

## Seaford District Library Commission By-Laws

ARTICLE I. The name of this organization is the Seaford District Library Commission. The Commission shall be composed of five (5) members appointed by the Resident Judge of the Superior Court of Sussex County. The Commission is responsible for the management of the library in accordance with the provisions of the Delaware Code.

ARTICLE II. The purpose and policies of this Commission are those outlined in the Delaware Code, in Title 9, Chapter 8; Title 29, Section 8611, Title 14, Chapter 71; and the Sussex County ordinances, and any applicable rules and regulations of the State Division of Libraries, the Library Services and Construction Act of 1966 as amended and any further Federal or State laws which govern the maintenance or funding of public libraries in Delaware. The policies of the Commission shall be those which are adopted by the Commission in accord with the current needs of the community which it serves.

The Seaford District Library Commission is organized for scientific, literary, and educational purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code, as amended.

ARTICLE III. No Part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this paragraph. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code, as amended or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, as amended.

ARTICLE IV. Upon dissolution of the Library, the Commission, shall, after paying or making provision for the payment of all the liabilities of the organization, dispose of all of the assets of the organization for scientific, literary, or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code, as amended, as the Commission shall determine. Any such assets not so disposed of shall be disposed of by the Court of Chancery of the State of Delaware exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE V. The Commission shall meet at least bi-monthly and as often as necessary to transact it's business. Special meetings may be called by the President or by request of three (3) members of the Commission, provided at least three (3) days' notice has been given. In an emergency, a special meeting

may be called on 24 hours' notice by majority consent of the members of the Commission. Three (3) members shall constitute a quorum for the transaction of business.

ARTICLE VI. The officers of this Commission shall be as follows: President, Vice-President, Treasurer and Vice-Treasurer.<sup>1</sup> The Library Director serves as Secretary. Elections shall be annually in July. Under Chapter 71, Section 7102 Board members are appointed to serve five-year terms. The Seaford District Library will add: Members of the Seaford Board will serve no more than two five (5) year terms.<sup>2</sup>

ARTICLE VII. The Commission may establish such standing and special committees as it deems necessary to carry on the work of the Commission. The President shall appoint the members of all committees.

ARTICLE VIII. The Commission shall appoint a Director, who shall be qualified professionally, personally, or by experience. He/she shall have sole charge of the administration of the library under the direction and review of the Commission. The Director shall be held responsible for the care of the buildings and equipment, for the employment and direction of the staff, for the efficiency of the library's service to the public, and for the operation of the library under the financial conditions set forth in the annual budget. He/she shall attend all meetings of the Commission except Executive sessions at which his/her appointment or salary, or relations with other members of the staff are to be discussed or decided. He/she shall be secretary of the Commission to record and publish minutes.

ARTICLE XI. The By-Laws can be amended at any regular meeting of the Commission by a three-fifths vote, provided that the amendment has been submitted in writing with the call of the meeting or at least ten (10) days prior to the meeting at which it is to be presented.

ARTICLE X. The Commission shall submit reports as required to the State and County Library Commissions and State and County governmental authorities.

ARTICLE XI. The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Commission in all cases to which they are applicable and in which they are not inconsistent with these By-Laws and any special rules of order the Commission may adopt.

1 Amended as of February 11, 2014.

2 Amended as of June 4, 1991.