

Plum Borough Community Library Board of Trustees BYLAWS

Article I Identification

Section 1. Name. The name of this appointed body is the PLUM COMMUNITY LIBRARY BOARD OF TRUSTEES, which may be referred to in these bylaws as the “Board”.

Section 2. Purpose. The Board is organized for all purposes permitted for a Pennsylvania nonprofit organization which is exempt from federal taxation under Section 501(c)(3) of the Internal Revenue Code. The Board’s primary purposes are:

- a. Serve the public responsibly
- b. To represent the public’s interest in achieving good library service
- c. To promote public awareness that the public library is a vital community asset
- d. To strengthen existing resources and library services through application for and distribution of public and private funding that has been solicited for the support of the Plum Community Library and its patrons

Section 3. Board Responsibilities. The responsibilities of the Board are to make operating and administrative umbrella policies, pursuant to the Pennsylvania Commonwealth Library Code, Department of Education, specifically legal policy making and planning and evaluation

Section 4. Location. The Plum Community Library is a public library located at 445 Center New Texas Road, Plum, PA 15239

Section 5. Definition of a public library. In these bylaws a public library is a free, public, non-sectarian library established by the Plum Municipality. The Plum Borough Community Library will serve the informational, educational and recreational needs of any resident and will provide access, including lending and reference services, to an organized and currently useful collection of print items and other materials and to the services provided by staff trained to recognize and satisfy those needs.

Section 6. Fiscal Year. The fiscal year of the Board shall end on December 31st of each year or on such other date as may be fixed by the Board.

Article II Membership

Section 1. Appointment. The Trustees shall be residents of Plum Borough, over the age of 18 and appointed by the Plum Borough Council without regard to race, creed, color, age, sex, or national origin. Individuals desiring to serve on the Board of Trustees must submit a letter of interest to the Plum Borough Council for consideration.

Section 2. Membership. The Board of Trustees shall consist of **five (5)** and not more than **seven (7)** voting members. If the number of Trustees drops below **five (5)** through resignation or other terminations, the Board may continue to function as a Board with full power and authority until the vacancies are filled.

Section 3. Term. A Board member's term of office shall be for three years. At the end of a member's term, said member shall submit an acknowledgement in writing to Borough Council indicating his/her desire to continue to serve or to step down.

Section 4. Bonds. The Board may in its discretion, secure surety bonding for the Officers in such amount and with a surety that are satisfactory to the Board.

Section 5. Compensation. No part of the net earnings of the organization shall inure to the benefit of or distribute to its members, trustees, officers or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda or otherwise attempting to influence legislation and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section 6. Meeting Attendance. Members shall be expected to attend all meetings except as they are prevented by a valid reason.

- a. In the event that a Trustee is absent without notice for two consecutive meetings, such absence shall be grounds for immediate dismissal from the Board by written notification of dismissal by the Borough Manager. Attendance policy was adopted by Council on August 14, 1995.
- b. Appeal for reinstatement of the seat may be submitted in writing to the Borough Manager within 30 days of dismissal.

Section 7. Vacancies. Vacancies occurring on the Board of Trustees shall be filled by Plum Borough Council appointment.

- a. **Resignations** – A Trustee may resign from the Board at any time. The resigning Trustee shall notify the President of the Board and the Borough Council in writing of his or her decision. If the Board President is resigning, this notice shall be given to the Secretary as well as the appointing authority.
- b. **Residency Change** – A Trustee who moves his/her residency outside of the Borough may continue to serve with the permission of the appointing entity.

Article III Officers

Section 1. The officers shall be a president, a vice president, a secretary, and a treasurer, elected from among the appointed trustees at the annual meeting of the Board. No member shall hold more than one office at a time. No member shall be eligible to serve more than two consecutive terms in the same office, unless no other interested parties and with board approval.

Section 2. Vacancies in office shall be filled by vote at the next regular meeting of the Board after the vacancy occurs.

