

# **Exeter Library Association By-Laws**

## **Article I: Name**

The name of this organization shall be the Exeter Library Association.

## **Article II: Purpose**

The purpose of this organization is to continue to provide the community of Exeter Township and the Borough of St. Lawrence with a modern, full-service library hereafter referred to the Exeter Community Library.

## **Article III: Board of Trustees**

Section 1. The affairs of this Association shall be managed by a Board of Trustees which shall act finally on all projects proposed. In addition to the duties provided herein, the Board of Trustees shall have final responsibility for execution of the policies of the Association, including the right to overrule or modify the action of any officer or committee.

Section 2. The Board of Trustees shall total nine (9) persons. Nominations for members of the Board may be suggested by the funding municipalities, other Board members, or the public.

Section 3. Serving as a Trustee is not an honorary position; selection to the Board of Trustees represents a working relationship with the community and fellow Trustees. Any Trustee who misses three (3) consecutive meetings for other than health reasons may be subject to replacement. Duties and responsibilities of the Board include the following:

- a) regularly attend scheduled meetings
- b) work to secure adequate funding for the library;
- c) participate on at least two committees and assist to plan, develop, and evaluate policies;
- d) engage in continuing education through attendance at county and state programs;
- e) maintain membership in the Friends of the Exeter Community Library, and;
- f) read and become familiar with the latest edition of the *Handbook of Public Library Trustees*, published by the Office of Commonwealth Libraries.

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Section 4. All board members must be residents of Pennsylvania. Eight (8) members will be approved by the Exeter Township Board of Supervisors. One Board member shall be approved by the St. Lawrence Borough Council.

Section 5. The term of office for the Exeter Township Trustees shall be three (3) years. At the end of their first term a trustee who wishes to retain their seat on the board may volunteer for a second three-year term with the approval of a majority of the remaining Board of Trustee members. A trustee serving six consecutive years will not be eligible for reappointment to the Board of Trustees for a period of one full year after their term expires. The board member from St. Lawrence will have their terms established by the Borough Council.

Section 6. The President shall appoint those members whose terms are expiring within 12 months to serve as a nominating committee. The committee shall nominate an appropriate number of qualified candidates to fill their vacancies on the Board. Additional nominations may be made by any Trustee from the floor

Section 7. Meetings of the Board of Trustees shall be called at the discretion of the President or at the request of any five (5) members of the Board.

Section 8. Five (5) members of the Board shall constitute a quorum.

Section 9. If a vacancy occurs, the Board of Trustees shall nominate a replacement that will be approved by the Exeter Township Board of Supervisors. All approved replacements to fill vacancies shall be elected for a term of three (3) years. A new member elected to fill a mid-term vacancy shall serve the remaining months of the vacating member's term, and the new member's first three year term will begin on January 1 of the following year.

#### **Article IV: Offices – Election, Duties, and Powers**

Section 1. The elective officers of the Board shall be President, Vice-President, Secretary, and Treasurer. These officers shall comprise the Executive Board of the Association.

Section 2. The President shall be the chief executive. He/She shall call and preside at all meetings of the Association, appoint committees, and see that they function and make regular reports to the Board of Trustees. In the absence of the President, the Vice-President shall have all his/her powers and duties. The Vice President shall succeed the President if the President ceases to serve for any reason.

Section 3. The Secretary shall keep the general records of the Association and minutes of all meetings and shall record all committee appointments. He/She shall also act as

corresponding secretary, performing all duties customary to the office: sending notices and correspondence, and performing such other duties as may be assigned

Section 4. The treasurer shall keep or oversee the keeping of accurate records of all financial transactions and shall present a financial report at each meeting.

Section 5. All officers serve without compensation. The Board of Trustees shall maintain Officers' and Directors' liability insurance.

Section 6. The President may appoint a Special Advisor to the Board with the approval of the Board of Trustees. The Special Advisor to the Board will bring a unique skill set to board meetings or committee(s) that the president deems necessary to conduct the business of the Exeter Library Association. The Special Advisor will not be compensated nor have a vote in matters in front of the Board of Trustees. A Special Advisor to the Board may be removed by a majority vote of the Board of Trustees.

#### **Article V: Meetings**

Regular meetings of the Board shall be held at a location to be determined by members of the Board each month at such time as agreed upon by the members of the Board. All meetings will be conducted in accordance with the Commonwealth of Pennsylvania Sunshine Act.

#### **Article VI: Committees**

Section 1. The President shall appoint committees for such specific purposes as the business of the Association may require. Committees may be comprised of members of the Board and the public.

Section 2. All committees shall make progress reports to the Board at each of its meetings.

Section 3. No committee shall have other than advisory powers unless, by suitable action of the Board, it is granted specific power to act.

#### **Article VII: Parliamentary Procedures**

All business will be conducted according to the most recently available edition of *Robert's Rules of Orders* where they are not in conflict with the policies that are adopted by this Board.

### **Article VIII: Order of Business**

Meetings are recommended to be conducted in the following order:

- a) Approval of Minutes
- b) Library Director's Report
- c) County System Update
- d) Friends of the Library's Report
- e) Treasurer's Report
- f) Committee Reports
- g) Unfinished Business
- h) New Business
- i) Confirmation of Next Meeting/Adjournment

### **Article IX: Amendments**

**Amendments to these by-laws may be made at any duly called Board meeting by a 2/3 affirmative vote of the entire Board. Announcement of the text of the proposed amendment(s) having been made ten days prior to the meeting.**

### **Article X: Dissolution**

In the event of liquidation or dissolution of the library, whether voluntary or involuntary, the Library shall adhere to the laws of the Commonwealth regarding the dissolution of the non-profit organization, and its assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code.

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