

BY-LAWS
THE BOARD OF TRUSTEES
OF THE
MAHWAH PUBLIC LIBRARY
MAHWAH, NEW JERSEY

ARTICLE I – NAME

This organization shall be called “The Board of Trustees of the Free Public Library of the Township of Mahwah” (also known as the Mahwah Public Library), 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 – TRUSTEES

Section 1.

The Board of Trustees shall consist of a maximum of nine members: one of whom shall be the Mayor of the Town, one member shall be the Superintendent of Schools, or alternate appointed by him/her, and seven members, all of whom must be residents of the township, to be appointed by the Mayor. Appointments shall be for a term of five years.

Section 2.

Any member who misses three (3) meetings in succession without prior notice may be requested to resign. Any officer may be removed from office before the expiration of the term of office for cause by the affirmative vote of at least a majority of the members of the Board then in office, at any regular meeting of the Board or at any special meeting of the Board called for that purpose.

Section 3.

No Board member, by virtue of his/her office, shall exercise any administrative responsibility with respect to the Library, or, as an individual, command the services of any library employee.

Section 4.

No individual Trustee may act unilaterally to make a decision for, or change a commitment of the Board unless previously authorized by a majority vote of the Board. During major construction, the person to whom primary responsibility is given shall be temporarily free of these restrictions but must report progress regularly to the Board.

ARTICLE III – OFFICERS

Section 1.

The officers shall be a President, a Vice President, a Secretary, and a Treasurer who shall be elected at the Annual Meeting of the Board. Vacancies in any office shall be filled by ballot at the next regular meeting of the Board after the vacancy occurs, for the remainder of the term so vacated.

Section 2.

Each year, the President shall appoint a nominating committee during the regular January meeting (two months prior to the Annual Meeting). The Nominating Committee shall present a slate of officers at the regular February meeting. Additional nominations from the floor may also be presented at that time.

Section 3.

Officers shall serve a term of one year from the Annual Meeting at which they were elected. The President may not serve more than two consecutive years except under unusual circumstance when a break in continuity of leadership would cause undue disruption, such as during a major construction project. At the option of the Board, the President's term may be extended by a 2/3 majority vote, after discussion.

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 with the exception of the Nominating committee, and generally perform all duties associated with that office.

Section 5.

In the event of the absence of the President from a Board meeting, either the Vice President or a temporary chairperson selected by the members present shall assume and perform the duties of the President.

Section 6.

The Secretary, or designee, shall keep a true and accurate record of all proceedings of Board meetings. At least five days before the next scheduled Library Board meeting, the Secretary, or designee, shall provide the Board members with draft copies of the minutes of the prior meeting, copies of the agenda, and any reports considered essential to consideration of the agenda. Once the Board has approved the minutes, the Secretary, or designee, shall post said minutes on the library web site along with a hard copy for the library archives.

Section 7.

The Treasurer shall be responsible for the accounts and financial obligations of the Library as directed by the Board. The Treasurer's Report shall be filed for Audit.

ARTICLE IV – MEETINGS

Section 1.

The regular monthly meetings of the Board of Trustees shall be held on the third Wednesday of each month except in the months of July and August.

Section 2.

All meetings of the Board shall be opened to the public and advertised in accordance with the New Jersey Open Public Meetings Act (Chapter 231.P1975).

Section 3.

The Annual Meeting, at which officers are elected, shall be scheduled during March. The Annual Meeting shall be held just before the regular meeting on the same date.

Section 4.

The order of business for regular meetings shall include, but not limited to the following items, which shall be covered in the sequence shown so far as circumstances permit:

- a) Call to Order
- b) Pledge of Allegiance
- c) Roll call of Members
- d) Public Portion
- e) Approval of Minutes of Prior Meeting(s)
- f) Financial Report & Adoption
- g) Director's Report
- h) Statistical Report
- i) Committee Reports
- j) Old Business
- k) New Business
- l) Trustee Education
- m) Adjournment

Section 5.

Special meetings may be called by the President, or designee, or at the written request of three members, for the transaction of business as stated in the call for the meeting. All meetings of the Board shall be opened to the public and advertised in accordance with NJ Open Meetings Act.

Section 6.

A quorum for the transaction of business at any meeting shall consist of five (5) members of the Board.

Section 7.

Conduct of meetings: Proceeding of all meetings shall be governed by *Robert's Rules of Order 2011 edition*/ Procedure in Small Boards.

ARTICLE V – LIBRARY DIRECTOR

The Board shall appoint a Library Director who shall be the Administrative Officer of the Library and function under the direction and review of the Board. The director shall hold a Master's Degree in Library Science from an ALA accredited institution, and a Professional Librarian's Certificate issued by the State Board of Examiners.

ARTICLE VI – LIBRARY SERVICES

The position and duties of all employees not expressly mentioned in these By-Laws, shall be prescribed and defined from time to time by the Director and approved by the Board of Trustees.

ARTICLE VII – COMMITTEES

Section 1.

The President shall appoint committees of one or more members each for such specific purposes as the business of the Board requires.

Section 2.

