

By Law Revision Suggestion

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Article II

§ 2.1

- (a) General Rule. Whenever written notice is required to be given to any person under the provisions of the Pennsylvania Business Corporation Law or by the Articles or these bylaws, it may be given physically to the person, sending a copy by first class mail, express mail, courier service, fax or other electronic means such as email, to the recipient's personal email address or the email address where they may conduct their primary means of business. Other means of electronic transmission that are not direct to the recipient or may be considered part of general social media are not acceptable and will not be deemed as giving written notice. (Such examples may include but no limited to: Twitter, Snap Chat and Facebook). Notice is to be provided to such person appearing on the books of the Corporation or, in the case of directors, supplied by the directors to the Corporation for the purpose of notice. If the notice is sent by mail, courier service, or email it shall be deemed to have been given to the person. A notice of meeting shall specify the place, day and hour of the meeting and any other information required by any other provision of the Pennsylvania Business Corporation Law, the Articles or these bylaws.

§2.2

Notice of a regular meeting of the Board of Directors need not be given. Notice of every special meeting of the Board of Directors shall be given to each director by telephone or in writing at least twenty-four (24) hours (in the case of notice by telephone, email or other mail) or five (5) days (in the case of notice by first class mail) before the time at which the meeting is to be held. Every such notice shall state the time and place of the meeting. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board need be specified in a notice of the meeting.

Article III

§3.1

Members of the Corporation shall be composed of persons holding a valid Berks County Public Library Card and a Berks County resident.

Article IV

§ 4.3

(b) Term of office. Each director may hold office until the expiration of the term for which he or she was elected and until a successor has been selected and qualified or until his or her earlier death, resignation or removal. A decrease in the number of directors shall not have the effect of shortening the term of any incumbent director. Each director may serve two (2) consecutive (3) year terms for a total of six (6) years. No director shall serve more than two consecutive three-year terms (a total of six ((6)) consecutive years). Any director may apply for reappointment to the Board after a one-year absence from the Board. The term will begin on January 1 and expire on December 31. If a director is appointed between January 1 and June 30, the term will begin on June 30 of the same year and expire June 29 of the same year. If a director is appointed between July 1 and December 31, the terms shall commence on January 1 of the following year and expire December 31 of the following year.

§4.11

Executive and other Committees

(e) Nominating Committee. A nominating committee may be appointed annually at a regular meeting of the Board by the president of the Board and may consist of a chairperson and two (2) other directors. The nominating committee shall be responsible for recommending officers for the Corporation. Any person present at such meeting may move to nominate any person, provided prior consent of the nominee has been obtained.

§ 5.8

(c) Term. The president shall serve a term of two (2) years and be eligible for election to the office of president for a maximum of four (4) consecutive years. All term limits may be amended at the discretion of the Board.

Article VII

§ 7.6

(b) Right of inspection. Every member shall upon written verified demand stating the purpose of the inspection have a right to examine in person or by agent or attorney, during the usual hours for business the following items: the membership certificate register, books and records of account, records of the proceedings of the incorporators, members and directors. The purpose of the inspection must be reasonably related to the function, promotion and welfare of the library with respect to the member's fiduciary duty and obligations. A member may make copies or extract information from the above-mentioned records. In every instance where an attorney or other agent is the person who seeks the right of inspection, the demands shall be accompanied by a verified

power of attorney or other writing that authorizes the attorney or other agent to so act on behalf of that member. The demand shall be directed to the Corporation at its registered office in Pennsylvania or at its principal place of business wherever situated.

Addendum

To be removed as it is redundant, it is just a re-iteration of §7.8