

# **Bylaws of the Elwood Public Library**

## **ARTICLE I - NAME**

This organization shall be called the Elwood Public Library (the “Library”), existing by virtue of a charter granted by the Board of Regents of the State of New York and exercising such powers and authority and assuming such responsibilities as are delegated to it by the Education Law of the State of New York.

## **ARTICLE II - TRUSTEES**

Section 1. Board of Trustees. The Library shall be governed by a Board of Trustees , as a municipal corporate entity, (hereafter referred to as “the Board”) consisting of five members, each of whom shall be elected in accordance with law by the qualified voters of the Elwood Public Library District (serving the same area as the Elwood Union Free School District). Board members shall serve for a term of five years, and they may be re-elected for additional terms.

Section 2. Trustee Eligibility. A Trustee shall be a registered voter in the Elwood Library District and shall take and subscribe to an oath of office, which shall be filed as provided by law. A Trustee may not be a current Elwood Public Library employee. Two or more members of the same immediate family may not serve concurrently on the Board. The Library’s legal counsel will act as the final determinant in situations where there are questions/issues regarding the interpretation or application of the foregoing requirements.

Section 3. Powers of the Board. The Board shall establish policies for the Library, ensure that such policies are properly implemented, and employ and periodically evaluate a qualified

director who shall advise and make recommendations to the Board in the hiring of other key employees including, but not limited to, Department Heads, Assistant Director, and Business Manager. Each Trustee shall have one vote, but must be present at a meeting of the Board to have his/her vote counted. The Board shall have all powers granted to it by the laws of the State of New York.

Section 4. Vacancies. Resignation by a member of the Board of Trustees shall be in writing and delivered to the Director of the Library, who shall refer it to the Board for action at the next regular meeting whereupon such resignation shall be deemed irrevocable and final. If the office of any Trustee becomes vacant prior to the expiration of the term, the Board may leave the vacancy open until the next annual election of Trustees or fill the vacancy by appointment as prescribed by law. If the Board opts to fill the vacancy by appointment, such appointment will remain in effect until the next annual election of trustees. The Board may also, within its sole discretion, call and notice a Special District Election to fill the vacancy.

Section 5. Insurance. All members of the Board of Trustees and the Director shall be covered by Public Officers' Liability Insurance, maintained and paid for by the Library.

Section 6. Duties. The duties of the Board of Trustees are as follows:

- A. Assure the general efficiency and progress of the Library.
- B. Maintain good relations with the County, Town, School District and other local governments and secure the interest of the Library in local government planning.
- C. Weigh the Library's financial needs and present these needs realistically to the public.

D. Understand the functions of a qualified library staff and consult with the Director regarding personnel issues.

E. Consider, formulate and enact library policy, procedures and regulations.

F. Enlarge the public's understanding of the mission of the Library, its purposes, problems and progress so that public relations may be positive.

G. Perform all further duties as provided to Trustees pursuant to law.

### **ARTICLE III - OFFICERS**

Section 1. Officers. The officers of the Board shall be as follows:

President

Vice President

Secretary

Finance Officer

Section 2. Election and Eligibility. The officers of the Board shall be elected from among the Trustees at the July Reorganization Meeting. Officers shall serve a term of one year from the reorganization meeting at which they were elected. No officer shall serve in the same elective office for more than two consecutive years.

Section 3. President. The President shall preside at all meetings of the Board, sign all documents authorized and approved by the Board, authorize special meetings, appoint all committees, and serve as an ex officio voting member of all committees. The President shall have such powers as are designated by the Board, and perform all duties customarily associated with the office of President.

Section 4. Vice President. The Vice President shall preside over meetings and perform all other duties of the President in the absence or incapacity of the President.

Section 5. Secretary. The Secretary shall insure that true and accurate minutes are kept of all Board meetings. In the absence or incapacity of the President and the Vice President, the Secretary shall preside over meetings and perform all other duties of the President.

Section 6. Vacancies. When a vacancy occurs in an officer's position, the Board shall, at its next regularly scheduled meeting, elect a person from among the Trustees to fill the unexpired term.

Section 7. Finance Officer. The Finance Officer shall see that the Library maintains adequate financial records and explains the present financial status to the Board. The Finance Officer shall be a member of the Board's Finance and Budget Committee. The Finance Officer, or his or her designee, shall make monthly reports to the Board as to the status of the funds and accounts of the Library.

