

**Southern Lehigh Public Library Association
3200 Preston Lane
Center Valley, PA 18034
610-282-8825**

BYLAWS

ARTICLE I

PURPOSE

The purpose of the Southern Lehigh Public Library Association shall be to provide, maintain, and support a public library free to the use of all residents and taxpayers of those Townships of Lower Milford and Upper Saucon and the Borough of Coopersburg which constitute the Southern Lehigh School District and which provide appropriate annual operational support to the library, and are herein referred to as the Association.

ARTICLE II

DEFINITIONS

The **NAME** of the organization shall be the Southern Lehigh Public Library.

The **AREA** consists of all residents and taxpayers of the Townships of Lower Milford and Upper Saucon and the Borough of Coopersburg which constitute the Southern Lehigh School District.

The **ASSOCIATION** shall consist of all library cardholders who are residents of the operational supporting Townships within the Southern Lehigh School District.

The **BOARD OF DIRECTORS** shall have two types of membership, voting and ex-officio. Voting members will be representatives of municipalities that annually provide fifteen percent (15%) or more of the library's total local municipal operating support. The number of voting members from the municipalities will be proportionate to their respective monetary support. Ex-officio members will represent municipalities whose annual operating support does not constitute fifteen percent (15%) of the total local municipal operating support. Each non-qualifying municipality may have one ex-officio member. The Librarian/Director also serves as an ex-officio member of the Board.

The **ELECTED OFFICERS** shall consist of the President, Vice-President, Secretary, and Treasurer elected from qualifying municipalities. Qualifying municipalities are defined as those who contribute an amount of money equivalent to fifteen percent (15%) or more of the yearly income of the library from all local municipal sources.

ARTICLE III

ASSOCIATION MEMBERSHIP AND MEETINGS

1. All resident library cardholders of voting age shall be eligible to participate and vote at annual Association meetings, each of whom shall have one (1) vote to elect Directors-at-Large, as needed.

2. Announcement of the Annual Meeting shall be posted in the library and other public buildings at least fourteen (14) days before this meeting.
3. Other meetings may be called by the President at the request of the Board or upon written petition signed by at least twelve (12) members of the Association.
4. The Association year begins January 1.

ARTICLE IV

BOARD OF DIRECTORS, MEMBERSHIP, LIABILITY

1. Pursuant to the requirements of the Library Code of 1961 (To be cited as The Library Code, Act of June 14, 1961, P.L. 324 as amended through July 1, 2000) of the Commonwealth of PA, the Board of Directors (hereinafter referred to as the Board) shall be composed of at least seven (7) voting members and no more than nine (9) voting members proportionately representing qualifying municipalities. When necessary to add members to achieve minimum Board size, they shall come from the majority supporting municipality.
2. Vacancies
 - a. Appointed Board Members' unexpired terms shall be filled by the governmental body which originally appointed the member.
 - b. Elected Board Members unexpired terms shall be filled by Board appointment, until the regular meeting of the Association when an election shall be held for the remainder of the term, if any.
 - c. The term of any Board member appointed during the fiscal year should be the remaining term of the Board member being replaced.
 - d. All Board Members are expected to be present at every Board meeting. The Board position of any member absent without cause for three consecutive meetings shall be declared vacant.
3. No voting member of the Board may be a regularly paid employee of the Library. No voting member of the Board shall receive any salary for services as such nor shall be required to post any bond or surety for the faithful performance of duties.
4. A Director shall not be personally liable for monetary damages as such for any action taken or any failure to take any action, unless the Director has breached or failed to perform the duties of his or her office under Section 8363 of the Directors Liability Act (relating to standard of care and justifiable reliance); and the breach or failure to perform constitutes self dealing, willful misconduct or recklessness. The provisions of this section shall not apply to the responsibility or liability of a Director pursuant to the criminal statutes, or the liability of a Director for payment of taxes pursuant to local, state, or federal law.
5. A Director may resign from office at any time by written notice to the Secretary. A Director may be removed by the affirmative vote of at least two-thirds (2/3) of the Directors then in office at any regular or special meeting called for that purpose.

