

## **By-Laws of the Round Lake Library Board of Trustees**

The By-Laws of the Woman's Round Lake Improvement Society ("WRLIS"), Article I, Section 4, authorize the creation of a Board of Trustees ("Board"), numbering a total of up to eleven (11) persons;

- Eight (8) Trustees, one of whom is to be the WRLIS President; and
- Up to Three (3) Associate Trustees who are appointed by the Malta Town Board.

WRLIS authorizes the Board to transact legal business and perform certain other duties for the Round Lake Library ("Library"). These By-Laws of the Board are consistent with those of its founding organization, WRLIS, and are adopted as follows:

### **Article I - Tenure of Office of Trustees**

1. The term of office for Trustees and Associate Trustees shall be five (5) years.
2. Trustees may serve two (2) consecutive five (5) year terms.
3. A Trustee retiring after two (2) consecutive terms may not be selected for a new term until a minimum of one (1) year has passed since the former Trustee's previous term expired.
4. Associate Trustees may serve consecutive terms.
5. Should a Trustee or Associate Trustee fail to attend 2 consecutive meetings without being excused, the office shall be declared vacant. In the event of such a vacancy, the Trustees will be replaced by the WRLIS Nominating Committee and a vote by WRLIS. The Associate Trustee will be replaced by the Malta Town Board.

### **Article II - Officers**

1. The officers of the Board shall be a President, a Vice-President, a Secretary, and a Corresponding Secretary
2. Officers shall be elected by a majority vote of the Board annually. Associate Trustees may vote for officers, but shall not serve as officers.
3. All officers shall have the usual powers associated with their office.
  - A. The President shall:
    - Establish the dates and agenda for Board meetings;
    - Preside at all Board meetings;
    - Prepare the Budget for presentation at the August meeting;
    - Appoint all Committees;
    - Act as primary point of contact with the Director; and
    - Serve as a member of the WRLIS Executive Board.
  - B. The Vice President shall:
    - Assist the President as needed;
    - Preside at board meetings in the absence of the President; and
    - Assume the duties of the President, as necessary.
  - C. The Secretary shall:
    - Record all board meetings.
  - D. The Corresponding Secretary shall:
    - Prepare Board correspondence as necessary.

### **Article III - Meetings**

1. Regular meetings shall be held at dates and times to be established by the Board at the beginning of the library year. A minimum of four meetings must be held during the library year. A full board meeting is one at which a quorum is present.
2. Special meetings shall be held at the call of the President or any four (4) Trustees.
3. A majority of the Board shall constitute a quorum.
4. Vacancies among the officers shall be filled by an election at a regular meeting, and a majority vote of the Board shall be necessary.

### **Article IV - Committees**

1. The President of the Board shall appoint all committees.
2. Ad hoc committees may be appointed by the President with the approval of the Board. Non-Board members may be appointed to such committees to bring special capabilities for the resolution of problems confronting the Committee.
3. All committee actions are subject to approval by a majority of the Board.

### **Article V**

1. The Board shall appoint a qualified library director ("Director") who shall be the executive officer of the library.
2. The Director shall be held responsible for the proper performance of duties as spelled out in the job description provided by the Board.
3. It shall be the duty of the Director to keep the Board informed of all matters relating to the Library. The Director shall have the right to speak on all matters under discussion at Board meetings, but shall not have the right to vote thereon.
4. The library board appoints all library employees. The board may delegate to the director, or any other managerial employee, the task of seeking a qualified person to fill the position and then recommending to the Board the appointment of such person including hourly rate.

### **Article VI - Budget**

1. The Library Board of Trustees shall provide a proposed budget and figures for money spent in the previous year to WRLIS.
2. The draft budget will be prepared by the Budget Committee. The Budget Committee will be comprised of the Board President, the WRLIS President, one other Trustee, one Associate Trustee, and the Library Director.

Article VII Amendments These By-Laws may be repealed, amended or added to by a majority vote of the whole Board at a regular meeting. Such action may be taken, however, only after the substance of the proposed repeal, amendment or addition has been presented in writing at a prior regular or special meeting, and notice thereof has been given in the notice of the meeting thereon.

Adopted by the Board of Trustees on March 8, 1998

Revised, April 21, 2002

Reviewed, March 9, 2004

Revised, March 10, 2009

Revised, October 9, 2018

Revised, June 11, 2019