



**BY-LAWS OF THE TRUSTEES OF THE FREE PUBLIC LIBRARY  
OF THE CITY OF NEWARK  
(Revised May 23, 2017)**

**ARTICLE I: NAME**

This organization is a body corporate under the name of “The Trustees of the Free Public Library of the City of Newark” by virtue of law. N.J.S.A. 40:54-11

**ARTICLE II: PURPOSES**

The board is organized for the purposes set forth in N.J.S.A. 40:54-1 et seq.

**ARTICLE III: OFFICERS**

Section 1. The officers shall be a president, a vice-president, a secretary, and a treasurer, elected from among the trustees at the January meeting each year.

Section 2. At the September meeting each year the president shall appoint a nominating committee, which shall prepare a slate of candidates. At the January meeting this committee shall present its slate, and nominations shall be solicited from the floor.

Section 3. Officers shall serve a term of one year from the January meeting at which they are elected and until their successors are duly elected.

Section 4. Vacancies in offices shall be filled by election for the unexpired term at the first regular meeting of the board after the vacancy occurs.

Section 5. The president shall preside at all meetings, appoint all committees, execute all documents authorized by the board, serve as ex-officio voting member of all committees, and generally perform all duties associated with that office.

Section 6. The vice-president, in the event of the absence or disability of the president, shall assume and perform the duties and functions of the president.

Section 7. In the absence of both the president and vice-president at any one meeting, a trustee designated by the board members present at that meeting shall exercise the president's functions.

Section 8. The secretary shall keep a true and accurate record of all meetings of the board. The secretary shall issue written notice of all regular meetings of the board at least seven days in advance of such meetings and notice of all special meetings at least 24 hours before the time of such meetings. The Director of the Newark Public Library shall serve as assistant secretary of the board, ex-officio.

Section 9. The treasurer shall be the disbursing officer of the board, shall be recipient of its funds, and shall keep the accounts of the board. The treasurer, at the direction of the board, shall pay all bills, except regular payrolls, which may be paid at the behest of the director. When the payment of certain bills before a scheduled board meeting is financially advantageous to the library, the treasurer may at his/her discretion pay these bills and obtain board approval at the next regular meeting. If the treasurer is temporarily unable to perform his/her duties because of illness or absence, the president shall appoint another member of the board to perform them.

#### **ARTICLE IV: MEMBERS**

Section 1. The board of trustees shall consist of seven to nine members, one of whom shall be the mayor, one of the local superintendents of the schools, and five to seven citizens to be appointed by the mayor, at least four of whom shall be residents of the municipality.

Section 2. The appointment shall be for the term of five years for each board member.

Section 3. The mayor and the superintendent of schools, as the case may be, serving as a member of the board, may, respectfully, appoint an alternate to act in his/her place and stand for the authority to attend all meetings of the board, in his/her absence, and to vote on all questions before the board.

Section 4. Upon the expiration of the term of the office of any trustee, the mayor shall appoint a citizen for a term of five years.

Section 5. 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.

#### **ARTICLE V: MEETINGS**

Section 1. The regular meetings of the board shall be held at 5:00 p.m. on the fourth Tuesday of every other month (January, March, May, September and November) except for July when the meeting shall take place on the fourth Wednesday, but if it becomes evident that a quorum cannot be secured for a scheduled meeting, the president shall instruct the director to

canvass the members of the board by telephone to determine whether they will consent to the rescheduling of the meeting; and if a majority give their consent, the meeting shall be rescheduled.

Section 2. The January meeting shall be the annual meeting for the election of officers.

Section 3. Special meetings may be called by the president or by three trustees. Notice for the special meeting(s) shall state the purpose for which the meeting(s) is called.

Section 4. A quorum for the transaction of business at any meeting shall consist of five (5) members of the board present in person.

Section 5. Conduct of meetings: proceedings of all meetings shall be governed by these by-laws and Robert's Rules of Order.

Section 6. The order of business for regular meetings shall include but shall not be limited to the following items, which shall be covered in this sequence (so far as circumstances permit):

- a) Roll call
- b) Requests for excuse of absence
- c) Disposition of minutes of previous regular meeting and any intervening special meetings
- d) Communications
- e) Report of president
- f) Report of treasurer
- g) Committee reports
- h) Report of director
- i) Unfinished business
- j) New business
- k) Comments from the public
- l) Executive session resolution (if necessary)
- m) Adjournment

At the annual meeting the last item of business under "unfinished business" shall be the report of the nominating committee. Upon receipt of this report the chair of the nominating committee shall solicit nominations from the floor and preside over the election of officers. The newly-elected president shall preside over the remainder of the meeting.

