

WARSAW PUBLIC LIBRARY BYLAWS OF THE BOARD OF TRUSTEES

Article I: Preamble

The Board of Trustees (hereinafter designated as the “Board”) of the Warsaw Public Library, created under Charter #1655 under Section 253 of the New York State Education Law by the Board of Regents of the State of New York on April 26, 1904, shall be governed by the laws of New York State, the regulations of the Commissioner of Education, and by the following Bylaws.

Article II: Name

- a. The name of the organization shall be the **Warsaw Public Library**.

Article III: Purpose

- a. The mission of the Warsaw Public Library is to provide a welcoming destination that supports life-long learning for all ages. The Library strives to be a place where the community has access to quality materials, engaging resources, and enriching services. The Library promotes the joy of reading and fosters the pursuit of knowledge to enrich lives in the community.

Article IV: Fiscal Year

- a. The fiscal year of the Library shall be January 1 through December 31.

Article V: Board of Trustees

- a. The Library shall be governed by a Board of Trustees consisting of no fewer than five (5) and no more than fifteen (15) members, with the current number set at five (5).
- b. Trustees shall be appointed by the Board of the Town of Warsaw.
- c. Trustees must reside within the Town of Warsaw and be at least 18 years of age.
- d. Trustees shall serve three (3) year terms, with a maximum of two (2) consecutive terms.
- e. In the event of a vacancy, the Board may recommend a candidate to the Town Board to fill the unexpired term.
- f. In accordance with New York State Public Officers Law §30(1)(h), each Trustee must file a notarized Oath of Office within thirty (30) days of the start of their appointed or reappointed term. Trustees may not vote or participate in Board business until the Oath is properly filed. The Oath of Office may be administered by any authorized official,

including a notary public, at an open meeting or another agreed-upon time. Notarization of the signed form may occur at or after the time of administration. The Oath must be filed with the Town Clerk of the Town of Warsaw no later than thirty (30) days after the official start date of the Trustee's term. It is the responsibility of the individual Trustee to ensure timely administration, notarization, and filing.

- g. In accordance with Education Law §226(4), if a Trustee fails to attend three (3) consecutive Board meetings without an excuse accepted as satisfactory by the Board, the Trustee shall be deemed to have resigned. The President shall notify the Trustee in writing of the Board's determination and that the seat is considered vacant.
- h. In accordance with Education Law §226(8), the Board may remove a Trustee for misconduct, incapacity, neglect of duty, or refusal to carry into effect the Library's educational purpose. Removal shall require a majority vote of the entire Board following written notice to the Trustee and an opportunity to be heard.
- i. A Trustee may resign at any time by submitting a written resignation to the President or Secretary of the Board, in accordance with Education Law §226(4) and Public Officers Law §31(1)(g). The resignation shall be effective upon delivery, unless it specifies a later effective date. The Board shall acknowledge the resignation at its next regular meeting.
- j. Any vacancy shall be filled by appointment by the Town Board for the remainder of the term.
- k. Each Trustee shall have one (1) vote, irrespective of office held.
- l. Trustees must be physically present at the location specified in the public meeting notice in order to be counted for quorum and to vote, in accordance with the New York State Open Meetings Law.
- m. The affirmative vote of a majority of the entire Board of Trustees, regardless of vacancies or absences, is required to pass any motion.
- n. All actions of the Board shall be taken collectively. Governance authority and accountability rest with the Board as a whole. Under New York State law, the Board of Trustees has broad authority to manage the affairs of the library; however, this authority is collective, not individual. No individual Trustee, regardless of office held, shall direct the work of library staff or speak or act on behalf of the Library unless expressly authorized to do so by a vote of the Board.

Article VI: Officers

- a. Officers of the Board shall consist of a President, Vice-President, and Secretary, elected annually at the January Annual Meeting.

