

JOINT FREE PUBLIC LIBRARY OF THE CHATHAMS INC.
CHATHAM, NEW JERSEY 07928

BOARD OF TRUSTEES

AGENDA

**Tuesday, October 26, 2021
7:30 PM**

STATEMENT: Let the record show that adequate notice of this meeting has been given.

CALL TO ORDER

PRESIDENT'S REPORT

APPROVAL OF MINUTES

REPORT OF THE TREASURER

**RESOLUTION #2021-55
AUTHORIZING PAYMENT OF BILLS**

Resolved that the Library Board of Trustees approves payment of *Bills to Ratify, New Bills* and *New Additional Bills* as presented [amended].

COMMITTEE REPORTS

Finance

Building and Grounds

Strategic Planning

Morris-Union Federation

Friends of the Library

Personnel

DIRECTOR'S REPORT

RESOLUTION #2021-56
AUTHORIZING A NEPOTISM POLICY

Resolved that the Library Board of Trustees approves the proposed Nepotism Policy as presented [amended].

RESOLUTION #2021-57
APPROVING A TECHNOLOGY PLAN

Resolved that the Library Board of Trustees approves the revised Technology Plan as presented [amended].

OLD BUSINESS

JOINT FREE PUBLIC LIBRARY OF THE CHATHAMS
RESOLUTION #2021-58
CONFIRMING DISSOLUTION OF FORMER LIBRARY CORPORATE ENTITY.

WHEREAS, the Free Public Library of Chatham [Borough] was created on January 15, 1907, pursuant to Chapter 150 of the Session Laws of 1905 entitled, “An Act Concerning Free Public Libraries”; and

WHEREAS, on or about April 3, 1907, the Certificate of Incorporation of the Trustees of the Free Public Library of Chatham [Borough] was filed with the Secretary of State in accordance with the provisions of Chapter 150 of the Session Laws of 1905, and not pursuant to the nonprofit corporation law; and

WHEREAS, the Free Public Library of Chatham [Borough] remained in existence until January 1, 1975 when the Joint Free Public Library of the Chathams (“Joint Library”) was established in accordance with the terms of the September 9, 1974 Joint Library Agreement between Chatham Borough and Chatham Township which was executed in conformity with *N.J.S.A. 40:54-29.4* and which was authorized by ordinances adopted by both Chatham Borough and Chatham Township; and

WHEREAS, upon establishment of the Joint Library, the former Borough Library ceased to exist pursuant to the provisions of *N.J.S.A. 40:54-29.11*, which provides that:
“Upon the formation of a joint free public library, the terms of office of the members of the board of trustees of any free public library of any participating municipality shall terminate. The assets and obligations of any such board of trustees shall devolve upon such municipality unless otherwise provided in the agreement.”; and

WHEREAS, despite the clear language of Chapter 150 of the Session Laws of 1905 that a public library “shall not be required to pay any fees for such recording and filing” and despite the fact that the Chatham Borough Library ceased to exist upon the creation of the Joint Library in 1975, the charter of the Trustees of the Free Public Library of Chatham was revoked nineteen and one-half years later on June 30, 1994 “for failure to pay annual reports.”; and

WHEREAS, on December 29, 2020, the Joint Library inadvertently filed a Certificate of Amendment to the Certificate of Incorporation of the Trustees of the Free Public Library of Chatham [Borough] changing the name to “Joint Free Public Library of the Chathams” and paid \$800 to cover the unpaid annual report filing fees for the period 1994 to 2020; and

WHEREAS, the Chatham Borough Library ceased to exist as a matter of law on January 1, 1975, as a result of the creation of the Joint Library; and

WHEREAS, the Library never should have been charged annual report fees; and

WHEREAS, both the Board attorney and the Board auditor have recommended that the Chatham Borough Library corporation be, so far as it may exist in the first instance, dissolved since it was replaced by the Joint Library by operation of law; and

WHEREAS, all actions taken since January 1, 1975, have been taken by the properly constituted Joint Free Public Library of the Chathams;

NOW, THEREFORE, BE IT RESOLVED by the Trustees of the Joint Free Public Library of the Chathams that the Board attorney is hereby authorized and directed to file a Certificate of Dissolution of the Free Public Library of Chatham [Borough].

NEW BUSINESS

Nominating Committee
Retreat Preparations

MEETING OPEN TO THE PUBLIC

ADJOURNMENT AND/OR RESOLUTION: Be it resolved by the Library Board of Trustees that it adjourn to an executive session to discuss the following subject matter without the presence of the public in accordance with the provisions of R. S. 10:4-12: _____. The matters discussed will be made known to the public at such time as appropriate action is taken on said matters, and when disclosure will not result in unwarranted invasion of individual privacy or prejudice to the best interests of the Library.