

**BY-LAWS SAYREVILLE PUBLIC LIBRARY
BOARD OF TRUSTEES**

ARTICLE I. AUTHORIZATION, POWERS AND DUTIES

Section 1.1.

The Sayreville Public Library Board of Trustees (hereinafter referred to as the "Board") shall be authorized to exercise any and all powers, duties, and functions permitted by New Jersey State and Local laws.

Section 1.2.

The business and affairs of the Sayreville Public Library shall be conducted under the management, direction and control of the Board which, to the extent permitted by law, may delegate to duly established committees of the Board, or to the Director of the Library (hereinafter referred to as the "Director"), to any other employee or duly appointed agent, such duties and functions as it deems appropriate. Such Board powers and duties shall include, but shall not be limited to:

- Employing a competent and qualified Director of the Library;
- Determining and adopting written policies to govern the operation and program of the library including personnel policies, financial and investment policies, and policies governing the use of the library building and the selection and use of library materials, supplies, and equipment;
- Reporting to and cooperating with other public officials, boards, and the community as a whole to support a public relations program for the library;
- Assisting in the preparation of and seeking adequate financial support for the annual operating budget as well as capital and capital improvement projects; and,
- Developing long-range goals for the library and working toward their achievement.

Section 1.3.

- (A) Pursuant to N.J.S.A. 40:54-9 the Board of Trustees shall consist of seven (7) to nine (9) persons designated by the Mayor of the Borough of Sayreville for terms of five (5) years. The Mayor and Superintendent of Schools shall be trustees and may appoint an alternate to act in their place to attend meetings and vote on all questions.
- (B) Vacancies occurring on the Board shall be filled for the unexpired term only, in the same manner as the original appointments were made. Any and all resignations shall be submitted, in writing, to the Mayor with a copy to the Board President.

- (C) Each member of the Board shall take the required oath of office before the Borough Clerk, or before a person authorized to take oaths in the State of New Jersey, upon his/her appointment.
- (D) The Library calendar year shall be from July 1st to June 30th of each year.

ARTICLE II. OFFICERS

Section 2.1. Officers

Officers of the Sayreville Public Library shall consist of a President, a Vice President, a Secretary, a Treasurer, and such other officers as the Board may from time to time elect or appoint. All such offices shall be filled by members of the Board.

Section 2.2. Election, Terms, Vacancies, and Removal

A nominating committee shall be appointed by the President at the first meeting of the new calendar year. The nominating committee shall present the new slate of officers at the next regularly scheduled meeting after their appointment, and at that time, the presented slate of officers shall be voted upon. All officers shall be elected by a majority vote of the Board for approximate one year terms commencing on the date of election or appointment, and each officer shall continue to serve, subject to earlier resignation or removal, until the end of the calendar year or until a successor has been duly elected, appointed, and otherwise qualified. Officers shall be permitted to succeed themselves in office. Vacancies among the officers shall be filled at an election at a regular meeting and a majority vote of the Trustees shall be necessary for an election. Any officer may be removed for any reason, at any time, by a Board action in which a majority of the entire Board (as opposed to a majority of those present) has voted for such removal.

Section 2.3. Duties of Officers

- (A) The President shall preside at meetings of the Board of Library Trustees, appoint all committees, enforce all By-laws and Regulations promulgated by the Board, authorize calls for any special meetings, execute all documents authorized by the Board, serve as an ex-officio member of all committees, confer with the Director regarding the agenda for each Board meeting, and generally perform all duties associated with the office of President. In the event of the absence of the President from a Board meeting, the Vice President, or a temporary chairperson selected by the members present, shall assume and performs the duties and functions of the President.
- (B) The Vice-President shall preside at meetings of the Board of Library Trustees when the president is absent. The Vice President shall have such powers and discharge such duties as may be assigned, from time to time, by the Board.

