (Old Number 1.4) to B.1.4b
- Migrated former A.1.6 Goals and Objectives (Old Number 1.5) to B.1.4c
  - And renumbered subsequent subchapters
- Migrated former A.6.3 (Disaster Aid) to B.8.12
- Removed parenthetical notes from all subchapter titles

As directed in [ALA CD#27.1, Motion \(1\)](#), PMC has updated the Policy Manual as follows:

- Removed former A.8.5 and renumbered subsequent subchapters

### Information Item #3 *ALA Policy Manual Section B B.4.3 Update*

Based on feedback provided by originating Units that was requested by PMC in Spring 2025, PMC has updated the Policy Manual as follows (~~striketrough~~=removal; underline=insertion)

- B.4.3 Bibliographic ~~Data Bases~~ Databases (p. 55)
  - ~~The American Library Association supports open access to information, including the information contained in online data bases, and encourages data base providers and other organizations to minimize restrictions placed on their members' use of bibliographic records maintained in their online data bases.~~
  - The American Library Association supports open access to information, including libraries' rights and interests to use, re-use, adapt, aggregate, and share metadata that describes library collections to serve the public interest, with minimal restriction or limitation from metadata providers and other organizations, whether for-profit or not-for-profit.
- Core Metadata and Collections Section shared a discussion item regarding “access to metadata by AI agents” and determined AI access was out of scope for B.4.3, due to differing accountability expectations for how accessed metadata might be used. They encourage ALA to consider establishing relevant policies or recommendations.

## ACTION ITEMS

### Action Item #1      **Dissolution Policy**

PMC, at the request of the Executive Board, moves adoption of the Dissolutions Policy (see Appendix A) that was drafted by the Executive Board at the direction of Council upon approval of motions contained in the ALA Policy Manual Revision Working Group report provided during ALA Annual 2025.

PMC will subsequently insert the approved text of the Dissolution Policy into *ALA Policy Manual* Section A Chapter 19 as subchapter 19.2

### **PMC ACTIVITIES REPORT : ALA Annual 2025 -- January Virtual Council Session 2026**

The ALA Policy Monitoring Committee met between ALA Annual 2025 and January 2026 via Zoom in October, November, December, and January. Topics included 1. our ***ALA Policy Manual Section B*** review to incorporate feedback from originating units, 2. Council-directed migration of former *Section A* content into *Section B*, and 3. identified and drafted potential action items for Council action in January.

Submitted on behalf of your excellent and admirable PMC colleagues:

JeTaun Colbert  
George Gottschalk  
Robin Hastings  
Charles Kratz  
Binh Le  
Emilia Marcyk  
Cassandra Osterloh  
Sarah Schroeder  
David Wright  
Nick Buron (Board Liaison)  
Aaron Dobbs (Chair)  
Marsha Burgess (Primary Staff Liaison)

## APPENDICES

### Appendix A

#### American Library Association

#### Draft Dissolution Policy

##### 1. Purpose

This policy establishes the criteria and procedural steps to be followed before the American Library Association (ALA) Executive Board may consider or act upon a formal motion for dissolution. The intent is to ensure transparency, compliance with applicable laws and governing documents, and responsible stewardship of the Association's mission, assets, and obligations.

##### 2. Authority & Scope

- This policy applies to the ALA Executive Board, Council, staff, and members.
- The provisions of this policy are in addition to, and not in lieu of, any requirements set forth in the Association's Articles of Incorporation, Bylaws, or applicable federal/state law.
- Nothing in this policy overrides legal requirements for nonprofit dissolution under the law of the state of incorporation or IRS regulations for 501(c)(3) organizations.

##### 3. Preconditions for Initiating Dissolution Consideration

Before a dissolution motion may be formally introduced to the Executive Board or membership, the following must be documented and distributed to the Board:

1. **Statement of Rationale:** A written explanation of the circumstances leading to consideration of dissolution (e.g., financial insolvency, inability to fulfill mission).
2. **Legal and Financial Review:** Prepared by ALA's legal counsel, staff and Treasurer, including:
  - o Review of bylaws and statutory requirements.
  - o Current financial position, debts, and liabilities.
  - o Existing contractual obligations and termination requirements.
3. **Member & Stakeholder Impact Analysis:** An evaluation of effects on members, programs, employees, and partners.
4. **Alternatives to Dissolution:** An analysis of options considered (e.g., merger, restructuring, partnership) and why they are not feasible.
5. **Preliminary Asset Disposition Plan:** identifying how remaining assets will be distributed in compliance with IRS 501(c) requirements.

#### 4. Procedural Steps Prior to a Valid Dissolution Motion

A dissolution motion may be brought forward only after:

1. **Distribution of Required Documentation** to the full Executive Board at least 30 days in advance of any meeting where dissolution will be discussed.
2. **Formal Legal Review** confirming compliance with state and federal laws.
3. **Finance Committee Review** issued a written recommendation to the Board.

#### 5. Board Action on Dissolution

- The Board must follow voting thresholds required by the Bylaws or state law for dissolution (e.g., supermajority).
- If Council or member approval is required, the Board must adopt a resolution to submit the dissolution proposal to the membership with proper notice.
- The dissolution resolution must include the approved asset distribution plan.

#### 6. Implementation Upon Approval

If dissolution is approved:

1. **Notification:** Notify all members, employees, contractors, donors, and stakeholders.
2. **Settling Debts and Obligations:** Pay liabilities, terminate contracts per terms, comply with employment laws.
3. **Asset Distribution:** Distribute remaining assets exclusively to qualifying tax-exempt organizations as determined in the resolution.
4. **Final Reports:** File Articles of Dissolution and final IRS Form 990, plus any state-required reports.
5. **Record Retention:** Maintain all corporate records for at least ten years after dissolution.

#### 7. Record of Policy in APM

This policy shall be incorporated into the ALA Policy Manual under “Governance & Board Procedures” and reviewed at least every five years.

#### Appendix A — Dissolution Procedural Checklist

##### Pre-Motion Stage

- Draft Statement of Rationale.
- Conduct Legal Review of Bylaws and statutory requirements.
- Prepare Financial Analysis (current position, debts, obligations).
- Complete Impact Analysis for members, staff, and stakeholders.

- Document Alternatives Considered.
- Prepare Preliminary Asset Disposition Plan (IRS compliant).

### **Board Preparation**

- Distribute documentation to Executive Board ( $\geq$  30 days before discussion).
- Present findings to Finance & Audit Committee for review/recommendation.
- Confirm compliance with legal notice requirements for Council and members (if applicable).

### **Voting & Approval**

- Ensure quorum and required voting threshold are met per Bylaws.
- Adopt formal resolution including asset distribution plan.
- If required, submit resolution to Council and membership for vote.

### **Post-Approval Implementation**

- Notify all stakeholders of dissolution decision.
- Settle all debts and terminate contracts.
- Distribute assets to qualifying organizations.
- File Articles of Dissolution and final IRS/state reports.
- Store all records for at least ten years.