2023

MFL Bylaws

MONROE FREE LIBRARY
BYLAWS CHAIR: TERRY SCHOMMER

MONROE FREE LIBRARY | 44 Millpond Pkwy, Monroe, NY 10950

Last Updated: 18May2023

Monroe Free Library: Bylaws

Table of Contents

Article I – Name and Origin....3
Article II – Purpose....3
Article III –The Board of Trustees....4
Section 1. Trustees....4
Section 2. Terms....4
Section 3. Vacant Trustee Position....4
Section 4. Removal of Trustees....5
Section 5. Recusals....5
Section 6. Conduct....5
Section 7. Executive Sessions....6
§105. Conduct of executive sessions....6
Article IV – Officers....7
Section 1. Officers....7
Section 2. President....7
Section 3. Vice-President....7
Section 4. Treasurer....7
Section 5. Recording Secretary....8
Section 6. Corresponding Secretary....8
Section 7. Election....8
Section 8. Term....8
Article V – Committees....9
Section 1. Committees....9
Section 2. Term....9
Section 3. Responsibility....9
Section 4. Co-Chair....9
Section 5. Executive Committee....9
Section 6. Library Operating Committee....10
Section 7. Finance Committee....10
Section 8. Public Relations Committee....10

Monroe Free Library: Bylaws

Section 9. Building and Grounds Committee 10
Section 10. Fund Raising Committee 11
Section 11. Grants Committee 11
Section 12. Long Range Planning 11
Section 13. Nominating Committee 11
Section 14. Bylaws Committee 12
Section 15. Audit Committee 12
Article VI - Director and Staff 12
Section 1. Appointment of Library Director 12
Article VII – Meetings 13
Section 1. Annual Meeting 13
Section 2. Regular Meeting 13
Section 3. Special Meeting 13
Section 4. Minutes 13
Section 5. Quorum 14
Section 6. Parliamentary Procedure 14
Section 7. Order of Business 14
Section 1. Annual Meeting 14
Section 2. Regular Meetings 15
Article VIII - Amending the Bylaws 15
Section 1. Presentation and Approvals 15
Appendix 15
Section A – Approved Changes by Year 15
Calendar Year 2017 Approved Changes 15
June, 2017 15
July, 2017 16
August, 2017 16
September, 2017 17
Calendar Year 2018 Approved Changes 17
February, 2018 17
March, 2018 18

Monroe Free Library: Bylaws

Calendar Year 2019 Approved Changes 19
June 2019 19
August 2019 19
Calendar Year 2020 Approved Changes 19
January 2020… 20
Section B – Supporting Documentation 21
NY State Education Law Section 226 21
Ethics Statement for Public Library Trustees 24

Article I: Name and Origin

The name of this corporation is the Monroe Free Library ("Library"). The principal location of the Library is 44 Millpond Parkway, Monroe, Orange County, New York 10950. The Library is chartered by the Board of Regents of the University of the State of New York as a free association library. Its Provisional Charter was issued by the Board of Regents on June 23, 1908; its Absolute Charter was granted on April 18, 1941 and amended on October 22, 2013. Pursuant to the Amended Charter, the Board of Trustees governing the Library can consist of a range of 5 - 25 Trustees. The service area of the Library consists of the residents of the Villages of Monroe and Harriman, and the residents of the Town of Monroe, excluding the residents of the Village of Kiryas Joel, who are over the age of 18. The Internal Revenue Service has determined that the Library is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 as amended.

Revision Approved 08/2016

Article II- Purpose

The Monroe Free Library aims to provide, to the residents of the Town of Monroe, in a responsive and proficient manner, open, timely, and equal access to information and ideas for every level of interest and ability from a variety of perspectives and formats.

The mission of the library is to support formal and lifelong independent learning, to enrich the quality of life and to provide materials and services necessary for supporting these ends.

Revision Approved 03/2011

Monroe Free Library: Bylaws

Article III - The Board of Trustees

Section 1. Trustees

All actions of the Board shall be of the Board as a unit. No Board members shall act on behalf of the Board, on any matter, without prior approval of the Board, except where specified by Library Operating policies. No Board member by virtue of his/her office shall exercise any administrative responsibility with respect to the library, nor, as an individual, command the services of any library employee.

The Board of Trustees of the Monroe Free Library shall consist of eleven people, based on the following repeating election cycle schedule:

- Four (4) elected the first year of elections
- Four (4) elected the second year of elections
- Three (3) elected the third year of elections

By vote of the Trustees of the Monroe Free Library at the annual meeting to be held on the second Monday of January each calendar year. To be eligible to serve on the Board of Trustees, you must be a resident of the Town of Monroe, possess a valid Monroe Free Library borrower's card, and be of legal voting age.

