

BYLAWS OF THE JOSEPHINE-LOUISE PUBLIC LIBRARY

Article I - Name

This organization shall be called “The Josephine-Louise Public Library”, and is located in Walden, NY. The Library is an autonomous agency funded primarily by the Village of Walden.

Article II - Trustees

Section 1. There shall be not more than 9 nor less than 5 trustees. Trustees shall be appointed upon recommendation by the Library Board, for a 5 year term beginning January 1. Trustees shall be appointed so that no more than 2 trustees terms expire in a given year. Each trustee must be a resident of the Village of Walden, Town of Montgomery, and at least one trustee must reside outside the Village of Walden. Vacancies due to cause other than expiration of term shall be filled for the balance of the unexpired term by the board of trustees of the library.

Section 2. No trustee shall serve more than 2 consecutive full 5 year terms.

Section 3. Duties: The trustees shall be the policy determining body for the Library. They shall adopt from time to time all necessary rules and regulations for the use of the Library facilities by the public. They shall have the responsibility for approving all expenditures and receipts, including expenditures for capital improvements and repairs. Rules and regulations affecting the services performed and facilities offered by the Library may be proposed by the Library director and acted upon by the board.

Article III - Officers

Section 1. The officers shall be a president, a vice president, a secretary and a treasurer, elected from the appointed trustees at the first regularly scheduled meeting of the calendar year or as soon thereafter as possible.

Section 2. A nominating committee shall be appointed by the president at least 1 month prior to the annual meeting, which will present a slate of officers at the annual meeting. Additional nominations may be made from the floor. A final slate of officers will be approved by the Board.

Section 3. Officers shall serve a term of one year from the annual meeting at which they are elected and until their successors are duly elected. An officer may be removed from his office, for cause, by a 2/3rds vote of the trustees.

Section 4. The president shall preside at all meetings of the board, carry out the decisions of the board, authorize all calls for any special meetings, appoint all committees, execute all documents authorized by the board, serve as an ex-officio voting member of all committees, and generally perform all duties associated with that office.

Section 5. The vice president, in the event of the absence of the president, or of a vacancy in that office, shall assume and perform the duties and functions of the president.

Section 6. The secretary shall see that a true and accurate record of all meetings of the board are kept, shall see that notices of all regular meetings are issued, and shall perform such other duties as are generally associated with that office.

Section 7. The treasurer shall be the disbursing officer of the board and shall perform such duties as generally devolve upon the office. The treasurer may be bonded in an amount as may be required by a resolution of the board. In the absence or inability of the treasurer, the treasurer's duties shall be performed by such other member of the board as the board may designate.

Article IV - Meetings

Section 1. The regular meetings shall be held each month, the date and hour to be set by the board at its discretion.

Section 2. The annual meeting, which shall be for the purpose of the election of officers shall be held at the time of the regular meeting in December.

Section 3. Special meetings may be called at the discretion of the president, or at the request of 2 members, for the transaction of business as stated in the call.

Section 4. A quorum for the transaction of business at any meeting shall consist of a majority of the members of the board.

Section 5. Proceedings of all meetings shall be governed by Roberts Rules of Order.

Section 6. All meetings shall be open to the public, and the time and date shall be publicly announced.

Article V – Library Director and Staff

Section 1. The board shall recommend the appointment of a qualified Library Director in accordance with any applicable laws, who shall be the executive and administrative officer of the Library on behalf of the board and under its review and direction.

Section 2. The director shall recommend to the board the appointment and specify the duties of other employees and shall be held responsible for the proper direction and supervision of the staff, for the care and maintenance of library property, for an adequate and proper selection of books in keeping with the stated policy of the board, for the efficiency of library service to the public and for its financial operation within the limitations of the budgeted appropriation. In the case of part-time or temporary employees, the director shall have the interim authority to appoint or dismiss employees without prior approval of the board provided that any such appointment or

dismissal shall be reported to the board at its next meeting. The director shall keep all records and issue any notices required by the board, or its officers. The director shall attend all meetings of the board and shall act as their liaison with the village board and/or the village manager.

Article VI - Committees

Section 1. There shall be 3 standing committees of such number as shall be designated by the president with the approval of the trustees. These committees shall be: **FINANCE, PUBLIC RELATIONS AND ADVOCACY, and PLANNING AND FACILITIES.**

Appointments thereto shall be made by the president. The president shall be an ex-officio member on all standing committees.

Section 2. The president shall appoint other committees of one or more members each for such specific purposes as the business of the board may require from time to time with the approval of the trustees. Any such committee shall be considered discharged upon the completion of the purpose for which it was appointed, and after the final report is made to the board.

Section 3. Members of the community who are not trustees may be appointed to any committee.

Section 4. No committee will have other than advisory powers, unless, by suitable action of the board, it is granted specific powers to act.

Article VII - General

Section 1. An affirmative vote of the majority of all members of the board present at the time shall be necessary to approve any action before the board. The president may vote upon and may move or second a proposal before the board.

Section 2. The bylaws may be amended, added to or repealed by a 2/3rds majority vote of all members of the board. Amendments may be proposed at any meeting but adoption shall not be made prior to the next regular meeting. Bylaws shall be formally reviewed by a committee every 5 years, unless otherwise necessary.

Section 3. It is agreed that the board members are indemnified and held harmless from any or all lawsuits resulting from actions taken as board members. This includes lawsuits alleging errors in judgment as well as those alleging negligence.