

# **BYLAWS**

## **New Hampshire Library Trustees Association**

### **ARTICLE I: Name**

**Section 1:** The name of the body shall be the New Hampshire Library Trustees Association (NHLTA).

### **ARTICLE II: Aims and Objectives**

**Section 1:** The aims and objectives of this Association shall be to promote and develop better library services in New Hampshire, to present educational opportunities to New Hampshire trustees, and to provide a forum to exchange ideas and experiences among library Boards of Trustees.

### **ARTICLE III: Officers and Duties**

**Section 1:** The Officers shall be President, Vice President, Secretary, and Treasurer, and the line of authority shall be in that order.

**Section 2:** The Officers shall be elected annually by and from the Board of Directors following the Annual Meeting. Terms of office will be effective as of July 1. An officer vacancy shall be filled by and from the Board.

**Section 3:** The President shall preside at all Board and Membership meetings.

The President shall appoint all Chairs of standing committees, as defined in Article V, and those appointed chairs shall select their committee members.

The President recommends proposed Governance Committee members to the Board for approval.

The President shall appoint representatives to other organizations as needed.

The President shall be an ex-officio member of all NHLTA committees. The President is a member of the Governance Committee.

**Section 4:** The Vice President shall serve in the absence of the President, and perform any other duties as needed.

**Section 5:** The Secretary shall keep records of all regular and special Board and Membership meetings as requested, handle all general association correspondence, send notices for meetings, and provide minutes of all meetings to the Board members at least five (5) business days prior to the next scheduled meeting. The Secretary shall perform other duties as needed.

**Section 6:** The Treasurer shall serve as chief financial officer of the Association, prepare an annual budget with the Finance Committee for approval by the Board, have custody of all Association funds and securities, and keep full and accurate accounts of all monies received and expended for the use of the Association. The Treasurer shall perform other duties as needed.

All funds shall be deposited to the account of the New Hampshire Library Trustees Association in a bank (or banks) designated by the Board, and shall be disbursed by the Treasurer, as authorized by the Board.

The President shall be a second signature on all accounts.

The Treasurer shall make a report at every meeting of the Board, at the annual membership meeting, or when called upon by the President.

A review of the Association's finances shall be conducted at the close of the fiscal year, and when there is a change in the office of Treasurer.

**Section 7:** A Past President, recommended by the Governance Committee and approved by the Board, shall serve as a voting member of the Board and the Executive Committee until he or she is replaced by a new Past President.

#### **ARTICLE IV: Board of Directors**

**Section 1:** The Board shall consist of the officers (4), a past president, and not more than ten (10) other Directors. The Board shall meet on a regular basis.

**Section 2:** The Directors shall be elected to a term of two (2) years effective as of July 1. The Governance Committee shall recommend a slate of nominees to be approved by the Board of Directors prior to the annual meeting.

**Section 3:** An Emeritus Director may be appointed by a two-thirds vote of the Directors and shall be considered a lifetime member of the Board without voting rights.

**Section 4:** Vacancies on the Board shall be filled by appointment to the Board to fill the remainder of the term of the departing director. The Governance Committee shall recommend individuals to fill vacancies, and the Board shall make appointments taking into consideration the Governance Committee's recommendations.

**Section 5:** All members of the Board shall be dues-paying members of NHLTA.

**Section 6:** The State Librarian may appoint a non-voting liaison to the Board.

**Section 7:** The Board shall have the final responsibility for carrying out the aims and objectives of the Association.

**Section 8:** A simple majority of voting members of the Board shall constitute a quorum at any regular or special meeting of the Board.

**Section 9:** A special meeting of the Board may be called any time by the President or by two-thirds ( $\frac{2}{3}$ ) of the members of the Board, providing notice has been sent to Board members at least ten (10) business days in advance.

**Section 10:** A Board member, who has three (3) unexcused absences from regular meetings of the Board within a twelve-month (12-month) period, shall automatically be deemed to have submitted a resignation to the Board. The Board, with the exception of the Board member at issue, shall, in its discretion, determine whether any absence is excused or unexcused. Upon the first and second determination that an absence is unexcused, the Secretary shall notify the Board member at issue of the determination before the next regular Board meeting. Upon the third unexcused absence, the Secretary shall inform this member by registered mail that he or she has been deemed to have submitted a resignation to the Board.

