

# Bernville Area Community Library By-Laws

## **ARTICLE I- NAME**

The organization shall be called the Bernville Area Community Library. It will be hereinafter referred to as “BACL.”

## **ARTICLE II- TRUSTEES**

**Section 1.** A Board of Trustees, of no less than five (5) voting members and no more than nine(9) voting members, will direct business and affairs of this BACL. Voting trustees must be eighteen (18) years of age or older.

**Section 2.** Trustees will be requested to attend a minimum of eight (8) Board Meetings per calendar year. Any Member not attending eight (8) regularly scheduled meetings may be asked to resign from the Board.

**Section 3.** Names of prospective Trustees will be suggested to the Board for approval by the Trustees, by the general library card-holding public, or by the contributing municipalities. Prospective Trustees will be approved as members of the Board by a two-thirds vote of the Board present at any meeting at which there is a quorum. Trustees will comply with Section 411 of the Library Code, Commonwealth of Pennsylvania.

**Section 4.** All Trustees will serve a term of three (3) years from the meeting at which they are elected. Any Trustee may apply for reappointment to the Board at the end of their term.

**Section 5.** A Board Member may be removed, without cause, as determined by a two-thirds vote of the Board present at any meeting at which there is a quorum. In addition, a Board Member may be removed for a substantial cause by the majority vote of the Board present at any meeting at which there is a quorum.

## **ARTICLE III- PURPOSE**

**Section 1.** In accordance with the guidelines of the American Library Association, the BACL aims to encourage and support the freedom to read.

**Section 2.** The BACL will be operated exclusively for the purposes allowed an exempt organization under Section 501 ( C ) (3) of the Internal Revenue Code and its regulations as they now exist or they hereafter be amended.

**Section 3.** The BACL is not organized for an economic profit, and no Trustee will benefit from its net earnings

**Section 4.** In the event of the liquidation or dissolution of the BACL, whether voluntary or involuntary, the BACL will adhere to the laws of the Commonwealth of Pennsylvania regarding the dissolution of a nonprofit organization.

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### **ARTICLE IV- OFFICERS, TERMS AND THEIR DUTIES**

**Section 1.** The executive officers will be chosen from the Board of Trustees and there will be a President, Vice-President, Secretary, Treasurer and other such officers and assistant officers as the needs of the organization may require. The BACL trustees present at the Annual Meeting of the Board, which shall be considered the December meeting, will elect them(the executive officers).

**Section 2.** A nominating committee will be appointed annually, two (2) months prior to the Annual Meeting, by the President. This committee will be responsible for recommending a slate of officers at the Board's meeting prior to the Annual Meeting. Additional nominations may be made from the floor provided the consent of the nominee has been obtained. If there is more than one (1) candidate for the same office, election will be by secret ballot, and a majority vote will elect.

**Section 3.** Officers will serve a one (1) year term from the Annual Meeting at which they are elected or until a successor is duly elected.

**Section 4.** The President will preside at all meetings of the Board, authorize calls for any special meetings, appoint all committees, execute all documents authorized by the Board, serve as an ex-officio voting member of all committees, and perform the duties that are generally associated with that office.

**Section 5.** The Vice President, in the event of the disability or absence of the President or a vacancy in that office, will assume and perform the duties and functions of the President.

**Section 6.** The Secretary will keep a true and accurate record of all the meetings of the Board, will issue notice of all regular and special meetings, and will perform such other duties as are generally associated with that office. This officer will be responsible for any communication to or from the Board, in a timely manner, such as invitations, thank-you notes, inquiries, or other correspondence relevant to Board business.

**Section 7.** The Treasurer will be the disbursing officer of the Board and will perform such duties as are generally associated with that office. The Treasurer shall be promptly notified of all checks to be signed. All Checks shall be signed by two authorized signatories, who shall include the Treasurer, other members of the Board approved by the Board, and the Library Director. Blank checks shall not be pre-signed. In the absence or inability of the Treasurer, another member of the Board may be designated by the Board to perform the duties. The Treasurer will also assist the Director in the completion of the State Report and other financial reports.

**Section 8.** Resignation from an executive office must be made in writing to the Board. The President will appoint a member to finish that term of office.

