

# *Onondaga County Public Library Board of Trustees*

## ***Bylaws*** **Revised** **October 2013**

### **Section 1. Purpose**

This organization is and shall be known as the Onondaga County Public Library (OCPL) as established by Resolution #522 adopted by the Onondaga County Legislature December 3, 1973, and under a provisional charter December 13, 1974, and absolute charter granted December 14, 1979, by the Board of Regents of New York State; to assure, expand and improve library service in the area served by the member libraries and in other sections of Onondaga County which do not now have library service, and to provide library materials and information services directly to the residents of Onondaga County.

### **Section 2. Board of Trustees**

Library Policies including general oversight, fiduciary responsibility and employment and evaluation of the Executive Director is under the authority of the Onondaga County Public Library Board of Trustees. The Board shall possess all powers, duties, privileges and responsibilities accorded to Trustees of public libraries and library systems by New York State Public Library Law, Rules of the Board of Regents and Regulations of the Commissioner of Education. The Board shall be comprised of eleven Trustees appointed by the County Executive, subject to confirmation by Onondaga County Legislature.

The term of office of a Trustee shall be five years and shall run from January 1 to December 31. The terms of office of the Trustees shall be such that every year the terms of office of two Trustees expire except that every fifth year the terms of office of three Trustees expire. No Trustee shall hold office consecutively for more than two full terms plus an initial partial term, if any. No staff member of the OCPL or of any library served by it shall be eligible for the office of OCPL Trustee.

### **Section 3. Appointment of Trustees**

Trustees whose terms will expire December 31 of a given year shall serve until their successors have been appointed by the Onondaga County Executive and confirmed by the Onondaga County Legislature. The Board president shall inform the County Executive 180 days and again in 90 days in advance of the expiration of the terms of Trustees. All trustees must be residents of Onondaga County throughout their terms of service; anyone who permanently leaves the county forfeits her/his position on the Board.

#### **Section 4. Absenteeism and Removal of a Trustee**

Trustees are expected to attend the Regular Board meetings. Trustees who notify the Board President or Board clerk of a pending absence prior to the start of the Board meeting will be placed on a Consent Agenda as having an excused absence providing that the Consent Agenda is approved by a majority vote of the Board. If any Trustee fails to notify the Board President or Board clerk of a pending absence for three consecutive meetings, that Trustee will be deemed to have resigned from the Board of Trustees.

By the authority given to the Board of Trustees under New York State Law a Trustee may be removed by the vote of a majority of the entire Board. Such removal shall be upon notice and on examination and due proof of the truth of a written complaint by any Trustee alleging misconduct, incapacity or neglect of duty. At least one week's notice of the proposed action must be given to the accused and to each Trustee.

#### **Section 5. Officers**

The officers of the system shall be a President, a Vice President, Secretary and Treasurer, all of who shall be elected annually by the Trustees and shall hold office at the pleasure of the Trustees. Any officer may be removed from office in accordance with New York State Public Library Law. Vacancies occurring among any of the foregoing offices shall be filled by the Trustees, except that the Vice President shall automatically be President if the presidency becomes vacant. Anyone filling a vacancy will only do so during the unexpired portion of the term of the person who occupied the office. The Board shall appoint such other officers and employees with such other officers and employees with such powers and duties as it shall deem necessary.

#### **Section 6. President**

The President shall preside at all meetings of the Trustees. The President shall cast only one vote each time the Board takes action on resolutions, motions and elections. The President and Executive Director shall be responsible for the submission of long-range OCPL goals to the Board, and shall recommend to the Trustees such modifications and revisions as are necessary during the President's tenure of office. The President shall act as or designate the official spokesperson for the Board. The President shall appoint committees as may be required with approval of the Board.

#### **Section 7. Vice President**

The Vice President shall in the absence or disability of the President exercise the powers and performs the duties of the President. The Vice President shall also perform such duties as shall be prescribed by the Trustees.

## **Section 8. The Secretary**

The Board Secretary or designee shall keep the minutes of all proceedings of the Trustees. Minutes shall indicate how each Trustee votes.

## **Section 9. Treasurer**

The Treasurer shall have such duties and responsibilities as directed by the President.

## **Section 10. Executive Committee**

An Executive Committee shall be comprised of the President, Vice President, Secretary, and Treasurer and, the immediate past President or designee, the majority of whom shall constitute a quorum. The President shall appoint Trustees to fill any vacancies that may occur in the Executive Committee. The Executive Committee shall be empowered to act on behalf of the OCPL Board only when time sensitive action is required in intervals between meetings of the Trustees, reporting such action to the Board for approval or disapproval at its next regular meeting. The Executive Committee cannot initiate and implement new policy on behalf of the OCPL Board.

## **Section 11. Committees**

The President, with the advice and consent of the Board shall appoint standing and special committees. The President shall be an ex-officio member of all committees.

## **Section 12. Regular Meetings**

The Board shall establish a schedule of no fewer than 11 meetings a year at such times as the Board may determine.

## **Section 13. Organizational Meeting**

The organizational meeting shall be the first Regular meeting of the calendar year.

## **Section 14. Special Meetings**

Special meetings of the OCPL Board may be called by the President, and must be called upon the requests of three members. Notice of special meetings shall be provided to each Trustee by law.

## **Section 15. Conduct of Meetings**

Proceedings shall be conducted in the manner usual in deliberative bodies and, when not contrary to these By-Laws, according to the latest edition of *Roberts' Rules of Order*. A majority of the Board membership shall constitute a quorum. A roll-call vote on any action requiring voting must be held upon request from a member of the Board. A majority of the Board membership shall be required to adopt all resolutions and motions and to elect officers.

Meetings and special meetings of the OCPL Board of Trustees must comply with Open Meetings Law.

## **Section 16. Executive Director**

The Board of Trustees shall appoint the Executive Director. The Executive Director shall faithfully execute OCPL Board policy, administer the OCPL, and otherwise oversee all library operations. The Executive Director shall attend all meetings of the board unless excused by the President.

## **Section 17. Election of Officers**

The President, Vice President, Secretary and Treasurer of the Board shall be elected at the December meeting for a one-year term beginning January from the slate selected by the President and presented at the November meeting, as well as from candidates who may be nominated by other Board members at the December meeting. The slate shall be circulated to all Board members at least ten days prior to the December meeting.

## **Section 18. Fiscal Year**

The Fiscal Year of the OCPL Board of Trustees shall begin January and end December 31.

## **Section 19. Investments**

The investment funds of the OCPL Board of Trustees shall be invested and withdrawals authorized in accordance with Board policy.

## **Section 20. Budget**

A budget designed to further OCPL's mission shall be presented to the OCPL Board annually for their adoption and approval.

### **Section 21. Proposals, Motions, etc.**

Any proposal or motion brought before the OCPL Board that involves major OCPL policy initially is placed on the agenda for first consideration. It is acted on at the subsequent regularly-scheduled meeting, or until a special meeting is called for the purpose of acting on the particular proposal or motion in question, thus giving the Board members time for due consideration of the proposal or motion.

### **Section 22. Amendments**

These by-laws may be amended at any regular meeting of the Board, by a two-thirds vote of the current board members, provided that the amendment has been submitted in writing at the previous regular meeting.

### **Section 23. Effective Date**

These By-laws will become effective immediately upon adoption by the OCPL Board of Trustees. (The By-laws were adopted by the Board on February 15, 1978; revised November 21, 1984; August 16, 2000; November 2003; and June 2012).