

Davies Memorial Library – Bylaws

Waterford, Vermont

Article I: Name

Section 1.1 – Name

The name of this organization shall be the **Davies Memorial Library (DML) Board of Trustees**.

Section 1.2 – Location

The Davies Memorial Library is located at **532 Maple Street, Lower Waterford, Vermont**.

Article II: Purpose

Section 2.1 – Mission

The mission of the Davies Memorial Library is to offer diverse and enriching literacy opportunities to inspire life-long learning in our community.

Section 2.2 – Role of the Board

The Board of Trustees shall serve as the **policy-making body** of the library.

Section 2.3 – Responsibilities

The Board of Trustees shall:

- Hire and evaluate a qualified **Library Director**
- Set salaries and secure funding for library operations
- Engage in long-range planning with the Library Director to meet community needs
- Establish special committees as needed

Article III: Membership

Section 3.1 – Composition

The Board of Trustees shall consist of **seven (7) adult members** of the Waterford community and the **Library Director** (ex officio, non-voting).

Section 3.2 – Appointment of the Library Director

The Library Director is appointed by the Board of Trustees.

Section 3.3 – Election of Trustees

Trustees shall be elected by the community at the **Waterford Town Meeting**.

Section 3.4 – Term of Office

Each trustee shall serve a **three-year term**. Terms shall be staggered so that **two terms expire annually**, and **three terms expire every third year**.

Section 3.5 – Vacancies

In the event of a trustee's resignation or death, the Board may appoint a **temporary replacement** to serve until the next Town Meeting, at which time a successor shall be elected to complete the unexpired term.

Article IV: Officers

Section 4.1 – Officers of the Board

The officers shall include:

- **Chairperson**
- **Vice Chairperson**
- **Treasurer**

- **Secretary**
- **Library Director** (non-voting staff member)

Section 4.2 – Library Director

The Library Director is responsible for:

- Daily library operations
- Hiring and supervision of staff
- Preparing and adhering to the annual budget
- Reporting regularly to the Board on all above responsibilities

The Director is hired by the Board and serves as an ex officio member of the Board of Trustees.

Section 4.3 – Election of Officers

Trustee officers shall be elected **annually** at the first regular meeting following the Town Meeting.

Section 4.4 – Chairperson

The Chairperson shall:

- Preside over Board meetings
- Arrange for other officers to preside in their absence (Vice Chair, Treasurer, Secretary)
- Be authorized to sign checks

Section 4.5 – Treasurer

The Treasurer shall:

- Oversee all library finances, in consultation with the bookkeeper
- Sign checks, in conjunction with other designated officers

- Provide a written financial report at each Board meeting
- Ensure financial records are prepared for **town audit** in collaboration with the bookkeeper

Section 4.6 – Secretary

The Secretary shall:

- Record and maintain accurate meeting minutes and organizational records
 - Distribute meeting notices
 - Handle official correspondence
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Article V: Meetings

Section 5.1 – Regular Meetings

Regular Board meetings shall be held **monthly**, typically on the **second Wednesday at 6:30 PM**, at the Davies Memorial Library. The Library Director shall attend all meetings.

In accordance with the **Vermont Open Meeting Law**, meeting dates and times shall be publicly posted in advance.

Section 5.2 – Voting and Quorum

- All actionable items shall be voted upon at **duly warned meetings**.
- Any trustee may request a **paper ballot** for a vote.
- **Robert's Rules of Order** shall govern all proceedings.
- A **quorum** consists of a **simple majority** of seated trustees.

Section 5.3 – Special and Emergency Meetings

Special meetings may be called by the Chairperson or by any **two trustees**, with at least **24 hours' notice** to the public as required by law.

In case of an emergency meeting, advance public notice is required **but not necessarily 24 hours** in advance.

Article VI: Financial Matters

Section 6.1 – Reimbursements

The Library Director and Trustees shall be reimbursed for **approved expenses** incurred during official library business upon submission of appropriate documentation.

Section 6.2 – Fiscal Year

The library's fiscal year shall be **January 1 through December 31**.

Section 6.3 – Financial Governance

The Board shall ensure compliance with all applicable **state and town regulations** regarding nonprofit financial governance, audits, and reporting. The library shall collaborate with the Town of Waterford as appropriate.

Article VII: Amendments

Section 7.1 – Proposal and Voting

Amendments may be proposed at any Board meeting. All members shall be notified in advance, and a vote may be held at the **next regular meeting**. A **majority vote** of trustees present shall be required for adoption.

Section 7.2 – Review Cycle

These bylaws shall be reviewed **annually** and formally **renewed every five (5) years**.

Article VIII: Dissolution

In the event of the dissolution of the Davies Memorial Library, the building shall be transferred to Davies family, and as determined by the original deed dated May 1953. Other assets will be donated to another Vermont library.

Article IX: Rules of Order

Robert's Rules of Order (latest edition) shall govern all Board proceedings in any situation not specifically addressed in these bylaws.

Adoption and Review

These bylaws were originally adopted by the **Davies Memorial Library Board of Trustees** on **June 12, 2019**, and took effect at the following board meeting.

These bylaws were **reviewed, updated, and renewed** on **November 10, 2025**, and shall take effect at the next regular meeting of the Board.