

**THE HILLSDALE FREE PUBLIC LIBRARY**  
**OF BERGEN COUNTY, STATE OF NEW JERSEY**  
**BY-LAWS OF THE BOARD OF TRUSTEES**

**ARTICLE I – Name**

**Section 1:**

This organization shall be called “The Board of Trustees of the Hillsdale Free Public Library,” existing by virtue of the provisions of Chapter 54, Title 10 of the Laws of the State of New Jersey, and exercising the powers and authority and assuming the responsibilities delegated to it under the said statute, which has precedence over the by-laws.

**Section 2 - Number of Trustees**

Trustees shall be nine (9) in number and shall consist of the mayor (or his/her representative), the superintendent of schools (or his/her representative) and seven (7) members appointed by the mayor, six (6) of whom must be residents of the Borough of Hillsdale and shall be made with the consent of the Borough Council. Neither the mayor or (or his/her representative nor the school superintendent (or his/her representative) can serve as an officer for reasons of conflict of interest.

**Section 3 – Term of Trustees**

The normal term of office for the seven (7) appointed trustees shall be five (5) years. Any vacancy occurring on the Board due to death, resignation or otherwise shall be filled in the same manner for the balance of the unexpired term at the first meeting of the Board after the vacancy occurs, or as soon as possible. The Library Director shall notify the appointing authority of any vacancies on the Board.

**ARTICLE II - Officers**

**Section 1**

The officers shall be a president, a vice-president, a corresponding secretary and a treasurer, who shall be elected by secret ballot at the annual meeting of the Board. Vacancies in office shall be filled by secret ballot within sixty (60) days after the vacancy occurs.

**Section 2**

Officers shall serve a term of one (1) year from the annual meeting at which they are elected. No officer shall serve more than three (3) consecutive terms.

**Section 3**

A nominating committee shall be appointed by the president at the monthly meeting immediately prior to the annual meeting; its chairperson shall present a slate of officers at the annual meeting. Additional nominations may be made from the floor. Nominations may be presented and seconded by any member of the Board. Voting will be by secret ballot, unless otherwise designated by a majority of those present.

**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 and generally perform all duties associated with that office.

**Section 5**

In the event of the absence of the president from the Board meeting, either the vice president or a temporary chairman selected by the members present, shall assume and perform the duties and functions of the president.

**Section 6**

The secretary to the Board, a paid employee, shall keep full and accurate minutes of all meetings. The secretary shall type and disseminate proposed minutes prior to the next meeting. After proposed minutes are approved or amended, the secretary shall type them in an Official Minutes Book.

**Section 7**

The treasurer shall be the disbursing officer of the Board, shall be bonded (under a Borough umbrella policy) and together with the library director, shall have charge of the Board's funds and be familiar with all the accounts of the Board, and shall assist in the preparation of the budget. A record of all disbursements shall be presented to the Board for approval at the next regular meeting of the Board. Checks may be signed by the president, vice president, treasurer, corresponding secretary and library director. All checks other than payroll checks will require two (2) signatures.

**Section 8**

The corresponding secretary shall be the official correspondent for the Board and shall prepare and disseminate all correspondence emanating from the Board to outside groups: i.e., the Borough Council; other Borough Departments or Bureaus; other municipalities; the media; corporations or individuals.

**Section 9**

Trustees' resignations will be automatic after three (3) consecutive unexcused absences from meetings in a one (1) year period.

### **Section 10**

An officer of the Board who fails or is unable to perform the duties imposed by law or by this Board may be removed by the unanimous vote of the remaining members.

## **ARTICLE III - Meetings**

### **Section 1**

The regular monthly meeting of the Board of Trustees of The Hillsdale Free Public Library shall be held on such day and time as the Board may fix, at the library. All meetings of the Board shall be open to the public in accordance with N. J. Open Public Meeting Law, Chapter 231, P. L. 1975. The Board reserves the right to suspend the July and/or August meetings. If the meeting night must be changed, posted notices are required at public places or in a newspaper in accordance with above Open Public Meeting Law.

### **Section 2**

The annual meeting at which officers are elected shall be held at the time of the regular monthly meeting for January.

### **Section 3**

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

- a. Call to order
- b. Roll call of members
- c. Welcome to visitors with instructions on when to address the Board.
- d. Approval of minutes of prior meeting(s).
- e. Financial Report
- f. Action on bills
- g. Correspondence
- h. Library Director's report
- i. Children's Librarian's report
- j. Friends of The Library report
- k. Committee reports
- l. Unfinished business
- m. New business
- n. Public presentation to or discussion with the Board
- o. Adjournment

### **Section 4**

Special meetings may be called by the corresponding secretary at the direction of the president or at the request of three trustees for the transaction of business as stated in the call for the meeting in accordance with the above Open Public Meeting Law.

### **Section 5**

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

### **Section 6**

Conduct of meetings: Proceedings of all meetings shall be governed by Robert's Rules of Order, latest edition

### **Section 7**

Official action is normally to be taken at regular monthly or specially called meetings at which a quorum is present. All motions shall require for adoption a majority vote of those present and voting. A member may abstain from voting, and the silence of a member on any vote shall be recorded as an abstention.. Abstentions shall be recorded but shall not be counted as votes. Proxy voting is prohibited. A vote can be conducted by voice, a show of hands or roll call, provided the vote of every member is recorded. All members must be given the opportunity to vote, and the vote, including abstentions, shall be recorded. Any member can request that the Board be polled. The President may vote upon or second a proposal before the Board. In important and rare instances and with the authorization of the President, an e-mail vote may be taken in the interim between regular monthly meetings. All members must be given the opportunity to discuss the issue(s) via e-mail before casting their vote and the vote, including absentions, shall be recorded.

## **ARTICLE IV - Library Director and Staff**

### **Section 1**

The Board shall appoint 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. The director shall attend all Board meetings except those at which the director's salary or appointment is to be discussed or decided.

## **ARTICLE V - Special Committees**

### **Section 1**

The President shall appoint committees of one or more members each for such specific purposes as the business of the library may require.

### **Section 2**

All committee reports, when requested by the president, are to be made in writing and conveyed to the secretary for filing. Progress reports of these committees shall be presented to the Board at each of its meetings.

**Section 3**

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

**Section 4**

The following might be typical Committees:

Finance; Operations (Administrative); Building & Grounds; Policy and Planning; Public Relations; Books and book selection.

**ARTICLE VI - General Policies**

**Section 1**

In conformity with the provisions of R. S. 40:54-12, the Board shall hold in trust and manage all the property of the library.

**Section 2**

At the October meeting, the director shall present the budget to the Board. At the November meeting the Board shall modify, if necessary, and approve the budget and forward it to Mayor and Council.

**Section 3**

These by-laws may be amended by a majority vote of all members of the Board provided written notice of the proposed amendment (s) shall have been mailed to all members at least ten days prior to the meeting at which such action is proposed to be taken.

Approved and Adopted:  
April 11, 2001

Amended: May 29, 2001  
Article I: Sections 2 & 3

Amended: Jan 21, 2001  
Article I: Section 1  
Article III: Section 5

**Amended: July 26, 2004**  
**Article III: Section 7**