Revision Approved 09/2017

Section 2. Terms

The full term of service for each trustee elected in the annual election shall be three years. Trustees may serve three consecutive three-year terms, followed by a one-year leave, after which they may reapply for a seat on the Board. A Trustee may extend service on the Board beyond the nine-year limit if there are no viable candidates waiting to fill the vacancy.

Should a trusteeship be vacated before that trustee's full term has expired, the remaining term of office shall be filled by a new trustee, elected by simple majority vote after consideration and recommendation of the nominating committee. If there are insufficient Trustees to form a quorum as a result of the resignation or death of one or more Trustees, the Nominating Committee will initiate a search for new trustees or recommend awaiting candidates to be seat.

Revision Approved 01/2020

Section 3. Vacant Trustee Position

If a trustee position becomes vacant, the vacancy will be posted at the Library front door, on the Library bulletin board, library email bulletins and the website. Anyone who expresses an interest in becoming a trustee may contact the Reference Desk for information and submit a letter of interest, along with the application form and/or a resume, to the Chair of the Nominating Committee, who will circulate that

information to the full Board. The prospective trustee will attend the next Board meeting for an interview with the trustees. New trustees will be elected by a majority of the Board of Trustees.
Revision Approved 01/2022

Section 4. Removal of Trustees

1. A Trustee who misses three (3) consecutive Board meetings in any calendar year shall be subject to removal.
2. A Trustee may also be removed for misconduct, incapacity, neglect of duty or refusal to carry into effect the Library's educational purpose, pursuant to NY Education Law Section 226, subdivision 8 (see Appendix). In the event that the Board seeks to remove a Trustee for the above-mentioned reasons, the following procedures are employed:
    a. A written complaint to remove a Trustee from office must state the factual basis for removal, and be submitted for a Resolution to remove by the Board. All proceedings for Resolutions to remove and for the actual removal of Trustees shall remain confidential within the Board.
    b. A Trustee who is subject to removal is entitled to written notice, including a copy of the complaint and delivered at least seven (7) days prior to the meeting at which the Resolution is to be considered for vote.
    c. Before the Board of Trustees votes on the proposed Resolution, the board member in question may present arguments in opposition before the vote. A majority vote of the Board is required for removal.

Revision Approved 09/2017

Section 5. Recusals

A trustee shall recuse himself/herself from any vote having effect in any way upon the interest of that trustee or any member of that trustee's family.

Section 6. Conduct

Although not necessarily an ethical or legal issue, "appropriate and professional" behavior by board members is every Trustee's concern and responsibility. You reflect the library to the community. The most successful boards have a positive culture of mutual respect and understanding. When any member acts in a manner that is not in the best interests of the library or in the cooperative nature of the board, the Board President should discuss the issue with the Trustee in a direct and constructive manner. *See Appendix B: Ethics Statement for Public Library Trustees.*

Revision Approved 03/2018

Section 7. Executive Sessions

A. A member of the Board may make a motion that the Board of Trustees enter into executive session, following the procedures specified in Section 105 (below) of the NYS Open Meeting Law, which outlines the conduct of executive sessions. A statement of purpose must be made at the time of the motion that falls into one of the topics of discussion as defined in Section 105.

B. The motion to go into an executive session must then be seconded and put to a vote. An executive session can only be convened by a majority vote of eligible members present AFTER a properly convened open meeting.
   1. Because of the confidential nature of the matter being discussed, only Trustees and guests explicitly invited to attend by the board, (again by a majority vote), may be present during discussions at an executive session.
   2. The purpose of executive session is to allow frank discussion among board members of the specified subject matter. It is NOT a means to avoid public discussion of controversial issues, or hiding conflicts among members.
   3. No action by formal vote shall be taken to appropriate public moneys.
   4. Recording Secretary will record in the minutes only proposals which result in a formal vote and a summary of the final determination of said proposal (it is understood that it is not necessary for this summary to include any matter that is not required to be made public by the Freedom of Information Law).

§105. Conduct of executive sessions

1. Upon a majority vote of its total membership, taken in an open meeting pursuant to a motion identifying the general area or areas of the subject or subjects to be considered, a public body may conduct an executive session for the below enumerated purposes only, provided, however, that no action by formal vote shall be taken to appropriate public moneys:
   a. matters which will imperil the public safety if disclosed;
   b. any matter which may disclose the identity of a law enforcement agent or informer;
   c. information relating to current or future investigation or prosecution of a criminal offense which would imperil effective law enforcement if disclosed;
   d. discussions regarding proposed, pending or current litigation;
   e. collective negotiations pursuant to ARTICLE fourteen of the civil service law;
   f. the medical, financial, credit or employment history of a particular person or corporation, or matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of a particular person or corporation;

g. the preparation, grading or administration of examinations; and h. the proposed acquisition, sale or lease of real property or the proposed acquisition of securities, or sale or exchange of securities held by such public body, but only when publicity would substantially affect the value thereof.

