

BY-LAWS OF THE GUILDERLAND PUBLIC LIBRARY

I. ARTICLE I NAME

This organization shall be known as the Guilderland Public Library, as per the Absolute Charter Number 2000-326, granted by the Regents of the State of New York on September 16, 1988. This organization was formerly known as the Guilderland Free Library according to the charter granted by the Regents of the State of New York on June 26, 1959.

II. ARTICLE II PURPOSE

The Guilderland Public Library shall exercise the powers and authority and assume the responsibilities delegated to it under its charter. The Library shall provide quality library materials and services to our community for lifelong learning, cultural enrichment, and enjoyment.

III. ARTICLE III BOARD OF TRUSTEES

1. Size of Board

The business and affairs of the Guilderland Public Library shall be governed by a Board of Trustees, consisting of eleven (11) members who are elected by the voters of the Guilderland Central School District.

2. Terms of Office

- a. The term of office shall consist of five (5) years, with two (2) members being elected each year except every fifth year, when three (3) members shall be elected.
- b. The term of office shall begin on July 1 in the year of election and shall end on June 30th of the fifth year following election, unless a Trustee shall have resigned or otherwise terminated membership on the Board.
- c. In the event of an incomplete term, the newly elected trustee having received the least number of winning votes shall fill the remainder of the vacant five-year term.

3. Vacancy

The Board shall fill any vacancy, which occurs among the Board members until the next Annual Election, at which time the vacancy will be filled by public election.

IV ARTICLE IV DUTIES OF THE BOARD OF TRUSTEES

I. Oversight

The Board of Trustees shall oversee the affairs of the Guilderland Public Library.

- a. The Board shall set the goals and objectives for the Library and shall establish the policies for Library management.
- b. The Board shall appoint a qualified Library Director, who shall be the executive and administrative officer of the Library.
- c. The Board shall review and approve an annual budget.
- d. The Board shall approve the annual report prepared by the Director for the Division of Library Development.
- e. The Board shall review and accept the annual audit.
- f. The Board shall review and accept from the Personnel Committee an annual performance report of the Library Director.

2. Meeting Attendance

- a. Each trustee shall attend Board meetings and shall participate in at least two of its standing committees.
- b. If any Trustee fails to attend three (3) consecutive Board meetings without an excuse accepted by the Board as satisfactory, that trustee shall be deemed to have resigned. After notification to the resignee, the vacancy shall be filled as per Article III, Section 3.

V ARTICLE V OFFICERS: NOMINATION, TERM AND DUTIES

1. Officers

The officers of this organization shall be a President, Vice-President, Secretary, and Treasurer.

2. Nomination of Officers

- a. Immediately following the annual Trustee election, the Nominating Committee (Article VII, Section 2.g) shall nominate one individual for each executive office.
- b. The nominees for office shall be made know to the Board members at least one (1) week prior to the Annual Meeting of the Board of Trustees.

3. Election of Officers

- a. Election of Officers shall take place at the first meeting of the newly seated Board of Trustees. In the event two or more Trustees are nominated for the same office, the vote shall be made by secret ballot.
- b. All officers must be members of the Board of Trustees.
- c. Except for the office of President (see Article V, Section 5b), vacancies among the officers shall be filled by election at a regular meeting, and a majority vote, as defined in Article VI, Section 5, shall be necessary. At least one (1) week prior notice of such election must have been sent to each Trustee.

4. Terms of Officers

- a. Officers shall serve one-year terms, commencing from the date of the meeting at which they are elected until their successors are duly elected.
- b. No officer shall serve in the same capacity for more than three (3) consecutive years.

5. Duties of Officers

- a. The President shall prepare an agenda for and preside at all Board meetings, appoint committee chairs, and serve as ex officio of all committees, except the Nominating Committee, execute documents authorized by the Board, and generally perform all the duties associated with that office.
- b. The Vice-President shall serve as parliamentarian, and in the absence of the President, perform the duties associated with the presidency. In the event of a vacancy in the office of the President, the Vice-President shall fill that vacancy for the remainder of the term. An election shall be held as per Article V, Section 3c to fill the position of Vice-President.
- c. The Secretary shall be responsible for maintaining the official record (minutes) of Board

activities and shall perform such other duties as are generally associated with that office. minutes shall consist of, but be not limited to, official motions voted upon at Board meetings and each trustee's voting record.

- d. The Treasurer shall oversee all financial transactions and accounting reports of the organization, deposit funds in financial institutions approved by the Board, or invest funds as suggested by the Finance Committee and approved by the Board, submit to the Board of Trustees a monthly financial statement, as well as an annual fiscal report, participate in the development of the annual Budget, and perform such other duties as are generally associated with that office. The Treasurer shall submit the account books for a yearly audit by the external auditor and shall review and submit the annual audit to the Board for acceptance.

VI ARTICLE VI MEETINGS OF THE BOARD

The Board shall meet a minimum of six (6) times per year in addition to an Annual Meeting.

1. Notice

Written notice of each meeting with date and time shall be mailed to each Trustee at least one (1) week prior to such regular meetings. Public notice shall also be made.

2. Open to the Public

According to the New York State Open Meeting Law, all meetings of the Board shall be open to the public.

3. Quorum

A quorum for the transaction of business at any meeting of the Board shall consist of six (6) trustees.

4. Majority Vote

Only Trustees shall have a vote in conducting Board business. Except as stated in Article X, Section 1, a majority vote shall be one more than half of the votes cast, excluding abstentions. In the event a Trustee cannot be present at a meeting for a vote, the Trustee may submit written input, but may not vote.

