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Via e-mail only to sdallas@sals.edu

To: Southern Adirondack Library System Director and Board of Trustees

Re: **SALS Bylaws revision**

Dear Sara and the Board,

The executive director requested my legal advice regarding amendment of the residency requirement as set forth in Article III the SALS Bylaws.

The basis of this request is an established difficulty in locating sufficiently qualified and willing residents as required by the current bylaws.

I reviewed the provisional charter, absolute charter, and various amendments, and I found that the residency requirements are not set forth in the charter but only in the bylaws (there is no residency requirement in the relevant state law or regulations, although the desirability of such a requirement is obvious).

The provisional charter, from June 27, 1958, does require that the trustees "shall be elected annually by the trustees of the participating libraries in the cooperative system for a full term of five years." This requirement is reflected in the second paragraph of Article III.

To address the concern regarding identifying qualified and willing trustees, while continuing the commitment to representation of the area of service, I advise this amendment. The first sentence of Article III, "The Board shall be composed of twelve Trustees, three residents each from Hamilton, Saratoga, Warren, and Washington Counties," should be changed to:

The Board shall be composed of twelve Trustees, all of whom are residents of the Area of Service. The Board shall always have at least one Trustee from each county in the Area of Service.

Further, I advise adding this provision to as a second sentence to the second paragraph in Article III:

The annual slate of nominees for Trustee shall be developed to promote meaningful representation of the Area of Service.

Very truly yours,

Stephanie Adams