

BY-LAWS

Dormann Library Board of Trustees

Preamble

The Board of Trustees (hereinafter referred to as the "Board") of the Dormann Library, located in the Village of Bath, County of Steuben, State of New York, which was incorporated with the Secretary of State pursuant to the General Business Laws of New York on August 13, 1869 and which incorporation/charter has been thereafter amended from time to time, most recently May 20, 2008 to change the number of Trustees from nine (9) to be not less than nine (9) nor more than fifteen (15), shall be governed by the laws of New York State, the regulations of the Commissioner of Education, and by the following By-Laws.

1. Name of the Organization

- a. The name of the organization shall be the Dormann Library.

2. Purpose

- a. The purpose of the organization is to provide superior library service to the residents, adults and children of the Bath Central School District.

3. Fiscal Year

- a. The fiscal year of the library shall be from January 1 through December 31.

4. Board of Trustees

- a. The library shall be governed by a Board of Trustees. The Board shall consist of not less than nine nor more than fifteen members; the exact number of trustees to be set by resolution of the Board, which will be filed with the New York State Education Department and which is currently eleven (11). The term of office of trustees shall be three years and shall be limited to three successive terms.
- b. Eligibility for the Board of Trustees shall be limited to adults residing, owning property, or working within the geographical limits of the library district.
- c. Absence from three consecutive meetings shall constitute automatic dismissal from the Board unless the Board defers this dismissal by majority vote. The president shall inform the absent Board Members in writing that he/she is no longer on the Board. If dismissal is deferred by Board action the president shall inform the absent Board Member in writing the conditions of this deferral.
- d. Any vacancy in the office of any trustee will be filled by a Board appointment until the next annual election of trustees, at which time a person will be elected for the balance of the unexpired term.
- e. Each trustee shall have one vote, irrespective of office held.
- f. A Trustee must be present at a meeting to have his/her vote counted. E-mail voting may be used if there are time constraints on important issues. The results will be duly noted in the Minutes of the next regularly held Board Meeting.

- g. All action of the Board shall be of the Board as a unit. No Board member shall act on behalf of the Board, on any matter, without prior approval of the Board. 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.

5. Officers

- a. The officers of the Board shall be a president, a vice president, a secretary, and a treasurer elected annually by the Board at the annual meeting. These officers shall serve for a period of one year or until their successors shall have been duly elected.
- b. The duties of such officers shall be as follows:

i. President

The president shall preside at all meetings of the Board, authorize 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.

ii. Vice President

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

iii. Secretary

The secretary shall keep a true and accurate record of all meetings of the Board, shall issue notice of all regular and special meetings, and shall perform such other duties as are generally associated with that office.

iv. Treasurer

The treasurer shall be the disbursing officer of the Board and shall perform such duties as generally devolve upon the office. In the absence or inability of the treasurer, duties shall be performed by such other members of the Board as the Board may designate.

v. Other Officers

The Board may create such other officer positions and fill them by election as from time to time are necessary to accomplish the duties of the Board, e.g. assistant secretary, assistant treasurer, etc.

- c. Vacancies among the officers shall be filled at an election at a regular meeting and a majority vote of the trustees present shall be necessary for an election.

6. Director

- a. The Board shall appoint a qualified library director who shall be the executive officer of the policies of the Board and shall have charge of the administration of the library under the direction and review of the Board. The director shall be responsible for the care of the

buildings and equipment; for the employment and direction of the staff; for the efficiency of the library's service to the public; and for the operation of the library under the financial conditions contained in the annual budget. The director shall render and submit to the Board reports and recommendations of such policies and procedures, which, in the opinion of the director, will improve efficiency and quality of library service. The director shall attend all Board meetings except the portion of the meeting at which the director's appointment or salary is to be discussed or decided. 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.

7. Committees

- a. The following will be standing committees: ~~public relations~~, personnel, ~~building~~, budget and finance, and ~~fundraising~~ legal. These committees shall have all the usual powers associated with such committees.
- b. A nominating committee shall be appointed by the president in September of each year.
 1. The nominating committee shall compile a list of qualified nominees for open Board seats to present the rest of the Board for approval at the regular December Board meeting. Newly elected members will take office at the regular Board meeting that follows the annual reorganizational meeting in January.
 2. The nominating committee will also present a slate of officers for the coming year for approval at the annual reorganizational meeting in January. Additional nominations for officers may be made from the floor.
- c. The Budget and Finance committee shall create and present a preliminary budget for the subsequent calendar year at the regular meeting in January. The final budget for the subsequent calendar year shall be presented for approval at the regular meeting in February.
- d. Committees with a specific purpose may be appointed by the president with the approval of the Board. Such committees shall serve until the completion of the work for which they were appointed. Non-board members may be appointed to such committees to bring special capabilities for the resolution of problems confronting the committee.
- e. All committees shall make a progress report to the Board at each of its meetings.
- f. No committee will have other than advisory powers unless, by suitable action of the Board, it is granted specific power to act.

Duties and Responsibilities of Dormann Library Standing Committees

~~Building Committee~~

~~The primary purpose of the Building Committee is to recommend needed action to the Board of Trustees for all items relative to the maintenance and repair of the physical portion of the library buildings and grounds.~~

~~This committee will assist in determining needed maintenance and repairs and how best to accomplish the needed work, either through volunteer services of the committee members, paid library maintenance personnel, or an outside contractor. If work is to be done by an outside contractor, the committee will assist in soliciting and reviewing quotes/bids for this work.~~

~~In all cases, the committee will act in an advisory capacity only, making recommendations to the Board and Library Director for approval.~~

Budget and Finance Committee

The primary purpose of the Budget and Finance Committee is to gather financial information and, working with the Library Director, prepare and recommend an annual budget for vote by the Board of Trustees.

