



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

ARTICLE I - NAME

The name of this Library is the Brunswick Community Library.

ARTICLE II - FORM OF ORGANIZATION

The organization is an association library created by a charter granted by the University of the State of New York and operated exclusively for educational purposes.

ARTICLE III - MISSION STATEMENT

The Brunswick Community Library offers access to life-long learning resources, engaging activities and an inclusive community space for all.

ARTICLE IV - MEMBERSHIP

The service area of the Library shall be the chartered service area. Any person residing in the service area, over the age of 18, and holding a valid library card of the Brunswick Community Library shall be considered a member.

ARTICLE V - TRUSTEES

1. BOARD OF TRUSTEES

The Board of Trustees shall be selected without discrimination. The Board of Trustees shall be not less than five (5) nor more than fifteen (15) members. The board is currently comprised of eleven (11) members. The number of Trustees may be increased or decreased by action of a majority of the Board of Trustees, subject to such limitations required by the NYS 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 they are at least eighteen (18) years old and reside within the Town of Brunswick or the Brittonkill School District.

3. ELECTION

Trustees shall be elected at the Organizational Meeting in January by a plurality of votes of members casting ballots. A slate of nominees shall be presented by the Nominating Committee at the October meeting, but members may make additional nominations at any time thereafter. Each Trustee shall continue in office until the Trustee's resignation, removal by vote of two-thirds (2/3) of the Board of Trustees, or until the Trustee's term expires.

4. TERM

Each Trustee shall be elected for a three (3) year term of office and may be elected to serve a second consecutive term for a total of six (6) years. No Trustee may serve more than (2) two full terms consecutively, except where elected to fill an unexpired term.

The above term limitation may be waived, and any Trustee may be renominated for non-consecutive terms. A Trustee is eligible to rejoin the Board of Trustees after twelve (12) months away from the Board of Trustees, upon a recommendation of the Nominating Committee and the unanimous vote of the Board of Trustees.

The Term of an elected Trustee shall commence following the Organizational meeting of the Board of Trustees, which shall immediately follow the Annual Meeting of the membership in January.

If a Trustee fails to attend three (3) consecutive meetings without an excuse accepted as satisfactory by the Board of Trustees, the Trustee shall be deemed to have resigned and the vacancy shall be filled in accordance with these bylaws.

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, the conflict of interest policy, and the Handbook for Library Trustees in New York State. Each trustee is required to complete a minimum of two hours of trustee education annually. NY Education Law §2-d. Each newly elected/appointed Trustee is encouraged to participate during their term(s) as an Officer for the Board of Trustees.

5. VACANCIES

Any vacancy of the Board of Trustees may be filled by action of the board from a list of candidates presented by the Nominating Committee in accordance with these bylaws. Such vacancy may be filled at any meeting of the Board of Trustees by a majority vote of the Trustees then in office. A Trustee so elected shall serve the unexpired term of their predecessor.

6. DUTIES AND MEETINGS

The Board of Trustees shall 1) 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 NYS Education Commissioner's Regulations; 2) create standing committees; 3) approve the plans of work of the standing committees; 4) to present a report at the Annual Meeting of the membership; 5) appoint a Certified Public Accountant to audit the Treasurer's accounts; 6) determine the need for and to secure adequate funds for programs and to approve the annual budget; 7) prepare and present to the municipality a budget for each fiscal year; 8) approve routine bills within the limits of the budget and such other duties and requirements as set forth in the NYS Education Law.

Regular meetings of the Board of Trustees shall be held ten (10) times per year, at dates and times to be established by the Board of Trustees. The meetings shall be noticed and held pursuant to the NYS Open Meetings Law. Special meetings of the Board of Trustees may be called by the President or any two Officers or by a majority of the Board. The President and Trustees shall be encouraged to attend the Upper Hudson Library System Annual Meeting.

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, except a motion to remove a Trustee or to suspend a rule or resolution of the Board of Trustees, shall require majority approval of those present at a meeting at which a quorum is present. Votes may not be cast by proxy. "Present" shall be defined in accordance with the NYS Open Meetings Law.

ARTICLE VI - OFFICERS AND THEIR ELECTION

1. OFFICERS

The officers of the Board of Trustees shall consist of a President, a Vice President, a Secretary, and a Treasurer.

2. ELECTIONS

Officers shall be elected at the Organizational Meeting in January. However, if there is only one nominee for any office, it shall be in order to move that the Secretary cast the elective ballot of the membership in favor of the nominee.

3. TERMS

Officers shall assume their official duties following the close of the Organizational Meeting in January and shall serve for a term of one (1) year and until the election and qualification of their successor.

4. VACANCY

A vacancy occurring in any office shall be filled for the unexpired term by a currently serving trustee elected by a majority vote 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 VII - DUTIES OF OFFICERS

1. PRESIDENT

The President shall preside at meetings of the Board, appoint members to standing committees, create and appoint *ad hoc* 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 shall be responsible to ensure that each trustee is provided with the Brunswick Community Library Conflict Interest Policy and signs the Brunswick Community Library Conflict of Interest Form at the beginning of the year. The President shall ensure that the Library's Long Range Plan is current, and may appoint an *ad hoc* committee to assist in the development of a Long Range Plan not less than every three years, but not more than every five years.