### **ARTICLE V- MEETINGS**

**Section 1.** A regular meeting will be held monthly in the Library.

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**Section 2.** The Annual Meeting will be for the purpose of the election of officers and Trustees and will be held at the time of the regular meeting in December of each year, at the Library.

**Section 3.** The order of business for regular meetings will include but not limited to the following terms, which will be covered so far as circumstances will permit:

- A. Call of Order
- B. Attendance and Excused Absences
- C. Report of the Secretary
- D. Report of the Treasurer
- E. Report of the Library Directors
- F. Committee Reports
- G. Unfinished Business
- H. New Business
- I. Adjournment

**Section 4.** The Secretary, at the discretion of the President or at the request of three (3) members, may call special meetings for the transaction of business as stated in the call for the meeting.

**Section 5.** A quorum for the transaction of business at any meeting will consist of a majority of the current number of members of the Board, present in person, by teleconference, or via the Internet.

**Section 6.** Where necessary, the officers (President, Vice President, Secretary, and Treasurer), individually or collectively, are authorized to make decisions in lieu of the Board. Such decisions shall be considered to be extraordinary, and shall be reported to the Trustees in a timely manner as is feasible, and before the next regularly scheduled Board meeting.

### **ARTICLE VI-LIBRARY DIRECTOR AND STAFF**

The Board will appoint qualified Library Director(s), who will be the administrative officer(s) of the Library on behalf of the Board and under its review and direction. The Library Director(s) will supervise the staff and the Library volunteers, select materials in accordance with the stated policy of the Board, and perform duties as stated in the Personnel Policy.

### **ARTICLE VII- COMMITTEES**

**Section 1.** The Board may authorize the establishment of an Advisory Committee to provide advice and assistance to the Board. Upon establishment of the Advisory Committee, the Board may limit the number of members of that committee and will appoint its members.

**Section 2.** The Board will authorize and the President will appoint, standing committees of one(1) or more Board members for such specific purposes as the business of the Board may require. The Board may appoint one (1) or more members of the Advisory Committee to a

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standing committee, provided that the number of Board members appointed to that committee is greater than or equal to the number of Advisory Committee members appointed to that committee.

**Section 3.** The President will appoint ad hoc committees of one (1) or more members each for such specific purposes as the business of the Board may require from time to time. The committee will be considered to be discharged upon the completion of the purpose for which it was appointed and after the final report is made. All committees will make a progress report to the Library Board at each of the meetings.

**Section 4.** No committee will have other than advisory powers, unless, by suitable action of the Board, it is granted specific power to act. If a committee has been granted specific power to act, a true and accurate record of all actions taken must be kept and submitted to the Board.

### **ARTICLE VIII-GENERAL**

**Section 1.** An affirmative vote of the majority of all members of the Board present at the time will be necessary to approve any action before the Board. The President may vote upon and may move or second a proposal before the Board.

**Section 2.** These By-Laws may be amended by the majority vote of all members of the Board provided written notice of the proposed amendments have been mailed or electronically delivered (email) to all members at least ten (10) days prior to the meeting at which such action is proposed to be taken.

**Section 3.** Any rule or resolution of the Board, whether contained in these By-Laws or otherwise, may be suspended temporarily in connection with business at hand, but such suspension, to be valid, may be taken only at a meeting at which two-thirds (2/3) of the members of the Board are present and two-thirds (2/3) of those present so approve.

**Section 4.** No part of these By-Laws will be construed as being contrary to the Library Code of the Commonwealth of Pennsylvania, PL 324, and in any case said statute shall supersede these By-Laws.

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## **ARTICLE IX- MEMBERSHIP**

Membership on the Board of Trustees is extended to any Berks County resident holding a valid Berks County System Libraries card. Membership may not be limited to the area and community represented by the BACL, but may be extended to other Berks County residents and non-residents according to the policies of the Berks County Public Library System.

Adopted November 1994, Reviewed May 2002, Reviewed May 2003, Reviewed December 2004, Reviewed November 2005, Reviewed December 2006, Reviewed December 2007, Reviewed 2008, Reviewed November 2009, Reviewed and revised November and December 2010, Reviewed March 2011, Reviewed March 2012, Reviewed and revised October 2012, Reviewed April 2013, Reviewed and revised November 2014, October 2016, December 2017, February 2019. Revised April 2019. Revised January 2020.