

# VOSE LIBRARY

## Bylaws

Revised 1995, 2006, 2009, 2012 (*revision voted 06/21/2012, effective 07/01/2012*)

### ARTICLE I – Name, Location and Corporate Seal

#### Section 1.

**Name.** The name and title of this corporation is Vose Library.

#### Section 2.

**Location.** The corporation shall have its office and place of business in Union, Knox County, State of Maine.

#### Section 3.

The corporate fiscal year shall be July 1 to June 30.

#### Section 4.

**Corporate Seal.** The corporate seal of the corporation shall have inscribed thereon the name of the corporation, to wit “Vose Library” and the words “Incorporated 1932”.

### ARTICLE II – Members and Dues

#### Section 1.

**Members.** Any adult resident of the Union Area shall be eligible for membership in this corporation. Members may be elected by a majority vote of the members present at any regular or special meeting. On the death, resignation, expulsion, or removal from the Union Area of any one of the members of the corporation, all the right, title, and interest of that member in and to any of the real or personal property of the corporation shall be terminated and ended.

#### Section 2.

**Dues.** Dues of members shall be in such amounts and payable at such times as the members may from time to time determine.

### ARTICLE III –Officers, Nomination and Terms of Office.

#### Section 1.

**Officers.** The officers of the corporation shall consist of a president, vice president, treasurer, and secretary.

#### Section 2.

**Nomination.** The president shall appoint a nominating committee prior to the annual meeting who will present a slate of officers at the annual meeting, having obtained the nominees’ consent. Additional nominations may be made from the floor.

### **Section 3.**

**Terms of Office.** Officers shall serve a term of two years from the annual meeting at which they were elected. No officer shall serve in one position for more than two consecutive terms, except for the secretary and treasurer who may serve for three consecutive terms. If an officer is unable to complete an elected term, the vacancy may be filled by vote of the board of trustees. The incoming president must have served at least one term on the board of trustees before taking office. The vice president shall serve as the incoming president when the position of president becomes vacant. Officers may be removed from their positions by a two-thirds vote of the board of trustees or a two-thirds vote of those present and voting at a meeting of the general membership.

## **ARTICLE IV – Duties of Officers.**

### **Section 1.**

**President.** The president of the corporation shall preside at all meetings of the members and of the board of trustees. The president may call special meetings of the members and of the board of trustees, and shall appoint all committees, execute all documents authorized by the board, serve as an ex officio voting member of all committees except the nominating committee, and shall perform such other duties as may be designated by the board of trustees. The president shall be a signatory on all bank accounts and other financial accounts. In the absence of the treasurer, the president shall receive and disburse monies.

### **Section 2.**

**Vice President.** The vice president shall have such powers and duties as the board and/or the president shall designate. In the absence or disability of the president, or in the event of a vacancy of that office, the vice president shall assume and perform all the powers and duties of the president.

### **Section 3.**

**Treasurer.** The treasurer shall have charge of the financial affairs of the corporation and, under the supervision of the board of trustees, shall have the custody of all funds and securities of the corporation. The treasurer shall keep or cause to be kept full and accurate books of account and shall deposit or cause to be deposited all moneys, checks, drafts, warrants, or other bankable effects in the name of and to the credit of the corporation in such banks and depositories as may be designated by the board of trustees. All notes, bills, checks, and drafts drawn or given by the corporation shall be signed by the treasurer. The treasurer shall be the custodian of all valuable papers belonging to the corporation and of the corporate seal. The treasurer shall disburse the funds of the corporation under the supervision of the board of trustees, taking vouchers for its disbursements, and shall submit a report of the financial condition of the corporation for the preceding year to the members at the annual meeting. The treasurer shall communicate to the president all information necessary for accessing the corporation's financial records. The treasurer shall render to the board of trustees, when requested to do so, an account of all transactions as treasurer, and of the financial condition of the corporation, and shall perform such duties as may be directed by the board of trustees.

#### Section 4.

**Secretary.** The secretary shall keep at some fixed place to be designated by the board of trustees, the records of this corporation and a complete list of members. It shall be the duty of the secretary to keep full, true, and accurate records of the meetings of the board of trustees, and to give notice of all meetings in accordance with the provisions of these bylaws. In the absence of the secretary at any meeting, a secretary pro-tem may be chosen.

### ARTICLE V – Board of Trustees, Terms of Office, Vacancies, Attendance, and Quorum.

#### Section 1.

**Board of Trustees.** The president, vice president, treasurer and secretary **officers** shall serve as trustees. ~~They shall be elected at the annual meeting of the corporation from among the members of the corporation for a term of two years. In addition,~~ **There will shall** be seven ~~regular~~ **additional, elected** trustees.

