

**BOARD OF TRUSTEES OF THE GRAND ISLAND MEMORIAL  
LIBRARY**

**BY-LAWS**

Article I: Name

- a. The name of this organization shall be "The Board of Trustees of the Grand Island Memorial Library" (GIML).

Article II: Purpose

- a. To provide library service to the residents of the Town of Grand Island and Erie County as a contracting library within the Buffalo and Erie County Public Library System (B&ECPL).
- b. To set policy which strive for superior library service.
- c. To hire and periodically evaluate a qualified Director to direct and supervise all staff members, and to assemble, organize and make available expertly selected books and other materials which will support the B&ECPL mission to enrich, enlighten, and entertain. The Board will approve other library staff members as selected by the Director.
- d. To approve the annual budget, and to contract with the Buffalo and Erie County Public Library annually for its services.
- e. General review and evaluation of the development, programs and maintenance of the Library

Article III: Board of Trustees

- a. Pursuant to the requirements of New York State Laws regarding libraries and the Charter of the Grand Island Memorial Library (GIML), the GIML Board of Trustees shall consist of five members appointed by the Town Board of the Town of Grand Island for a term of 5 years.
- b. One trustee shall be elected annually by the Town Board of Grand Island to serve for five years (see language in GIML Charter).
  1. At the end of the year, the GIML trustees may make a recommendation to the Town Board for the re-appointment of a trustee whose term is expiring or suggest the name of a new trustee.
  2. During the first Town Board meeting of the new year (usually the first week in January), the Town Board approves the Re-Organization of personnel and duties, including the appointment of a GIML trustee for a term of five years.

- c. The library trustees shall be residents of the Town of Grand Island.
- d. If any trustee shall fail to attend three consecutive meetings without excuse accepted as satisfactory by the trustees, he/she shall be deemed to have resigned
- e. If a trustee resigns during the year, the vacancy shall be filled for the remainder of the resigning trustee's term by a Grand Island resident designated by the Library Board of Trustees
- f. In addition to the five trustees appointed by the Town of Grand Island:
  - 1. A Town Board liaison may be appointed yearly by the Town Supervisor.
  - 2. The Friends of the Grand Island Memorial Library may appoint a liaison to the Board.
- g. The Library Director shall be a non-voting ex officio member of the Board as executive director of the policies adopted by the Board.
- h. Each trustee will have one vote. If the meeting is held electronically in accordance with the NYS Open Meeting Law and its applicable regulations, voting will be by roll call. A majority of the trustees participating in the meeting is required for any motion to pass unless otherwise stated elsewhere in these by-laws.
- i. All actions of the Board shall be of the Board as a unit. No Board member shall act on behalf of the Board, on any matter, without prior approval of the Board. No Board member by virtue of his/her office shall exercise any administrative responsibility with respect to the library nor, as an individual, command the services of any library employee.

#### Article IV: Officers

- a. The officers of the Board shall be a President, a Vice President, a Secretary, and a Treasurer.
- b. Officers shall be nominated and elected at the first meeting of the year to serve for one year. A simple majority of votes cast is necessary for election.
- c. In the event of a vacancy in office, a special election shall be held at the next regular meeting of the Board to fill the vacant office for the remainder of the unexpired term.

#### Article V: Duties of the Officers

- a. The President shall preside at meetings of the Trustees. The President shall bring to the attention of the trustees for action all matters necessary for adequate and efficient conduct of the library. The President shall have the power to appoint the chairman and members of all committees. The President shall be a member ex officio of all committees. The action of all committees shall be subject to the approval of the Board of Trustees.
- b. The Vice President shall, in the absence of or at the direction of the President, conduct meetings and perform the duties of the President.

- c. The Secretary shall keep an accurate record of all correspondence and business transacted by the Board of Trustees. The Secretary or Director will notify trustees of meetings and elections,
- d. The Treasurer shall have charge of all receipts and funds of the Library, whether appropriations or gifts, and shall disburse such funds as directed by the Board. The Treasurer shall also report receipts, disbursements and budget status to the Board on a at least a quarterly and annual basis. The Treasurer shall make the financial records of the Board available for annual audit. The Treasurer's duties may be performed with the assistance of the Library Director.

