

Section 1.1

Bylaws of the Greenville Area Public Library Association

Greenville Area Public Library
Greenville, PA

PREAMBLE

We, the members of the Greenville Area Public Library Association, do hereby associate ourselves for the purpose of providing facilities for a library and providing an education for the residents of the Borough of Greenville, Pennsylvania, and vicinity.

ARTICLE I **NAME**

Section 1. This association shall be named, known and styled as: GREENVILLE AREA PUBLIC LIBRARY ASSOCIATION.

ARTICLE II **MEMBERSHIP**

Section 1. All adult citizens of any municipality providing at least the financial support required by the State Library of Pennsylvania, shall be members of this Association. In addition, adults residing outside these areas, who have paid the fee as provided by the Board of Directors, shall be members of this Association.

ARTICLE III

Section 1. The principal office of this Association shall be located at 330 Main Street, Greenville, Mercer County, Pennsylvania.

ARTICLE IV

Section 1. A general membership meeting shall be held annually on the third Tuesday of January.

Section 2. Special meetings of the general membership may be called by the President at such times as they may deem necessary; or upon written request signed by three (3) members of the Board of Directors; or upon written request signed by twenty (20) members of this Association. Notice of said special meetings shall be given by advertisement one time in a newspaper of general circulation in the Greenville area at least one week prior to the scheduled meeting.

Section 3. The Board of Directors shall meet six times each year. An organizational meeting of the Board of Directors shall be held immediately following the general membership in January at which time the schedule for the year will be set. If necessary, a meeting may be rescheduled or canceled by agreement of a quorum of the Board of Directors.

Section 4. Special meetings of the Board of Directors shall be called by the President whenever they deem necessary, or at written request signed by five (5) board members who constitute a quorum for the transaction of business. Each director shall receive three (3) days notice of a regular or special meeting in writing.

ARTICLE V

BOARD OF DIRECTORS

Section 1. The Board of Directors shall consist of nine (9) members who shall be elected by the general members at the annual meeting by majority vote, as provided herein. Each borough or township that financially supports the library may appoint a representative to the board as an ex-officio member. Additionally, there may be on the Board of Directors one (1) person designated by and representing the Friends of the Greenville Area Public Library as an ex-officio member.

ARTICLE VI

DUTIES AND POWERS OF THE BOARD OF DIRECTORS

Section 1. The property and business of this Association shall be managed by the Board of Directors.

Section 2. Directors shall serve for a three (3) year term and may succeed themselves for one (1) additional three-year term, except that Directors filling an incomplete term may then be elected for a full three (3) year term.

Section 3. The election of the Board of Directors shall be staggered and the members of the Board of Directors to be elected in succeeding years shall in number be the number of expiring members of the Board of Directors.

Section 4. In addition to the general powers of the Board of Directors by virtue of their office, the powers and authority given by law, by terms of the charter of this Association, and elsewhere in these by-laws, the following specific powers are expressly conferred on the Board of Directors.

- a) To purchase or otherwise acquire for the Association any property, right or privilege which it is authorized to acquire at such price or consideration and upon such terms as it deems expedient;
- b) To appoint, to remove, or suspend subordinate agents or servants, to determine their duties and affix their salaries;
- c) To confer by resolution upon any officer or agent of this Association, the power of permanently removing or suspending any subordinate officers or servants;
- d) To determine who shall be authorized, on behalf of this Association, to sign bills, notices, receipts, acceptances, endorsements, checks, releases, contracts, and any other instruments, to delegate any of the powers of the Board to any standing committee, special committee, or any officer or agent of the Association, with such powers as the Board may deem fit to grant; Generally to do all such lawful acts and things as are not by law, or by charter, or by these by-laws directed and required to be done by the members.

Section 5. Responsibilities of the Board of Directors:

Greenville Area Public Library Policy

- a) Employ a competent and qualified Librarian to be the chief executive officer of this Association and to administer that day to day operations of the library.
- b) Determine and adopt written policies to govern the operation and program of the library.
- c) Determine the purposes of the library and secure adequate funds to carry on the library's program; purchase or otherwise acquire for the library any property which it is authorized to acquire on such terms as it deems expedient.
- d) Know the program and needs of the library in relation to the community; keep abreast of standards and library trends; plan and carry out the library program.
- e) Establish, support and participate in a planned public relations program.
- f) Assist in the preparation of the annual budget.
- g) Know local and state laws; actively support library legislation in the state and nation.
- h) Establish among the library policies those dealing with book and material selection.
- i) Attend all board meetings and see that accurate records are kept on file at the library.
- j) Attend regional, state and national trustee meetings and workshops, and affiliate with the appropriate professional organizations.
- k) Be aware of the services of the State Library.
- l) Report regularly to the governing officials and the general public.

ARTICLE VII

NOMINATIONS AND ELECTION AND TERM OF OFFICE

Section 1. Elections of officers shall be held annually.

Section 2. The general membership shall elect the members of the Board of Directors.

Section 3. The Board of Directors shall elect the officers set forth in Article VIII, Section 1.

