



**VERMONT**  
**DEPARTMENT OF LIBRARIES**  
**Vermont Board of Libraries**  
**By-Laws**

***Article I - General***

The Vermont Board of Libraries ("the Board") acts in an advisory capacity to the State Librarian who is the administrative head of the Department of Libraries. The primary duties and functions of the Department of Libraries are set forth in 22 VSA Chapter 13. Other duties and functions of the Board include those set forth by law.

***Article II - Membership of Board***

Membership on the Board including appointment, terms and vacancies is governed by 22 VSA 602. The State Librarian shall not be a member of the Board.

***Article III - Officers, Duties, and Election***

**Section 1 - Officers and election.** The officers of the Board shall consist of a Chair, Vice-chair, and Secretary. The Chair and Vice-chair shall be elected by the Board from its members at its Annual Meeting. Any member may nominate candidates and may demand a written ballot. Nominations do not require a second. The State Librarian shall serve as Secretary to the Board. In the case of a vacancy ~~on~~ in the office of either ~~office of~~ Chair or Vice-Chair, the Board shall elect a member to fill the vacant office to serve until the next Annual Mmeeting. This election may take place at any regular meeting provided that the election of the officer has been properly warned.

**Section 2 - Terms of Office.** The terms of office for the chair and vice-chair shall be for one year from the election at the annual meeting or until a successor is elected. No officer shall be elected to the same office for more than three (3) successive full

terms. [~~Board will need to approve a change here.~~]

**Section 3 - Chair.** The Chair shall preside over all meetings of the Board, call such meetings of the Board as are authorized or required by the by-laws, adopt and sign records on its behalf, appoint special committees, and perform such other duties as are incidental to the office.

**Section 4 - Vice-Chair.** The Vice-chair shall act for the Chair in the Chair's absence and perform such other acts as the Chair may direct.

**Section 5 - Secretary.** The Secretary shall provide the notices and agenda, record the votes and proceedings, and keep all records of the Board. The Secretary shall submit minutes of all meetings for approval by the Board, whereupon the minutes shall become official records of the Board. The Secretary shall also be responsible for Board compliance with access to public records, open meetings and similar laws.

#### ***Article IV - Meetings, Notice and Committees***

**Section 1 - Regular meetings.** The regular meetings of the Board shall be held bimonthly on the third Tuesday of the odd-numbered months of January, March, May, July, September, and November at 10:00 a.m. at the Midstate Library Service Center in Berlin unless otherwise noticed by the Secretary. Individual Board members may participate in regular or special Board meetings via telephonic or electronic means of communication. Board meetings may be conducted entirely by telephonic or electronic means when properly warned as such.

**Section 2 - Annual meeting** - The Annual Meeting shall be the January meeting.

**Section 3 - Special meetings.** Special meetings may be called at any time by the Chair, Vice-chair or two (2) members of the Board. Written notice of the time, place

and purpose of the meeting shall be mailed to the members by the Secretary at least seven (7) days before the special meeting is to be held. Notice may be waived by unanimous consent of the members, but such waiver shall not excuse compliance with applicable law regarding notice to the public.

**Section 4 - Agenda.** The agenda for regular board meetings shall be prepared by the State Librarian after consultation with the Chair. Members of the Board may add agenda items by request. The agenda shall be distributed to members as close to ten (10) days prior to a regular meeting as practical.

**Section 5 - Voting and quorum.** Each member of the Board shall have one vote. A quorum consisting of a majority of the members shall be required only when advising the Governor in the appointment or removal of the State Librarian, when voting to amend these By-laws, and when voting on other matters in a non-advisory capacity. Subject to the foregoing, a quorum shall not be required for a regular or special meeting. All actions of the Board shall be decided by a majority vote of the members present and voting, provided a quorum is present when required.

**Section 6 - Parliamentary Authority.** The rules contained in the current edition of *Robert's Rules of Order: Newly Revised* shall govern the Board in all cases to which they apply and in which they are not inconsistent with these By-laws and the Statutes of the State of Vermont.

**Section 7 - Appointment of committees.** The Board or the Chair may appoint members to special committees from time to time. The Chair shall be an *ex-officio* member of all committees.

#### **Article V - Amendment of By-Laws**

These By-laws can be amended at any regular meeting of the Board by a majority vote, provided that the amendment has been submitted in writing at the

previous regular meeting and included in the warning for the meeting at which action is to be taken.

**Article VI - Separability**

If any provision of these By-laws, or the application of such provision to any person or circumstance, shall be held invalid, the remainder of these By-laws, and the application of such provision to persons or circumstances other than those as to which such provision is held invalid, shall not be affected.

Adopted December 10, 1996

Revised June, 2011

Revised September 20, 2011