#### Article VI: Director

- a. The Board shall appoint a Director who shall have charge of the administration of the library under the direction and review of the Board. The Director shall be responsible for the care of the building and equipment; for the employment and direction of the staff; for the efficiency for the library's service to the public and the operation of the library under the financial conditions contained in the annual budget.
- b. The Director shall attend all Board meetings except for the portion of the meeting at which the Director's appointment or salary is discussed.
- c. Among his/her duties and responsibilities shall be the submission of periodic reports and recommendations to the Board of such policies and procedures that, in the opinion of the said Director, will promote the efficiency of the library in its service to the people of Grand Island.
- d. A Director may request a special meeting of the Board of Trustees to consider items that need to be addressed before the next scheduled Board meeting.

#### Article VII: Committees

- a. Committees for specific purposes may be appointed by the President. Such committees shall serve until completion of the work for which they were appointed.
- b. Committees shall make a progress report to the Board at each meeting.

#### Article VIII: Meetings

- a. Regular meetings shall be held at least quarterly with the date and time to be set by the Board at the Library or electronically, when necessary.
- b. Public notice of all board meetings shall be given in accordance with the NYS Open Meeting Law (posted at the library, on GIML website). Minutes of Board meetings shall be posted at the Library, at the Town Hall, on the GIML website and on the Town of Grand Island website.
- c. A Special meeting may be held at any time at the call of the President or the request of the Director provided that notice and agenda be given to all Trustees and the public at least seventy-two hours in advance of the special meeting.

d. A quorum at any meeting shall consist of a majority of the members of the board.

e. The order of business at all regular meetings of the Board shall be as follows:

- Call to Order
- Roll Call
- Approval of prior meeting minutes
- Period for public expression (agenda items)
- Financial Reports
- Claims Audit Abstract Report
- Correspondence
- Director's Report
- Unfinished Business
- New Business
- Period for public expression (any library related topic)
- Date, time and place of next board meeting
- Adjournment

f. The rules contained in the current edition of Robert's Rules of Order shall govern the parliamentary procedures of the Board in all cases in which they are applicable and in which they are not inconsistent with these by-laws or any law of the State of New York.

#### Article IX: Indemnification of Trustees

- a. Each person who is or has been a Trustee of the Board of Trustees of the Grand Island Memorial Library shall be indemnified by the Grand Island Memorial Library and the Town of Grand Island against expenses, including attorneys' fees necessarily incurred by such person in connection with the defense or settlement of any action, suit, or proceeding to which he or she is a party, alone or together with others, by reason of his or her being or having been a Trustee of this Board.
- b. Each such person shall be reimbursed by the Grand Island Memorial Library and the Town of Grand Island for any amount paid by such person in satisfaction of any judgment or settlement in connection with any such action, suit, or proceeding, unless the amount of such judgment or settlement is payable to the Grand Island Memorial Library itself or unless such person shall be adjudged in such action, suit, or proceeding to be liable for misconduct in the performance of his or her duties to the Board of Trustees of the Grand Island Memorial Library, the Grand Island Memorial Library and/or the Town of Grand Island.
- c. The foregoing right of indemnification shall be in addition to any other rights to which such person may be entitled as a matter of law.

#### Article X: Amendments

- a. Amendments to these by-laws shall be introduced at a regular meeting. Notification of such amendments shall be sent to all board members at least 10 days prior to the meeting. The amendment must be approved by a majority vote of the entire Board. The amendment shall take effect immediately unless modified by the terms in the amendment.

## Article X: Conflict of Interest

- a. All Trustees and Officers shall abide by the GIML Conflict of Interest Policy adopted by the Board and as amended from time to time. The entire Board shall oversee the adoption of, implementation of, and compliance with this Conflict of Interest Policy.

GI Memorial Library By-laws  
Revised and Approved 1/15/2015  
Revised and Approved 5/13/21