Section 3. Officers shall serve a term of one year from the annual meeting at which they are elected and until their successors are duly elected.

Section 4. The *President* shall preside at meetings of the Board, authorize calls for special meetings, appoint all committees, execute all documents authorized by the Board, serve as an ex-officio voting member of all committees except the nominating committee, co-sign all checks drawn on funds held in custody of the library (independently of the municipality), and generally perform all duties associated with the office of president. The President shall preside over all regular and special meetings of the Board, over the annual meeting, and carry on all other duties appropriate to the office and shall see that all order and resolutions of the Board are carried into effect. All meetings will be conducted in accordance with "Roberts Rules of Order" revised edition. The President shall review the budget, policies, procedures and controls established by the Board and where applicable, approved by the members. The President may vote on all matters before the Board and shall be a member of all Committees established by the Board.

Section 5. The *Vice President*, in the event of the absence or disability of the president, or of a vacancy in that office, shall assume and perform the duties and functions of the president. The Vice President shall assist the President and in the absence of the President shall perform the duties of the President and when so acting, shall be subject to all of the restrictions upon the President. The Vice President shall act as the Parliamentarian (see Section 8, Parliamentary Order) and shall perform such other duties as from time to time may be assigned to they/them by the President or Board of Trustees.

Section 6. The Secretary shall be responsible for the appropriateness, completeness and safekeeping of all records of the Board. They shall prepare or cause to be prepared, the minutes of all meetings of the Board. The Secretary shall be responsible for the timely mailing or delivery of all minutes of the Board. The Secretary shall perform all other duties as assigned from time to time by the Board or requested by the President.

Section 7. The *Treasurer and/or President* shall co-sign all checks drawn on funds held by the library, sign all vouchers for disbursements from the library fund, and perform such duties as generally devolve upon the office. IF greater than \$5,000 checks should be co-signed by both the President and Treasurer. The treasurer shall be bonded in an amount as may be required by a resolution of the Board, and not less than the value of any property held by him or her. The treasurer shall make monthly reports to the Board showing in detail the amount and investment of, and income and disbursements from, the funds in his or her charge. The Treasurer shall supervise the financial activities of the Board subject to the budget, policies, procedures and controls established by the Board. The Treasurer shall be responsible for full and accurate accounts of receipts and disbursements, a system for the deposit of monies and other valuable properties and reports on the financial condition of the library to the Trustees at each meeting or whenever the Board requires such information. The Treasurer shall be the Chairperson of the Finance Committee of the Board.

Article IV Meetings

Section 1. Regular Meetings. The regular meetings shall be held each month, the date and hour to be set by the Board. The schedule may be distributed to agencies deemed appropriate by the Board or may be published in any manner that would constitute public notice. The January meeting shall be for the purpose of the election of officers.

Section 2. Annual Meeting. The annual meeting shall be held following the completion of the annual report and the issuance of the independently audited financial statement. The public shall be notified of said meeting by publication in the newspaper of record and/or additional forms of media at least two weeks prior to the meeting date. The members shall review the reports and may also consider such other issues as are properly brought before such meeting. The minutes of such meeting shall reflect that the meeting is the “Annual Meeting”.

Section 3. Special Meetings. Special meetings may be called by the President of the Board or at the request of members of the Board. The dates and times of special meetings will be set to accommodate as many members as possible. The purpose and an agenda for each special meeting shall be given with a meeting notice and matters considered at such meetings shall be limited to those set forth in the notice.

Section 4. Open Meetings. Regular meetings of the Board shall be open to the public in accordance with the “Sunshine Law” as required. Individual public comments shall be limited to 3 minutes.

Section 5. Agendas and Notices. Meeting agendas and notices shall indicate the time, date, and place of the meeting and indicate all subject matters intended for consideration at the meeting.

Section 6. Minutes. Minutes of all meetings shall, at a minimum, indicate board members present, all items of business, all motions (except those that were withdrawn), and the result of all votes taken.

