

# **Grove City Community Library Board of Trustees By-Laws**

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**MISSION:** It is the mission of the Grove City Community Library enhance the quality of life throughout the Grove City area and inspire lifelong learning through literacy and creativity.

NOW THEREFORE, the membership of the Grove City Community Library, Inc., adopts the following By-Laws.

**SECTION 1. Name.** The name shall be the "Grove City Community Library, Inc.," a non-profit corporation created under the laws of Pennsylvania.

**SECTION 2. Management.** The management of the business and affairs of the Corporation shall be in the hands of the Board of Trustees consisting of nine members:

A. Appointed members:

Two members appointed by the Grove City Borough Council, of whom one will be recommended to the Board for a three (3) year term. The length of the second appointee term shall be determined by the Council. Appointments should be made in December to begin board duties in January.

One member appointed by the Friends of the Library. The length of his/her term shall be determined by the Friends of the Library.

One member appointed by Pine Township, one member appointed by Liberty Township, and one member appointed by Wolf Creek Township. The length of their terms shall be determined by the Townships represented, at this time the terms are for three (3) years each.

B. Elected members:

Three (3) members shall be elected by the Board of Trustees. At the December meeting of the Board, the Board of Trustees shall elect one member for a three year term to succeed the retiring elected member. Members shall be permitted to succeed themselves.

**SECTION 3. Vacancies.** Any vacancy in the board shall be filled for the unexpired term by the respective appointing or electing organization.

**SECTION 4. Officers.** The Library Board is required by law to elect at least a president, secretary, and treasurer from among board members, who shall be elected and installed at the January meeting of the Board of Trustees, and shall hold office until their successors are elected and have been installed.

SECTION 5. Meetings.

- A) Monthly meetings of the Board shall be held on the second Wednesday of each month except July and August, at such time and place as the Board may from time to time determine. Special meetings may be called at the discretion of the President.
- B) At all meetings of the Board, five (5) members shall constitute a quorum.
- C) The order of business at meetings shall be as follows:
  - 1) Call to Order
  - 2) Minutes of Previous Meeting
  - 3) Treasurer's Report
  - 4) Library Director's Report
  - 5) Report of Friends of the Library
  - 6) Unfinished business
  - 7) New business
  - 8) Adjournment
- D) Parliamentary Authority. The rules contained in *Robert's Rules of Order* shall govern the parliamentary procedures of the meetings.

SECTION 6. Duties of Officers

- A. The President shall preside at all meetings and shall appoint such committees as he/she or the Board shall consider expedient or necessary.
- B. The Vice President shall perform the duties of the President in his/her absence.
- C. The Secretary shall keep the minutes of meetings and perform such other duties as the President shall direct.
- D. The Treasurer shall disburse such funds as ordered and authorized by the Board. He/She shall keep regular accounts and shall submit and report on same when requested at regular meetings. Checks shall require two (2) signatures. The Treasurer shall be one signer, and the other signer shall be one of the following: any other Board member or the Library Director. The Treasurer shall be bonded in accord with Section 412 of the Library Code.
- E. The President, Vice President, Secretary and Treasurer shall, upon being so directed by the Board, sign all leases, contracts, investment documents or other instruments in writing.

SECTION 7. Duties and powers of Board of Trustees.

- A. The Board of Trustees shall have general charge of the management and affairs of the Corporation including the power to amend the By-Laws, prepare the budget to be presented at the December meeting, employ the library director and approve staff, set salaries, employ special assistance as needed, approve library hours, and formulate general plans and policies to carry out the purpose of the Constitution as expressed in the Charter.

- B. Members of the Board of Trustees are expected to attend Board meetings and to otherwise participate in Board activities.
- C. Legal responsibility for the operation of the Grove City Community Library is vested in the Board of Trustees. Subject to state and federal law, the Board has the power and duty to determine rules and regulations governing library operations and services.
- D. The Board shall select, appoint and supervise a properly certified and competent library director, and determine the duties and compensation of all library employees.
- E. The Board shall approve the budget and make sure that adequate funds are provided to finance the approved budget.
- F. The Board shall have exclusive control of the expenditure of all moneys collected, donated or appropriated for the library fund and shall audit and approve all library expenditures.
- G. The Board shall in conjunction with the borough, supervise and maintain buildings and grounds, as well as regularly review various physical and building needs to see that they meet the requirements of the total library program.

SECTION 8. Conflict Of Interest Policy.

- A. Definition. A conflict of interest may exist when the interests or concerns of any Trustee, officer, or staff member, or said person's immediate family, or any party, group or organization in which said person holds a position as an employee, officer, director, or partner, may seem as competing with the interests or concerns of the Grove City Community Library.
- B. Disclosure. Each member of the Board of Trustees and staff of the Grove City Community Library must disclose to the Board any possible conflict of interest.
- C. Compliance. When such conflict of interest is relevant to a matter requiring action by the Board of Trustees, the interested Trustee shall bring it to the attention of the Board and will not participate in any discussion or vote on such a matter.

SECTION 9. Nondiscrimination Policy.

- A. The Grove City Community Library shall not discriminate on the basis of race, color, religious creed, ancestry, union membership, age, sex, sexual orientation, national origin, or mental or physical challenge.
- B. Compliance. Compliance with the Pennsylvania Human Relations Act (43 P.S. Sections 951-963) shall constitute compliance with this paragraph.
- C. Application. This policy shall apply to any person served, membership on the Board of Trustees, and staff employment.

SECTION 10. Committees.

- A. Nominating Committee consisting of three members, one to represent the Friends of the Library, and two from the Board of Trustees shall be elected at the October meeting of the Board. This committee shall present names of nominees for membership on the Board for election at the December meeting.

- B. A Budget Committee may be appointed by the President to assist the Treasurer in developing a proposed annual budget.
- C. A Personnel Committee may be appointed by the President to make recommendations to the Board of Trustees on personnel matters.
- D. The Board of Trustees will be responsible for selecting an auditor at the January meeting to audit or review all the Library accounts in accordance with the guidelines of the Commonwealth Libraries.
- E. Officers of the Board may act as an Executive Committee when circumstances warrant.

SECTION 11. A Library Director will be appointed by the Board and will perform all the usual duties of a Library Director, including making reports to the Board at its regular meetings.

SECTION 12. Amendments. These By-Laws may be altered or amended by the affirmative votes of seven members of the Board at any regular or special meeting.

SECTION 13. Dissolution Statement. Upon the dissolution of the corporation, the board of Trustees shall, after paying or making provisions for the payment of all liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501 C (3) of the Internal Revenue Code of the 1986 (or corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall by disposed of by the Court of Common Pleas of Mercer County (or the county in which the principal office of the corporation is then located), exclusively for such purposes or to such organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

Approved: January 1968

Approved: November 1972

Approved: December 1984

Approved: March 1987

Approved: March 13, 1996

Approved: October 11, 2000

Approved: April 9, 2003

Approved: May 9, 2012

Approved: June 12, 2012

Approved: June 18, 2014