

Bylaws

Mission Statement

Our mission is to provide equal access to information, knowledge and experiences so that people of all ages may seek education, social and cultural growth. The Newark Public Library encourages the free flow of ideas so that citizens may make informed choices about their personal lives, activities, and government.

Preamble

The Board of Trustees (hereinafter designated as the “Board”) of The Newark Public Library, a corporation created under a charter granted under Section 253 of the New York State Education Law by the Board of Regents (or Secretary of State) of the State of New York, dated October 23, 2006, shall be governed by the laws of New York State, the regulations of the Commissioner of Education and by the following bylaws.

Bylaws

1. Name of organization

- a. The name of the organization shall be the Newark Public Library

2. Purpose

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

3. Fiscal

- a. The fiscal year of the library shall begin on the first day of July and end on the last day of June each year.

4. Board of Trustees

- a. The Board of Trustees of the Newark Public Library shall consist of seven (7) adult residents of the Newark School District.
- b. The Election of new trustees will occur by public vote of the School District residents each year according to regulations set forth by the State Education Department.
- c. Trustees shall be elected to serve a term of five (5) years, with each term beginning on July 1 and concluding on June 30 of the fifth year.
- d. Each Trustee is required to file a notarized Oath of Office form within 30 days of commencing the term of office for which they are chosen according to Public Officer’s Law §30(1)(h). Oaths of Office will be administered at an open meeting and mailed to the Wayne County Clerk's Office within the designated timeline. In the case of an appointment, a notarized confirmation letter from the Board President will accompany the Oath of Office.
- e. In accordance with Education Law §226(4), if any Trustee fails to attend three consecutive

- f. regular meetings of the Board without an excuse accepted as satisfactory by the Board, he or she shall be deemed to have resigned and the vacancy will be filled by appointment of a successor who shall take office until the next election occurs.
- g. A vacancy occurring among the elected members of the Board shall be temporarily filled by the affirmative vote of the majority of the remaining trustees. A person so appointed shall assume their duties at the meeting at which they are appointed by the Board, and shall serve until a successor is duly elected and qualified.
- h. The Board may remove a Trustee for misconduct, incapacity, neglect of duty, or refusal to carry into effect the library's educational purpose as provided in Education Law §226(8)
- i. Each Trustee shall have one vote, irrespective of office held.
- j. A Trustee must be present at a meeting to have their vote counted or meet the provisions of New York State's Open Meetings Law.
- k. In accordance with Education Law §226(1), a quorum of the Board shall consist of a majority of the total number of trustees, regardless of any vacancies. A quorum is required to convene a meeting and to take action as a Board.
- l. Governance authority and accountability lie with the Board as a whole. Under New York State law, a library board has broad authority to manage the affairs of the library, but it is a collective authority. Individual trustees, regardless of their position on the Board, do not have the power to command the services of a library staff member, nor to speak or act on behalf of the library, unless they have been specifically granted that authority by a vote of the Board.
- m. All trustees must comply with continuing education requirements outlined in Section 260-d of New York State Education Law.
- n. All trustees must comply with the Sexual Harassment Prevention training requirements in New York State Human Rights Law.

5. Officers

- a. The Board of Trustees shall elect the officers of the Newark Public Library at the July's Annual meeting for a term of one year. The officers shall consist of the following: president, vice-president, secretary and treasurer. All officers shall have such authority and duties as may from time to time be prescribed by the Board of Trustees and these by-laws.
- b. The duties of such officers shall be as follows:
 - i. 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. 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. 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.

6. Treasurer

- a. The **Treasurer** is a non-voting officer appointed annually by the Board of Trustees. Under the provisions of Education Law §259(1)(a), the Treasurer reports directly to the Board and is responsible for the receipt and disbursement of tax monies, subject to Board approval. The Treasurer shall present financial reports and other relevant information provided by the staff bookkeeper. The Treasurer shall perform such duties as are typically associated with the office. In the event of the Treasurer's absence or inability to perform their duties, the Board may designate the Finance Officer to carry out the Treasurer's responsibilities.

6. **Library Director**

- a. The Board shall appoint a Library Director who shall be the chief executive officer of the library corporation and shall have charge of the administration of the library under the direction and review of the Board. The Library Director shall be responsible for the care of the buildings and equipment; for the selection, and management 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.
- b. The Library Director shall render and submit to the Board reports and recommendations of such policies and procedures, which, in the opinion of the Library Director, will improve efficiency and quality of library service. The Library Director shall attend all Board meetings.

7. **Committees**

- a. At the July meeting, the president shall appoint the following standing committees:

Personnel Committee The Personnel Committee shall review personnel policies as needed, conduct the initial annual evaluation of the Library Director, address any personnel issues brought to them by the Director, and oversee the selection process for a new Library Director when necessary.

Finance Committee – The Finance Committee shall oversee the library's fiscal well-being, collaborate with the Director to prepare the draft annual budget, and participate in the monthly claims audit process.

Building and Grounds Committee – The Buildings and Grounds Committee shall work in partnership with the Library Director to ensure the effective stewardship of the library's infrastructure. This includes overseeing preventative maintenance efforts and, when necessary, providing consultation on the renovation or expansion of the Library facility.

Policy Committee – The Policy Committee shall collaborate with the Library Director and staff to regularly review and update the library's policies. The committee will also develop and recommend new policies as needed to address community needs and ensure the library remains responsive to evolving circumstances.

Strategic Planning Committee – The Strategic Planning Committee shall be responsible for ensuring the library's continued viability as a vital community institution. In collaboration with the Library Director, staff, and community members, the committee will evaluate the library's role in the community and recommend goals and objectives that support the library's mission.