Section 7. Quorum – A quorum for the transaction of business at any meeting of the Trustees shall consist of the presence in person or virtually of a simple majority of the members. When a quorum is present, a simple majority of the votes cast shall determine any question brought before such assembly by a motion and second.

Section 8. Parliamentary Authority. The rules contained in *Robert’s Rules of Order*, latest revised edition [or *The Standard Code of Parliamentary Procedure* by Alice F. Sturgis], shall govern the parliamentary procedure of the meetings, in all cases in which they are not inconsistent with these bylaws and any statutes applicable to this Board.

Article V Committees

Section 1. Standing Committees. The following committees: Finance & Fundraising, Buildings & Grounds, Policies & Procedures, Bylaws, Personnel, and Governance, shall be determined by the Board of Trustees. Additional members of each committee may be appointed by the Chairperson of that committee with notice of that intention to the Board. The Board may agree upon establishment of other committees as may be necessary to carry out the purposes of the Board.

- a. **Finance Committee** - is responsible for maintaining the fiduciary duties of the library with oversight by the Treasurer. Meets on an as-needed basis.
- b. **Fundraising Committee** –is involved with various fundraising efforts sanctioned by the Board with the support of the entire membership. Meets on an as-needed basis.
- c. **Policies and Procedures Committee** – has the responsibility for developing, writing and compiling policies and procedures for the library and maintaining such a document in a manual, evaluating policies and procedures annually and make recommendations to the Board of Trustees. Meets on an as-needed basis.
- d. **Bylaws Committee** – has the responsibility for evaluating the existing by laws on an annual basis and to recommend changes as necessary and to set precedents regarding any specific issues that may arise. Meets on an as-needed basis.
- e. **Personnel Committee** – is responsible for establishing hiring procedures for library staff. The Committee will advertise, interview and recommend to the Board the best candidate to fill the position of Director, Head Librarian or Manager of Library Operations. The Committee will review the Personnel Policy on an annual basis and make recommendations to the Board. Meets on an as-needed basis.
- f. **Governance Committee** – is responsible for the recruitment, renewal, and review of new and existing Board members. The Committee shall develop and maintain policies and procedures for the recruitment and onboarding of Board members. The Committee shall be comprised of Trustees, staff, ad hoc members, experts and/or advisors as needed and deemed necessary by the president, with approval of the Board. Meets on an as-needed basis.

Section 2. Community Members. Committees may be comprised of, but not limited to, additional community members such as Directors Emeritus, borough or school district liaisons, ad hoc members, legal advisors, outside experts, and/or local or state representatives. No committee or community members shall have voting powers, and thus no other than advisory powers.

- a. **Board Member Emeritus.** The Board Member Emeritus is selected and appointed by the Plum Borough Council and shall serve at the pleasure of Council. [See the attached addendum for the Plum Boro Board Member Emeritus Bylaws].
- b. **Ad hoc members, liaisons, and/or committees.** Ad hoc members, liaisons, advisors, and/or committees shall be appointed with the approval of the Board, to serve as needed and for the duration determined by the Board. These committees may also include staff and public representatives, as well as outside experts.
- c. **Legal Advisors.** A legal advisor may be appointed by the Board and shall be an attorney licensed to practice law in the Commonwealth of Pennsylvania, who has volunteered his or her time to participate in the library’s activities. The legal advisor shall be appointed by the Board at an organizational or reorganizational meeting.

Article VI

Duties of the Board of Trustees

Section 1. Legal responsibility for the operation of the Plum Borough 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. The Board shall have the authority to supervise the general affairs of the organization, oversee disbursement of funds and hire the library director to staff the library, among other duties.

Section 2. The Board shall approve the budget and make sure that adequate funds are provided to finance the approved budget. The budget shall include all income from all sources anticipated for the budget year.

Section 3. 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.

Section 4. The Board shall supervise and regularly review various physical and building needs to see that they meet the requirements of the total library program. Building or grounds needs will then be referred by the library director.

