

ARTICLE I

Name and Purpose

- Section 1: This organization shall be known as the “Gloversville Public Library”.
- Section 2: The purpose of the organization shall be to provide public library services to residents of the Gloversville Enlarged School District service area as specified in the charter granted by the New York State Board of Regents. The Gloversville Public Library operates in compliance with New York State Law and the Commissioner of Education’s regulations.

ARTICLE II

Trustees

- Section 1: The governing body of the Library shall be a nine member Board of Trustees. Members of the Board of Trustees shall be elected by the residents of the Gloversville Enlarged School District.
- Section 2: Any legal resident of the Gloversville Enlarged School District, age 18 years or older, is eligible to hold the office of Trustee.
- Section 3: The term of office for Trustees shall be for a period of five years – to run from July 1 – June 30, the Library’s fiscal year.
- Section 4: A Trustee may be removed from office:
- ...for failing to attend three consecutive regular board meetings without excuse accepted as satisfactory by a majority of the Board of Trustees. At that point, the trustee shall be deemed to have resigned, and the vacancy shall be filled.
 - ...by vote of a majority of the board, on examination and due proof of the truth of a written complaint by any trustee, of misconduct, incapacity or neglect of duty; provided that at least one week’s previous notice of the proposed action shall have been given to the accused and to each trustee.
- Section 5: In the event of conflict of interest, a Board member will abstain from voting.
- Section 6: In the event of a Trustee’s resignation, dismissal, death, or inability to serve, a successor shall be selected by a vote of the Board. President may appoint a special committee to present a recommendation to the Board for approval. The newly appointed trustee will serve until the next library election at which time the position will be up for election for the remainder of the term of office of the vacant position. If an election is held to fill a seat for a full five-year term in addition to a seat for an unexpired term of less than five years, the candidate with the greatest number of votes will fill the full term seat, the candidate with the next highest number of votes will receive the shorter term seat.

ARTICLE III

Officers

- Section 1: The officers of the Library Board of Trustees shall be as follows:
- A President
 - A Vice-President
 - A Vice-President for Finance
 - A Secretary

The officers will serve without pay.

Section 2: Officers shall be elected at the Organization Meeting of the Board of Trustees by a vote of the majority of the Board.

Section 3: The term of office of all elected officers shall be until the next Organization Meeting.

Section 4: In the event a vacancy shall occur during an officer's term of office the Board of Trustees shall elect a replacement to fill the balance of the term.

Section 5: All positions may be renewed annually.

ARTICLE IV Duties of Officers

Section 1: The President shall prepare the meeting agenda with input from the Director and preside at meetings of the Board.

Section 2: In the absence of the President, the Vice-President shall perform the duties of the President.

Section 3: The Vice President for Finance shall present a report of the Library's financial activities and condition to the Board as often as the Board may require with the assistance of the Treasurer as necessary; shall present the proposed expenditures of the Library to the Board for approval; shall prepare the Library's annual budget for the approval of the Board; and shall prepare and file an annual financial report with the Board. In the absence of the President and Vice President, the Vice President for Finance shall perform the duties of President.

Section 4: The Secretary shall be responsible for the minutes of all Board of Trustee meetings.

Section 5: The officers are also authorized to sign contracts, applications for aid, and other legal documents. All officers shall be bonded.

ARTICLE V Meetings

Section 1: There shall be a minimum of seven meetings of the Board of Trustees each year, which shall include not fewer than six regular meetings and the Organization Meeting. All meetings shall be open to the public. Notice of meetings shall be published in one newspaper of general circulation in the City of Gloversville, designated at the Organization Meeting as the board's newspaper of notice.

Section 2: The Board of Trustees shall hold its Organization Meeting during the month of July. At that meeting, the Board shall elect its officers, fix its schedule of regular meetings for the forthcoming year, and appoint two representatives as directors of the Gloversville Library Foundation Board. These appointees will be voting members of the Foundation Board of Directors but need not be elected members of the Gloversville Public Library Board of Trustees. Appointments will expire at the next Organization Meeting and may be renewed annually.

- Section 3: Regular meetings shall be held the third Tuesday of the month.
- Section 4: Special meetings for the Board of Trustees may be held on call of the President of the Board, or on request of any three (3) Trustees.
- Section 5: All meetings shall be conducted in accordance with accepted rules of parliamentary procedure. A majority of the whole number of Trustees, including vacancies, shall constitute a quorum. In order to adopt a resolution, a majority of the whole number of Trustees, including vacancies, must vote in the affirmative.

