

BY-LAWS BRUNSWICK COMMUNITY LIBRARY TOWN OF BRUNSWICK, NEW YORK

**Approved January 24, 1994
Amended November 8, 1999
Approved June 13, 2000
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Approved November 15, 2011
Amended December 18, 2012
Amended and Approved May 10, 2016**

ARTICLE I - NAME

The name of this Library is Brunswick Community Library

ARTICLE II - FORM OF ORGANIZATION

The organization shall be a free association library, a non-stock corporation created by a charter granted by the University of the State of New York and operated exclusively for educational purposes.

ARTICLE III - PURPOSE

The purpose of the library shall be to encourage and maintain an interest in the reading, listening and viewing of library materials among the children and adults of this community; to foster an appreciation of good literature, both for pleasure and information in children and adults; to arrange literary programs, reading groups, lecture programs and other entertainment for children and adults and to organize and enlist qualified persons to carry out the above purposes as members of the Board of Trustees.

ARTICLE IV - MEMBERSHIP

The service area of the Library shall be coterminous with the Town of Brunswick. Any person holding a valid library card of the Brunswick Community Library shall be considered a member, subject only to compliance with the provisions of these By-Laws. Only members in good standing over the age of eighteen years shall be eligible to participate in its business meetings, vote or serve in any of its elective or appointive positions. To be in good standing, members must be current with respect to their obligations and responsibilities to the library.

ARTICLE V - EQUAL OPPORTUNITY

Members of the Board of Trustees of the library shall be selected without discrimination as to age, ethnicity, gender, income, national origin, marital status, physical disability, race, religion or sexual preference.

ARTICLE VI - TRUSTEES

1. **BOARD OF TRUSTEES.** The Board of Trustees shall be not less than five (5) nor more than eleven (11) members in good standing, all of whom shall be over the age of eighteen years. The number of Trustees may be increased or decreased by action of a majority of the entire Board subject to such limitations required by the New York State Education Law and in accordance with the Brunswick Community Library Charter as approved by the Board of Regents of the State University of New York.

2. ELIGIBILITY. A person shall be eligible to be a Trustee if he/she resides or owns property within the geographical limits of the library service area.
3. ELECTION. Trustees shall be elected at the Annual Meeting of the Members by a plurality of votes of Members casting ballots. A slate of nominees shall be presented by the Nominating Committee, on or before October 1st of each year, but Members may make additional nominations at any time thereafter. Each Trustee shall continue in office until his or her resignation, removal by vote of two thirds (2/3) of the members of the Board of Trustees or until his or her term shall have expired.
4. TERM. Each member of the Board of Trustees shall be elected for a three (3) year term of office and a Trustee may be elected to serve a second term for a total of six (6) years.

Notwithstanding the foregoing, this limitation may be waived and any Trustee may be re-nominated for more than two consecutive terms by a unanimous vote of the Nominating Committee and the Board of Trustees.

The Term of an elected Board member shall commence following the organizational meeting of the Board of Trustees, which shall immediately follow the Annual Meeting.

If a Trustee shall fail to attend three consecutive meetings without an excuse accepted as satisfactory by the Board, the Trustee shall be deemed to have resigned and the vacancy shall be filled.

Newly elected/appointed Trustees shall be provided with appropriate orientation by the Board President and Library Director and shall be given a copy of the By-Laws and the Handbook for Library Trustees in New York State for review. Each newly elected/appointed Trustee shall meet with the Board President and Library Director for a review and explanation of the by-laws and Handbook for Library Trustees in New York State. Each newly elected/appointed Trustee shall be encouraged to participate during their term(s) as an Officer for the Board of Trustees.

5. VACANCIES. Any vacancy of the Board of Trustees arising at any time and from any cause, may be filled from a list of candidates presented by the Nominating Committee. Such vacancy may be filled at any meeting of the Board by a majority vote of the Trustees then in office. Each Trustee so elected shall fill the unexpired term of his or her predecessor trustee, or in the case of a newly created trusteeship, he or she shall fill such term as directed by a majority of the Board.
6. DUTIES AND MEETINGS. The duties of the Board of Trustees shall be 1) to appoint a qualified Library Director who shall be the executive and administrative officer of the Library and who shall be appointed as specified in the New York State Education Commissioner's Regulations; 2) to transact necessary business in the intervals between meetings of the Membership and such other business as may be referred to it by the Members; 3) to create standing committees; 4) to approve the plans of work of the standing committees; 5) to present a report at the Annual meeting of the Membership; 6) to appoint a Certified Public Accountant to audit the Treasurer's accounts; 7) to determine the need for and to secure adequate funds to carry on the programs and approve the annual budget; 8) to prepare and submit to the municipalities a budget for each fiscal year; 9) to approve routine bills within

the limits of the budget and such other duties and requirements as set forth in the New York State Education Law.