Section 5. The Board shall study and support legislation that will bring about the greatest good to the greatest number of library users.

Section 6. The Board shall cooperate with other public officials and boards and maintain vital public relations.

Section 7. The Board shall maintain the power to enter into written agreements.

Section 8. The Board shall prepare and submit long-range plans, to review such plans annually and amend them as necessary to meet the needs of the public such that each resident of the service area has direct and convenient access to adequate public library services

Section 9. Board members may make contributions and/or donations to the Library.

Section 10. The Board may exercise, on behalf of the library, corporate powers accorded by Pennsylvania law to non-profit entities; to sue and be sued, complain and defend and participate as a party or otherwise in any judicial, administrative, arbitative or other proceeding in its name.

Section 11. The Board may exercise any other powers of the Board permitted by Pennsylvania law for non-profit organizations.

Article VII

Library Director

The library director shall be appointed by the Board of Trustees and shall be responsible to the Board. The library director shall be considered the executive officer of the library under the direction and review of the Board, and subject to the policies established by the Board. The director shall act as technical advisor to the Board. The director shall be invited to attend all Board meetings (but may be excused from closed sessions) and shall have no vote.

*A successful library relies on a collaborative relationship between the board and the director, with clear communication and a shared understanding of their roles. While the board and director work closely

together, they have distinct and separate accountabilities. The board focuses on the broader oversight and strategic direction of the library, while the director focuses on operational leadership and management. The library board oversees the library director. The board is responsible for hiring a qualified library director and regularly evaluating their performance to ensure that the director is effectively leading the library and meeting established goals. The board is responsible for setting and reviewing the compensation and benefits for the director on an annual basis.

The library director is responsible for the day-to-day operations of the library, implementing and ensuring compliance with the library's mission, aligning operations with the strategic plan and implementing board-approved policies. The director is responsible for managing all library staff including recruiting, hiring, training, and evaluating staff in accordance with each staff person's position and job duties.

**Last two paragraphs of Article VII were voted on to add to the bylaws at the July 15, 2025 Board of Trustees meeting.*

Article VIII

Conflict of Interest

Section 1. A conflict of interest exists when the Board, a Trustee or Officer enters into a transaction or arrangement that might benefit the private interests of such or might result in a possible excess benefit transaction. This statement is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable institutions.

Section 2. Board members may not in their private capacity negotiate, bid for, or enter into a contract with the Plum Borough Community Library in which they have a direct or indirect financial interest.

Section 3. A board member shall withdraw from Board discussion, deliberation, and vote on any matter in which the Board member, an immediate family member, or an organization with which the Board member is associated has a substantial financial interest.

Section 4. A board member may not receive anything of value that could reasonably be expected to influence his or her vote or other official action.

Article IX

General

Section 1. Voting. An affirmative vote of the majority of all members of the Board present at the time shall 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. Standard of Care and Fiduciary Duty. Each Trustee has a fiduciary relationship to the Board and shall perform his/her duties as a Trustee, including the duties as a member of any committee of the Board, in good faith and in a manner they reasonably believes to be in the best interests of the library.

Section 3. Rules, Regulations and Policies. The Board of Trustees may adopt rules, regulations and policies not inconsistent with these Bylaws, for the administration and conduct of the affairs of the library and may alter, amend, or repeal any such rules, regulations and policies it adopts by majority vote of the members present and entitled to vote at a meeting of the Trustees where a quorum is present.

Section 4. Any rule or resolution of the Board, whether contained in these bylaws 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 of the members of the Board are present and two-thirds of those present so approve.

Section 5. These bylaws may be amended at any regular meeting of the Board by majority vote of all members of the Board, provided written notice of the proposed amendment shall have been mailed to all members at least ten days prior to the meeting at which such action is proposed to be taken.

Adopted by the Board of Trustees of the _____ Library on the
_____ day of _____.