

MIDLAND PARK MEMORIAL LIBRARY  
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Resolution 2005-010 June 2005

Amended May 18, 2017

Accepted: June 15, 2017

## BY-LAWS

### ARTICLE I - NAME

The corporate title of the organization is The Board of Trustees of the Memorial Library of Midland Park. For ordinary purposes of the library and except when required by the law, or in the execution of legal documents, bank accounts, and investments, requiring the full corporation name be used, the organization shall be known for convenience and the purpose of this document under the short name of Midland Park Memorial Library or Board.

The corporation is a duly incorporated body set in accordance with and exercising the authority, powers, and responsibilities delegated to it by the Statute provision of Chapter 54 Title 40 of the laws of the State of New Jersey and in compliance with the Sunshine Law of New Jersey.

### ARTICLE II - MISSION STATEMENT

May 18, 2017

The mission of the Midland Park Memorial Library is to enrich the community through life-long learning by providing free, equal, and open access to information and ideas.

### ARTICLE III - BOARD OF TRUSTEES

The Board of Trustees consists of seven members and the Mayor and Superintendent of Schools (or their personally appointed alternates). Citizens are appointed by the Mayor and approved by Council to serve a term of three, four, or five years. The expiration date for each term will occur on December 31 of the applicable year. Vacancies occurring before the end of a term shall be filled by the Mayor, with an appointment for the expired term only. Trustees may be reappointed at the expiration of their term of office for a period of three, four, or five years, with a limit of three consecutive appointments, at the decision of the Mayor.

The responsibilities of the Board of Trustees are: to employ a competent director and staff, establish the management and operating policies of the library, secure adequate funding, supervise all expenditures of capital funds, approve the proposed budget, and manage the library's property in accordance with N.J.S.A. 40:54-12.

The Mayor and Superintendent members shall not be eligible for election as an officer, but shall in all other aspects

enjoy the full rights and privileges of appointed members, and may vote.

Absences: A member of the board may be removed from office when he/she has had four consecutive unexcused absences. The member will be notified in writing. The board, in its sole discretion, may refuse to excuse only those failures to attend and participate, which are not due to legitimate illness. If absences are not excused, the member is removed from office and the position is vacant until a successor is appointed by the Mayor in accordance with Article III of the Midland Park Library By-laws. The appointing authority must be notified of this fact in writing.

#### ARTICLE IV - OFFICERS

Section 1. The officers shall be a president, vice-president, treasurer, and a secretary elected from among the appointed members of the board.

Section 2. Officers are eligible to serve no more than three consecutive one-year terms in the same office. If Board members believe that it is in the library's best interest, the Board may, by two-thirds vote of the entire membership, allow an officer to remain in office for longer than otherwise allowed herein.

Section 3. A vacancy in the office shall be filled by election of a successor for the unexpired term of the vacant

office. Such election shall take place at the first regular meeting after the vacancy occurs.

Section 4. The president shall preside at all meetings of the Board, appoint all committees, execute all documents or contracts authorized by the Board, serve as an ex-officio non-voting member of all committees, and generally perform all duties associated with the office.

Section 5. The vice-president shall act in the absence of the president.

Section 6. In the absence of both the president and the vice-president, the treasurer shall assume such duties.

Section 7. The treasurer shall be responsible for library funds as provided by New Jersey Statutes.

Section 8. The secretary shall be responsible for all records, minutes, and correspondence of the Board.

Section 9. In the absence of the secretary or treasurer, trustee designated by the president may exercise the functions of the respective office.

Section 10. The officers of the Board of as designated by the Board are authorized to sign library account checks, AND withdrawals. Two signatures are required. The president and treasurer's are required. If unavailable, the vice president, and/or secretary are authorized to sign library vouchers, financial resolutions, and any other financial statements that require signatures.

## ARTICLE V - MEETINGS

Section 1. At its annual reorganization meeting, the trustees shall adopt or approve existing by-laws, elect officers, and establish a regular monthly meeting date and time for the remainder of the year. By majority consent, the board may omit the July and August meeting.