Regular meetings of the Board of Trustees shall be held ten (10) times a year, at dates and times to be established by the Board of Trustees. The meetings shall be open to the Members except when individual personnel issues are being discussed. The order of business shall be as set forth in the latest edition of Robert's Rules of Order, Revised. Special Meetings of the Board of Directors may be called by the President or any two Officers or by a majority of the Board.

7. QUORUM. A majority of all duly appointed Trustees shall constitute a quorum at all meetings, regular or special.
8. VOTING REQUIREMENTS. All actions or resolutions of the Board of Trustees shall require majority approval of those present at a meeting at which a quorum is present.

ARTICLE VII - OFFICERS AND THEIR ELECTION

1. OFFICERS. The officers of the Board shall consist of a President, a Vice President, a Secretary and a Treasurer.
2. ELECTION. Officers shall be elected at the meeting of the Trustees in the month of January of each year. However, if there is but one nominee for any office, it shall be in order to move that the Secretary cast the elective ballot of the Membership for the nominee.
3. TERMS. Officers shall assume their official duties following the close of the annual meeting in the month of January and shall serve for a term of one year and until the election and qualification of their successors.
4. VACANCY. A vacancy occurring in any office shall be filled for the unexpired term by a person elected by a majority vote of the members of the Board of Trustees. Any officer of the Board may be removed by a vote of two thirds (2/3) of the Trustees then in office.

ARTICLE VIII - DUTIES OF OFFICERS

1. PRESIDENT. The President shall preside at meetings of the Board, appoint committees, coordinate the work of the officers and committees, authorize calls for special meetings and generally perform the duties of a presiding officer. The President or other Board members shall attend the UHLS annual meeting.
2. VICE PRESIDENT. The Vice President shall act as assistant to the President and perform the duties of the President in case of absence or disability of the President. He or she shall succeed to the office of President upon the resignation or death of the President. In case both the President and the Vice President are absent from a meeting, any member may call the meeting to order and the members present shall appoint such member to preside temporarily. The Vice President shall not succeed to the office of President upon the expiration of the term of the President, rather any candidate for any office shall be duly appointed by the nominating committee as set forth herein.
3. SECRETARY. The Secretary shall have charge of the records of the Board and shall keep the minutes of its meetings and perform such other duties as may be delegated. A copy of the minutes shall be kept in the Library and shall be available for public study.

4. **TREASURER.** The Treasurer shall attend to the fiscal affairs of the Library. The Treasurer shall pay out funds by check signed by the Treasurer or, in case of the disability or absence of the Treasurer, by the president. The Treasurer shall keep accurate records of all moneys received and disbursed and shall make a report thereof to the Board monthly, at the Annual Meeting and at other times as the Board shall require. A copy of the report shall be kept in the Library and shall be available for public study. The Treasurer shall submit the finance section of the annual report to the New York State Education Department as required.

The Treasurer's accounts shall be examined annually by a Certified Public Accountant who, satisfied that the Treasurer's annual report is correct, shall sign a statement of that fact at the end of the report.

5. All offices shall perform any duties assigned to them from time to time and deliver to their successors all official material not later than ten (10) days following the election of their successors.

ARTICLE IX - EXECUTIVE COMMITTEE

The officers of the Board shall constitute the Executive Committee. The Executive Committee has the responsibility for providing general supervision of the work of the Library between Board meetings and for providing leadership in the work of the Board and of the Library. In the latter capacity, it also serves as the major advisory committee for the President and for the Library Director. In unusual circumstances, the Executive Committee may act on behalf of the Library and all actions will be promptly reported to the Board members in writing.

The Executive Committee shall hold meetings as called by the President. Minutes of all Executive Committee meetings shall be kept and distributed to all Trustees within a reasonable time.

ARTICLE X - DIRECTOR OF LIBRARY

The Board of Trustees shall appoint a Director who shall be the executive officer of the policies of the Board and shall have charge of the administration of the library under the direction and review of the Board. The Director shall be 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 contained in the annual budget. The Director shall render and submit to the Board reports and recommendations of such policies and procedures, which, in the opinion of the Director, will improve efficiency and quality of library service. The Director shall attend all Board meetings except the portion of the meeting at which the Director's appointment or salary is to be discussed or decided.

