

## **By-Laws of the Board of Trustees of the Oradell Free Public Library**

### Article I Name

This organization shall be called "The Board of Trustees of the Oradell Free Public Library" (henceforward "the Board") existing by virtue of the provisions of Chapter 54, Title 40 of the laws of the State of New Jersey, and exercising the powers and authority and assuming the responsibilities delegated to it under said statute.

### Article II Officers

- Section 1 The officers shall be a president, first vice-president, second vice-president, a secretary and a treasurer, who shall be elected at the annual meeting of the Board. Vacancies in office shall be filled by ballot at the next regular meeting of the Board after the vacancy occurs.
- Section 2 Nominations shall be made from the floor at the annual meeting.
- Section 3 Officers shall serve a term of one year from January to December of the year they were elected.
- Section 4 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, enforce all by-laws and regulations, confer with the Library Director on the agenda for the meetings, and generally perform all duties of that office.
- Section 5 The first vice-president shall in the absence or inability of the president exercise all the functions of the president. In the event of the absence of the president from a Board meeting, the first vice-president assumes and performs the duties and functions of the president. In the absence of both the president and first vice-president the second vice-president assumes and performs the duties and functions of the president. In the absence of the president, first vice-president, and second vice-president, then a temporary chairperson selected by the members present assumes and performs the duties and functions of the president.
- Section 6 The second vice-president shall in the absence or inability of the first vice-president exercise all the functions of the first vice-president.

Section 7 The secretary shall assure that a true and accurate record of all proceedings of Board meetings be taken, arrange for the safe-keeping of minutes and other records of the Board which shall be kept in the library, assure that minutes are e-mailed or delivered to the Library Director in advance of Board meeting so the Board can receive them in a timely matter, generally perform all the duties associated with that office,

Section 8 The treasurer shall be bonded as required by New Jersey statute, sign all checks, oversee all invoices, vouchers, and other disbursement requests, present a financial report to the Board every month, submit a list of bills each month for the Board's approval, be liaison to the public accountant, work on the budget with the Library Director and perform all duties associated with the office.

### Article III Meetings

Section 1 The regular monthly meetings of the Board will be held on the second Wednesday at 7:30 PM at the library or via a virtual (i. e. teleconferencing) platform, if in-person meeting is prohibited. All meetings of the Board shall be open to the public in accordance with the N.J. Open Public Meeting Law (Chapter 231, P.L.1975) Meetings shall be held in July and/or August at the suggestion of the president and the approval of the Board.

Section 2 The annual meeting at which officers are elected shall be held at the time of the regular monthly meeting for the month of January.

Section 3 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 so far as circumstances will permit:

- a. Announcement of compliance with Open Public Law Meetings
- b. Call to order
- c. Roll call of members
- d. Welcome to visitors with instructions on when to address the Board
- e. Approval of minutes of prior meeting(s)
- f. Financial report
- g. Action on bills
- h. Library Director's report

- i. Committee reports
- j. Communications
- k. Unfinished business
- l. New business
- m. Public presentation to, or discussions with, the Board
- n. Adjournment

Section 4 A quorum for the transaction of business at any meeting shall consist of four members of the Board. If a quorum is not present, the meeting will be cancelled and rescheduled.

Section 5 Proceedings of all meetings shall be governed by ROBERT'S RULES OF ORDER, latest edition, unless waived by the Board for a particular meeting or portion of a particular meeting.

Section 6 An affirmative vote of the majority of all members of the Board (provided there is a quorum present) at the time of the meeting shall be necessary to approve any action before the Board. Actions taken shall be determined by a voice vote unless a roll call vote is requested by a Board member. All motions shall be stated in their proper form and restated before a vote is taken.

Section 7 These by-laws may be amended by a majority vote of all members of the Board provided written notice of proposed amendment shall have been mailed to all members at least ten days prior to the meeting at which such action is proposed to be taken

#### Article IV

Section 1 The Board shall appoint a qualified Library Director who shall be the Executive and Administrative officer of the library on behalf of the Board and under its review and direction.

1.1 The Library Director shall attend all Board meetings except those at which the Library Director's salary or appointment is to be discussed or decided.

1.2 The Library Director shall recommend to the Board the appointment and specify the duties of other employees.

1.3 The Library Director shall be responsible for:

1.3.1 The care and maintenance of Library property.

1.3.2 Adequate and proper selection of materials in keeping with the stated policy of the Board

1.3.3 The efficiency of the Library's service to the public.

1.3.4 Its financial operation within the limitations of the budgeted appropriation.

- 1.4 The Library Director shall have interim authority to appoint without prior approval all employees provided that such appointment shall be approved by the Board at its next regular meeting.
- 1.4.1 All personnel actions must conform to the rules and regulations as set forth in the Personnel Policy Manual.
- 1.5 The Library Director shall conduct an annual performance appraisal of all employees prior to April 1<sup>st</sup> of each year based on the prior calendar year. The Library Director shall use those annual performance appraisals to formulate a package of recommended salary adjustments.
- 1.6 The Board shall review the Library Director's recommendations and act upon them.
- 1.7 The Library Director shall certify to the correctness of the bills according to procedures established by the Board.

#### Article V

- Section 1 The president shall appoint committees of one or more members each for such specific purposes as the business of the Board may require.
- Section 2 Special committees for the study and investigation of special problems shall be considered to be discharged upon the completion of the purpose for which they were appointed and after their final report to the Board.
- Section 3 No committee shall have other than advisory powers unless, by suitable action of the Board it is granted specific power to act.

#### Article VI General

- Section 1 Conflict of Interest
  - 1.1 Board members may not in their private capacity negotiate, bid for, or enter into a contract with the Oradell Free Public Library in which they have a direct or indirect financial interest.
  - 1.2 A Board member shall withdraw from Board discussion, deliberation and vote on any matter in which the Board member, an immediate family member or an organization with which the Board member is associated or has a financial interest is involved.

- 1.3 A Board member may not receive anything of value that could reasonably be expected to influence his or her vote or other official action.

Section 2 Board Responsibilities

The Trustees of the Oradell Free Library shall:

- 1.1 Hold in trust and manage all properties of the Library.
- 1.2 Determine the purposes of the Library.
- 1.3 Secure adequate funds to carry on the Library programs.
- 1.4 Employ a qualified Library Director and other necessary personnel and fix their compensation.
- 1.5 Know the programs and needs of the Library with relation to the community; keep abreast of Library standards and trends.
- 1.6 Establish policies to govern the use, operations, and programs of the Library.
- 1.7 Establish policies dealing with book and material selection.
- 1.8 Establish, support, and participate in a library public relations program
- 1.9 Together with the Library Director prepare, present, and justify an annual budget.

**The Library Board By-Laws, as amended in 2010, were amended and approved by the Library Board of Trustees at the meeting of the Library Board of Wednesday, May 12, 2021.**