

East Blue Hill Library Association
CURRENT BYLAWS

ARTICLE I
OFFICES

The office of the East Blue Hill Library Association shall be incorporated in the State of Maine and shall be in the Town of Blue Hill in the County of Hancock.

ARTICLE II
NAME AND MISSION

The name of the Association shall be the East Blue Hill Library Association. The name of the Library shall be the East Blue Hill Public Library.

The mission of the Association is to promote the interest and functioning of the East Blue Hill Public Library, to own and care for the building and its contents, to secure and support the services of a Librarian, and to observe and adhere to the "basic" Public Library Standards of the Maine State Library.

ARTICLE III
MEMBERS

Section I ----- Membership

Membership in the East Blue Hill Library Association is open to any person or family (excluding adult children living independently) who has paid the annual dues for the current fiscal year. The East Blue Hill Public Library is open to the public, and membership in the Association is not required to use the services of the Library.

Section II ----- Rights and Benefits

Members will have the rights and benefits of voting in person or electronically on issues that come before the membership of the Association, and on the election of Trustees of the Association. Members voting electronically shall be considered in attendance. Each member 16 years old or older of a family that has a membership shall have one vote. All actions voted upon will be decided by a majority vote of members in attendance.

Section III ----- Dues

The amount required for annual dues will be determined by a majority vote of the Board of Trustees at an annual meeting of the Association.

ARTICLE IV
TRUSTEES

Section I ----- Board of Trustees

The Board of Trustees shall consist of no fewer than three (3) and no more than nine (9) members.

Section II ----- General Powers

The business and affairs of the East Blue Hill Library shall be managed by or under the direction of the Board of Trustees, which shall exercise all such powers, rights and duties of the East Blue Hill Library Association and perform all acts not prohibited by statute, the articles of incorporation or these bylaws.

Section III ----- Nomination

The President will appoint a Trustee who is not an Officer to chair a nominating committee which will present a slate of Trustees at the annual meeting, having obtained their consent. Additional nominations may be made from the floor with prior consent of the nominee.

Section IV ----- Election and Term

Trustees will be elected by a majority of members of the Association present at an Annual Meeting of the Association. Trustees will serve a term of three years. No trustee may serve more than two (2) consecutive terms, however, a Trustee may hold office until his or her successor has been duly elected. No Trustee whose term has expired shall be eligible for re-election until one year after the expiration of the term. The elected Trustees shall be divided into three groups of approximately equal size with the term of one group expiring each year at the Annual Meeting.

Section V ----- Vacancies

Any vacancy on the Board of Trustees for any reason, including the case of wanting to increase the number of trustees within the allowed limits, shall be filled by the Board, and shall be voted on by the membership of the Association at the next Annual Meeting.

Section VI --- Resignation and Removal

Any Trustee may resign at any time. The resignation shall be made in writing to the Secretary or President of the Board and take effect at the time specified, or, if no time is specified, at the time of its receipt by the President or Secretary. Any Trustee may be removed from office for cause upon the affirmative vote of a majority of the other Trustees. Removal shall require written notice of the intent to consider removal, in advance of any action, to the Trustee in question and to the entire board.

Section VII --- Quorum

A majority of the Board of Trustees shall constitute a quorum for the transaction of business at any Board meeting. Should the number of Trustees fall below four, the entire board will constitute a quorum.

ARTICLE V

OFFICERS

Section I ----- General

The Officers of the Board shall be the President, Vice President, Secretary and Treasurer. All Officers shall be elected annually by the Trustees immediately following their election at the Annual Meeting. Any two or more offices may be held by the same person except that the President may not also hold the office of Secretary.

The Office holders of the Board will serve as the Executive Committee. The Executive Committee is subject to the control and direction of the full Board of Trustees, and will have all the powers and authority of the Board in the intervals between Board meetings. The Executive Committee shall not have the power to amend the bylaws, remove an Officer or Trustee or appoint an Officer or Trustee.

Section II ----- Removal of Officers

Any Officer (after being given advance notice of intent to remove) may be removed by the Board whenever in its judgment the best interest of the Association will be served by the action.

Section III ----- Vacancies

A vacancy in any office, however occurring, may be filled by the Board.

Section IV ----- Duties of Officers

The President shall have general supervision of the affairs of the Library Association, shall preside at all meetings of the Board, and generally shall perform the duties usually incident to the offices or prescribed by law or vote of the Board.

