

**BY-LAWS OF THE  
HAMBURG PUBLIC LIBRARY**

**ARTICLE I: Name**

This Board shall be known as the **Hamburg Public Library Board of Trustees**, which oversees the Hamburg Public Library and the Lakeshore Public Library.

**ARTICLE II: Purpose**

Section 1. To see that good library service is provided to the residents of the Town Hamburg in particular, and to make available library service to all residents of Erie County.

Section 2. To hire qualified librarians.

Section 3. To set policy which will achieve good library service.

Section 4. To make such rules as are needed for the proper use of the library buildings.

Section 5. To see that the library buildings and grounds are properly maintained.

Section 6. To prepare, with the assistance of the Director of the libraries in the Town of Hamburg, the annual budget, and to contract with the Buffalo & Erie County Public Library annually for its services.

Section 7. To administer any special funds acquired by endowment, bequest, or gift.

Section 8. To interpret the library's function, needs and objectives to the community.

**ARTICLE III: Trustees**

Section 1. The Board of Trustees of the Hamburg Public Library shall consist of five citizens of the Town of Hamburg, the Village of Hamburg, or the Village of Blasdell who shall be appointed by the Town Board of Hamburg, New York. At least three Trustees shall qualify as Independent Trustees, as defined in Article III, Section 5.

Section 2. Terms of office, which shall be for five years, shall be staggered; one member being appointed each year at the organization meeting of the Town Board in January. Each Trustee shall be a resident of the Town or Village of Hamburg or Village of Blasdell and shall take and file an oath of office at the Town Hall. The Board should be representative of the geographic and socioeconomic diversity of the Town and Village of Hamburg and Village of Blasdell.

Section 3. Vacancies which occur during the term of office on the Board shall be filled by election by remaining members of the Board of Trustees.

Section 4. If any Trustee fails to attend three consecutive meetings without excuse accepted as satisfactory by the Trustees, the Trustee shall be deemed to be resigned and the vacancy shall be

filled by majority vote of the Trustees then in office regardless of their number, subject to approval by the Hamburg Town Board. A Trustee elected to fill a vacancy shall hold office until the end of the term of the originally appointed Trustee.

Section 5. To the extent of these By-Laws, a committee charter, or a Board resolution establishing a committee requires that a committee be comprised in whole or in part of Independent Trustees, the following definitions apply. If a Trustee must qualify as an Independent Trustee in order to participate in any Board action or serve on any committee, the Trustee must disclose, at the time of any such action or at the time he or she is selected to the committee and any time thereafter during his or her service on the committee, any circumstances which would disqualify him or her from being an Independent Trustee as defined herein. In the event a Trustee is rendered ineligible during the time of his or her service on such a committee, he or she must resign from the committee immediately and the President of the Board may fill the vacancy with an Independent Trustee.

(a) Independent Trustee: An "Independent Trustee" means a Trustee who:

- (1) is not, and has not been within the last three years, an employee of the Library or an Affiliate of the Library, and does not have a Relative who is, or has been within the last three years, a Key Employee of the Library or an Affiliate of the Library;
- (2) has not received, and does not have a Relative who has received, in any of the last three fiscal years, more than \$10,000.00 in direct compensation from the Library or an Affiliate of the Library (other than reimbursement for expenses reasonably incurred as a Trustee or reasonable compensation for service as a Trustee); or
- (3) is not a current employee of or does not have a Substantial Financial Interest in, and does not have a Relative who is a current officer of or has a Substantial Financial Interest in, any entity that has made Payments to, or received payments from, the Library or an Affiliate of the Library for property or services in an amount which, in any of the last three fiscal years, exceeds the lesser of \$25,000.00 or 2% of such entity's consolidated gross revenues.

(b) Additional Definitions: For purposes of this paragraph:

- (1) "Payment" does not include charitable contributions;
- (2) "Affiliate" of the Library means any entity controlled by, in control of, or under common control with the Library;
- (3) "Key Employee" includes all employees of the Library who are in a position to exercise substantial influence over the affairs of the Library;
- (4) "Relative" means an individual's (A) spouse, ancestors, brothers and sisters (whether whole or half-blood), children (whether natural or adopted), grandchildren, great-grandchildren, and spouses of brothers,

sisters, children, grandchildren, and great-grandchildren; or (B) domestic partner; and

(5) "Substantial Financial Interest" includes all forms of direct or indirect financial interests, which in the discretion of the Board constitutes a substantial interest, given due consideration to the material facts and circumstances of the interest as disclosed by the Trustee.

#### **ARTICLE IV: Officers**

Section 1. The officers shall be president, vice-president, secretary and treasurer elected by the Trustees at the first meeting of the year to serve for one year. 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.

Section 2. 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 on all committees and generally perform all duties associated with the office.

Section 3. The vice president, in the event of the absence or disability of the president, or of any vacancy in that office, shall assume and perform the duties and functions of the president.

Section 4. The secretary shall keep a true and accurate record of all meetings of the board and shall perform such other duties as are generally associated with that office.

Section 5. The treasurer shall be the disbursing officer of the Board, sign all checks, and examine bank statements and financial spreadsheets detailing expenditures and deposits. The treasurer shall report same to the Board at its regular board meeting. If there is a vacancy in this office, the Director is authorized to execute checks to pay library bills.

#### **ARTICLE V: Meetings**

Section 1. There shall be at least four meetings each year, preferably at the beginning of each quarter.

Section 2. Special meetings may be held at any time at the call of the president or secretary or any two members of the Board, provided that written notice thereof be given to all Trustees at least twenty-four hours in advance of the special meeting.

Section 3. A quorum at any meeting shall consist of a majority of the entire Board.

Section 4. If less than a quorum is present for any duly noticed meeting of the Board, a majority of the trustees present may adjourn the meeting for a time not exceeding thirty days until a quorum shall be present and the business of the meeting accomplished.

Section 5. Except as otherwise provided by law or these By-Laws, Roberts Rules of Order shall govern the parliamentary procedure of the Board. The order of business shall include, but not be limited to, the following:

- A. Call to Order
- B. Reports
  - a. Review of minutes of previous meeting

- b. Report of the Director
- c. Financial reports
- d. Committee reports, if any
- e. Other reports
- C. Nominations and elections, if any
- D. Unfinished business
- E. New business
- F. Adjournment

#### **ARTICLE VI: Library Director**

The Board shall appoint a qualified library director who shall be the executive and administrative office of the library on behalf of the board and under its review and direction. The director shall be a non-voting ex-officio member of the board, as executive director of the policies adopted by the board, and shall not count for purposes of determining a quorum. The director shall be held responsible for the proper performance of duties as spelled out in the job description provided by the Board.

#### **ARTICLE VII: Amendments**

These By-Laws may be repealed, amended, or added to by a majority vote of the entire board at a regular meeting. Notice of a meeting to conduct such business shall identify any and all proposed actions.

#### **ARTICLE VIII: Conflicts of Interest**

All trustees, officers, committee members and Key Employees shall abide by the Conflict of Interest Policy adopted by the Board and as amended from time to time. The Board shall oversee the adoption of, implementation of, and compliance with this Conflict of Interest Policy; provided that only those trustees who qualify as Independent Trustees, as defined in Article III, Section 5, shall be eligible to deliberate and vote on matters to the Policy.