Section 7. The order of business of any executive session shall be:

- a) Roll call
- b) Minutes of previous executive session
- c) Personnel actions
- d) Unfinished business

- e) New business
- f) Adjournment

Section 8. A majority of the votes of all the members of the board present at any meeting shall be necessary for the adoption or passage of any resolution, order, or motion. The president may vote on all proposals and may move or second a proposal before the board. He/she may at any time require members to put motions in writing.

Section 9. The seat of any member of board who, without being excused by a majority of the members of the board, is absent from four consecutive regular meetings shall be deemed vacant, and when a seat on the board becomes vacant through unexcused absence, the president should notify the mayor in writing and request that a new board member be appointed for the unexpired term. Members of the board who wish their absences to be excused shall notify the president at least two days before a scheduled meeting, except in emergencies.

#### **ARTICLE VI: COMMITTEES**

Section 1. There shall be the following standing committees composed of (3) members each (not counting the president, who serves on them, ex-officio):

- a) Operations (*Finance & Budget and Buildings & Grounds*)
- b) Human Resources
- c) Development

Section 2. Committees shall have advisory powers only, except on matters referred to them by vote of the board “with power to act.”

Section 3. Committees shall make progress reports to the board at each of its meetings.

Section 4. Special committees may be appointed at any time by the president or authorized and appointed by the board and shall only have advisory power. A committee shall be considered to be discharged upon the completion of the purpose for which it was appointed and after its final report is made to the board.

#### **ARTICLE VII: LIBRARY DIRECTOR AND STAFF**

The board of trustees shall appoint and employ a qualified library director, who shall be the executive and administrative officer of the library on behalf of the board and under its review and direction.

Section 1. As executive and administrative officer, the director shall assume full responsibility for the staffing, proper management, programmatic activities, and fiscal operations of the Newark Public Library, as outlined in the job description of the position.

Section 2. In the absence (other than temporary) of the director, the trustees may designate an assistant director or head of a department as “acting director,” having the powers, duties, and responsibilities of the director for the interim.

Section 3. In the temporary absence of the director, designated assistant directors shall manage the library, subject to the director’s instructions.

### **ARTICLE VIII: GENERAL**

Section 1. The board shall exercise all powers and duties set forth under the N.J.S.A. 40:54-1 et seq.

Section 2. The board shall determine the budget to be requested from the city for the ensuing fiscal year and shall present it to the city and urge its adoption with such arguments therefore as it shall deem expedient.

Section 3. Subject to the applicable civil service laws and regulations of the state and sec. 40:54-12 of the revised statutes, the board shall appoint all library employees, determine their number, fix their salaries or wages, and retain them during its pleasure.

Section 4. Salary and wage increases shall be made at the discretion of the board in accordance with regulations set forth in the position classification any pay plan of the library and such civil service laws and rules as may be applicable.

Section 5. If charges are preferred against any officer or employee of the board or library, he or she shall have the right to an investigation and a hearing before the board, except in such cases of union members wherein union grievance procedures shall prevail. In no event will the board be compelled to hear the charges involving union officials, union officers in the employ of the library, charges brought by or on behalf of a union, or charges against a union. The hearing of such charges shall be solely at the discretion of the board.

Section 6. Gifts of money, securities, or real property made to the library or board for library purposes shall be reported to the board, acknowledged by the secretary, and managed by the director or treasurer as directed by the board.

Section 7. Members of the board of trustees and staff of the library shall be bonded in an amount as may be required by a resolution of the board. In addition, the members of the board, collectively and individually, shall be indemnified against personal liability for any action taken by the board or any inaction by the board. Such indemnification shall be supported by a current insurance policy.

Section 8. No individual officer or member of the board has authority to issue orders for or in the name of the board unless especially empowered so to do by a majority of the board so voting at a regular or duly called special meeting of the board where a quorum is present.

Section 9. The president of the board shall be the official policy and position spokesperson for the Newark Public Library and may delegate that authority.

Section 10. These by-laws may be amended at any meeting of the board by a majority vote of the board members present, provided that specific notice of proposed amendments shall have been given in writing to all members at least ten days prior to the meeting.

The Trustees of the Free Public Library of the City of Newark  
Revisions Adopted – May 23, 2017