ARTICLE VI Committees

- Section 1: Committees of the Board – Members of Committees of the Board shall be appointed by the President at the Organization Meeting. Members of committees **MUST** be members of the Board. A committee which meets independently shall report to the Board of Trustees at the next regularly scheduled meeting. Committee appointments expire at the Organizational Meeting. Positions may be renewed annually. The President may appoint additional committees as needed.

A. The Executive Committee shall be comprised of all officers of the Board of Trustees.

- Section 2: Committees of the Corporation – Members of Committees of the Corporation shall be appointed by the President at the Organizational Meeting. Members of committees need not be members of the Board, however, the chairperson must be a Board member. Actions and decisions by **Committees of the Corporation cannot bind the board, unless stated in these By-laws**. A committee which meets independently shall report to the Board of Trustees at the next regularly scheduled meeting. Board President and Library Director will act as ex-officio members of each committee. Committee appointments expire at the Organizational Meeting. Positions may be renewed annually. The President may appoint additional committees as needed.

- A. The Budget, Finance and Audit Committee shall be chaired by the Vice President for Finance, shall include at least one other Board member and the Treasurer, and shall conduct a monthly audit and make recommendations to the Board on all matters of budget and finances of the Library.
- B. The Building and Grounds Committee shall have a minimum of two Board members and shall make recommendations to the Board concerning repairs and alterations, insurance coverage, and such other matters as may be referred to it by the Board.
- C. The Personnel Committee shall have a minimum of two Board members and shall make recommendations to the Board on all matters of personnel, including performing the annual evaluation of the Library Director.
- D. The Policy Committee shall have a minimum of two Board members and shall regularly review the Library's By-laws and existing policies and recommend changes as necessary, develop new policies as situations require, and seek the input of the other board committees on policies that cover the subject of those committee assignments.

- E. The Program Committee shall have a minimum of two Board members and shall work with the Director and staff to develop and implement programs.
- F. The PR Committee shall have a minimum of two Board members and shall work with the Board's Committees, Director and staff to promote effective two-way communication with the Library's stakeholders to build understanding of the Library's mission and goals.
- G. Outreach Committee shall have a minimum of two Board members and shall work with the Director and staff to promote the Library and its services by attending community events.

ARTICLE VII

Director

Section 1 The Board shall appoint a qualified Library Director who shall be the executive and administrative officer of the library, under the direction and review of the Board. The Director shall act as professional advisor to the trustees, and shall serve at the pleasure of the Board. The Director shall be held responsible for the proper performance of all Library employees and volunteers.

Section 2 It shall be the duty of the Library Director to manage the operations of the Library and perform all of the duties listed in the job description set forth by the Board. The Director shall be responsible for the proper specifications of duties, direction and supervision of the staff, for the care and maintenance of Library property, for adequate and proper selection of Library materials in keeping with stated policies established by the board, for efficiency of service to the public, and for operation within the budget appropriations. The Director shall provide an annual report to the Board and the community at the September meeting. The Director shall perform such other duties as may be directed by the Board.

Section 3 The Library Director shall 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 be an ex officio member of all standing committees of the Board, and shall have the right to speak on all matters under discussion at Board meetings and committee meetings, but shall not have the right to vote.

Section 4 The Library Director must be a paid position.

ARTICLE VIII

Treasurer and Claims Auditor

Section 1 A Treasurer, who is not a member of the Board, shall be appointed by the Board of Trustees. The Treasurer may receive compensation.

The Treasurer shall have charge of the funds of the Library, insofar as may be allowed by law. The Treasurer shall work with the Vice President for Finance in preparing all financial reports. The Treasurer is responsible for paying the Library's bills and payroll, and completing NYS, Federal and additional financial reports.

All checks must be co-signed. Eligible signatories are Officers of the Board and the Treasurer.

Section 2

The Board of Trustees may utilize the position of Claims Auditor to certify claims for payment.

A Claims Auditor, who is not a member of the Board, may be appointed by the Board of Trustees. The Claims Auditor will not receive compensation.

The Claims Auditor shall review claims presented for payment, certify that each claim presented for payment was audited and payment is authorized, and work with the Treasurer to prepare a list of warrants for presentation to the Board at its monthly meeting.

See the Claims Audit Policy for more details.

Amendments

Section 1

Amendments to these By-Laws may be made by a two-thirds (2/3) vote of the Board, including vacancies, at a regular meeting, provided, however, that such changes have been introduced and discussed at a previous meeting. A copy of the proposed changes shall be given to each Board member at least ten (10) days prior to the meeting at which the vote is to be taken.

Adopted: December 20, 2005

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