ARTICLE XI - COMMITTEES

The Board may consider and act on any matter before it with or without recommendations from a committee. The President shall appoint standing committees, to serve one year, and may appoint ad hoc committees. Each committee chairperson shall be responsible for periodic meetings of the committee and shall have an opportunity to report at each regular meeting of the Board. A chairperson and committee members shall be assigned annually by the President. The President shall be a member, ex-officio, of all committees except the nomination committee.

1. **FINANCE COMMITTEE.** The finance committee shall have general supervision of the policies and plans for the fiscal resources of the Library. It will be responsible for, but not confined to 1) preparing an annual budget for the Board's approval; 2) evaluating and advising the Board on endowment, memorial and other gifts, savings and financial plans in a manner advantageous to the annual and future needs of the Library; 3) requesting and considering recommendations may by the other committees; and 4) seeking and receiving public funds on an on-going and regular basis and reporting to funding authorities on how public funds were spent and what services the library offers the community.
2. **BUILDING AND GROUND COMMITTEE.** The building and grounds committee shall oversee the maintenance and upkeep for the Library building and grounds. It shall conduct periodic inspections of the building and grounds and shall make recommendations to the Board concerning repairs and alterations, replacement or addition of building equipment, insurance coverage of the building, anticipated expenses to be included in the annual budget, and such other matter as may be referred to it by the Board.
3. **HUMAN RESOURCES COMMITTEE.** The personnel committee shall recruit, recommend and present to the Board final candidates for the Director of the library. It shall evaluate the performance of the director and make recommendations for salary and benefits and shall adjudicate, if necessary, any formal grievance brought to it by a staff member or volunteer, reporting the matter and decision to the Board at its next meeting. It shall evaluate requests for additional staff and their job descriptions, act as a resource for personnel matters of the library staff and make recommendations to the Board.
4. **NOMINATING COMMITTEE.** The nominating committee shall nominate one eligible person for each vacant trusteeship and for each office of the Board of Trustees. In addition, the nominating committee shall submit its slate of nominees to the Board of Trustees on or before October 1st of each year in accordance with the Recruitment Policy of the Library. The nominating committee shall report its nominees at the annual meeting of Members at which time additional nominations may be made from the floor. Only those persons who have signified their consent to serve if elected shall be nominated for or elected to the position of Trustee or Officer.

ARTICLE XII - MEETINGS OF MEMBERSHIP

1. **ANNUAL MEETING.** The Annual Meeting of Members (as defined in Article IV herein) of the Library shall be held at the principal office of the library or at such other place as the Board of Directors shall designate in the month of January. Notice of the time and place of such annual meeting shall be given by the Secretary by public notice posted in the Brunswick Town Office and in the Library, not less than ten (10) days prior to the meeting. Said Annual Meeting shall include the Annual Reports of President, Treasurer and Library Director.
2. **SPECIAL MEETINGS.** Special Meetings of the membership may be held at the Library upon the call of the President, by resolution of the Board of Trustees or by any five members in good standing. Notice of the time, place and purpose of any special meeting shall be given by the Secretary by public notice posted in one public place at the Brunswick Town Office and in one public place in the library not less than ten (10) days prior to the meeting.

ARTICLE XIII - INDEMNIFICATION, ERRORS AND OMISSIONS

The Brunswick Community Library shall hold harmless and indemnify all Trustees, Officers and the Director from any and all liability, claims, demands or expenses by reason of acting as such Trustees, Officers or Director. The Library shall maintain a standard Errors and Omissions Insurance policy and Employment Practices Liability coverage, insuring the Library, Board of Trustees, Officers and the Director, by reason of any and all actions performed or omissions to act against real or perceived errors of judgment.

ARTICLE XIV - AMENDMENTS

1. These By-Laws may be amended, repealed or altered in whole or in part by a majority vote at any regular or special meeting of the Board of Trustees of the Library, provided notice of the proposed modification or amendment is given to the Trustees. Amendments to these By-Laws may be proposed at any regular meeting and shall be voted upon at the next regular meeting. A simple majority of the Board shall be sufficient for adoption of an amendment.
2. Any rule or resolution of the Board, whether contained in these By-Laws or otherwise, may be suspended temporarily in connection with business at hand, but such suspension, to be valid, may be taken only at a meeting at which two-thirds of the members of the Board shall be present and two-thirds of those present shall so approve.

ARTICLE XV - PROCEDURE

All procedures not specified herein shall be in accord with Robert's Rules of Order, revised.

Approved by The Brunswick Library Board of Trustees

Dated: May 10, 2016