**Section 11:** Any Board member may be removed from the Board in accordance with the disciplinary procedure in The Standard Code of Parliamentary Procedure by Alice Sturgis.

#### **ARTICLE V: Committees of the Board of Directors**

**Section 1:** Standing Committees shall consist of Executive, Communications, Education, Finance, Legislative, and Governance. The chairs of standing committees appointed by the President shall consist of members of the Board. Any Committee may, at its discretion, seek advisory assistance from the membership or other individuals with relevant knowledge. Annual Committee reports will be available to the membership on the website.

**Section 2:** Areas of responsibility include, but are not limited to:

- A.** Executive, consisting of the four officers and the past president shall be the administrative body of the Board, with final responsibility for execution of the policies of the Board. It selects the annual Award recipients.
- B.** The responsibilities and job descriptions of the Standing Committees (Executive, Communications, Education, Finance, Legislative, and Governance) are part of the NHLTA Operating Manual.
- C.** The Governance Committee, consisting of a minimum of five members which are approved by the Board, is responsible for organizational oversight and for making recommendations that enhance the quality and effectiveness of the NHLTA. The Committee shall prepare a slate of directors for Board endorsement prior to presentation for membership approval at the Annual Meeting. The Committee shall prepare a slate of officers to be presented for Board approval at the first board meeting following the Annual Meeting and shall recommend appointments to fill interim vacancies on the board as needed.

**Section 3:** Chairs of all committees may propose activities and submit projects to the Board for approval. Each committee Chair shall prepare a report for the annual meeting.

**Section 4:** Ad hoc committees shall be all other committees not defined above. Ad hoc committees are created and dissolved by the Board of Directors. Members may come from the general membership. Each committee shall have a Board member as liaison to the Board. Ad hoc committees shall seek advisory help as needed.

#### **ARTICLE VI: Association Meetings**

**Section 1:** The Association shall have at least one membership meeting a year, in the spring, on a date determined by the Board. The purpose of the meeting shall be the election of Directors, and the transaction of other business. Notice shall be sent to all members at least thirty (30) days, but no more than sixty (60) days, in advance. Nominations to the Board may be accepted from the floor with the previous consent of the candidate.

**Section 2:** A special meeting of the Association may be called at any time by the President or by nine (9) members of the Board provided that notice has been sent to all members at least fifteen (15) days in advance.

**Section 3:** Fifty (50) members of the Association shall constitute a quorum at any regular or special membership meeting.

## **ARTICLE VII: Dues**

**Section 1:** The annual dues shall be due and payable July 1 of each year for the ensuing twelve (12) months.

**Section 2:** A change in dues may be voted upon at any regular membership meeting, provided notice has been sent to all members at least fifteen (15) business days in advance.

**Section 3:** The fiscal year shall be from July 1 to June 30.

## **ARTICLE VIII: Parliamentary Authority**

**Section 1:** The Standard Code of Parliamentary Procedure by Alice Sturgis shall serve as the reference guide in cases not specified in the bylaws or in event of a dispute.

## **ARTICLE IX: Conflict of Interest**

**Section 1:** The Board shall comply with all requirements of RSA 7:19 regarding conflict of interest.

## **ARTICLE X: Amendments**

**Section 1:** These bylaws may be amended at the annual membership meeting by a two-thirds (2/3) vote of those members present and voting, provided written notice of the proposal to amend has been included in the notice of the meeting sent to all members at least thirty (30) days, but no more than sixty (60) days, in advance.

**Section 2:** Changes in the bylaws become effective immediately after ratification by the membership at the annual meeting.

## **ARTICLE XI: Business Days**

**Section 1:** Business days exclude Saturday, Sunday, and all federal and New Hampshire legal holidays.

## **ARTICLE XII: Notification**

**Section 1:** Notice of proposed changes shall be sent by United States Postal Service.

Adopted: May 3, 1957  
Amended: November 9 1972  
Amended: May 12, 1975  
Amended: October 25, 1975  
Amended: May 13, 1980  
Amended: June 16, 1988  
Amended: June 9, 1988  
Amended: May 9, 1990  
Amended: May 25, 1995  
Amended: May 31, 2000  
Amended: May 29, 2002  
Amended: May 26, 2005  
Amended: May 14, 2008  
Amended: May 9, 2011  
Amended: May 21, 2012  
Amended: May 19, 2014  
Amended: May 23, 2017