

Town of Johnsbury Library By-Laws

Preamble: The Board of Trustees of the Town of Johnsbury Library, a municipal public library incorporated under New York State Education Law, Section 255 hereby enacts the following By-Laws:

Definition: Unless otherwise qualified, "the Board," refers to the Board of Trustees of the Town of Johnsbury Library.

Purpose: The purpose of the Town of Johnsbury Library is to assemble, preserve, and provide printed and other materials that will meet the day-to-day educational, informational, cultural, and recreational interests and needs of the community in compliance with local, State, and Federal laws.

Article I --- Membership

The Board shall consist of **no less than 7, and no more than** nine members. Vacancies on the Board are filled by appointment by the Town Board.

The term of office of trustees shall be three years to begin January 1 or immediately if appointed to fill a vacancy. The terms of the initial trustees serving in 1997 shall be staggered as drawn by lot. Term limits shall be two consecutive 3-year terms. Reelection shall be permitted after one year off the Board.

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 the Library Director and shall be given a copy of the Town of Johnsbury's Library By-Laws and a review of the Handbook for Library Trustees in New York State which outlines the basic information about trustee responsibilities.

Article II --- Officers

1. The Officers of the Board shall be President, Vice-president, Secretary, and Treasurer. Each officer shall be elected for a one-year term.
2. Officers shall be elected at the last regular meeting of the calendar year by a majority vote of the Board.
3. Duties of the officers:
 - a. The **President** shall preside at meetings of the Board, appoint committees, authorize calls for special meetings and generally perform the duties of a presiding officer. The President or other Board members shall attend the SALS annual meeting.
 - b. The **Vice-President** shall perform the duties of the President in case of the absence or disability of the President, and 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 (there being a quorum) shall elect a Chairman pro tem.

c. The **Secretary** shall have charge of the records of the Board and shall keep the minutes of its meetings. A copy of the minutes shall be kept in the Library and shall be available for public study and shall normally be sent to each board member at least five days in advance of the next meeting.

d. The **Treasurer** shall attend to the fiscal affairs of the library. The Treasurer shall pay out funds by check signed by the Treasurer, by the President, or, in case of the disability or absence of the Treasurer, by the President. The Treasurer shall keep accurate records of all monies received and disbursed and shall make a report thereof to the Board monthly and at other times as the Board shall require.

Article III --- 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, as described herein. 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 nomination committees.

1. 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:

a. Preparing an annual budget for the Board's approval.

b. 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.

c. Requesting and considering recommendations made by the other committees.

d. Seeking and receiving public funds on an on-going and regular basis and reporting to the funding authorities on how public funds were spent and what services the library offers the community.

2. The **Building and Grounds Committee** shall work with the Town of Johnsbury to oversee the maintenance and upkeep of 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, anticipated expenses to be included in the annual budget, and such other matters as may be referred to it by the Board.

3. The **Publicity Committee** shall inform the community of Library-sponsored events, services, and workshops, and other items deemed pertinent for the edification of the Community.

4. The **Personnel Committee** shall recruit, recommend, and present to the Board final candidates for the Library Director and for other staff after consulting with the Director. It shall evaluate the performance of the Director and assist the Director in evaluating the performance of other staff. It shall make recommendations for salary and benefits and shall adjudicate, if necessary, any formal grievance brought to it by a staff member, reporting the matter and decision to the Board at its next meeting.

5. The **Planning and Policy Committee** shall be responsible for evaluating the future library needs of the community and presenting a plan to the Board which will provide for the growth and improvement of the Library and library service. It shall enlist the aid of the Library Director and other standing committees when necessary in planning a program for approval by the Board. In addition, this committee shall be responsible for recommending changes, additions, or deletions to the By-Laws and policies.

6. The **Nominating Committee**: At the regular November meeting the President shall appoint a committee consisting of three members of the Board which shall submit a proposed slate of officers for the Board at the next regular December Board meeting. Membership on such committee shall not prohibit nomination for office.

Article IV -- Meetings

1. Meetings shall be held on a monthly basis, at dates and times to be established by the Board **at the end of each meeting** and shall be open to the public. **The public will be dismissed during personnel issue discussions.** If a quorum cannot be met, a meeting may be held for informational purposes only with no voting.

2. Special meetings shall be held at the call of the President or any three trustees.

3. A majority of the Board shall constitute a quorum.

4. The order of business shall be as follows:

- a. Roll call.
- b. Review of minutes of previous meeting.
- c. Financial report and approval of expenditures.
- d. Report of the Library Director.
- e. Report of standing committees.
- f. Report of special committees.
- g. Nominations and elections, if any.
- h. Correspondence and communications.
- i. Unfinished business.
- j. New Business
- k. Personnel Issues**
- l. Adjournment

5. Vacancies among the officers shall be filled at an election at a regular meeting, and a majority vote of the Trustees shall be necessary to an election.

Article V - Library Director:

1. The Board shall appoint a qualified Library Director who shall be the administrative officer of the library.

2. The Director shall be held responsible for the proper performance of duties as spelled out in the job description provided by the Board.

3. It shall be the duty of the Director to attend all meetings of the Board, including budget meetings, or public meetings where action may be taken affecting the interests of the Library. 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.

Article VI: In accordance with Section 1116(a), paragraph 4, of New York State Sales and Use Tax Law, the Board shall comply with the following provisions:

1. **Dissolution Provision:** In the event of dissolution, all of the remaining assets and of the organization shall after necessary expenses thereof be distributed to such organizations as shall qualify under section 501(c)(3) of the Internal Revenue Code, or corresponding provisions of any subsequent Federal tax laws, or to the Federal government, or to a state or local government, for a public purpose, or to another organization to be used in such manner as in the judgment of a Justice of the Supreme Court of the State of New York will best accomplish the general purposes for which this organization was formed. Distribution of assets will conform to New York State law.

2. **Non-Inurement Provision:** No part of the net earnings of the organization shall inure to the benefit of any member, trustee, director, officer of the organization, or to any private individual (except that reasonable compensation may be paid for services rendered to or for the organization).

3. **Restrictive Legislation Provision:** No substantial part of the activities of the organization shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Internal Revenue Code section 501(h), or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

4. **Restrictive Purposes and Activities Provision:** Notwithstanding any other provision of these articles, the organization is organized exclusively for literary and educational purposes as specified in section 501(c)(3) of the Internal Revenue Code of 1954, and shall not carry on any activities not permitted to be carried on by an organization exempt from the Federal income tax under section 501(c)(3) or corresponding provisions of any subsequent Federal tax laws.

Article VII --- Directors, Officers and Employees

The Town of Johnsbury, having its principal office at Town Hall, North Creek, New York 12853, in the County of Warren, New York, from and after the date hereof shall hold harmless any and all Trustees, Officers, Director and Staff from any and all liability, claims, demands or expenses by reason of acting as a Trustee, Officer, Director and Staff or otherwise by reason of any and all actions performed or omissions to act by reason of being a Trustee, Officer, Director, and Staff or otherwise of the System.

Article VIII --- Amendments

These By-Laws may be repealed, amended, or added to by a majority vote of the whole Board at a regular meeting. Such action may be taken, however, only after the substance of the proposed repeal, amendment, or addition has been presented in writing at a prior regular or special meeting, and notice thereof has been given in the notice of the meeting at which it is to be considered.

Initially Adopted: July 9, 1997

This Revision adopted: August 5, 2015

Peter Gilbertson, President of the Board