Removal of previous Section 2. Associate Trustees
Approved 07/2017

Article IV - Officers

Section 1. Officers

The officers of the Board shall be President, Vice-President, Treasurer, Recording Secretary and Corresponding Secretary.

Section 2. President

A. Chair all regular and special meetings of the Board.
B. Execute all documents authorized by the Board
C. Provide an agenda for all Board meetings.
D. Authorize call for any special meeting as directed by the bylaws.
E. Appoint Trustees to standing committees coinciding with the calendar year. The appointments should be available at the beginning of the regular January meeting.
F. Ex-officio member of all standing committees.
G. Serve as the primary liaison between the board and the director.

Revision Approved 02/2018

Section 3. Vice-President

A. Perform presidential functions when the President is unavailable.
B. Assume presidency if President is unable to complete their term. The Board will then immediately elect a new Vice-President.
C. Co-ordinate peer mentoring for all new trustees.

Revision Approved 10/2018

Section 4. Treasurer

A. Work closely with the Director in all fiscal matters.

B. Oversee receipt of annual funds from town clerk for taxes collected on behalf of the library.
C. Present monthly budget and net worth reports to the full board.
D. Supervise cash flow.
E. Chair Finance Committee

Revision Approved 01/2010

Section 5. Recording Secretary

A. Record minutes at regular and special meetings and distribute copies of said minutes to the Trustees before the next scheduled meeting. Upon acceptance, the original should be given to the Executive Director to hold as a permanent hard copy and in an online file.
B. Maintain on permanent file in the library, a copy of minutes, correspondence, librarian's reports or any other pertinent correspondence or report relevant to the Board of Trustees or the Monroe Free Library.
C. Any official documents calling for the signature of the Secretary of the Monroe Free Library Board will be signed by the Recording Secretary.

Revision Approved 01/2023

Section 6. Corresponding Secretary

A. Provide necessary correspondence and/or signatures as directed by the Board.
B. In the absence of the Recording Secretary, record minutes at regular and special meetings and distribute copies of said minutes to the Trustees before the next scheduled meeting. Upon acceptance, the original should be given to the Executive Director to hold as a permanent hard copy and in an online file. If there is no Corresponding Secretary, the duties of the Corresponding Secretary may be combined with the duties of the Recording Secretary.

Revision Approved 01/2023

Section 7. Election

The executive officers shall be elected from among the Board of Trustees at the first regular meeting in each calendar year and shall remain in office until their successors are elected.

Section 8. Term

The Term of office for executive officers shall be for one year, coinciding with the calendar year. The officers may serve for up to three (3) consecutive terms. If no

other Trustees are elected to their board seats after the three (3) consecutive terms have elapsed, the incumbent may be allowed to continue service at the pleasure of the board until a new officer can be identified and elected.

Revision Approved 01/2020

Article V - Committees

Section 1. Committees

Board committees manage a specific function or have a finite set of tasks to address. Committees defined further in this Article are standing committees and have been formed to handle ongoing, major activities within the Library. For short-term projects, the board may establish an ad hoc committee. Committee chairs report on their committee's work at every board meeting.

Revision Approved 06/2019

Section 2. Term

There shall be standing committees, appointed by the President for one (1) year, coinciding with the calendar year. Each standing committee will be headed by a chairperson whose normal length of service in that capacity will be one (1) full year subject to renewal at the beginning of the following year.

Revision approved 05/2010

Section 3. Responsibility

The committees shall report at the regular monthly meetings on each principal area of responsibility.

Section 4. Co-Chair

Each chairperson will be required to name a co-chair who will serve as chair if for any reason the chair is unable or cannot fulfill their duties.

Revision approved 05/2010

Section 5. Executive Committee

There will be an Executive Committee that will consist of the officers. The executive committee has the authority to handle any situation with urgent circumstances or transact any emergency business within the lawful authority of the Board. The Executive Committee must report any business transacted or decisions made in the absence of the full board to the full board at the next regularly scheduled meeting, or as soon as possible if circumstances warrant.

Revision approved 12/2010

Monroe Free Library: Bylaws

Section 6. Library Operating Committee

A. Assist in the Negotiations of the Union Contract
B. Conduct an annual performance review of the Library Director
C. Review tentative budget with the Finance Committee and the Library Director; presentation to full board will follow for final budget approval.
D. Review the Director's development and implementation of policies and rules for library use. Provide direction and suggestions as needed.