The committee will monitor investments and make recommendations to the Board of Trustees regarding diversification of assets, investment policy and/or guidelines, and management of investments.

The committee will make recommendations to the Board of Trustees regarding engagement of a Certified Public Accountant or CPA firm to perform annual review of audit of financial statements.

The committee will perform other tasks and/or duties as assigned by the Board of Trustees.

~~Legal Committee~~

~~The Legal Committee is responsible for:~~

- ~~● Reviewing/renewing the lease with the Steuben County Historical Society.~~
- ~~● Working with the Finance Committee in regards to the tax levy vote.~~

Personnel Committee

The Personnel Committee is responsible for:

- Recognizing library staff during National Library Week in April.
- Reviewing, with the library director for board approval:
 - personnel job descriptions.
 - personnel policies.
 - staff salaries.
- Reviewing grievances appealed from the ruling of the director.
- Conducting an annual performance evaluation of the library director.
- Performing other tasks and/or duties as assigned by the Board of Trustees.

~~Public Relations Committee~~

~~The Public Relations Committee should participate in such activities as: Community Activities Council, Spirit of Christmas, Dairy Festival, and Book Nook activities.~~

~~Take an active role in providing information for tax increases, provide media announcements for special events, planning, marketing, promoting and damage control (i.e. bad PR).~~

~~Invite other community members to help the committee as needed to develop, explore and partner for the promotion of the library and its initiatives.~~

~~The Library Director will ask for help from the committee when needed.~~

8. Meetings

- a. Regular meetings shall be held six times per year (Jan, Mar, May, Jun, Sep, Oct) ~~each month~~ at dates and times to be established by the Board. Meetings shall be open to the public except when individual personnel issues are being discussed. A reminder notice of all meetings may

be mailed / emailed by the Director to each member at least five days before the meeting. All meetings will be held in accordance with the Open Meetings Law of the State of New York.

- b. Special meetings shall be held at the call of the president or upon request of three members for a specific purpose. No business may be transacted at such special meetings except for the stated business.
- c. The annual reorganizational meeting shall be held in January of each year. The business transacted at this meeting shall include the election of officers, the seating of new members of the Board of Trustees, and setting of the schedule of Board meetings for the coming year.
- d. The operating and financial reports for the previous year shall be presented at the regular meeting in January.
- e. A simple majority of the existing Board shall constitute a quorum for the conducting of business. If a quorum is not present at a regular meeting, the attending members may set a date for another meeting to be held within one week, and the presiding officer shall notify the absent members of this specially called meeting.
- f. Meetings are open to the public and conducted according to the Open Meeting Law of New York State. While this law requires meeting to be open to the public, it does not require any sort of public forum. Since we value the opinions of Library's patrons, it is the policy of the Board to allot time for public comments during the scheduled Board meetings. At times, the Board may need to conduct executive sessions for the purposes of discussing personnel issues, contract negotiations, and other concerns as outlined by law. Public notice is given of such sessions, and final action of matters discussed in executive session is always taken in a public meeting.
- g. Meetings are conducted according to an agenda prepared by the Library Director and posted at the entrance to the meeting room prior to the meeting. The agenda allows for an orderly consideration of many issues and concerns. This agenda, along with pertinent background information is sent to Board members no later than Thursday of the week prior to the meeting. This allows Board members time to prepare adequately to make their decisions.
- h. Public Participation: Library patrons and interested citizens may bring an item to the attention of the Board by telephone or by written request (Appendix) to the Board president or to the Library Director who may place the item on the agenda.

The Board welcomes opinions and questions from the community. As a result, the agenda for each regular meeting provides time for two periods of public expression. The first period of public expression is limited to discussion of items on the agenda. The second permits citizens to express concerns relative to the operation of the library and other items of general interest.

Persons who wish to address the Board are asked to sign in before the meeting begins. Each participant must state his name and address before beginning his/her remarks. Out of consideration for others who may wish to speak, participants should keep their remarks brief and to the point and are limited to three (3) minutes. The Board will take the comments into consideration but will not engage in a debate with patrons. The Board will reply to comments or concerns in writing as soon as possible but within thirty (30) days of the meeting.

- i. The order of business shall be as follows:

Call to Order
Pledge of Allegiance
Adoption of the Agenda
Approval of prior meeting minutes
Period for Public Expression
Correspondence
Personnel Actions Report
Treasurer's Report
Director's Report
Committee Reports
 ~~Building Committee~~
 Budget and Finance
 ~~Legal~~
 Personnel
 Fundraising
 ~~Public Relations~~
Old Business
Period for Public Expression
Adjournment

9. Amendments

- a. 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.
- b. Any rule or resolution of the Board, whether contained in these By-Laws or otherwise, may be suspended temporarily in connection with business at hand, but such suspension, to be valid, may be taken only at a meeting which two-thirds of the members of the Board shall be present and two-thirds of those present shall so approve.

10. Procedures

- a. All procedures not specified herein shall be in accord with Robert's Rules of Order, Revised.

Approved by The Dormann Library Board of Trustees March 16, 2011. These By-Laws supersede and replace in their entirety those By-Laws adopted in November 2002 and all amendments thereto. Amended February 19, 2013; Revised May 15, 2018