- (C) The secretary shall see that a true and accurate account of all the board meetings is kept. The secretary, or his or her designee, shall give notice in writing of all meetings of the Board. The Secretary shall have custody of the minutes and other records of the Board of Trustees and perform all other duties associated with the office of Secretary.
- (D) The Treasurer shall be responsible to present reports on the Library's finances and, with the Director, present all bills for approval to the Board. The Treasurer shall have the authority to approve bills for payment when there is no meeting due to a lack of quorum. The Treasurer shall also review and prepare the annual budget with the assistance of the Director and the Finance Committee, and present the budget to the Board for approval. The Treasurer, with input from the Finance Committee, will provide investment recommendations as needed. In the absence or inability of the Treasurer, the above will be performed by such other member of the Board as the Board may designate.

ARTICLE III. MEETINGS

Section 3.1. Regular Meetings

Pursuant to the Open Public Meetings Act, the date, time and location of the regular Monthly Board meeting, which shall be fixed at its organizational meeting, will be posted in the library, filed with the Township Clerk, and sent to the official newspapers (Note: at least two). The meetings so scheduled for July, August or both, in any year may be omitted by appropriate action taken by the Board at its regular meeting in June of such year.

Section 3.2. Annual Meeting

An Annual Reorganizational Meeting, shall be held at the February meeting, at which time new and re-appointed board members will take the oath of office. The Board shall meet for the purpose of election of officers; approval of official financial institutions, newspapers, auditors, and Annual Report; appointments of committees and any other organizational matters that may come before the Board.

Section 3.3. Special Meetings

Special meetings may be called by the President or by any other officer of the Board acting on behalf of the President or, on five (5) day notice, in writing, by any three (3) members of the Board. Notices for such meetings shall state the time, place and specific purpose/business in the call. Forty-eight hours (48) notice thereof shall also be given by; posting the notice in the library, filing the notice with the Township Clerk, and sending the notice to the official newspapers.

In the event an emergency meeting is required to deal with matters of such importance that delay for the purpose of providing adequate notice (as required above) would

likely result in substantial harm to the public interest, such meeting may be held provided it conforms to the provisions of N.J.S.A. 10:4-9.

ARTICLE IV. VOTING PROCEDURES

Section 4.1. Quorum

- (A) At all meetings of the Board, a majority of the trustees shall constitute a quorum for the transaction of business. For purposes of establishing a quorum, "majority" means more than one-half the total number of trustees than presently existing on the Board.
- (B) For purposed of establishing a Quorum, members may participate in a meeting via conference call, virtual meeting, etc. as long as the public is able to communicate with such member and that such member is able to communicate with any such member of the public who may be in attendance at the meeting.

Section 4.2. Voting

A majority of the votes of all the members of the Board present at any meeting shall be necessary for the adoption or passage of any resolution or motion.

- (A) Actions taken shall be determined by a voice vote unless a roll call vote is requested by a Board member. The President may require members to put motions into writing. The President may offer motions and may vote on all proposals. All motions shall be stated in their proper form and restated before a vote is taken.
- (B) In the event that a member is participating in the meeting pursuant to the provisions of Section 4.1(B), they may vote in the same manner in which they would if they were physically present at the meeting.

ARTICLE V. AGENDA

An agenda for the Board meetings shall be prepared by the Director in cooperation with the President of the Board. Members of the public who wish to address the Board should request a place on the agenda not later than Twenty-Four (24) hours before the time established for the meeting. The request may be directed to one of the officers of the Board or to the Director.

The Order of Business shall be as follows so far as the circumstances of the meeting will permit:

- Roll call
- Compliance with Open Public Meetings Act Statement
- Agenda Review

- Approval of minutes of previous regular meeting and any intervening special meeting
- President's Report (if any)
- Financial report and approval of expenditures
- Report of the Library Director
- Committee Reports (if any)
- Correspondence and communications
- Old business
- New business
- Purchase authorization requests and Bill Payment
- Public Session
- Executive Session if needed for personnel or contract items
- Action on Closed Items
- Adjournment

ARTICLE VI. MEETING PROCEDURE

The rules contained within the current edition of *Robert's Rules of Order* shall govern the organization in all cases to which they are applicable, and in which they are inconsistent with these By-laws and any special rules of order which the organization may adopt.

ARTICLE VII. COMMITTEES

Section 7.1. Establishment

The Board may from time to time establish one or more standing or ad hoc committees to serve at the will of the Board. The President of the Board shall appoint all committee members. Ad hoc committees may be appointed by the President with the approval of the Board. Each such committee shall have advisory powers only, unless by appropriate delegation of authority in these Bylaws or by Board resolution delegating specific authority, the Board empowers such committee to act for the Library on its behalf.

