

Frothingham Free Library

By Laws

March 19, 2024

Mission Statement

The mission of the Frothingham Free Library is to be an integral part of our community by providing all residents with a balanced range of resources and activities to meet their educational, cultural and creative needs.

Preamble

The Board of Trustees (hereinafter designated as the "Board") of the Frothingham Free 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, provisional dated 1944, absolute dated 1949, shall be governed by the laws of New York State, the regulations of the Commissioner of Education and the following by-laws.

By-Laws

1) NAME OF ORGANIZATION

a) The name of the organization shall be the Frothingham Free Library.

2) PURPOSE

a) The purpose of the organization is to provide a free public library service for the residents of the surrounding area.

3) FISCAL

a) The fiscal year of the library shall be the calendar year, January 1- December 31.

4) BOARD OF TRUSTEES

a) The library shall be governed by a Board of Trustees. The Board shall consist of nine (9) members, elected for terms of five (5) years each. Newly elected members will take office at the first meeting following the annual meeting.

b) Eligibility for office shall be limited to adults residing in or owning property 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 Member 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) No member shall serve for more than two consecutive five-year terms. This may be followed by a minimum of one year off the Board before being invited to serve additional terms.

e) Any vacancy shall be filled by special election by the remaining Board for the remainder of the term of that particular position.

f) Each Trustee shall have one vote, irrespective of office held.

g) A Trustee must be present at a meeting to have his/her vote counted.

h) All actions of the Board shall be of the Board as a unit.

5) OFFICERS:

- a) The officers of the Board shall be the President, Vice-President, Secretary and 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: 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 ex-officio voting member of all committees, and generally perform all duties associated with that office.
 - i) 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.
 - ii) 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 all other duties that are generally associated with that office.
 - iii) The Treasurer shall be the disbursing officer of the Board and shall perform all such duties as generally involve that office. In the absence or disability of the Treasurer, his/her duties shall be performed by such other members of the Board as the Board may designate.

6) DIRECTOR

- a) The Board shall appoint a 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 building and equipment, the employment and direction of the staff, the efficiency of the library's service to the public, and operation of the library under the financial conditions contained in the annual budget.
- b) 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 the efficiency and quality of the library services. 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.

7) COMMITTEES

- a) The nominating committee shall be the Board and the nominating shall take place during the course of a regular meeting of the Board.
- b) Committees for specific purposes may be appointed by the President. Such committees shall serve until the completion of the work which they were appointed.
- c) All committees shall make progress reports to the Board at each of its meetings.
- d) No committee will have other than advisory powers unless, by suitable action of the Board, it is granted specific power to act.

The Following shall be standing Committees. These Committees shall have all the usual power associated with such committees and specifically shall be delegated responsibilities as follows:

1. Public Relations: The Public Relations Committee shall cooperate with the Library Director in providing news releases and appropriate publicity concerning Library Business and activities.

2. Personnel: The Personnel Committee shall be responsible for establishment of job descriptions and for hiring Library staff. It shall also be responsible for periodic evaluation of the Library staff performance and for decisions regarding staff benefits.
3. Buildings and Grounds: The Buildings and Grounds Committee shall supervise the Library building and grounds, the furnishing and care of rooms and shall establish regulations for use of the Library building.
4. Budget and Finance: The Budget and Finance Committee shall supervise all the Library funds, income and expenditures, and all real and personal property used for Library purposes. It shall audit all the bills and account of the Library Director and the Bookkeeper.
5. Long Range Planning: The Long-Range Planning Committee shall review and revise the Library's goals. They shall make recommendations to the Board and report on progress.
6. Special Committee: The Special Committee shall plan and implement all fundraisers and delegate the responsibilities. They shall bring forth new fundraising ideas and utilize volunteers whenever possible.

8) MEETINGS

- a) Meetings shall be held every other month on the 3rd Tuesday, with the exception of January's Board Meeting and Annual Meeting which shall be on the 2nd Tuesday. The Board's Secretary shall send a reminder notification to each board member at least 5 days before each meeting. Meeting dates shall also be posted at the beginning of the year and at the end of the previous meeting's agenda.
- b) A special meeting of the Board may be called by the President or upon request of three members for a specific purpose. No business may be transacted at such special meetings except the stated business.
- c) The Annual Meeting shall be held in January of each year. The business transacted at this meeting shall include the election of new trustees and new officers.
- d) The operating and financial reports shall be presented at the regular meeting in January.
- e) The preliminary budget for the subsequent year shall be presented for approval at the regular meeting in November.
- f) The simple majority of existing Board shall constitute a quorum for the conducting of all 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 all absent members of this specifically called meeting.
- g) The order of business 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. Disposition of minutes of previous regular meeting and any intervening special meetings.
 - iii. Treasurer's Report and action on warrants
 - iv. Director's Report
 - v. Committee report
 - vi. Communications
 - vii. Unfinished business
 - viii. New business

- ix. Period for Public Expression
- x. Adjournment

9) AMENDMENTS

- a) Amendments to these By-Laws 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 board members at least ten days prior to the voting session. A simple majority of the Board shall be sufficient for adoption of an amendment.
- 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 meeting which two-thirds of the members of the Board shall be present and two-thirds of those present shall approve.

10) PROCEDURE

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

Approved by the Frothingham Free Library Board of Trustees

Dated: Mar 19, 2024