- b. The Town of Warsaw accountant shall serve as Treasurer and is not a member of the Board.
- c. All officers shall serve one (1) year terms and assume office at the Annual Meeting. If the Annual Meeting is delayed or no election is held, current officers shall continue to serve in their roles until successors are duly elected and installed.
- d. Duties of officers:
 - i. **President** – Presides over all meetings, calls special meetings, appoints committees, signs authorized documents, and serves as ex-officio voting member of all committees.
 - ii. **Vice-President** – Assumes duties of the President in their absence or in case of a vacancy.
 - iii. **Secretary** – Keeps a true and accurate record of all Board meetings, issues meeting notices, and performs duties customarily assigned to the office.
 - iv. **Treasurer** – Works with the Director in managing financial matters. Provides financial reports and facilitates bill payments approved by the Board.

Article VII: Library Director

- a. The Director shall be appointed by the Board and shall serve as the chief executive officer of the Library.
- b. The Director is responsible for the day-to-day administration of the Library, care of facilities, management of staff, public service, and budget implementation.
- c. The Director shall provide reports and recommendations to the Board and attend all meetings except those relating to the Director's appointment or compensation.
- d. The Director serves as Fiscal Officer and keeps detailed financial accounts. Presents bills for approval and works with the Treasurer to process payments.

Article VIII: Committees

- a. The President may appoint committees for specific purposes.
- b. Committees shall serve until the assigned task is complete.
- c. All committees shall report progress at Board meetings.

- d. Committees shall be advisory unless granted specific authority by Board resolution.
- e. The President shall serve as an ex-officio member of all committees.

Article IX: Meetings

- a. All meetings of the Board of Trustees, and sub-committees including two or more Trustees, shall be held in accordance with the New York State Open Meetings Law (Public Officers Law, Article 7). Meetings shall be open to the public, with advance notice provided as required by law. Executive sessions may be held only for purposes permitted under the law, following a motion and vote of the Board.
- b. The Board shall meet at least ten (10) times per year. Regular meeting dates and times shall be set by the Board at their annual meeting.
- c. Special meetings may be called by the President or upon request of three (3) Trustees for a stated purpose. Only stated business may be transacted.
- d. The Annual Meeting shall be held in January and include the election of officers.
- e. The final budget for the following calendar year shall be presented for approval at the November meeting.
- f. A quorum shall consist of a majority of the whole Board (including vacancies). A majority vote of the whole Board is required for any motion to pass.
- g. If a quorum is not present, the Trustees in attendance may set a new meeting date within a reasonable timeframe. The presiding officer shall notify absent members.
- h. Trustees unable to attend a meeting shall notify the President in advance.

Article X: Attendance and Meeting Notification

- a. Trustees are expected to attend all regular and special meetings of the Board. Regular attendance is a key responsibility of public library trustees under New York State Education Law and the New York State Trustee Handbook.
- b. If a Trustee is unable to attend a scheduled meeting, they must notify the Board President and the Library Director in writing (email is acceptable) at least 24 hours in advance, whenever possible. Text messages, voicemail, or verbal messages relayed through other trustees do not fulfill this requirement unless acknowledged by both the President and Director. Last-minute absences due to emergencies should be communicated as promptly as possible using the same process.
- c. Failure to notify the President and Director will result in the absence being recorded as unexcused.

- d. Trustees who miss three (3) consecutive meetings without notice or who are repeatedly absent may be subject to removal from the Board, in accordance with Education Law §226(4) and applicable Board policies.
- e. Meeting materials, including the agenda and packet, shall be distributed by the Library Director no later than five (5) days prior to each scheduled meeting. The meeting will proceed as scheduled unless officially cancelled by the President due to lack of quorum or other circumstances.

Article XI: Trustee Education

- a. In accordance with Education Law §260-d, each Trustee shall complete a minimum of two (2) hours of continuing education annually. Local implementation of this law shall follow the Library's Trustee Education Policy.

Article XII: Amendments

- a. Amendments to these Bylaws may be proposed at any regular meeting and voted upon at the next regular meeting. Written notice shall be provided to absent members at least ten (10) days prior to the vote. A majority of the whole Board (including vacancies) is required for adoption.
- b. Procedural rules and resolutions of the Board, not including those required by law or the Library's charter, may be temporarily suspended for the business at hand by a two-thirds vote of Trustees present at a meeting, provided at least two-thirds of the full Board is in attendance.

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