

By Laws

Reading Public Library (RPL)

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ARTICLE I: Formation and Name

- Section 1. The City of Reading and the Reading Library, by Agreement in 1898, later enacted into Ordinance, approved February 23, 1899, created a “Free Library” on land transferred that day by donation from the Reading Library to the City of Reading and which later became known as the Reading Public Library.
- Section 2. The name of the governing body of the Reading Public Library is the Board of Trustees of the Reading Public Library.
- Section 3. The principal office of the Reading Public Library is located at 100 S. Fifth Street, Reading, PA 19602.

ARTICLE 2: Responsibilities

- Section 1. The Reading Public Library shall be governed by a Board of Trustees which shall have control and management of the affairs of the Reading Public Library. The Board of Trustees shall have the responsibility of establishing policies for the operation, maintenance, and support of the Library and for delegating to the Library Director the management of the Library.

ARTICLE 3: Board of Trustees of the Reading Public Library

- Section 1. In accordance with an Agreement dated December 7, 2000 by and among the County of Berks, the City of Reading, the Reading Public Library and the Reading Library, the Board of Trustees of the Reading Public Library shall consist of fifteen (15) Trustees as follows:

Five appointed by the County of Berks, five appointed by the City of Reading, and five appointed by the Reading Library, a/k/a the Reading Library Company.

Section 2. Each Trustee shall be appointed for a term of five (5) years, commencing on the date of appointment by the appointing body, and ending on December 31 of the fifth year.

Trustees may serve no more than two (2) consecutive five (5) year terms, or a total of ten (10) consecutive years. After serving the maximum consecutive terms a trustee may be eligible for re-appointment no sooner than one (1) year after their last year of service.

Section 3. The interest by and the willingness to participate in the governance and development of the Library are the hallmarks of an effective Trustee. Should a Trustee of the Library show a lack of interest and assume a non-participating role, the President or Governance Committee shall request that a letter of resignation be tendered. *With a majority vote, the Board of Trustees can terminate the term of any Trustee. Non-participating shall be defined as missing (without an excused absence) three (3) consecutive meetings and/or the refusal to participate in committee assignments. Excused absences may be granted by the President as appropriate.

ARTICLE 4: Officers

Section 1. The officers of the Board of Trustees shall be a President, Vice-President, Secretary, and a Treasurer, who shall hold office for the period of one year, or until their successors are elected. No officer shall continue to hold office for more than three consecutive terms. In case of a vacancy in the offices, the Board may elect a Trustee to fill the unexpired term at any Regular Meeting. Temporary appointments may be made by the President or Governance Committee until the Board fills the vacancy.

Section. 2 The President shall preside at all meetings of the Board, appoint all committees, authorize calls for special meetings, generally perform the duties of a presiding officer, and shall be an ex-officio member of all committees.

Section 3. In the absence of the President, the Vice-President shall have all the powers and prerogatives of the President and shall conduct the meeting.

Section 4. The Secretary shall keep the minutes of the meeting of the Board and mail copies to the members before the next meeting, and shall have the power to sign official documents for the Board subject to the provisions of Article 10, Section 2.

Section 5. The Treasurer shall ensure the collection, receipt and safekeeping of all monies and funds received in the name of the Reading Public Library, shall account for all receipts and expenditures, and shall make a report at each Board meeting. The

books shall be open at all time for inspection of the Trustees. The Treasurer, subject to the approval of the Trustees, may invest all funds of the Library. The Treasurer, the President, the Vice-President, and Director shall have access to the safe deposit box of the Board, and are authorized to sign all checks. The President, Vice-President, Treasurer, and the Director of Libraries shall each be bonded for \$500,000.