#### Section 2.

**Terms of Office.** The ~~regular~~ trustees **who are not officers** shall be elected at the annual meeting of the corporation from among the members. They shall be elected for a term of two years. ~~Regular~~ **These** trustees may serve two consecutive terms, and then may be re-elected after a lapse of one year.

#### Section 3.

**Vacancies.** In case of a vacancy on the board, said vacancy may be filled from the current membership of the corporation, by a majority vote of the members of the board.

#### Section 4.

**Attendance.** When any board member misses three regular meetings in a row, or attends fewer than five regular board meetings in any twelve month period, that board member's position may be declared vacant by the board of trustees.

#### Section 5.

**Quorum.** A quorum for transacting business shall be no less than one half of the currently serving trustees.

### ARTICLE VI – Duties of the Board of Trustees.

#### Section 1.

**Property and Business.** The board of trustees shall have the general control of the property and business of the corporation. They ~~shall~~ **may** exercise all the powers and rights which may be exercised by the corporation. They may determine the manner of calling their own meetings. They shall have the power to purchase or otherwise acquire for the corporation any property, rights, or privileges which the corporation is authorized to acquire and at such prices and on such terms as they may determine.

**Section 2.**

**Rules, Compensation and Employees.** The trustees shall make such rules and regulations for the conduct and use of the library as they may determine are best for the interests of the library and shall have the authority to fix and determine the compensation and remuneration of all employees of the corporation, and may appoint such officers and employees as they may deem advisable to the welfare of the corporation.

**ARTICLE VII – Standing Committees.**

**Section 1.**

**Policy Committee.** The president shall annually appoint a policy committee of no less than three members, two of whom shall be trustees, and the remainder chosen from the membership. The policy committee shall be chaired by a trustee. Duties of the policy committee shall be to review annually the Vose Library policy statement and recommend to the board of trustees any proposed changes. The librarian shall be a non-voting member of the policy committee ex officio.

**Section 2.**

**Finance Committee.** The president shall annually appoint a finance committee of a chairman and two or three members. The president and the treasurer shall be voting members ex officio. The chairman and at least one of the members of the committee shall be trustees; other members may be chosen from the membership. Duties of the finance committee are to oversee and regularly review all financial business of the corporation and recommend to the board any proposed action.

**Section 3.**

**Budget Committee.** The president shall annually appoint a budget committee consisting of the treasurer as chairman, the president, the vice president, and the immediate president from the previous year. Duties of the budget committee are to prepare an annual operating budget and regularly review and propose revisions, as necessary.

**Section 4.**

**Personnel Committee.** The president shall annually appoint a personnel committee consisting of the president, the treasurer and no less than two trustees.

**Section 5.**

**Other Committees.** The president shall appoint committees for specific purposes as the business and activities of the board may require. All committees shall make progress reports to the library board at each of its meetings. No committee shall have other than advisory powers unless the board votes it specific power.

**ARTICLE VIII – Annual Meeting.**

**Section 1.**

**Annual Meeting.** The annual meeting of the Vose Library shall be held in June of each year.

**Section 2.**

**Quorum.** Seven members of the corporation shall be requisite to constitute a quorum for the transaction of business, excepting that in the absence of a quorum, a lesser number shall have the right to adjourn the meeting to a fixed day thereafter. At any such adjourned meeting at which a quorum is present, any business may be transacted which might have been transacted at the meeting originally called.

**Section 3.**

**Notice.** Notice of the annual meeting of this corporation shall be given by the secretary of the corporation at least five days prior to the day of the meeting.

**ARTICLE IX – Special Meetings.**

**Section 1.**

**Special Meetings.** Special meetings of the corporation may be called at any time at the discretion of the president, and shall be called on a vote by the majority of the trustees, by the president or any other person designated by the board of trustees. Special meetings shall also be called by the president, by the secretary, or by the board of trustees on the demand in writing made by one-third of the members of the corporation. At such meetings shall be transacted only such business as shall be specified in the notice of such meeting given to each member.

**Section 2.**

**Notice.** Notice of a special meeting of this corporation shall be given by the secretary of the corporation at least five days prior to the day of the meeting.

**ARTICLE X – Amendments.**

**Section 1.**

These bylaws may be altered, amended, repealed, or remade at any annual meeting of the members of the corporation or at any special meeting, by a majority vote of the members present, provided that in the call for such meeting a notice of such intended action is given.