Revision approved 08/2019

Section 7. Finance Committee

E. Review and evaluate annual budget.
F. Review tentative budget with the Library Operating Committee and the Library Director; presentation to full board will follow for final budget approval.
G. Consult with Director to review investments quarterly.

Revision approved 06/2019

Section 8. Public Relations Committee

A. Work with appropriate Library staff to promote and publicize their activities as needed, supporting them in consistent branding and messaging of publicity.
B. Obtain media support for Board activities through press releases and other media outreach efforts.
C. Interface with Long Range Planning Committee and Fund Raising Committees to ensure consistent and professional public presence and branding.

Revision approved 06/2019

Section 9. Building and Grounds Committee

A. Recommend new equipment when necessary.
B. Recommend and coordinate maintenance and cleaning of building and building equipment.
C. Manage and monitor building operations, heat, air conditioning, lighting and other building services.
D. Recommend and coordinate with library staff the landscaping and care of grounds.

Revision approved 06/2019

Section 10. Fund Raising Committee

A. Explore and encourage sources of funding.
B. Participate in all fund-raising activity as appropriate. Coordinate these efforts with other adjunct library organizations, e.g. "Friends of the Library" when necessary.
C. Coordinate and implement Annual Fund Raising Activities.
D. Coordinate the annual budget petition drive.
E. Coordinate publicity for any fundraising activity with the Public Relations Committee to ensure professional, consistent public presence and branding of the library.

Revision approved 06/2019

Section 11. Grants Committee

A. Research funding for programs and services through grants from government, local business and private sources.
B. Work with the Executive Director to complete and submit researched grant applications.

Revision approved 06/2019

Section 12. Long Range Planning

A. Develop and implement plans for the physical growth of the Library and its impact on the community, environment and budgetary resources.
B. Hold focus groups to obtain feedback from the community.
C. Create a survey and interact with the community in various locations to obtain feedback.
D. Coordinate publicity for future outreach plans with the Public Relations Committee to ensure professional, consistent public presence and branding of the library.

Revision approved 06/2019

Section 13. Nominating Committee

The nominating committee shall consist of no less than three (3) Trustees appointed by the President in October of each year.

A. Identify candidates who can complement board strengths and have a genuine belief in public libraries and their mission in the community.
B. Propose candidates to fill vacated or expired terms as needed.
C. Submit a proposed slate of candidates for Trustees and Officers at the December board meeting for discussion and approval at the annual board

meeting. Additional nominations may be made from the floor during the December board meeting.

D. Present slate of Trustees and Officers at the annual board meeting in January.
E. A board member whose term is up in December may still attend the January annual meeting and vote.
F. Report on Trustee absences recorded for three consecutive meeting during a 12-month period. Contact such a Trustee to inquire about continuing to serve on the board. A Trustee who misses three consecutive board meetings in a calendar year is subject to removal.

Revision approved 06/2019

Section 14. Bylaws Committee

A. Review the Bylaws annually to compare practices in use with stated protocols, and present updates to the Board as needed.
B. Stay up-to-date with changes and/or additions in state, education and open meetings law that might affect the library's operation.
C. Update the Word and PDF versions of the By-laws as changes are made, and create and submit a complete revised version to the Executive Director and IT Manager for posting to the web site.

Revision approved 06/2019

Section 15. Audit Committee

The library's accounts shall be audited annually by a certified public accountant to be designated by the Board of Trustees. The President will annually appoint up to five (5) individuals to serve on an Audit Committee. The audit committee shall:

A. Ensure the auditing firm has the requisite skills and experience to carry out the auditing function for the organization.
B. Review the annual audit and recommend either its approval or needed additional review to the full board.

Revision approved 06/2019

Article VI - Director and Staff

Section 1. Appointment of Library Director

The Director shall be appointed by the Board and shall be the executive director of all policies adopted by the Board. The duties and responsibilities of the Director shall be as stated in the current job description approved by the Board of Trustees.

Monroe Free Library: Bylaws

Article VII - Meetings

All meeting of the MFL Board of Trustees are open to the public. Public comments may be heard at the Board of Trustees Regular Meetings.

Addition approved 03/2018

Section 1. Annual Meeting

The annual meeting shall be held the second Monday in January at 7:30 p.m. in the Library during which officers and trustees for the ensuing year shall be elected. Each Trustee of the Monroe Free Library shall have one vote for each vacancy. Additionally, annual reports by the chair or co-chair of each committee shall be rendered.

Revision approved 05/2023

Section 2. Regular Meeting

Regular meetings shall be held on the second Monday of each calendar month at 7:30 p.m. in the Library. If said second Monday of the month falls on a legal or religious holiday, the meeting will be held on the third Monday of the month, or at such other time and place as the Board may determine.