ARTICLE 5: Standing and Ad Hoc Committees

- Section 1. The standing committees of the Board shall be subject to the direction of the Board of Trustees and shall be: Executive Committee, Library Services Committee, Facilities Committee, Finance Committee, Governance Committee, and a Development Committee.
- Section 3. The Library Services Committee shall advise and counsel the Library Director in all matters pertaining to services.
- Section 3. The Executive Committee shall help develop and oversee strategic plans, handle urgent issues, act as a liaison to the Library Director, and provide personnel oversight of the Library Director by conducting performance evaluations, ensuring comparative Library Director compensation, and conducting executive searches.
- Section 4. The Facilities Committee shall advise and counsel the Library Director in all matters pertaining to buildings and maintenance.
- Section 5. The Finance Committee in conjunction with the Library Director and Treasurer shall review the budget, make plans for the procurement of appropriations and review the recommendations of the Treasurer concerning investments for the Board.
- Section 6. The Governance Committee shall assist and make recommendations to the city, county, and/or Library Company regarding board composition, help create board roles and responsibilities, encourage board development, evaluate board composition and effectiveness, prepare board leadership, and review and/or revise bylaws.
- Section 7. The Development Committee will make recommendations to and assist the Board in overseeing all efforts related to advancing the Reading Public Library with regard to building community relationships, fundraising, marketing, and public relations.
- Section 8. The Board of Trustees may authorize Committees to obtain technical and other expert advice.
- Section 9. The Board of Trustees may establish Ad Hoc Committees from time to time as it deems necessary.

ARTICLE 6: Executive Committee

- Section 1. The four officers of the Board of Trustees shall constitute the Executive Committee. The designation of such Executive Committee, and the delegation of authority herein granted shall not operate to relieve the Board of Trustees or any member thereof of any responsibility imposed on it or him (or her) by law. No member of the Executive Committee shall continue to be a member thereof after he or she ceases to be a Trustee. The Board of Trustees shall have the power at any time to change the number of members of the Executive Committee (which shall never be less than three) to fill vacancies thereon, to change any member thereof, to change the functions, or terminate the existence thereof.
- Section 2. During the intervals between meetings of the Board of Trustees, and subject to such limitations as may be provided by resolution of the Board of Trustees, the Executive Committee shall have and may exercise all the authority of the Board of Trustees in the management of the Reading Public Library. The Executive Committee shall make a full report of all actions at the next meeting of the Board of Trustees.
- Section 3. Meetings of the Executive Committee may be held at such time and place as may be from time to time determined by the Executive Committee upon the giving of notice personally, or by mail, telephone, fax, e-mail or other electronic communication at least two (2) days prior to the date of the meeting.
- Section 4. A majority of the entire Executive Committee shall be necessary to constitute a quorum for the transaction of business, and the act of the majority of the members present at such meeting at which a quorum is present shall be the act of the Executive Committee.

ARTICLE 7: Meetings

- Section 1. The Regular Meetings of the Board of Trustees shall be held on the third Monday of each month, except as modified by the board on an annual basis, at a time fixed by the Board. A notice of meetings shall be published in a newspaper of general circulation in Berks County. A majority of the Board shall constitute a quorum and the acts of the majority of the Trustees present at a meeting at which a quorum is present shall be the acts of the Board of Trustees.
- Section 2. Special Meetings shall be called by the President, or on petition of five Trustees. The business of all Special Meetings shall be confined to the purpose for which they are called.
- Section 3. At its last Regular Meeting in December every year, the Board of Trustees shall elect a President, Vice-President, a Secretary and a Treasurer from its membership.
- Section 4. The order of business at all Regular Meetings of the Board shall be as follows:
- a. Public comment
 - b. Call to order
 - c. Minutes of the last meeting

- d. Report of Treasurer
- e. Report of Library Director
- f. Report of Library Services Committee
- g. Report of Facilities Committee
- h. Report of Finance Committee
- i. Report of Development Committee
- j. Unfinished business
- k. New business
- l. Adjournment

Section 5. With the consent of the President, one or more Trustees may participate in a meeting of the Board of Trustees by means of conference telephone or other electronic technology by means of which all persons participating in the meeting can hear each other. Such participation shall constitute presence in person at the meeting.