Section 2. Proceedings of all meetings shall be in accordance with the New Jersey Statutes and the By-Laws of the board.

Section 3. Special meetings may be called by the president or by written request of any three trustees. The reason for the meeting must be given and shall be the only topic discussed at the special meeting. The secretary shall make reasonable effort to notify each trustee in writing of the time, date, place, and agenda at least seven calendar days, but no less than 48 hours, prior to the meeting. Written notice of the special meeting will be filed according to the open public meeting act.

Section 4. The date, place, and time of any regular or special meeting shall be established with reasonable notice. The Library Director will post appropriate notices.

Section 5. A quorum for transaction of business at any meeting shall consist of a simple majority of the full Board. FIVE of the NINE members constitute a quorum.

Section 6. The minutes shall reflect the decision of the board in each motion brought before it. If a vote is not unanimous, the minutes shall reflect the vote of each member by name.

Rescheduled Meetings – In the event a regular meeting must be canceled due to circumstances, or a lack of quorum, the meeting will be set at a mutually agreed time and place. All trustees will be contacted and the public will be notified according to the open public meetings act by written notice being filed with the Borough Clerk, posted on the bulletin board at the Municipal Building and the library, and published according to law.

Annual Meetings – The annual meeting will be held in conjunction with the regular meeting scheduled for January each year. The agenda for the annual meeting will consist of the regular meeting agenda with the following additions:

1. Reports of Special Committees
  - a. Nominating
  - b. Fund Raising/Public Relations
  - c. By-Laws
2. New Business
  - a. Election of officers for the year
  - b. Time, date and place of board meetings for the year

- c. Holiday schedule for both open and closed dates  
for the year
- d. Standing Committee members appointments
  - 1) Evaluation
  - 2) Budget
  - 3) Building and Grounds - Operations
  - 4) By Laws
  - 5) Personnel
  - 6) Building – Capital Improvements

#### ARTICLE VI – ORDER OF BUSINESS

The order of business for regular meetings shall include,  
but not be limited to the following:

1. Call to order
2. Roll call
3. Open public meeting statement
4. Approval of minutes
5. Correspondence
6. Treasurer's report
7. President's report
8. Director's report
9. Public portion
10. Old Business
11. New Business
12. Adjournment

## ARTICLE VII – LIBRARY DIRECTOR

Section 1. The director shall be the chief executive and administrative officer of the library on behalf of the Board of Trustees and under these by-laws and the board's policies and rules shall have the general charge of the library and all the persons employed there.

Section 2. In accordance with the adopted Midland Park Memorial Library Personnel Manual, the director shall appoint, promote, and/or terminate all employees as well as determine their duties and be solely responsible for the discipline of the staff.

Section 3. The director shall be responsible to the board for proper management of the library, for preservation and care of its property, and for the efficiency of its service.

Section 4. The director shall certify the correctness of all bills before their approval by the board.

Section 5. The director shall attend all board meetings unless otherwise directed.

SECTION 6. The library director shall approve all invoices before they are paid. The library director shall verify all, salaried or hourly, time sheet for payroll. A record should be kept yearly re: employees' sick, vacation, and personal time.



Section 7. The director shall abide by all recommendations put forth in the annual financial statement audit report and as directed by the Board.

## ARTICLE VII – POLICIES AND PROCEDURES

Section 1 – General. The Board of Trustees will publish library policy statements concerning its own philosophy and operation, use and program of the library in conformance with the Library Laws of the State of New Jersey and these By-Laws. All policy statements require the approval of the majority of the board and will be submitted to the trustees AT LEAST TEN DAYS BEFORE THE MEETING. Each policy statement ACCEPTED will be dated the same as the meeting at which it is adopted, regardless of effective date, so future inquiries can be directed to the minutes of the applicable meeting of the board.

Section 2 – Amendments.

Amendments may be adopted at any regular meeting of the Board by a majority vote. Notice of proposed changes must be in writing to each trustee at least ten days before the meeting date.

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May 18, 2017