Revision approved 05/2023

Section 3. Special Meeting

Special meetings may be held at any time at the call of the President or Vice-President or at the call of any three trustees of the Board provided that notice thereof is given to all Trustees at least twenty-four hours in advance of the special meeting.

Section 4. Minutes

The minutes of all regular, committee, annual or special meetings called by the Board shall reflect Board member attendance. The absence, i.e. excused absence or non-excused absence, shall be noted in the attendance section of the minutes of all Board meetings.

Revision Approved 06/2010

Section 5. Quorum

A meeting shall not be called to order unless there is a quorum and Board members must be present to vote. For Monroe Free Library, a quorum consists of six (6) Trustees, a majority of the 11 seats. Education Law 226(1) states that a "majority of the whole number of (trustees, regardless of vacancies) shall be a quorum." In addition, motions must be passed by a majority of the entire number of the Board of Trustees. See Appendix Section B Supporting Documentation: NYS Education Law Section 226:1.Number and quorum.

Revision Approved 01/2023

Section 6. Videoconferencing

The Board of Trustees voted on Oct. 13, 2022 to adopt a resolution authorizing the conduct of its board meetings and committee meetings by videoconferencing in accordance with requirements consistent with NYS Open Meetings Law. See Appendix Section B Supporting Documentation for the full text of the resolution and requirements. Videoconferencing must be open to the public and cited in the notice of the meeting. Proxies do not meet the requirements of the law.

Revision Approved 01/2023

Section 7. Parliamentary Procedure

Robert's Rules of Order shall govern the parliamentary procedure of the MFL Board of Trustees.

Section 8. Order of Business

Section 1. Annual Meeting

The order of business at all annual meetings of the Board shall be as follows:

Call to Order and Pledge of Allegiance

Adoption of Agenda

Disposition of Minutes of Previous Annual Meeting

Presentment of Slate of Trustees and Election

Presentment of Slate of Officers and Election

Annual Summary Reports of Standing Committees

Section 2. Regular Meetings
The order of business at all regular meetings of the Board shall be as follows:

Call to Order and Pledge of Allegiance
Adoption of Agenda
Disposition of Minutes of Previous Meeting Communications
Public Comment (limited to three (3) minutes)
Report of Director
Report of Treasurer
Reports of Standing Committees and Friends
Organization Reports of Special Committees
Old Business
New Business
Good and Welfare
Call for Adjournment
Revision Approved 08/2017

Article VIII - Amending the Bylaws

Section 1. Presentation and Approvals

Amendments to the Bylaws are proposed at a Regular Meeting of the Board of Trustees and become effective after a large majority (2/3) vote at that meeting.

Revision approved 06/2017

Appendix

Section A – Approved Changes by Year

Calendar Year 2017 Approved Changes

The list below provides all approved changes for the 2017 calendar year.

June, 2017
Article VII - Amending the Bylaws
Section 1. Presentation and Approvals
- Changed heading number to reflect Article VIII, since there were two Article VII's.

Approved 06/2017

Article VIII - Amending the Bylaws

Section 1. Presentation and Approvals

- Changed the verbiage to reflect immediate voting capabilities, unless otherwise tabled, at the same regular Board meeting when the change is proposed by the Bylaws Committee.

Approved 06/2017

July, 2017

Article III – The Board of Trustees

Section 2. Associate Trustees

- Removed entire Section 2
- Renumbered the remaining section of Article III so it follows uninterrupted numerical order
- Deleted all additional references to **Associate Trustee** from the remainder of the Bylaws, pursuant to the RCLS Trustees Handbook (there is no such thing as an Associate Trustee).

Approved 07/2017

Article V – Committees

Section 13. Nominating Committee

Subtopic E

- Removed entire Section 13. Nominating Committees and added to Article V – Committees, Section 10. Fundraising, Subtopic E.

Approved 07/2017

August, 2017

Article III – The Board of Trustees

Section 1. Trustees

- Changed voting member total from 12 to 11, provided the election cycle to support the three year term, and removed out of town eligibility to be a Trustee.

Approved 08/2017

Article III – The Board of Trustees

Section 5. Removal of Trustees

- Added **consecutive** after the designation three (3) to coincide with RCLS Trustee Handbook.

Approved 08/2017

Article VII – Meetings

- Added Section 1. Annual Meetings
- Added Section 2. Regular Meetings
- Added vote for Adoption of Agenda to coincide with Robert's Rules and the RCLS Trustee Handbook.

Approved 08/2017

September, 2017
Article III – The Board of Trustees
Section 1. Trustees
- Added conduct statement from RCLS Trustee Handbook.