Members of the standing committees shall be limited to the members of the Board of Trustees. The Board of Trustees may create other committees as needed.

- b. The president will appoint the nominating committee three months before the budget vote. Who will present a slate of officers and names of candidates for new trustees. Additional nominations may be made from the floor.

Nominating Committee- The purpose of this committee is to oversee recruitment/nomination

for elected trustee positions and the development of the annual slate of officers.

- c. The president shall be an ex-officio ~~be a~~ member of all committees with the exception of the nominating committee.
- d. The President may appoint committees for specific purposes. Such committees shall serve until the completion of the work for which they were appointed.
- e. All committees shall make a progress report to the Board at each meeting.
- f. No committee shall have powers beyond advisory unless the Board, through appropriate action, grants it specific authority to act.

8. Meetings

- a. All meetings shall be in compliance with the provisions set forth in New York State Open Meetings Law.
 - i. Public Notice of Meetings: All meetings of the Board of Trustees shall be publicly posted at least 72 hours in advance. Notices must be made in the following locations: a circulating newspaper, the library building, and the library's website.
 - ii. Documents for Discussion: Any document scheduled for discussion at a Board meeting must be posted on the library's website at least 24 hours prior to the meeting.
 - iii. Public Access to Meetings: All meetings of the Board shall be open to the public in accordance with New York State's Open Meetings Law. The public is encouraged to attend and participate in Board meetings.
 - iv. Meeting Minutes: Draft minutes from Board meetings shall be posted on the library's website within two weeks of the meeting.
- b. Board meetings date and time are annually approved by the Board.
- c. A special meeting of the Board may be called at any time, with at least twenty-four hour notice, by the President or upon the request of three members for a specific purpose. No business may be transacted at such a special meeting except the stated business.
- d. The Annual Meeting shall be held in July of each year. The business transacted at this meeting shall include the appointment of officers, oath of office, and annual actions of the board.
- e. The operating and financial reports for the previous year shall be presented at the regular meeting in the first month of the library's fiscal year.
- f. The preliminary budget for the subsequent fiscal year shall be presented at the regular meeting in December.
- g. The final budget for the subsequent fiscal year shall be presented for approval at the regular meeting in February.
- h. A majority of the whole board, including vacancies, shall constitute a quorum and shall be necessary for the transaction of business of the board. 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.
- i. The order of business for regular meetings shall include, but not be limited to, the following items which shall be covered in the sequence shown unless circumstances make an altered order more efficient:
 - i. Roll call of members
 - ii. Call to Order
 - iii. Public Comment
 - iv. Secretary's Report
 - v. Treasurer's Report
 - Acknowledge Actions of financial transfers by the Treasurer
 - Approval of abstract / check detail report

- Approval of budget report
- vi. Director's
 - Department reports
- vii. Committee Reports
- viii. Old Business
- ix. New Business
- x. Adjournment
- xi. Date of next future board meetings

9. Indemnification

a. Indemnification of Trustees, Officers, Employees, and Agents: To the fullest extent permitted by law, the Library shall indemnify any person who is or was a trustee, officer, employee, or agent of the Library, or who is or was serving at the request of the Library as a trustee, officer, employee, or agent of another library, partnership, joint venture, trust, or other enterprise, against any and all claims, actions, suits, proceedings (whether civil or criminal), judgments, fines, amounts paid in settlement, and reasonable expenses, including attorneys' fees, actually and necessarily incurred by such person in connection with or resulting from their service to the Library, provided that such person acted in good faith and in a manner reasonably believed to be in the best interests of the Library, and in the case of a criminal action or proceeding, had no reasonable cause to believe their conduct was unlawful.

b. Advancement of Expenses: To the fullest extent permissible under law, the Library may advance reasonable expenses incurred in defending any action, suit, or proceeding to any such person, provided that the person agrees to repay such expenses if it is ultimately determined that they are not entitled to indemnification under this provision.

c. Insurance: The Library may, at its discretion, purchase and maintain insurance on behalf of any person who is or was a trustee, officer, employee, or agent of the Library, or who is or was serving at the request of the Library in such capacity for another entity, to cover any liability asserted against such person arising from their duties. This insurance may cover liabilities incurred, whether or not the Library would have the power to indemnify such person under this provision or under Public Officers Law §18.

d. Non-Exclusive Rights: The indemnification rights provided herein shall not be exclusive of any other rights to which such persons may be entitled under the Library's bylaws, any agreement, or any action of the Board of Trustees, and shall inure to the benefit of the heirs, executors, and administrators of such person.

e. Amendment of Indemnification Provision: No amendment or repeal of this indemnification provision shall affect the rights of any person arising prior to such amendment or repeal.

10. Amendments

- a. Amendments to these Bylaws may be proposed at any regular meeting and shall be voted upon at the next regular meeting. Written notice of the proposed amendment or amendments shall be sent to all absent members at least ten days prior to the voting session. A simple majority of the whole Board (including vacancies) shall be sufficient for adoption of an amendment.
- b. A two-thirds vote can pause a board decision (motion, resolution, or bylaws) if it is needed to make a business decision that would interfere with a previous decision. The suspension would only last for a single decision, not an ongoing suspension, unless the situation warranted it. This

clause should rarely be executed, only for significant issues that could pose issues to the operation of the library.

Adopted by the Board of Trustees September 2008

Amended 9/2014,10/2020, 2/11/2025

Reviewed: 11/20/2024,12/12/24, 1/9/2025