

# **Bylaws of the Trustees of the Randolph Township Free Public Library**

## **Article I Name and Responsibilities**

The Board of Trustees is a body incorporated under the name of the Trustees of the Randolph Township Free Public Library. It is established under Title 40, Chapter 54 of the laws of the State of New Jersey, and exercises the powers and authority and assumes the responsibilities delegated to it under the said statute.

## **Article II Purpose**

The purpose of the Board of Trustees is to provide a public library to all residents of Randolph Township in accordance with New Jersey State Laws; regulations of the State Library, and local ordinances.

## **Article III Membership**

Section 1. The Board of Trustees shall consist of nine members as follows:

- a. The Mayor of the municipality or the mayor's representative;
- b. The Superintendent of Schools or the Superintendent's representative;
- c. Seven citizens to be appointed by the Mayor, with the consent of the governing body, and at least six of the seven citizen members must reside within Randolph Township.

Section 2. **Terms of Office.** Members shall be appointed for a term of 5 years. The Mayor and Superintendent may, respectively, appoint a representative for a year to act in their place and stead with authority to attend the meetings and vote on matters before the Board. (N.J.S.A. 40:54-9) Vacancies occurring in the Board of Trustees shall be filled for the unexpired term only, in the same manner as the original appointments are made. A member may be reappointed for another term when their term expires.

Section 3. **Meeting attendance.** Members shall be expected to attend all meetings except as excused. Unexcused absences for a period of four consecutive regular meetings shall result in dismissal from the Board (N.J.S.A. 40A:9-12.1).

## **Article IV Functions and Limitations**

Section 1. The Board of Trustees of the Library shall:

- a. Hold in trust and manage all property of the Library;
- b. Rent rooms, or when proper, construct buildings for the use of the Library;

- c. Authorize the purchase of books in multiple formats, visual and audio entertainment, other reading matter, furniture, miscellaneous items as appropriate, and payment for library programs;
- d. Hire a Library Director and together, with said Director, hire additional employees and fix employee compensation;
- e. Evaluate the Library Director's performance annually;
- f. Make proper rules and regulations for the government of the library;
- g. Oversee the annual budget, other financial matters and review and approve expenditures;
- h. Generally do all things necessary and proper for the establishment and maintenance of a free public library within the Township;
- i. Make an annual report of transactions, accounts, and the state and condition of the Library to the Township Council or their representative.

**Section 2.** The Board of Trustees of the Library must:

- a. Ensure that any change in Policy or other governing act is brought before a quorum of the entire Board. The Board only has authority when it makes a group decision in a legally constituted meeting; (N.J.S.A. 10:4-6)
- b. Understand pertinent local, state, and federal laws;
- c. Act as a liaison with the public, interpreting and informing local government, media and public of library services and needs;
- d. Complete a minimum of 7 hours per year of continuing education per Board in its entirety;
- e. Not interfere with the day-to-day operations of the library. They should not give instructions to a staff member other than through the Director or the Director's authorized representative;
- f. Authorize an annual audit of the financial records of the Library from an outside auditor.

**Section 3.** Members of the Board of Trustees of the Library may not:

- a. In their private capacity negotiate, bid for, or enter into a contract with the Randolph Township Free Public Library in which they have a direct or indirect financial interest;
- b. Participate in a Board discussion, deliberation, and vote on any matter in which the Board member, or an organization with which the Board member is associated, or has a financial interest in, is involved;
- c. Receive anything of value that could reasonably be expected to influence his or her vote or other official action;
- d. Have any individual legal authority over the Library.

## **Article V Officers**

**Section 1.** The officers shall be a president, vice president, a secretary and a treasurer who shall be elected at the annual reorganizational meeting of the Board. Vacancies in office shall be filled by election at the next regular meeting of the Board. Nominations may be made from the floor.

**Section 2.** Officers shall serve a term of one year from the annual meeting at which they are elected.

**Section 3.** The president shall preside at all meetings of the Board, authorize calls for any special meetings, appoint all committees, execute 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 4.** In the absence of the president, the vice-president shall assume and perform the duties and functions of the president. In the absence of both, the members present may select a temporary chairperson for the meeting.

**Section 5.** The Board secretary shall: keep a true and accurate record of all proceedings; call the roll; record votes; issue notices of all regular meetings; issue notices of special meetings (on the authorization of the president); have custody of the minutes and other records of the Board; notify the appointing authority of any vacancies on the Board; and perform such other duties as are generally associated with that office. Notices of regular meeting shall be communicated to Board members in advance of the meeting and shall include the minutes of the prior meeting, the agenda to be discussed at the scheduled meeting, and any reports considered essential to consideration of the agenda. The library director or a member of the staff may be designated by the Board to perform any or all of the above duties.

