

**NORTH COUNTRY LIBRARY SYSTEM
WATERTOWN, NEW YORK**

BYLAWS OF THE BOARD OF TRUSTEES

Revised 10/01/2007

I – Name

The name of this Board shall be the Board of Trustees of the North Country Library System.

II – Purposes

To extend and improve library service to the North Country and to supplement the facilities of the local member libraries.

III – Membership

1. The Board shall be composed of nine members, two residents each from Jefferson, Lewis, Oswego, and St. Lawrence Counties and one as provided in the following section, III.2. No single library shall have more than one representative on this Board of Trustees. No current staff member or contracted worker of the North Country Library System or of a Member Library shall hold a seat on this Board of Trustees. The Board members shall be elected by the trustees of the member libraries at the Annual Meeting in the fall. A trustee's term shall begin on January 1 and shall be for five years. In the event of resignation, death, or ineligibility to serve, a successor shall be appointed by the remaining System trustees to serve until the end of the year. The post shall be permanently filled, at that time, by the procedures outlined in the bylaws. A Board member may be re-elected but may not serve more than two consecutive full terms.
2. There will be a Central/ Co-Central Library seat on the NCLS Board of Trustees. The Trustees of the Ogdensburg Public Library and the Roswell P. Flower Memorial Library, Watertown, will appoint one of their Trustees to the NCLS Board. The Ogdensburg Public Library will appoint one of their Trustees to serve the term starting in 2007. The Roswell P. Flower Memorial Library, Watertown, will appoint one of their Trustees for the next term which starts in 2012. The appointments will alternate in this manner with each of these libraries appointing one of their Trustees on an alternating basis, for single five-year terms. Vacancies created by unfulfilled terms will be appointed by the Board whose member left the NCLS Board. If either of these libraries fails to appoint a Trustee on their given turn, the appointment may be made by the Board of the other library. If the Boards of both the Central and Co-Central Library shall fail to appoint one of their Trustees for a given term, then the seat will be filled for one term as an at-large seat by election at the next Annual Meeting of the NCLS Board of Trustees.

3. The President shall appoint a Nominating Committee at the March meeting. The Nominating Committee is responsible for polling the Boards of Trustees of the North Country Library System and of all the chartered and registered Member Libraries of the System for the purpose of securing nominations for potential new members of this Board of Trustees. The polling will be done by mail at least 60 days before the second Thursday in June and shall include blank biographical data forms. All nominations must carry the official approval of at least one of the above named Boards of Trustees.
4. The Nominating Committee shall report by the summer meeting on the nominations received. No nominations, in any form, will be accepted after the second Thursday in June. The nominating petition must be accompanied by the signed biographical data sheet. The biographical sheets submitted will be copied and sent to Member Library Boards of Trustees in advance of the Annual Meeting. The Nominating Committee shall select from this list and the list of the current North Country Library System trustees whose terms of office are about to expire, a slate of trustees to be voted on by the Electors of Member Libraries at the Annual Meeting. The Elector is the Member Library trustee designated by the Member Library Board of Trustees to cast the one vote of their library trustees in elections.
5. The Nominating Committee shall prepare a slate of officers for the North Country Library System Board of Trustees. NCLS Trustees shall elect from their Group, officers for the Board at the last regularly scheduled Board meeting of the Calendar year.

Trustees shall assume Board office on the first day of the new year.

IV – Attendance at Meetings

Any System trustee who fails to attend three consecutive meetings without excuse shall be deemed to have resigned, according to paragraph 226.4 of the Education Law.

V – Board Member Conflict of Interest Statement

The members of the North Country Library System Board of Trustees shall avoid acting in circumstances where their personal interest conflicts with that of the public whose interest they have been elected to represent. Each member of the Board will, at the first attended meeting of the calendar year, sign a statement that attests to the avoidance of such conflict.

VI - Officers

1. Officers of the Board shall be as follows:

Voting

President
Vice-President
Secretary

Non-Voting

Business Manager
Auditor
Director
*Treasurer (See item 5 below.)

The President, Vice-President, and Secretary shall be members of the Board while the Treasurer may or may not be a member.