Ad-hoc committees which are appointed for the study and investigation of special problems shall be considered to be discharged upon the completion of the purpose for which they had been appointed and after their final report has been made to and accepted by the Board.

Section 3.

Committees shall present written reports to the Board documenting the activities at each of its meetings. The Secretary, or designee, shall file all Committee reports with the Board minutes.

Section 4.

No committee shall have other than advisory powers unless, by suitable action of the Board, is granted specific powers to act.

ARTICLE VIII – GENERAL

Section 1.

These By-laws may be amended at any regular meeting of the Board by a two-thirds affirmative vote of the members present, provided that notice of the proposed amendment shall have been given at the previous regular meeting, with a quorum being present at both meetings.

Section 2.

These By-laws shall be reviewed every two years.

Amended:

02/16/2005

09/20/2017

APPENDIX

Roberts Rules for Committees and Small Boards

Robert's Rules for Committees and Small Boards

Paul McClintock, PRP, CP-T

Robert's Rules of Order Newly Revised (RONR) 11th edition, like the 10th edition, has less formal rules for board meetings with about a dozen or fewer members present ("small boards"). But there are some changes to these rules. One of the biggest changes is that under the 10th edition, these rules applied only to small boards and small committees, but under the 11th edition they apply to all standing and special committees regardless of size. (See RONR 10th ed., p. 9, ll. 19-24 and RONR 11th ed., p. 9, ll. 28-33; p. 500, ll. 9-13.)

The 10th edition said a member was not required to obtain the floor, but under the 11th edition, a member must obtain the floor but may do so by raising the hand instead of by rising. Both editions allow making motions and speaking while seated. Neither edition requires a motion to be seconded. (See RONR 10th ed., p. 470, ll. 24-27 and RONR 11th ed., p. 487, ll. 33-35, p. 488, l. 1.)

Whereas both editions allow a member to speak an unlimited number of times in debate, the 11th edition clarifies that for debatable appeals the standard limits still apply (one time for each member and twice for the chair). (See RONR 11th ed., p. 488, ll. 2-6.)

Also, the 11th edition now permits the motions to close or limit debate in board meetings, but not in committees. Even though a committee can't close debate, it can limit a member abusing the unlimited number of speeches rule to obstruct committee business by reporting the behavior to the parent assembly for remedy, or if there is no opportunity for this to happen in time for the committee to complete its work, the committee chairman can deny the abusive member any further recognition to speak in debate on the pending motion. (See RONR 10th ed., p. 470, ll. 28-30; p. 483, ll. 21-22 and RONR 11th ed., p. 488, fn *; p. 500, ll. 20-21.)

Both editions allow for informal discussion with no motion formally pending, and to vote on a proposal without it being formally made as a motion if perfectly clear to all present. Voting by hand is explicitly

allowed in both editions. And the chairman can remain seated when putting questions to a vote. (See RONR 11th ed., p. 488, ll. 7-17.)

The 11th edition clarifies that the chair can make, debate and vote on motions and removes the ability of custom to trump this rule. (See RONR 10th ed., p. 471, ll. 7-11; p. 483, ll. 16-19 and RONR 11th ed., p. 488, ll. 18-20, fn **.)

The 11th edition allows a board to protect itself against disorderly behavior during meetings following standard disciplinary procedures, with the maximum penalty of removing the offender from the remainder of the meeting. (See RONR 11th ed., p. 486, ll. 19-25.)

A committee in a similar situation can report the problem to the parent body for remedy, but if there will be no opportunity for this to happen in time for the committee to complete its work, the committee can follow the same disciplinary procedures with the same maximum penalty. (See RONR 11th ed., p. 501, ll. 14-26.)

In addition to these "small board rules," committees have variations from the general rules in the cases of Rescind/Amend Something Previously Adopted, and for Reconsider, which didn't change from the 10th to the 11th edition.

Amend Something Previously Adopted (including Rescind, which is simply amending by striking out the entire item previously adopted) is adopted for most types of motions in regular assemblies by (a) a two-thirds vote, (b) a majority vote with previous notice, or (c) a vote of a majority of the entire membership. "In a committee, these motions require a two-thirds vote unless all committee members who [originally] voted for the motion [now proposed] to be rescinded or amended are present or have received ample notice, in which case they require a majority vote" (RONR 11th ed., p. 306, l. 34 f).

Reconsider generally can only be moved by a member who voted with the prevailing side, but in "standing and special committees, the motion to Reconsider can be made by any member who did not vote on the losing side – including one who did not vote at all." (See RONR 11th ed., p. 315, ll. 31-34.)

Also, the making of the motion to Reconsider is normally subject to time limits, but the "time limitations do not apply to standing or special committees" (RONR 11th ed., p. 316, ll. 22-31).

Like standing and special committees, a Committee of the Whole or a Quasi Committee of the Whole, in both editions, have their own

separate rules, which also allow a member to speak an unlimited number of times in debate, but in general, the small board rules do not apply. (See RONR 11th ed., p. 529, l. 36 ff.)

Unlike small boards, a small assembly of an organization's membership still follows the standard rules, but the 11th edition points out that small organizations can adopt some or all of these "small board rules" for their meetings. (See RONR 11th ed., p. 16, ll. 12-16.)