Approved 09/2017
Article III – The Board of Trustees
Section 5. Removal of Trustees

- Rewrite of items 1 and 2 to mirror RCLS Trustee Handbook.
- Deleted item 3 and 4.
- Added the NY State Education Law Section 226 to the Appendix (Appendix B) of the By Laws.

Approved 09/2017
Article III – The Board of Trustees
Section 3. Absenteeism

- Removed this entire section
- Renumbered the remaining items of Article III – The Board of Trustees.

Approved 09/2017

Calendar Year 2018 Approved Changes

February, 2018
Article III - The Board of Trustees
Section 2. Terms
- Slight re-wording and correction of quorum +2

Approved 02/2018
Article III - The Board of Trustees
Section 3. Vacant Trustee Position
- Re-wording and simplifying the requirements of prospects and duties of Nominating Committee

Approved 02/2018
Article IV - Officers
Section 2. President

- An addition was made at letter G, in keeping with the Trustees Handbook p. 23.

Approved 02/2018
Article VII - The Board of Trustees
Section 5. Quorum

- Correction for consistency with the new requirement of 11 trustee seats on the board.

Approved 02/2018

March, 2018
Article III – The Board of Trustees
Sect. 6 Conduct - At the end of the paragraph, add:
See Appendix B: Ethics Statement for Public Library Trustees

Approved 3/2018
Article V – Committees
Sect. 14 Bylaws Committee

Item C: *Develop or maintain statements on censorship and "Freedom to Read."* moves to Sect. 6 Library Operating Committee, adding it as Item F.

Approved 3/2018
Article VII – Meetings - Add under the header, just above Sect. 1:
All meetings of the MFL Board of Trustees are open to the public. Public comments may be heard at the Board of Trustees Regular Meetings.

Sect. 5 Quorum - Add at the end: *See Appendix Section B, Supporting Documentation: NYS Education Law Section 226: 1. Number and quorum.*

Approved 3/2018

Table of Contents
Add to under Appendix Section B – Supporting Documentation, and after NY State Education Law Section 226:

Ethics Statement for Public Library Trustees

Approved 3/2018
Appendix Section B – Supporting Documentation
Add after NYS Education Law: *Ethics Statement for Public Library Trustees*

Approved 3/2018

Article V – Committees
Section 12. Bylaws.

- Addition to the Bylaws job description to read: C. The Bylaws Committee is responsible for updating the Word version as changes are made, and creating and submitting a new version to the Executive Director and IT Manager for posting to the web site.

Approved 04/2018

Article VII- Meetings, Section 5, Quorum

Modification to read: A meeting shall not be called to order unless there is a quorum and Board members must be present to vote. For Monroe Free Library, a quorum consists of six (6) Trustees. Education Law 226(1) states that a "majority of the whole number of (trustees, regardless of vacancies) shall be a quorum." Note: Teleconferencing does not meet the requirements of the Open Meetings Law. Videoconferencing (e.g. Skype) is permitted, but videoconferencing sites must be open to the public and cited in the notice of the meeting. Proxies do not meet the requirements of the law.

Approved 04/2018

Calendar Year 2019 Approved Changes

June 2019

Article V – Committees

Revisions were approved to more accurately reflect the actual work and job descriptions of the committees. Changes were made to the following Sections:

§ 1. Committees; § 7. Finance; § 8. Public Relations; § 9. Buildings and Grounds; § 10. Fundraising; § 11. Grants; § 12. Long-Range Planning; § 13. Nominating; § 14. Bylaws; § 15. Audit.

August 2019

Article V – Committees

§ 6. Revision continued and approved, as above for this final section.

Calendar Year 2020 Approved Changes

January 2020

Article III – Board of Trustees

§ 2. Term. Three-year term limit extension and clarifications.

Article IV – Officers

§ 8. Term. Added limit for up to 3-year service and contingency plan if no new available candidates after that.

Calendar Year 2021 Approved Changes

October 2021

Article VII – Meetings

§ 5. Quorum. Clarification of video conferencing per education laws.
§ 6. Parliamentary Procedure. Clarification of the number of Trustees required to pass motions.

Calendar Year 2022 Approved Changes

January 2022
Article III –Board of Trustees
§3. Vacant Trustee Position
Updated to change where vacancies are posted, ad to the application process using letter of interest, plus a form and/or a resume.

Calendar Year 2023 Approved Changes

January 2023
Article IV Committees
§5 Recording and §6 Corresponding Secretary
Updated language to clarify Executive Director's role in holding approved Board Meeting Minutes as permanent hard copy and online files.