2. VICE PRESIDENT

The Vice President shall act as assistant to the President and perform the duties of the President in case of the President's absence or disability. The Vice President shall succeed to the office of President upon the resignation or death of the President to complete the term. If 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 for that meeting. The Vice President shall not succeed to the office of President upon the expiration of the President's term. Candidates for any office shall be duly appointed by the nominating committee in accordance with these bylaws.

3. SECRETARY

The Secretary shall have charge of the records of the Board of Trustees and shall keep the minutes of its meetings and perform such other duties as may be delegated. A copy of the minutes shall be maintained on the Library's website and shall be available for public study pursuant to the NYS Open Meetings Law.

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 or the Director. The Treasurer shall keep accurate records of all monies 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 maintained on the Library's website and shall be available for public study pursuant to the NYS Open Meetings Law.

The Treasurer shall submit the finance section of the annual report to the NYS 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 officers shall perform any duties assigned to them and deliver to their successors all official materials following the election of their successors.

ARTICLE VIII - EXECUTIVE COMMITTEE

The officers of the Board of Trustees shall constitute the Executive Committee. The Executive Committee is responsible for providing general supervision of the work of the Library between board meetings and for providing leadership in the work of the Board of Trustees 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 of Trustees 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 IX - DIRECTOR OF LIBRARY

The Board of Trustees shall appoint a Director who shall be the Library's executive officer 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 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 be responsible to ensure that each staff member receives a copy of the Brunswick Community Library Conflict of Interest policy and signs the Brunswick Community Library Conflict of Interest Form at the beginning of the year. The Director shall attend all Board meetings.

ARTICLE X - COMMITTEES

The Board may consider and act on any matter before it with or without recommendations from a committee. The President shall annually appoint a chairperson and committee members to the standing committees, to serve one year, and may create *ad hoc* committees and appoint a chairperson. 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. The President shall be a member, *ex-officio*, of all committees except the nomination

committee. The committees shall advise and make recommendations to the full Board of Trustees.

1. FINANCE COMMITTEE

The finance committee shall have general supervision of the policies and plans for the fiscal resources of the Library and such other matters the Board of Trustees may refer to the committee. It will be responsible for, but not limited 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 made by the other committees; and 4) seeking and receiving public funds and reporting to funding authorities on how public funds were spent and what services the library offers the community.

2. BUILDING AND GROUNDS 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 matters the Board may refer to it.

3. PERSONNEL AND POLICY COMMITTEE

The Personnel and Policy committee shall recruit and recommend to the Board final candidates for the Library Director. It shall lead the process of evaluating 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 members or volunteers, reporting the matter and decision to the Board at its next meeting. It shall evaluate and make recommendations to the Board of Trustees concerning requests for additional staff and their job descriptions and act as a resource for personnel matters of the library staff.

It shall keep the policies that guide the operation and use of the library up-to-date through regular review and shall develop/recommend new policies when appropriate. Policies must be reviewed at least every five years and be available for public inspection both in print and on the library's website.

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 the October meeting of each year. The nominating committee shall report its nominees at the organizational meeting, 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 XI - MEETINGS OF MEMBERSHIP

1. ANNUAL/ORGANIZATIONAL MEETING.

The Annual Meeting of Membership¹ and the Organizational Meeting shall be held at the library or at such other place as the Board of Trustees shall designate in January. Notice of the time and place of such annual/organizational meetings 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. The Annual Reports of President, Treasurer and Library Director shall be presented at the Annual Meeting or as soon thereafter as is practicable. The annual election of officers and committee appointments shall occur at the Organizational Meeting.

2. SPECIAL MEETINGS

Special Meetings of the Board or 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. Notice of the time, place and purpose of any special meeting shall be given by the Secretary by public notice posted in the Brunswick Town Office and the library not less than ten (10) days prior to the meeting, in accordance with NYS Open Meetings Law.

ARTICLE XII - INDEMNIFICATION

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" a/k/a "Directors and Officers" insurance policy and Employment Practices Liability coverage, insuring the

¹ "Membership" as defined in Article IV.

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 XIII - AMENDMENTS

These bylaws 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 majority of the Board of Trustees shall be sufficient to adopt an amendment.

Any rule or resolution of the Board, whether contained in these bylaws or otherwise, may be suspended temporarily, but may be taken only at a meeting at which at least two-thirds ($\frac{2}{3}$) of the Board of Trustees shall be present and two-thirds ($\frac{2}{3}$) of those present shall approve.

ARTICLE XIV - PROCEDURE

Rules contained in the current edition of Robert's Rules of Order will generally govern the Board of Trustees in cases to which they apply and are not inconsistent with these bylaws and/or any special rules of order the Board of Trustees may adopt.

Approved by The Brunswick Community Library Board of Trustees

Approved January 24, 1994

Amended November 8, 1999

Approved June 13, 2000

Amended November 14, 2011, Approved November 15, 2011

Amended December 18, 2012

Amended and Approved May 10, 2016

Amended and Approved November 17, 2020

Amended and Approved November 11, 2021

Amended September 17, 2024, Approved October 15, 2024