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 Secretary shall oversee the maintenance of the official records of the corporation. The Secretary shall give notice of all duly called meetings to members of the Association. The Secretary shall faithfully and impartially record the actions taken at each meeting of the Board or shall see that such a record is taken by another person, and shall present the minutes at the next meeting. The Secretary shall properly and promptly acknowledge in writing all donations made to the Association.

The Treasurer shall have charge and custody of and be responsible for all funds and securities of the Association; shall receive and give receipts for monies due and payable to the Association from any source, and shall deposit all such monies in the name of the Association in such banks, trust companies or other depositories as shall be selected and approved by the Board; and in general shall perform all the duties incident to the office of Treasurer and such other duties as may be assigned to the Treasurer by the Board in accordance with the Maine Non-Profit Corporation Act. The Treasurer shall oversee the audit or financial review of financial records as necessary and the filing of the appropriate tax and organizational reports.

Section V ----- Committees

In addition to the Nominating Committee and the Executive Committee, the Board shall have full power to appoint such committees as it deems necessary to carry out the mission of the Association.

ARTICLE VI

LIBRARIAN

The Board of Trustees shall appoint a Librarian to oversee the operations specific to a library: acquisition, disposal, lending and cataloging of books, the facilitation of ebook and database use, the care of the library computers and other electronic devices, the creation of appropriate programming, and any other activities usually incident to the operation of a public library. The Librarian shall maintain the Library to the basic standards of the State Library, and submit any paperwork needed to satisfy the non-profit and state certification requirements. The Librarian may form a committee of volunteers to help with library work. If the Librarian is a paid employee of the East Blue Hill Library Association, the Librarian may attend meetings of the Board of Trustees *ex officio* as a non-voting member and will not count in the required limits of number of Board members. If the Librarian is a member of the Board of Trustees and serving in a volunteer capacity, the Librarian will enjoy full rights as a member of the Board.

ARTICLE VII

MEETINGS

Section I ----- The Annual Meeting

The Annual Meeting shall be for the purpose of election of Trustees, presentation of reports from working committees and the Librarian, and any other business requiring a vote of the members of the Association. The Annual Meeting shall take place at a time and location to be decided by the Board. A quorum at the Annual Meeting shall be five (5) more than the number of Trustees present at the meeting. The Annual Meeting shall be chaired by an Officer of the Board.

Section II ----- Regular Meetings

Regular meetings of the members of the East Blue Hill Library Association will be held monthly, or at an interval chosen by the Board, at a time and place designated by the Board of Trustees. There will be no fewer than three (3) regular meetings a year. These meetings will be open to the public, but only members may vote. Regular meetings will be presided over by an officer of the Board of Trustees.

Section III ----- Meetings of the Board of Trustees

Meetings of the Board of Trustees shall be at a time and place and interval designated by the Board of Trustees. There shall be no fewer than three (3) meetings annually.

Section IV ----- Special Meetings

Special meetings of the membership may be called by the President of the Board of Trustees or any five members of the Association by signed written petition to any member of the Board of Trustees. The quorum shall be the same as for the Annual Meeting.

Section V ----- Notice of Meetings

All meetings, annual, regular and special, of the Board of Trustees and of the membership, shall be posted at the Library and online, and shall be communicated by email or regular mail to the membership, at least seven (7) days before the date of the meeting. All meeting notices shall state the time, date, place and the purpose for which the meeting is being called.

Section VI ----- Meetings by Telephone Conference

Trustees may participate in a Board or committee meeting by means of telephone conference or similar communication whereby all participants can hear each other. Participation in a meeting by conference call shall constitute presence in person at such meeting.

ARTICLE VIII

INDEMNIFICATION

The Association shall indemnify any Officer or Trustee, in respect of any and all matters or actions for which indemnification is permitted by state or federal statute, including without limitation, liability for expenses incurred in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative. Indemnification with respect to persons other than Officers and Trustees, such as employees, agents, or other persons acting for or on behalf of the Association, may be made only upon affirmative vote of the Board. The Board shall incorporate a policy preventing Conflict of Interest issues.

ARTICLE IX

DISSOLUTION

In the event of dissolution, all of the remaining assets and property of the Association after payment of necessary expenses thereof must be distributed to such organizations as are qualified under 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws, or to the local government for a public purpose, subject to the approval of a Justice of the Supreme Court of the State of Maine.

ARTICLE X

AMENDMENTS

Amendments to these bylaws must be presented at the annual or a special meeting of the membership, and will be approved by a majority vote of the Association. The Board shall review the by-laws at least every three years at a regularly scheduled meeting of the Board.