



## **BYLAWS OF THE MENDON PUBLIC LIBRARY**

*“The Mendon Public Library is chartered by the Board of Regents of the University of the State of New York. Recognizing its role as an essential contributor to the quality of life in the Town of Mendon, our library provides users with a variety of materials, services, programs, and external resources to support every age with independent study, technology, and support services.” Mendon Public Library Long Range Plan 2014 – 2019*

### ***Article I- NAME***

This organization is and shall be known as the Mendon Public Library existing by virtue of the provisions in the Absolute Charter Number 10,988 granted by the Regents of the University of New York on May 25, 1973 and revised on January 17, 1984 by the Regents and recorded as Number 18,622 and exercising the powers and authority and assuming the responsibilities delegated to it under said charter. The Mendon Public Library shall be governed by the laws of New York State, the regulations of the Commissioner of Education and by the following by-laws.

### ***Article II – BOARD OF TRUSTEES***

#### ***1. Management***

- 1.1. *Authority* – The business and affairs of the Mendon Public Library shall be managed and conducted by the Board of Trustees.
- 1.2. *Duties* – The duties of the Trustees are:
  - a. To hire a qualified library director and review his/her performance.
  - b. To secure adequate funding for the Mendon Library’s service program.
  - c. To stewardship and accountability in the use of that funding.
  - d. To adopt policies and rules regarding library use.
  - e. To plan and evaluate the Mendon Library’s service program.
  - f. To promote the library in the local community.

#### ***2. Eligibility and Terms of Trustees***

- 2.1. The term of the members of the Library Board of Trustees shall begin on January 1 and end on December 31 of the fifth year following appointment.
- 2.2. Eligibility for office shall be limited to those over 18 and residing within the geographical limits of the Town of Mendon.

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1. *Handbook for library trustees of New York State* by Malcolm Hill; with the assistance of Public Library System Directors Organization of New York, New York State Association of Library Boards, Division of Library Development, New York State Library. Millennium ed. Utica, NY Mid-York Library System, c2000.

- 2.3. When terms expire, the Mendon Town Board will appoint Trustee(s) for a full 5 year term.
- 2.4. Library Board shall fill vacancies that occur for reasons other than expiration of term for the balance of the unexpired term.
- 2.5. No Library Trustee may serve more than two consecutive full five-year terms. A Trustee who serves a fraction of a term resulting from an appointment to an unexpired term may complete this term and may serve no more than two consecutive five-year terms. A Trustee who has served two consecutive five-year terms shall not be eligible for re-appointment until one year after the end of his/her second term.
- 2.6. A Library Trustee may resign at any time by giving written notice to the President of the Library Board. Unless otherwise specified in the notice, said resignation shall take effect upon its receipt.

### **3. *Number of Trustees***

- 3.1. The Library Board shall be comprised of not less than five members and not more than eleven members, all of whom must be residing within the geographical limits of the Town of Mendon.
- 3.2. At the December meeting of each year the Library Board will submit to the Town Board in writing the number of expired terms to be filled.

### **4. *Oath of Office***

- 4.1. Library Trustees must file an "Oath of Office" with the Mendon Town Clerk and County Clerk before entering upon the discharge of any of his or her official duties but no later than 30 days of appointment to the Library Board.

### **5. *Officers***

- 5.1. The Officers of the Library Board shall be elected at the regular meeting in December of each year and begin office at the next regular meeting of the Library Board. They shall be a President, a Vice-President, a Secretary and a Financial Officer.
- 5.2. Officers shall serve a term of one year or until their successors are duly elected.
- 5.3. No officer shall hold the office for more than two consecutive terms.
- 5.4. Officers may be granted additional terms of office beyond the two years specified above by the majority approval of the Library Board.
- 5.5. Any officer may be removed from office by a majority vote of the Library Board.
- 5.6. The President shall preside at all meetings of the Library Board, authorize calls for any special meetings, appoint all committees, execute all documents authorized by the Board, serve as ex-officio voting member of all committees, and generally perform all duties associated with that office. The President has the right but not the obligation to participate fully in all committees. The President is not counted in determining quorum for committees.
- 5.7. The Vice-President shall preside at all meetings of the Library Board in the event of the absence or disability of the President. Should a vacancy occur in the office of President he/she shall assume and perform the duties and functions of the President