Article VII Meetings
§5. Quorum
Update to clarify the exact number of MFL Trustees needed for a meeting to be held.
§6. Videoconferencing
Added update to reflect the Board Resolution (see Section B) authorizing videoconferencing meetings as per NYS Open Meetings Law.
§7. Parliamentary Procedure
Renumbered as a result of §6 being added.
§8. Order of Business
Renumbered as a result of §6 being added.

May 2023
Article VII Meetings
§1. Annual Meeting updated to reflect meeting time change.
§2. Regular Meeting updated to reflect meeting time change.

Monroe Free Library: Bylaws

Section B – Supporting Documentation

MFL Board of Trustees Videoconferencing Resolution

RESOLUTION Approved Oct., 2022

At a duly called meeting of the Board of Trustees of the Monroe Free Library, upon a motion made by Susan Tomaski, and seconded by John Fontana, the following resolution was placed before the Board of Trustees:

WHEREAS, in accordance with the recently amended Public Officers Law (L.2022, Ch. 56, part WW), the Board of Trustees of the Monroe Free Library called and held a public hearing on October 24, 2022, on whether to allow for expanded use of video conferencing to conduct meetings of the Board of Trustees, and

WHEREAS, the Board of Trustees believes that expanding the use of videoconferencing to facilitate the attendance at meetings by Trustees and committee members who cannot otherwise be present is desirable, now, therefore, be it

RESOLVED, that, pursuant to the New York State Open Meetings Law, the Board of Trustees authorizes the conduct of its meetings [and those of its committees] by videoconferencing in accordance with the following requirements governing member and public attendance, consistent with such law:

- Trustees are expected to be physically present at meetings at a location or locations open to the public provided, however, that a Trustee who is unable to be physically present at a meeting due to Extraordinary Circumstances may participate by videoconferencing from a location that is not open to the public in accordance with these procedures.
- Videoconferencing technology must allow the public to hear and view the open meeting and, where public participation is authorized, to participate.
- Public notice of meetings using videoconferencing must be provided on the Monroe Free Library website and shall include, in addition to any other notice requirements for its meetings, a statement that videoconferencing will be used; directions on how the meeting may be viewed and, where permitted, how the public may participate; where required documents and records will be made available; and the physical location(s) for the meeting where public can attend.
- "Extraordinary Circumstances" includes the following: disability, illness, care giving responsibilities, and significant or unexpected factors or events which preclude the Trustee's physical presence at the meeting. A Trustee with extraordinary circumstances who wishes to attend a meeting by videoconference must notify the President and executive Director as soon as practicable.
- A Trustee participating by videoconference may participate in the meeting and vote, however, only Trustees who are physically present at locations open to the public shall be

counted toward meeting quorum requirements. Meeting minutes shall record Trustees who are present for quorum purposes, present by videoconference, and absent.

- A meeting using videoconferencing must be recorded and then posted or link provided on the Monroe Free Library website within five days of the meeting. The recorded meeting must remain so available for at least five years.

- This policy will remain in effect during the effective period of the provisions L.2022, Ch. 56, part WW, §4 and as that law may be extended. and be it further,

  RESOLVED, that the Executive Director take such necessary and desirable steps to implement this resolution and that they conspicuously post this resolution on the Library's website.

NY State Education Law Section 226

§ 226. Powers of trustees of institutions.

The trustees of every corporation created by the regents, unless otherwise provided by law or by its charter, may:

1. Number and quorum. Fix the term of office and number of trustees, which shall not exceed twenty-five, nor be less than five. If any institution has more than five trustees, the body that elects, by a two-thirds vote after notice of the proposed action in the call for a meeting, may reduce the number to not less than five by abolishing the office of any trustee which is vacant and filing in the regents' office a certified copy of the action. A majority of the whole number shall be a quorum.
2. Executive committee. Elect an executive committee of not less than five, who, in intervals between meetings of the trustees, may transact such business of the corporation as the trustees may authorize, except to grant degrees or to make removals from office.
3. Meetings and seniority. Meet on their own adjournment or when required by their bylaws, and as often as they shall be summoned by their chairman, or in his absence by the senior trustees, on written request of three trustees. Seniority shall be according to the order in which the trustees are named in the charter or subsequently elected. Notice of the time and place of every meeting shall be mailed not less than five or more than ten days before the meeting to the usual address of every trustee.
4. Vacancies and elections; removals by board of regents. Fill any vacancy occurring in the office of any trustee by electing another for the unexpired term; provided, however, that where trustees are elected by the legal voters the person so appointed to fill any such vacancy shall hold office until the next annual election of trustees. The office of any trustee shall become vacant on his death, resignation, refusal to act, removal from office, expiration of his

