

**CARVER MEMORIAL LIBRARY ASSOCIATION  
SEARSPORT, MAINE**

**BY-LAWS – As amended 11/14/2019**

**Adopted 1/9/2020**

**ARTICLE I – Incorporation**

*Section 1.* Name and purpose. This Association shall be known as the **CARVER MEMORIAL LIBRARY ASSOCIATION**. Its purpose is to operate a public library.

*Section 2.* Authorization. This Association is authorized under the provisions of Chapter 3, Section 106 of the Laws of the State of Maine and shall exercise the powers and authority and assume the responsibilities delegated to it under said statute.

**ARTICLE II – Membership**

*Section 1.* Membership. This Association shall consist of all persons holding, in good standing, borrowing privileges at the Carver Memorial Library.

**ARTICLE III – Board of Trustees**

*Section 1.* Governance. This Association shall be governed by a Board of Trustees and its Officers.

*Section 2.* Trustees. Trustees will be elected at the Annual Meeting. Trustees elected during the year will be ratified at the Annual Meeting.

Trustees must be members in good standing.

The total number of Trustees shall not exceed nine.

All Trustees will be elected for a three-year term and may be re-elected for a second three-year term. The sitting Board may vote to extend the term of any individual Trustee beyond the term limit if they deem it necessary.

*Section 3.* Duties of Trustees. The Board of Trustees shall establish policies governing the operation of the Carver Memorial Library, shall direct the financial affairs of the Association, and oversee the investment of all endowment funds owned by the Association.

The Board of Trustees is responsible for library operations and is ultimately accountable for the management of the library.

*Section 4.* Trustee Conduct. Members of the Board of Trustees are expected to act in an ethical, honest, and respectful manner, as outlined by the Public Library Trustee Ethics Statement of the American Library Association. Failure to comply with these standards of conduct can result in removal as a Trustee.

**ARTICLE IV – Duties of Officers**

*Section 1.* Officers. The Officers shall be President, Vice-President, Secretary and Treasurer. All Officers shall be elected from the Board of Trustees and elected by a majority vote of those present at the Annual Meeting.

Officers who are elected during the year to fill vacant offices shall be ratified at the Annual Meeting.

*Section 2. Terms of Office.* All Officers shall be elected for a one-year term.

In the event an Officer is unable to complete his/her term, a replacement to serve until the next Annual Meeting shall be appointed by the Board of Trustees.

*Section 3. President.* The President shall preside at the Annual Meeting and meetings of the Board of Trustees.

The President may authorize calls for special meetings, may appoint all committees, and execute all documents authorized by the Board of Trustees. All committees appointed by the President shall be approved by the Board of Trustees.

The President shall have the authority to sign checks in the absence of the Treasurer, may serve as an ex officio member of any committee, and shall perform other duties associated with the office.

*Section 4. Vice-President*

The Vice-President supports the President and fills in for the President, when needed.

*Section 5. Secretary.* The Board of Trustees will use a group note-taking method with a rotating scribe to keep a written record of the Annual Meeting of the Association and all meetings of the Board of Trustees.

The Secretary will assign group note-taking responsibilities for each meeting,

The Secretary will assure that finalized minutes, from the group note-taker for each meeting, go into the Library files.

*Section 6. Treasurer.* The Treasurer shall maintain all current financial records of the Association. This will include, but is not restricted to:

- Signing all checks
- Presenting monthly reports of the financial affairs of the Association at each Board Meeting and Annual Meeting
- Shall make the financial records available for inspection by the Board of Trustees and present them for audit upon request of the Board
- Submit an annual financial report to the Town of Searsport
- Perform other duties associated with the office.

## **ARTICLE V – Meetings**

*Section 1. Meetings.*

All meetings will be governed by Robert's Rules of Order.

No proxy voting is allowed at any meeting.

A quorum shall consist of a majority number of Trustees, provided that one of the Trustees present is an Officer of the Association.

*Section 2. Annual Meeting.* The Annual Meeting of the Association, for the purpose of the election of Officers and Trustees, and receiving annual reports, shall be held at such time as deemed advisable by the Board of Trustees.

All members of the Association are eligible to attend the Annual Meeting.

Notice of the Annual Meeting will be posted in the Library by the President at least 30 days prior to the meeting.

*Section 3.* Board of Trustees Meetings. The Board of Trustees shall hold six or more meetings annually.

A quorum shall consist of a majority number of Trustees, provided that one of the Trustees present is an Officer of the Association.

*Section 4.* Special Meetings. Special Meetings of the Board of Trustees may be called by the President or at the request of three or more Trustees, for transaction of business as stated in the call for the meeting.

A Special Meeting can also be called by 1/10<sup>th</sup> of the membership.

Votes of the Board of Trustees can be made by email when time is an issue and no Board Meeting is imminent. Such votes shall be ratified at the next Board Meeting.

#### **ARTICLE VI – Library Director**

*Section 1.* Library Director. The Trustees shall recruit and recommend a Library Director for confirmation by the Town Manager and the Board of Selectmen.

The Director shall be employed under the personnel policies of the Town of Searsport.

#### **ARTICLE VII – Committees**

*Section 1.* “Standing” Committees may be appointed and approved by the Board of Trustees.

*Section 2.* All committees shall be sub-committees of the Board of Trustees. All committees shall include at least one Trustee.

*Section 3.* Ad Hoc Committees may be appointed, as needed, to perform specific tasks. All Ad Hoc Committees must have the approval of the Board of Trustees.

*Section 4.* All members of an Ad Hoc Committee must be approved by the Board of Trustees

#### **ARTICLE VIII – Fiscal Year**

*Section 1.* Fiscal Year. The fiscal year for the Association shall be determined by the needs of the Association, and voted upon by the Board of Trustees.

#### **ARTICLE IX - By-Laws**

*Section 1.* By-Laws. The By-Laws of the Association may be revised or amended at a Board of Trustees Meeting by a majority vote of the Trustees in attendance.

The revised By-Laws shall be submitted for ratification at the next Annual Meeting of the Association.

Ratification depends on a majority of the members in attendance at the Annual Meeting.