- 5.8. The Secretary shall act as Corresponding Secretary, conducting Board requested correspondence. If a vacancy occurs in the office of President **and** Vice President, the Secretary shall assume and perform the duties and functions of the President, until one is elected.
- 5.9. The Financial Officer shall perform such duties as are generally associated with that office. The Financial Officer shall be responsible for monitoring the monthly expenditures of the library and the deposit accounts under the direction of the Library Board. If a vacancy occurs in the offices of President, Vice President **and** Secretary, the Financial Officer shall assume and perform the duties and functions of the President until one is elected.
  - 5.9.1. The Financial Officer is responsible for proper accounting records and practices for all library business.
  - 5.9.2. Vouchers will be submitted to the Library Board for approval for payment and will be recorded in the minutes. The Financial Officer or a designated Trustee will sign the approved vouchers.
  - 5.9.3. The Financial Officer, President and Vice-President shall serve as authorized signers for all deposit accounts. As officers change the Financial Officer is responsible for updating bank signature cards for deposit accounts.
  - 5.9.4. Disbursements in excess of \$500 from the deposit accounts ~~Gift Fund~~ shall require the signatures of two of the three authorized signers. All expenditures from deposit accounts require Library Board approval and must be recorded in minutes.
  - 5.9.5. The fiscal year of the Library shall run from January 1 to December 31.
- 5.10. Additional officers may be elected for such period, have such authority and perform such duties as the Board of Trustees may determine from time to time.

## **6. Meetings**

- 6.1. The regular meetings of the Library Board shall be held on the first Monday of the month, unless an alternate date is set with prior Library Board approval and proper notification is given of change of date. A minimum of six meetings must be held during the calendar year.
- 6.2. The Annual Meeting shall be held in January of each year. The business transacted at this meeting shall include the election of new trustees and new officers. The operating and financial reports for the previous year shall be presented at the Annual Meeting in January.
- 6.3. The Recording Secretary shall be the Director or staff person designated by the Director. He/she shall take minutes of all regular and special meetings of the Library Board, assure that all notices required to be given by the Board are duly given and served, maintain custody of the minute book and perform such other duties as may be assigned by the Library Board. The Recording Secretary is a paid staff position and will have no voting rights.
- 6.4. A Trustee who shall fail to attend three consecutive regular meetings of the Board without notification shall be deemed to have resigned as a Trustee and the vacancy shall be filled as soon as possible. Failing to attend more than one-fourth (1/4) of the total number of regular and special meetings of the Library Board in a calendar year, without notification of absence, shall constitute a cause for removal. A notification of absence shall be given to the President or Vice-President.
- 6.5. A quorum for the transaction of business at any meeting shall consist of a simple majority of the presently appointed trustees (including vacancies). A majority vote shall be necessary for the transaction of business. In the absence of a quorum, the Trustees present may adjourn the meeting to a later date, notice of which shall be given by the Secretary. In the absence of a quorum an informational meeting may be held.

6.6. Trustees are expected to make every effort to attend regular Board meetings in person. If a quorum is not present, the Board President and Financial Officer may approve financial transactions and distribute to appropriate vendors or the Financial Officer of the Town of Mendon to ensure a timely payment. If vacancies exist in the office of Board President or Financial Officer, any combination of two officers from the Executive Committee may approve financial transactions for payment as noted above. Financial transactions completed will be presented for acknowledgement at the next board meeting.

6.7. Each trustee shall have one vote, irrespective of office held.

The most current “Robert’s Rules of Order” shall govern parliamentary procedure of the Board. The presiding officer shall decide all questions of order.

6.8. The Library Board may enter into an Executive Session by majority vote to consider any matter exempt from the Open Meetings Law as defined in New York State law. No action may be taken by the Board while it is in executive session. No record will be taken during executive session.

6.9. The Director shall attend all meetings, may participate in discussion and offer professional advice, but does not vote.

6.10. The order of business for regular meetings shall include, but not be limited to, the following items which shall be covered in the sequence shown unless circumstances make an altered order more efficient:

- Call to Order
- Public Comment
- Town Report
- Approval of Minutes
- President’s Report
- Financial Officer’s Report
- Corresponding Secretary’s Report
- Director’s Report
- Old Business
- New Business
- Public Comment

6.11. Special meetings shall be held at any time by call of the President or within (14) days of receipt of a written request of two members of the Board. Notice for special meetings which are held with less than one week notice must be given in writing with an e-mail notification to each member satisfying this requirement AND telephone notification at the office and home telephone number of each board member. Additionally, effective notice of any special meeting of the Board must be given to local media and posted as quickly as possible in a public place where notice of regularly scheduled Board meetings are routinely posted. Electronic communications on the Mendon Public Library website may be used to announce or cancel a regular or special meeting. This notice shall state the business for which the special meeting has been called, and that no business other than that stated in the notice shall be transacted at the special meeting. Notice of meetings shall be given pursuant to the Open Meetings Law.

