

JOINT FREE PUBLIC LIBRARY OF THE CHATHAMS INC.

BY-LAWS
BOARD OF TRUSTEES
Revised April 28, 2022

Article I – Name and Responsibilities

This corporation shall be called “Joint Free Public Library of the Chathams Inc.” existing by virtue of the provisions of Chapter 54, Title 40 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.

Article II – Officers

Section 1. The officers shall be a president, one or more vice presidents, a secretary and a treasurer, who shall be elected at the annual meeting of the Board. They shall be chosen from the appointed members of the Board and shall serve a term of one year from the annual meeting at which they are elected. Vacancies in office shall be filled for the unexpired term by election at the next Board meeting.

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 of all committees, and generally perform all duties associated with that office.

Section 3. In the event of the absence of the president, a vice president shall assume and perform the duties and functions of the president.

Section 4. The secretary shall keep a true and accurate record of all proceedings of Board meetings, shall record proper attendance and votes, shall assure issuance of notices of all regular and special meetings, shall notify the appointing authority of any vacancies on the Board, and shall perform such other duties as are generally associated with the office. Notices of regular meetings shall be emailed to Board members at least 48 hours in advance of the meeting, and shall include, whenever practical, copies of the minutes of the prior meeting, the agenda to be discussed at the proposed meeting, and any reports considered essential to consideration of the agenda.

Section 5. The treasurer shall deposit all monies in such depositories as may be named by the Board and shall disburse funds as authorized by the Board. The treasurer shall be bonded in an amount authorized by resolution of the Board. The treasurer shall receive and have custody of all funds and securities of the Library. The treasurer shall be a signatory to all bank accounts held by the library. The Board may authorize other signatories and/or financial advisers for any accounts.

Article III – Meetings

Section 1. The regular meetings of the Board of Trustees shall be held at such times as the Board shall determine.

Section 2. The annual meeting at which officers are elected shall be held at the time of the regular monthly meeting for the month of January or on another date as soon thereafter as practical.

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:

- Call to order
- Public notice of meeting
- Approval of minutes of prior meeting(s)
- Financial report
- Committee reports
- Director's report
- Old business
- New business
- Adjournment

Section 4. Special meetings may be called at the direction of the president, or at the request of three members, for the transaction of business as stated in the call for the meeting.

Section 5. A quorum for the transaction of business at any meeting shall consist of five of the Board or a majority of Board members then serving.

Section 6. Proceedings of all meetings shall be governed by ROBERT'S RULES OF ORDER, latest edition, unless otherwise specified in these by-laws.

Section 7. Adequate notice of all meetings shall be given to the public and meetings shall be open to the public in accordance with the Open Public Meetings Act, Chapter 231, P.L. 1975, c.231, of the laws of the State of New Jersey.

Section 8. The public may be excluded from any meeting or portion of a meeting devoted to discussion or action upon exempt matters specified in Section 7 of the Open Public Meetings Act, provided that the Board, at a meeting open to the public, has adopted a resolution stating the general nature of the exempt matter to be discussed and the time and circumstances under which the discussion can be disclosed to the public.

Article IV – Library Director and Staff

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 for the portion of any meeting at which the director's salary or appointment is to be discussed or decided.

Article V – Committees

Section 1. The president shall appoint committees of one or more members each for such specific purposes as the business of the Board may require.

Section 2. Special committees for the study and investigation of special problems shall be considered to be discharged upon the completion of the purpose for which they were appointed and after their final report is made to the Board.

Section 3. Committee reports shall be presented at each Board meeting if progress so justifies and if practical.

Section 4. No committee shall have other than advisory powers unless, by suitable action of the Board, it is granted specific power to act.

Article VI – General

Section 1. An affirmative vote of the majority of all members of the Board present provided there is a quorum at the time shall be necessary to approve any action before the Board. The president may vote upon and may move or second a proposal before the Board.

Section 2. These by-laws may be amended by a majority vote of all members of the Board provided written notice of the proposed amendment shall have been provided to all members at least ten days prior to the meeting at which such action is proposed to be taken.

Section 3. All actions taken by the Board of Trustees shall be valid as long as they are not inconsistent with the laws of the State of New Jersey and the Joint Library Agreement between the Borough of Chatham and the Township of Chatham, dated September 9, 1974.

Adopted: 8/28/79

Revised: 4/28/15

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