2. The PRESIDENT of the Board shall preside at all meetings, appoint all committees, authorize calls for special meetings and shall perform the duties of presiding officer. The President may serve for no more than three full consecutive one-year terms.
3. The VICE-PRESIDENT of the Board shall preside at all meetings from which the President is absent and shall generally perform the duties of the President in the event that he/she is absent or incapacitated. In the absence of both the President and Vice-President from a Board meeting, the members shall select an acting President from among the Board members for that meeting. The Vice-President may serve for no more than three full consecutive one-year terms.
4. The SECRETARY of the Board shall designate who shall prepare and submit any and all reports required by law or requested by the Board; who shall issue notices of all regular meetings, and on the authorization of the President, or upon written request of a majority of the Board members, of all special meetings; who shall have custody of the minutes and other records of the Board; and who shall be responsible for maintaining a complete set of minutes and other records on permanent file at the System Service Center.
5. The Treasurer shall attend to the fiscal affairs of the System and shall be bonded appropriately. He or she may be authorized to co-sign checks and pay out said funds on orders of the Board or Auditor. He or she shall keep an accurate record of all monies received and disbursed and make yearly, bi-monthly, and special reports as required by the Board. *A trustee holding this office shall retain voting privileges.
6. The BUSINESS MANAGER shall maintain detailed financial records of the System; shall prepare bills, payment schedules, and checks for approval by the Board or Auditor; shall be authorized to co-sign all checks; shall prepare payrolls and maintain payroll records; and shall make a monthly report to the Board showing expenditures by budget category. The Finance Officer shall also act as Claims and Retention Officer.
7. The AUDITOR shall approve all bills for payment; shall, along with the Finance Officer, certify that money is available to cover all bills; and shall be authorized to co-sign all checks. The System Director shall be the auditor. The Finance

Officer and Treasurer shall not both sign any financial instrument whose face value exceeds \$500 without first receiving specific instructions to do so from the Director or the President of the Board of Trustees. The President of the Board of Trustees may delegate this responsibility to another Board officer for periods when the President might not be available for contact by the Finance Officer or Treasurer.

8. The DIRECTOR shall be considered the executive officer for the Board and shall have sole charge of the administration under the direction and review of the Board. The Director shall be held responsible for the care of the System Service Center and equipment, for the direction of staff, for the efficiency of System services, and for the operation of the System under the financial conditions set forth in the annual budget. The Director shall attend Board meetings, and may take part in the discussion but shall have no vote. As executive officer of the North Country Library System Board, the Director shall be responsible to the Board for the supervision, employment, direction and training of personnel.
9. In the absence of the Director, a staff member designated by the Director/President of the Board shall perform the duties of Director.

VII – Meetings

1. Regular meetings of the North Country Library System Board shall be held at least six times each year normally on the fourth Thursday of the month at 10:30 a.m. at the System Service Center or at any other place and time as may be designated by the Board.
2. Special meetings may be called by the President or upon written request of the majority of the members. When the President of the Board or the Director judges that immediate Board action must be taken, an extraordinary meeting may be held.
3. Notice of all meetings, shall be sent to each trustee by the director, by no more than 10 days nor less than five days prior to the date of the meeting.
4. The Annual Meeting of the trustees of the member libraries shall be held in the fall; place and date to be set by the Board. The member libraries shall be notified at least 45 days prior to the meeting. The principal business of the Annual Meeting shall be the election of members of the Board of Trustees. The Elector of each Member Library Board shall cast a single vote.

VIII - Committees

Special committees for the study and investigation of special problems may be appointed by the President, with the approval of the Board. Such committees will serve until the completion of the work for which they were appointed.

IX - Quorum

A quorum for the transaction of business shall consist of a majority of the members of the Board.

X – Order of Business

The order of business at the regular meetings shall be as follows:

1. Approval of minutes of last meeting
2. Report of Treasurer
3. Approval of bills for payment
4. Report of committees
5. Report of Director
6. Old Business
7. New Business
8. Time and place of next meeting
9. Adjournment

This order of business may be changed at any meeting by a vote of the majority of the members of the Board present. Except as otherwise provided in the bylaws, Robert's Rules of Order (revised), shall govern the proceedings.

XI - Amendments

A proposal to amend these bylaws may be made at any regular meeting of the Board with a quorum present. Proposed amendments to these bylaws will be sent to Member Library Boards of Trustees after first reading and approval. Comments and suggestions in writing, which are received at the Service Center at least 24 hours prior to the second meeting will be brought before this Board of Trustees before the second vote on a bylaw amendment is taken. Amendments take effect after they have been read and approved at two successive meetings of this Board of Trustees.