term, or any other cause specified in the charter. If any trustee shall fail to attend three consecutive meetings without excuse accepted as satisfactory by the trustees, he shall be deemed to have resigned, and the vacancy shall be filled. Any vacancy in the office of trustee continuing for more than one year, or any vacancy reducing the number of trustees to less than two-thirds of the full number may be filled by the regents. The regents may remove any trustee of a corporation created by them for misconduct, incapacity, neglect of duty, or where it appears to the satisfaction of the regents that the corporation has failed to or refuses to carry into effect its educational purposes. A hearing in the proceeding for the removal of such trustees shall be had before the board of regents or a committee thereof and the trustees shall be given at least ten days' notice of the time and place of such hearing. In case of removal the regents may appoint successors to the trustees so removed. The provisions of this section as to removal and filling of vacancies in trustees shall not apply to corporations now or hereafter established and maintained by a religious denomination, order or sect. No person shall be ineligible as a trustee by reason of sex.

5. Property holding. Take and hold by gift, grant, devise or bequest in their own right or in trust for any purpose comprised in the objects of the corporation, such additional real and personal property, beyond such as shall be authorized by their charter or by special or general statute, as the regents shall authorize within one year after the delivery of the instrument or probate of the will, giving, granting, devising or bequeathing such property, and such authority given by the regents shall make any such gift, grant, devise or bequest operative and valid in law. Any grant, devise or bequest shall be equally valid whether made in the corporate name or to the trustees of a corporation, and powers given to the trustees shall be powers of the corporation.
6. Control of property.
    a. Buy, sell, mortgage, let and otherwise use and dispose of its property as they shall deem for the best interests of the institution; and also to lend or deposit, or to receive as a gift, or on loan or deposit, literary, scientific or other articles, collections, or property pertaining to their work; and such gifts, loans or deposits may be made to or with the university or any of its institutions by any person, or by legal vote of any board of trustees, corporation, association or school district, and any such transfer of property, if approved by the regents, shall during its continuance, transfer responsibility therefore to the institution receiving it, which shall also be entitled to receive any money, books or other property from the state or other sources to which said corporation, association or district would have been entitled but for such transfer.

b. Notwithstanding any other provision of law, prior to the discarding of used or surplus books or other such reading materials by trustees of a chartered public or free association library which receives over ten thousand dollars in state aid, such trustees shall offer to donate such books or materials to a not-for-profit corporation or political subdivision located within the area of the library system or offer to sell such books or materials to the general public. The trustees shall retain any proceeds received from the sale of such books and materials for the purpose of maintaining and improving library service within the system.

7. Officers and employees. Appoint and fix the salaries of such officers and employees as they shall deem necessary who, unless employed under special contract, shall hold their offices during the pleasure of the trustees; but no trustee shall receive compensation as such. The president or chief executive officer of an association library corporation shall be elected by the trustees from their own number and shall be the chairman of the board.
8. Removals and suspensions. Remove or suspend from office by vote of a majority of the entire board any trustee, officer or employee engaged under special contract, 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.
9. Degrees and credentials. Grant such degrees and honors as are specifically authorized by their charter, and in testimony thereof give suitable certificates and diplomas under their seal; and every certificate and diploma so granted shall entitle the conferee to all privileges and immunities which by usage or statute are allowed for similar diplomas of corresponding grade granted by any institution of learning.
10. Rules. Make all bylaws and rules necessary and proper for the purposes of the institution and not inconsistent with law or any rule of the university; but no rule by which more than a majority vote shall be required for any specified action by the trustees shall be amended, suspended or repealed by a smaller vote than that required for action thereunder.

Ethics Statement for Public Library Trustees

- Trustees in the capacity of trust upon them shall observe ethical standards with absolute truth, integrity and honor.

- Trustees must avoid situations in which personal interests might be served or financial benefits gained at the expense of library users, colleagues, or the situation.
- It is incumbent upon any trustee to disqualify himself/herself immediately whenever the appearance or a conflict of interest exists.
- Trustees must distinguish clearly in their actions and statements between their personal philosophies and attitudes and those of the institution, acknowledging the formal position of the board even if they personally disagree.
- A trustee must respect the confidential nature of library business while being aware of and in compliance with applicable laws governing freedom of information.
- Trustees must be prepared to support to the fullest the efforts of librarians in resisting censorship of library materials by groups or individuals.
- Trustees who accept library board responsibilities are expected to perform all of the functions of library trustees.

Adopted by the Board of Directors of the American Library Trustee Association, July 1985. / Adopted by the Board of Directors of the Public Library Association, July 1985. / Amended by the Board of Directors of the American Library Trustee Association, July 1988. / Approval of the amendment by the Board of Directors of the Public Library Association, January 1989.