Nominations and election for members of the Board of Directors shall take place at the annual meeting.

Section 4. The Board of Directors shall elect officers of this Association at a meeting immediately following the annual meeting.

Section 5. The term of office for all officers shall be for one year. The term of office for the Board of Directors shall be three years. The terms of the Board of Directors shall be staggered.

Section 6. In the event that the office of an officer or member of the Board of Directors becomes vacant, the remaining members of the Board of Directors shall immediately fill such vacancy for the unexpired term.

Section 7. A simple majority vote of the members present and voting shall be required to elect a member of the Board of Directors, and a simple majority of the members of the Board of Directors present and voting shall be required to elect the officers of this Association.

Section 8. Any member in good standing shall be eligible to be a member of the Board of Directors or hold office in this Association

Section 9. The ballot for the election of the members of the Board of Directors for office in the Association may be by a secret, closed, written ballot.

Section 10. Anyone being elected for two consecutive 3 year terms, may not succeed himself/herself until the expiration of one year from the end of his/her term of office.

Section 11. Any elected Board member missing three (3) consecutive scheduled ~~monthly~~ meetings or a total of four (4) scheduled meetings per year shall be relieved of his/her duties. Excused absences may be granted for medical reasons. Another member of the Association who meets with Board approval shall be asked to fulfill those duties for the remainder of the term.

ARTICLE VIII

OFFICERS

Section 1. The officers of this Association shall be the President, Vice President, Secretary, and Treasurer.

Section 2. The officers must be members of the Board of Directors, except the office of Secretary, in which event the Librarian, or a member of the library staff may be appointed to that office

ARTICLE IX

DUTIES OF THE OFFICERS

Section 1. The President shall be the chief executive officer of this Association;

- a) they shall preside at all meetings of the members and directors;
- b) shall have general and active management of the business of this Association;
- c) shall see that all orders and resolutions of the Board of Directors are carried out;
- d) shall execute all bonds, mortgages and all contracts of this Association, affixing the corporate seal thereto;
- e) shall have general superintendence and direction of all other officers of the Association and see that their duties are properly performed;
- f) they shall submit a report of the operations of the Association for the fiscal year to the Board of Directors and members at their annual meeting, and from time to time shall report to the Board of Directors all matters that may affect this Association;
- g) shall be ex-officio member of all standing committees and shall have the powers and duties and management usually vested in the office of president in a corporation;
- h) and shall appoint all committees, except as herein otherwise provided.

Section 2. The Vice President shall be visited with all powers and shall perform all the duties of the President during the absence of the latter and shall have such other duties as may, from time to time, be determined by the Board of Directors. In the event that the President shall be absent from any meeting, the Vice President shall preside; if neither are present, then the Secretary shall preside; if the Secretary is not present, then the Treasurer shall preside.

Section 3. The Secretary shall attend all sessions of the Board of Directors and all meetings of members and act as a clerk thereof;

- a. shall record all votes and minutes of all proceedings in a book to be kept for that purpose;
- b. send notices of all meetings to the members of the Board of Directors;
- c. perform such other duties as may be prescribed by the Board of Directors and the President under whose supervision they shall be the custodian of the corporate seal, and all of the books and records of this Association, except as may be otherwise provided.

Section 4. The Treasurer, under the direction of the Board of Directors, shall have charge of the funds of this Association and shall deposit the same in the name of the Association in depositories designated by the Board of Directors, shall pay the obligations, and shall make a complete and accurate report of the finances of this Association at each annual meeting of the members, or at any other time upon request, to the Board of Directors,

ARTICLE X

RIGHTS AND OBLIGATIONS OF MEMBERS

Section 1. Every member in good standing shall have the right to vote at the general election meetings and to hold office.

ARTICLE XI

STANDING COMMITTEES

Section 1. There shall be such standing committees as from time to time shall be determined by the Board of Directors.

ARTICLE XII

CORPORATE SEAL

Section 1. This Association shall have a seal, upon which shall be inscribed the name of the Association, the year of its creation and the words "Incorporated Commonwealth of Pennsylvania".

ARTICLE XIII

CHANGING OF BY-LAWS

Section 1. The members of this Association may, by a majority vote of the members present and voting, alter, amend, suspend or annul these by-laws at any regular meeting or special meeting called for this purpose.

ARTICLE XIV

ADOPTION OF BY-LAWS

Section 1. These by-laws shall be adopted by a majority vote of the members present and voting at the time of this proposal to the members for ratification.

Section 2. These by-laws shall be in full force and effect immediately upon their adoption as set forth in Section 1. The foregoing by-laws were read and approved at the annual meeting of the Greenville Area Public Library Association on January 8, 1962.

The foregoing by-laws incorporate amendments duly voted on and passed at meetings of the Board of Directors on April 19, 1966, September 17, 1968, January 12, 1971, January 11, 1972, January 10, 1978, January 13, 1981, January 8, 1985, January 16, 2001, January 15, 2008 and January 17, 2012, August 20, 2013, December 17, 2013, May 17, 2022.

Reviewed with minor wording changes 3/19/2024

Greenville Area Public Library Board of Directors