ARTICLE V

OFFICERS OF THE BOARD OF DIRECTORS

1. The Reorganization Meeting of the Board shall be held in January of each year.
2. The Officers of the Association to be elected by the Board from among its members shall be: President, Vice-President, Treasurer, and Secretary.
 - a. **PRESIDENT:** presides at all meetings of the Association and of the Board; chairs Executive Committee and makes such other appointments as deemed necessary, subject to the consent of the Board; signs all legal documents, as required, on behalf of the Association; is an ex-officio member of all committees except the Nominating Committee and performs all duties which are normally associated with that office.
 - b. **VICE-PRESIDENT:** serves in place of the President when the President is not present; chairs the Planning Committee.
 - c. **TREASURER:** oversees the proper administration of the funds of the library; gives such bond as the Board may determine; signs all legal documents, as required; chairs the Finance Committee.
 - d. **SECRETARY:** responsible for a true and accurate record of all meetings of the Board; issues notice of all regular and special meetings, and performs such other duties as are generally associated with that office.
 - e. The Board may from time to time elect such additional officers as they may deem appropriate who shall carry out such duties and responsibilities as the Board of Directors may determine. The normal term of office shall be one (1) year or until the successor(s) have been elected and assume office.
 - f. No person shall serve more than two (2) consecutive terms in one office.
 - g. In the event that there are no person(s) willing to assume an office(s) and the current officer(s) is willing to continue serving in said office(s), the Board may elect him/her/them to serve for a maximum of one additional year.

ARTICLE VI

COMMITTEES OF THE BOARD

1. There shall be the following standing committees, where members are appointed by the President, subject to the approval of the Board for one (1) year coinciding with the terms of office of the officers, and each committee shall consist of a chairperson and at least one (1) other member.
 - a. **EXECUTIVE:** initiates, reviews, updates and recommends library policy, procedures, and organizational changes.
 - b. **FINANCE:** prepares the annual audit of the account of the Treasurer; submits the annual budget and annual financial reports.

- c. PLANNING: engages in long and short term planning for library needs.
- d. NOMINATING: at the Annual Meeting presents candidates for election to the Board; at the Reorganization Meeting in July, presents the slate of officers.
- e. Any and all committees shall be advisory, report to the Board, as requested, with the Board making all final decisions.
- f. The Board may appoint special committees as needs may require. Membership on such committees may include non-Board members, but must include at least one (1) Board member or Librarian/Director.

ARTICLE VII

MEETINGS OF THE BOARD OF DIRECTORS

1. Public notice of all meetings shall be given by the Secretary in accordance with provisions of Act 1986 of the General Assembly.
2. The Board shall meet monthly according to a pre-determined regular schedule with no less than 10 meetings each year should the need to cancel meetings arise. The stated meetings shall be open to the public.
3. Special meetings of the Board of Directors may be called for any purpose by the President or by any two (2) voting directors upon at least forty-eight (48) hours notice to each member of the Board.
4. A quorum at any meeting shall consist of at least four (4) voting members for the transaction of business, and all actions of the Board shall be passed by a minimum of four (4) voting members of the Board.
5. The Order of Business at all regular meetings of the Board shall be as follows:
 - a. Agenda
 - b. Minutes
 - c. Community Resident Comments
 - d. Treasurer's Report
 - e. Librarian's Report
 - f. Old Business
 - g. New Business
 - h. Other
 - i. Community Resident Comments
 - j. Evaluation and Adjournment
6. The Board shall adopt rules, regulations, procedures, and policies as it may deem necessary from time to time, which shall be kept by the Librarian/Director in a separate record for ready reference.
7. Robert's Rules of Order Revised and the Library Code of the Commonwealth of Pennsylvania (Act of June 14, 1961, P.L. 324) shall be the authorities for all matters of procedure not

specifically covered by these Bylaws.

ARTICLE VIII

LIBRARY OPERATIONS

1. The Board shall appoint and determine the compensation of a Librarian/Director.
2. The Librarian/Director shall be the executive and administrative agent of the library on behalf of the Board and under its review and within the framework of its policies.
3. The Librarian/Director shall have the authority to hire on a probationary basis and recommend to the Board, the appointment and specify the duties of other employees and shall be held responsible for the proper direction and supervision of the staff, for the care and maintenance of library property, for an adequate and proper selection of books in keeping with the stated policy of the Board, for the efficiency of library service to the public, and for its financial operation within the limitations of the budgeted appropriation.

ARTICLE IX

DISSOLUTION OF THE LIBRARY

If the Association is dissolved at any time, the assets of the Library shall revert to the municipal authorities providing annual operating support in proportion to their support at the time of dissolution, and/or to another Section 501 (c) (3) organization.

ARTICLE X

AMENDMENTS

These Bylaws may be amended at any meeting of the Board by two-thirds (2/3) majority of the entire Board membership, and after a copy of all proposed changes has been posted in the library and other public buildings at least fourteen (14) days prior to such a meeting.

Policy Origination:	Unknown
1 st Revision:	October 2003
2 nd Revision:	July 2010
3 rd Revision:	Adopted by the Board of Directors at its regular monthly meeting on October 20,2020