Section 6. Notice of all meetings shall be given to Trustees at least one week prior to the date of the meeting by sending a copy by first class or express mail, postage prepaid, by courier service with charges prepaid, or by facsimile transmission, e-mail or other electronic communication to the person's facsimile number or address for e-mail or other electronic communications supplied by the person to the Reading Public Library for the purpose of notice.

Section 7. Before or at any meeting of the Board of Trustees, any Trustee may, in writing, waive notice of such meeting and such waiver shall be deemed equivalent to the giving of such notice. Attendance by a Trustee at any meeting of the Board shall be a waiver of notice by him or her of the time and place thereof. If all the Trustees are present at any meeting of the Board, no notice shall be required and any business may be transacted at such meeting. To the extent permitted by law, any lawful action of the Board of Trustees may be taken without a meeting if written consent to such action is signed, or written agreement via email is provided, by a majority of the Trustees and filed with the minutes of the Board.

Section 8. Changes in bylaws shall be made only at regular meetings, and no proposed change of bylaws shall be acted on at the same meeting at which such a change is submitted. Copies of proposed changes shall be sent to the members of the Board prior to the meeting at which the changes are to be initially reviewed.

- Section 9. The rules contained in “Robert’s Rules of Order, Newly Revised” shall govern the conduct of all Regular and Special Meetings of the Board of Trustees, except to the extent that any such rule is inconsistent with any other provision of these bylaws. On disputed questions of procedure, a ruling by the President shall prevail.

ARTICLE 8: Monies, Properties, Books and Materials

- Section 1. All funds received by the Reading Public Library from any source shall be deposited in the name of the Reading Public Library in one or more institutions designated by the Board from time to time.
- Section 2. The Board of Trustees shall have the authority to accept money, property, securities in kind, books and materials which support the mission of the Reading Public Library.
- Section 3. The Board of Trustees shall authorize an annual audit before October 1 of each year as required by the Pennsylvania Library Code.

ARTICLE 9: Indemnity

- Section 1. Each Trustee of the Reading Public Library shall be indemnified by the Reading Public Library, and each non-City employee of the Reading Public Library may be indemnified, against expenses reasonably incurred by him or her in connection with any action, suit or proceeding to which he or she may be made a party by reason of his or her being, or having been a Trustee of the Reading Public Library, or non-City employee, except in relation to matters as to which he or she shall be finally adjudged in such action, suit, or proceeding to have breached or failed to perform the duties of his or her office and the breach or failure to perform constitutes self-dealing, willful misconduct or recklessness. This provision on indemnification shall not apply to responsibility or liability pursuant to any criminal statute or liability for the payment of taxes pursuant to Federal, State or local law.
- Section 2. The Reading Public Library shall maintain directors and officers liability insurance covering all directors and officers as the Board of Trustees, by resolution, may provide.

ARTICLE 10: Miscellaneous

Section 1. The fiscal year of the Reading Public Library shall be the calendar year.

Section 2. Upon prior authorization by the Board of Trustees, all notes, instruments and contracts shall be executed on behalf of the Reading Public Library by either the President or the Vice-President and may be attested by either the Secretary or the Treasurer.

ARTICLE 11: Library Director

Section 1. The Library Director shall be appointed by the Board with the salary fixed by resolution.

Section 2. The Library Director shall be a graduate of an accredited college or university, shall have one year in an A.L.A. accredited library program culminating in a Master's Degree, and shall have at least six years of appropriate professional experience.

Section 3. The Library Director shall have entire charge of the Library and of the premises occupied and shall be responsible for the care and administration thereof; shall observe and enforce all rules prescribed by the Board for the use and management of the Library; shall be responsible for the selection of personnel; shall report the selection of personnel to the Board; and shall have the power to discharge any employee.

Section 4. The Library Director shall be governed by all policies enacted by the Board.

Section 5. The Library Director shall be responsible for management of staff according to policies established by the Board, recognizing the terms of all existing labor relations agreements.