**7. Committees**

7.1. The President may appoint ad-hoc committees as needed, with the approval of the Board.

7.2. No action of any committee shall be binding until approved by the Board. No committee shall authorize any expenditure without approval of the Board.

- 7.3. The only standing committee shall be an Executive Committee, which will consist of the President, Vice-President, Secretary and Financial Officer. The presence of at least two members of the committee shall be necessary to constitute a quorum at any meeting of that committee. The Executive Committee shall present a slate of officers and names of candidates for new trustees at the November meeting. Additional nominations may be made from the floor.
- 7.4. Committee meetings shall be held at such time and place and shall be fixed by the committee chair or by vote of a majority of all the members of the committee and will be advertised according to the Open Meetings Law, Sec. 100. Written minutes of the proceedings of each meeting of each committee shall be kept by a member appointed by the committee Chair and shall be filed with the Recording Secretary.
- 7.5. Unless otherwise provided by resolution of the Board of Trustees, a majority of all the members of a committee shall constitute a quorum for the transaction of business, and the vote of a majority of all the members of the committee shall be the act of the committee.

## **8. Conduct**

- 8.1. The Board functions as an entity, with no one Board member speaking on behalf of the Board unless so authorized at a public meeting. In the case of a library emergency or media contact, the President, or the Trustee acting as the President, must confer with a majority of the Board before issuing a statement on behalf of the Board.
- 8.2. The Board of Trustees will be governed by the Mendon Public Library Code of Ethics adopted December 2014 and including all future amendments thereto.
- 8.3. Any discussion of matters exempt from the Open Meetings Law as defined in New York State or Federal Law which are addressed in Executive Sessions, are confidential in nature and are not to be distributed outside the Library Board. They are:
  - Matters that will imperil public safety if disclosed.
  - Any matter that may disclose the identity of a law enforcement agent or informer.
  - Information relating to an investigation of a criminal offense that would imperil law enforcement if disclosed.
  - Discussions about proposed, pending or current litigation.
  - Collective negotiations pursuant to Article 14 of the Civil Service Law.
  - The medical, financial, credit or employment history of a particular person or matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of a particular person.
  - The proposed acquisition, sale or lease of real property or the proposed acquisition of securities.
- 8.4. No Trustee shall receive, directly, or indirectly, any salary or compensation from the library in his/her role as Trustee. Trustees shall be reimbursed for reasonable expenses incurred in the performance of duties in their role of Trustees. All reimbursement of expenses shall be subject to the expenditure approval process established by the Library Board. A signed Conflict of Interest Statement for Board members and Director will be signed annually disclosing any possible conflicts of interests.
- 8.5. The Board of Trustees is governed by Mendon Public Library Conflict of Interest Policy adopted by the Board of Trustees on February 2013 and including all future amendments thereto. ;

## ***Article III – Director***

The Board shall appoint a qualified Library Director. The Director shall be the executive officer of the policies of the Board. The Director shall be directly responsible to the Board of Trustees. He/she will have sole charge of the administration of the Library, with the authority to delegate.

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 IV – Amendments***

The Board of Trustees may repeal, amend or add to these By-laws by a majority vote of members present at a regular meeting and may become effective only after a favorable vote at a subsequent meeting.

Approved by the Mendon Public Library Board of Trustees: May 25, 1973

Amended by the Mendon Public Library Board of Trustees:

March 10, 1982, January 4, 1984, March 8, 1984, October 7, 1985, February 7, 1989, March 3, 1992, January 1, 1995, January 4, 2000, February 3, 2004

Revised by the Mendon Public Library Board of Trustees:

May 19, 1982, February 12, 1985, October 3, 1989, January 10, 1994, October 7, 2003

Reviewed by the Mendon Public Library Board of Trustees:

May 6, 2008

Amended by the Mendon Public Library Board of Trustees: December 6, 2011

Revised by the Mendon Public Library Board of Trustees: June 29, 2015

Amended by the Mendon Public Library Board of Trustees: April 3, 2017