Section 8. Ownership of Records. All books and records of the Secretary and Finance Officer shall be paid for by and are the property of the Elwood Public Library.

#### **ARTICLE IV - BOARD MEETINGS**

Section 1. Reorganization Meeting. An annual reorganization meeting shall be immediately preceding the regular monthly meeting held in the month of July.

Section 2. Regular Meetings. A regular monthly meeting schedule shall be established by the Board at its Reorganization meeting. However, such schedule may be revised, when necessary.

Section 3. Special Meetings. Special meetings may be called by the President or at the written request of two Board members, upon not less than 24 hours notice to all Trustees, to transact business as stated in the call for the special meeting. The notice provision may be waived by vote of all members of the Board.

Section 4. Quorum. A quorum for the transaction of business at any meeting shall consist of three Trustees present in person. Only Trustees physically present may vote. Action in all cases shall be taken by the concurring vote of a majority of the total number of authorized Trustees.

Section 5. Attendance. If any Trustee fails to attend three consecutive regular monthly meetings without an excuse in accordance with Education Law § 2109, accepted as satisfactory by the Board, he or she shall be deemed to have resigned effective at the adjournment of the third such meeting.

Section 6. Agenda. The order of business for regular and special meetings shall be set forth in an agenda of uniform format to be established and made public in advance of each meeting, if circumstances so dictate.

**Section 7.** Procedure. Where a circumstance is not covered by these By-Laws, proceedings for all meetings shall be governed by Robert's Rules of Order. All public meetings of the Board shall be governed by the provisions of the Open Meetings Law.

## **ARTICLE V - COMMITTEES**

Section 1. Standing Committees. Standing committees shall be created by the Board of Trustees. The President shall appoint committee members.

Section 2. Special Committees. Special committees shall be appointed by the president to serve until the completion of the work for which they were appointed.

Section 3. Powers. No committee will have other than advisory powers unless it is delegated specific powers to act by the Board of Trustees provided, however, that such delegation is in accordance with applicable law.

## **ARTICLE VI - DIRECTOR**

Section 1. The Board shall appoint the Director, who shall be the Chief Executive Officer of the Library, performing such duties as are usually required by a Library Director and such other duties as the Board may direct, including being in charge of the day-to-day administration of the Library, administering and enforcing the policies adopted by the Board, maintain the buildings and equipment of the Library, recommending the hiring of, and administering the work of the Library Staff. The Director shall submit to the Board monthly written reports regarding the operations of the Library.

Section 2. The Director shall attend all meetings of the Board (except where the Board is discussing the Director's job performance) and may take part in the deliberations, but shall have no vote. The Director shall insure that notices of all regular and special Board meetings are properly issued and/or posted. The Director shall submit to the Trustees an annual report, at the commencement of budget discussions, as to the condition and progress of the Library together with recommendations and suggestions that he/she may deem proper.

Section 3. The Director shall report to the Board regarding preparing the annual budget for the ensuing year. The report shall be submitted to the Board for approval no later than the February Board meeting.

Section 4. The Director shall make recommendation to the Board for the expenditure of funds for the operation of the Library under the financial conditions set forth in the annual budget.

Section 5. The Board shall establish a Director's Contingency Fund. The Director shall have the authority to issue checks up to a sum established by the Board, for any single purchase, where the immediate payment for such purchase is deemed necessary for the proper and efficient operation of the Library. The warrant registers will show such expenditures to the Board for its review at its next regular meeting.

Section 6. The Director shall recommend for the Board's approval the hiring of employees to fill new positions at the Library. Where immediate action is warranted, the Director may fill vacancies in existing positions subject to subsequent Board approval.

Section 7. The Director's expenses for conferences and related professional expenses must be approved by the Board prior to attendance or expenditure.

## **ARTICLE VII – AMENDMENTS**

These By-Laws may be amended by majority vote of the entire Board of Trustees, provided that notice of a proposal to amend is given at a previous regular monthly meeting and the proposed action is included in the agenda for the meeting at which action is to be taken. Amendments shall take effect as specified by the Board.

The foregoing is the true and complete Bylaws of the Elwood Public Library as amended and adopted by unanimous action of the Board of Trustees at its regular monthly meeting held on December 17, 2015.