Section 7.2. Committees

- (A) The President shall appoint such committees of one (1) or more members each for such specific purposes as the business of the Board may require from time to time. If it shall appear that the purpose of and need for any such committee may be long continued, the Board by appropriate action may confer the status of Standing Committee, whereupon it shall be the duty of the President to appoint such committee each year at the annual meeting. Special committees for the study and investigation of special problems or to deal with special issues shall be considered to be discharged upon the completion of the purpose for which they were appointed and after their final report is made to the Board.

- (B) Four (4) standing committees shall exist; (1) Policy; (2) Personnel; (3) Finance; and, (4) Planning.

ARTICLE VIII. DIRECTOR OF THE LIBRARY

Section 8.1.

The Director of the Library shall be an American Library Association and State of New Jersey certified professional librarian employed by the Board.

Section 8.2.

The Director shall have sole charge of the administration of the library under the policies and with the review of the Board.

Section 8.3.

The Director shall be held responsible for the procedures established to enforce the policies established by the Board for the operation of the library. Such duties and responsibilities of the Director include, but shall not be limited to:

- Providing library services and programs that reflect community needs and interests;
- Selecting professional personnel and other staff members as needed for the efficient operation of the library;
- Directing the library staff in performance of their duties;
- Operations and maintenance for the building and equipment;
- Preparing and administering the library budget;
- Accounting of all monies received from fines, donations and other sources and depositing them to appropriate accounts;
- Submitting a monthly written report to the Board describing the operations of the library; and,
- Maintaining and preserving minutes, meeting notes and financial records, making them available for inspection by the public upon request.

ARTICLE IX. INDEMNIFICATION

Each Trustee, Officer or Committee member of the Library, shall be indemnified by the Library against the actual amount of net loss including counsel fees, reasonably incurred by or imposed upon him/her in connection with any action, suit or proceeding to which he/she may be a party by reason of his/her having been a Trustee, Officer or Committee member of the Library.

ARTICLE X. IMMUNITY

Unless acting in reckless disregard for the duties imposed by the position, neither the Board as a body nor any Trustee, Officer or any other Committee member of the Library, shall be personally liable for any damages, claims, losses or injuries for any action or lack of action arising out of the execution of his/her office to the fullest extent available pursuant to N.J.S.A. 2A:53A-7.3.

ARTICLE XI. REVIEW AND AMENDMENTS

The Policy Committee of the Board shall review these bylaws bi-annually and recommend changes to the Board when necessary.

The By-laws may be amended, without prior notice, at any meeting of the Board at which the entire Board of Trustees is present; or by a majority vote of all members of the Board provided written notice of the proposed amendment shall have been mailed to all members at least ten (10) days prior to the meeting at which such action is proposed to be taken.

ARTICLE XII. CHAIN OF COMMAND FOR PUBLIC COMPLAINTS AND INQUIRIES

The following procedures will apply to the handling of public complaints and inquiries:

- (A) Neither the Library Board of Trustees as a whole, nor any individual Board member, will entertain or consider communications or complaints from library employees, library patrons/users, residents or other citizens. Such communications will be referred to the Library Director.
- (B) Complaints and inquiries should be submitted to the Library Director, in writing, and preferably on the *Patron Complaint* form (C101A) available at the library.
- (C) The Library Director will make every effort to resolve the problem with the persons immediately involved.
- (D) When satisfaction has not been achieved at this level, the Library Board of Trustees will accept written complaints or inquiries.
- (E) Those who request a Library Board of Trustees hearing shall present written complaints or grievances to the Board Secretary in sufficient detail. After reviewing the evidence submitted by the Library Director the Library Board of Trustees will, if it deems advisable, grant a hearing to the parties interested.
- (F) Library employees shall follow the procedures outlined in the Personnel Policy Manual when filling complaints or grievances.
- (G) The Library Board of Trustees may defer decisions regarding complaints and inquiries presented initially at public Board meetings.

- (H) The Library Director must be consulted on all matters that involve library personnel and the community.

Adopted: _____, 2014