

# BY-LAWS OF THE STEWART B LANG MEMORIAL LIBRARY

Revised: 10/03/2022

## Article I – Trustees

1. The term of Office of Trustees shall be three years. There are no term limits at this time.
2. The Library's Charter allows between five and twenty-five Trustees. The designated number of Trustees will be reduced from nine (9) to seven (7), effective on January 01, 2023.
3. Trustees should attend all board meetings and be prepared to participate. Any Trustee who is not able to attend a meeting should notify the President or the Director. If notification is not provided, the Board may consider the absence to be unexcused.

## Article II – Officers

1. The Officers of the Board shall be President, Vice-President, Secretary, and Treasurer.
2. Officers for the coming year shall be elected at the Annual Meeting by a majority vote of the Board.
3. The term of office for Officers shall be one year, from January 1<sup>st</sup> through December 31<sup>st</sup>. There are no term limits at this time.
4. The President shall preside at all Board meetings, appoint committee members, execute documents on behalf of the Library, and serve as the primary liaison between the Board and the Library Director.
5. The Vice President shall assume the duties of the President in their absence.
6. The Secretary shall record all official acts of the Board and have the custody of all its official records and documents locked in a file in the Library. The Secretary will have a copy of the most current records and a key to the file.
7. The Treasurer shall receive all funds belonging to the Library and shall keep these funds in the Library's financial accounts until paid out in accordance with the Annual Budget. The Treasurer shall give a financial report to the Board at regular Board meetings.

## Article III – Meetings

1. Regular meetings shall be held on the first Monday of each month. Special meetings shall be held at the call of the President or any two Trustees.
2. The Board will maintain a calendar identifying key topics required to be addressed at each monthly board meeting. The calendar will also provide for periodic review of Library policies and procedures.
3. During Board meetings members of the public will be allowed three to five minutes per person for comments, with the total public comment period not to exceed fifteen minutes.
4. The Annual Meeting of the Board shall be on the first Monday of each December. The Annual meeting shall be for the purpose of election of new officers, installation of new trustees, and establishment of committee assignments for the coming year.
5. The Director will present the prior-year Annual Report for Board approval at the February meeting.
6. Conduct of monthly board meetings requires the presence of a quorum. More than half of the total designated number of Trustees shall constitute a quorum.

7. Board actions require an affirmative vote by more than half of the total designated number of Trustees. In the event of a tie vote, the President has the choice of voting or abstaining and deferring the matter to further discussion.
8. Changes to these By-Laws shall require an affirmative vote by two-thirds of the designated number of Trustees.

#### Article IV – Committees

1. There will be four standing committees:
  - a. The Finance Committee monitors and reports to the Board regarding the financial accounts and activities of the Library.
  - b. The Planning Committee assists the Board and the Director in establishing goals and objectives, monitoring progress, and recommending any needed adjustments.
  - c. The Personnel Committee assists the Board and the Director with personnel policies, staff compensation and performance, and any personnel issues.
  - d. The Facilities Committee oversees and advises the Board regarding maintenance, repair and upgrade of the Library's building, equipment and grounds.
2. Ad Hoc committees may be appointed by the President with approval of the Board.
3. All committee actions are subject to approval by a majority of the Board.

#### Article V – Annual Budget

1. The Director and the Treasurer, in consultation with the Finance Committee, shall prepare an Annual Budget for the coming year, and shall present the Budget to the Board for review and approval by no later than the November meeting.
2. The Board must approve any adjustments to the Budget by a majority vote.

#### Article VI – Director

1. The Board shall appoint a Library Director who meets the public Library Standards as set by New York State.
2. The Director shall be the Executive and Administrative Officer of the Library.
3. The Director shall be held responsible for the proper performance of duties as spelled out in the job description provided by the Board.
4. It shall be the duty of the Director to attend meetings of the Board, including the Budget meetings and public meetings where action may be taken affecting the interests of the Library.
5. The Director shall have the right to speak on all matters under discussion at board meetings, but shall not have the right to vote thereon.

(Revision Summary follows on Page 3)

## REVISION SUMMARY:

<u>Date:</u>	<u>Description:</u>
September 3, 1926	Original adoption of By-Laws
November 7, 1983	Refer to Board Minutes
February 22, 1992	Refer to Board Minutes
April 1, 2002	Refer to Board Minutes
July 1, 2002	Refer to Board Minutes
May 6, 2005	Refer to Board Minutes
October 6, 2008	Refer to Board Minutes
April 6, 2015	Refer to Board Minutes
April 2, 2018	Revised Article III Sections 1 and 2 to change board meetings from 1 <sup>st</sup> Mondays to 1 <sup>st</sup> Fridays of each month. Revised Article IV Section 4 to clarify responsibilities for preparation of the annual budget.
August 6, 2018	Deleted Article V Section 2. Moved last sentence of Article III Section 2 to new Section 3 for clarity. Revised Article III Sections 1 & 2 to move monthly board meetings back to first Monday's. Revised Article IV Section 1 to simplify standing committee titles. Added revision descriptions. Reformatted.
October 1, 2018	Added Article III Section 2 re: public participation in Board meetings.
November 5, 2018	Revised Article I Section 2 to specify the designated number of trustees as "nine". Revised Article III Section 5 to define a quorum as "more than half" of the designated number of trustees. Added Article III Section 7 to require a two-thirds affirmative vote in order to revise the By-Laws.
March 4, 2019	Revise Article III Section 4 to require submittal and Board approval of the prior-year Annual Report at the February board meeting.
January 4, 2021	Added new Article III Section 2 to require establishment of a board meeting calendar and provide for periodic review of policies and procedures.
September 13, 2021	Revised Article I Section 1 to state that there are no trustee term limits at this time. Added Article 1 Section 3 to address trustee absences from board meetings.
November 01, 2021	Added new Article II Section 3 to specify one year officer terms from January thru December. Revised Article III Section 4 to reschedule the Annual Meeting from January to December. Revised Article III Sections 6 and 7 to clarify the requirements for a quorum and voting.
May 02, 2022	Added new Article II Sections 4 and 5 to define duties of President and Vice President. Revised Article IV Section 1 to define the duties of the standing committees. Changed the title of Article V from "Finance" to Annual Budget.
October 03, 2022	Revised Article I Section 2 to reduce the number of trustees from nine to seven, to become effective on January 01, 2023.
January 2 2022	Reviewed and accepted
January 9 2023	Reviewed and accepted