5. Special Meetings

Special meetings of the Board may be held at the call of the President, or at the request of at east three (3) Trustees, for the transaction of business as stated in the call for the special meeting. Advance notice shall be made as early as possible to each Trustees stating the purpose, time, and place of such meeting. Public notice shall also be given.

6. Executive Sessions

Executive sessions of the Board shall be held when necessary. Executive sessions are not open to the public and shall be confined to discussion of matters as allowed by New York State Open Meeting Law.

7. Annual and Organizational Meetings

An Annual Meeting of the Board and an organizational meeting of the Board shall be held in July, with notice of the date and times posted in the Library and published in the official newspaper, two (2) weeks prior to the time of the meeting.

8. Attendance of Director

The Director, or the Director's designee, shall attend all public meetings of the Board, may participate in the discussion and offer professional advice, but shall not have a vote.

VII ARTICLE VII COMMITTEES

1. Standing Committees

The Board shall function with the following standing committees: Finance, Personnel, Labor Management, Building and Grounds, Policies, Long Range Planning, and Nominating. The President shall appoint a chair for each standing committee before the September meeting. Final committee assignments must be approved by the Board at the September meeting.

a. Term of Committee Chair

A Trustee may not serve as chair of a committee for more than two (2) consecutive years.

b. Size of Committees

Standing committees, except the Nominating Committee, shall consist of at least three (3), but not more than five (5), trustees and shall be considered discharged upon the completion of the term of office of the President. Membership on these committees is open to all Trustees on a continuing basis subject to the aforementioned limitations.

2. Duties of Standing Committees

Standing committees, working with the Director, will fulfill their particular duties as follows:

a. The Finance Committee will work with the Director and the Treasurer to provide general oversight of the financial affairs of the Library and to work on the preparation of the Annual Budget for the maintenance and operation of the Library.

b. The Personnel Committee will meet periodically with the Director about any personnel issues and present an annual performance report of the Director to the Board of Trustees within the first quarter of each calendar year.

c. The Labor Management Committee will consider matters of mutual concern to the Library and the unionized staff.

d. The Building and Grounds Committee will provide general oversight of the physical plant and grounds of the Library.

e. The Policies Committee will work with the Director to formulate any written policies necessary for the operations of the Library and present recommendations to the board for evaluation and adoption of policies and periodically review existing policies for updating as necessary. All policy changes must be given to all Trustees by mail or in person 30 days before any action by the full board can be taken.

f. The Long Range Planning Committee will be responsible for formulating and updating a long-range plan that will guide the library in its future direction.

g. Nominating Committee

A Nominating Committee of three (3) Trustees shall be elected annually at the first meeting of the newly seated Board of Trustees. The Nominating Committee shall nominate one (1) individual for each executive office and three (3) persons to comprise the succeeding Nominating Committee as per Article V, Section 3c at which time their duties have been fulfilled.

3. Ad Hoc Committees

The President may appoint ad hoc committees and chairpersons, with the approval of the Board. Ad hoc committees shall consist of at least two (2), but not more than five (5) trustees. Non-board members may be appointed to non-voting positions on such committees to bring special capabilities to the functions(s) of the committee(s).

4. Reports

All committees shall make written reports to the Board as necessary or requested by the Board. All committee actions are subject to approval by the Board and no committee shall have other than advisory powers unless the Board has delegated specific power to act upon its behalf, pending a subsequent meeting of the Board for confirmation.

VIII ARTICLE VIII COMMITTEE MEETINGS

1. Notice At least five (5) days in advance, notice of the time and place of committee meetings shall be posted on the board in the lobby and given to the media. Notice of special meetings shall be posted as soon as possible stating the purpose, time, and place.

2. Open to the Public All committee meetings shall be open to the public, except Labor Management, which is exempt due to personnel discussions.

3. Quorum A committee quorum shall be a majority of its members: three (3) for a committee of four or five, two (2) for a committee of two or three – excluding an ex officio Board member.

4. Majority Vote A majority vote shall be one more than half of the votes cast, excluding abstentions, but including ex officio Board members. Voting, as determined by the chairperson, may be by unanimous consent. Lacking such consent, any other form of voting found in Robert's Rules of Order, Newly Revised may be used. All committee actions are subject to final Board approval.

5. Minutes: Committee minutes shall consist of actions voted upon, each member's voting record, and a concise summary of main points, issues, and processes. Approved minutes, or a draft, shall be made available within two (2) weeks of the meeting.

Committee minutes, if they adhere to the above Open Meeting Law requirements, may constitute a progress report to the Board.

IX ARTICLE IX PARLIAMENTARY AUTHORITY

The current edition of Robert's Rules of Order, Newly Revised shall govern all meetings (regular, special, and annual) of the Guilderland Public Library Board of Trustees and its appointed standing and ad hoc committees in all cases to which they are applicable, and in which they are not inconsistent with the By-Laws and any special rules or orders the Board may adopt.

X ARTICLE X AMENDMENTS

1. These By-Laws may be repealed, amended, or added to by a two thirds (2/3) majority vote of all Trustees at any meeting of the Board.
2. Proposed changes must be presented in writing at one (1) Board meetings, prior to the meeting at which action on such change is to be taken.

Citations

Adopted: 1/09/90

Revised: 3/14/96

Revised: 9/14/00

Revised: 2/08/01

Revised: 5/10/07

Revised: 2/12/09

Revised: 5/14/15