**Section 6.** The treasurer shall direct the deposit of all monies in such depositories as may be named by the Board and shall disburse funds as authorized by the Board. The Board may authorize other signatories and/or financial advisors for any account. The treasurer shall present a monthly financial report to the Board showing in detail the amount and investment of and income and disbursements from, the funds in his or her charge. The library director or other staff member may be designated by the Board to provide the monthly financial reports. An appointed staff member or Township employee may be designated to deposit funds in depositories named by the Board and disperse funds as authorized by the Board.

## **Article VI Meetings**

**Section 1.** Written notice of a meeting must be posted in a public place at least 48 hours in advance. All meetings shall be open to the public in accordance with the Open Public Meetings Act, (N.J.S.A. 10:4-6).

**Section 2. Regular meetings.** Regular meetings of the Board of Trustees shall be held monthly, on a day and hour set at the annual organization meeting.

**Section 3. Annual meeting.** The annual meeting, at which officers are elected, shall be held at the regular monthly meeting for the month of January. At this meeting the Board sets the dates and times of the monthly meetings and posts them according to the Open Public Meeting Law.

**Section 4. Order of business.** The order of business for regular meetings shall include, but not be limited to, the following items:

- a. Call to order
- b. Roll call of members (establishment of the quorum)

- c. Approval of minutes of prior meeting
- d. Public portion
- e. Voucher Lists
- f. Financial report
- g. Director's report
- h. Committee reports
- i. Correspondence
- j. Old business
- k. New business
- l. Adjournment

**Section 5. Agendas.** Meeting agendas shall indicate the time, date and place of the meeting and shall indicate all subject matters to be discussed at the meeting.

**Section 6. Minutes.** Minutes of all meetings shall, at a minimum, include the date, time and place of the meeting; the names of all Board members present and absent; the substance of all matters proposed, discussed or decided, and a record and result of votes taken; the names of the public who appeared and substance of their comments; and other meeting information that Board members request be entered into the record. Board minutes should be available to the public according to the law.

**Section 7.** Special meetings may be called by the president or a member. Except in cases of emergency, at least 48 hours notice shall be given, according to the Open Public Meetings Law.

**Section 8. Quorum.** A quorum for the transaction of business at any meeting shall consist of 5 voting members of the Board.

**Section 9.** Proceedings of all meetings shall be governed by *Robert's Rules of Order*, (latest edition).

**Section 10. Executive session.** The public may be excluded from any meeting or portion of a meeting devoted to discussion or action upon exempt matters specified in Section 7 of the Open Public Meetings Act, provided that the Board, at a meeting open to the public, has adopted a resolution stating the general nature of the exempt matter to be discussed at a time and circumstance under which the discussion can be disclosed to the public.

**Section 11. Rice notice.** While employment matters are generally conducted in an executive session, public employees must be given a Rice notice that advises them of the right to request that the discussion be held in a public session. Failure to comply with this requirement may result in the public body's decisions made about the employee during the closed session to be invalidated. However, Rice notices are not required if the public employer chooses to conduct the meeting in public session from the outset, or if there is no discussion of individual employees during closed session. (N.J.S.A. 10:4-12(b)(8))

**Section 12.** An affirmative vote of the majority of all members of the Board, provided there is a quorum 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.

## **ARTICLE VII Library Director**

The Board shall appoint a qualified library director.

The director shall:

- a. Have sole charge of the administration of the library under the direction and review of the Board;
- b. Ensure the provision of quality customer service to the public;
- c. Oversee the proper selection of materials in keeping with the stated policy of the Board;
- d. Be responsible for the care and maintenance of the library building and equipment;
- e. Handle the employment and direction of the staff;
- f. Oversee the operation of the library within the financial constraints set forth in the annual budget including arranging a yearly audit of financial records as directed by the Trustees;
- g. Attend all Board meetings except those at which his/her appointment of salary is to be discussed or decided;
- h. Present monthly reports of the status of library operations.

## **ARTICLE VI Committees**

**Section 1. Standing Committee.** The Personnel committee shall be appointed by the president promptly after the annual meeting and shall make recommendations to the Board.

**Section 2. Special Committees.** The president shall appoint special committees for the study and investigation of special problems or issues. They serve until the final report of the work for which they were appointed has been made to the Board. An example would be Long Range Planning Committee.

**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 VIII General**

**Section 1.** All actions taken by the Board shall be valid as long as they are not inconsistent with the laws of the State of New Jersey.

**Section 2.** These by-laws may be amended by majority vote of all members of the Board, provided communication of the proposed amendment be made to all members at least ten days prior to the meeting at which such action is proposed to be taken.

Adopted by the Board of Trustees of the Randolph Township Free Public Library on December 9, 2020.