

BOARD ORGANIZATION

Oaths, Terms, Charters, and Bylaws

September 10, 2024



CHARTER

A library's charter is the **legal document** issued by the New York State Board of Regents **that allows the library to exist.**

All Public and Association Libraries in New York State must adhere to the NYS Minimum Standards to maintain their operational status. Failure to comply with these standards may result in the Board of Regents revoking the library's charter, effectively dissolving the library as a legal entity.

Action Items

- Read library charter.
- Confirm all information is accurate.
- Make sure it is in compliance with bylaws.

BYLAWS

Bylaws are the legally binding rules for a library's operation. They contain:

- I. Name of organization, purpose, objectives, and area served;*
- II. Board terms and composition;*
- III. Procedure for election, appointment, and removal of trustees;*
- IV. Procedure for filling an unexpired term;*
- V. Duties and powers of Officers of the Board;*
- VI. Schedule of meetings;*
- VII. Procedure for special meetings;*
- VIII. Attendance requirements;*
- IX. Quorum and voting requirements;*
- X. Summary of the Library Director's duties;*
- XI. Statement of compliance with NYS trustee education requirements;*
- XII. Standing and special committees;*
- XIII. Order of business for board meetings;*
- XIV. Parliamentary authority (such as Robert's Rules of Order); and*
- XV. Procedure for amendment of the bylaws.*

BYLAWS

Bylaws are adopted by the Board and reviewed or amended regularly, no less than **every 5 years**.

Per Minimum Standards, a library's bylaws must be posted on the library website.

Action Items

- Make sure your bylaws contain all appropriate items.
- Check the date; must be reviewed within five years.
- Look at your website; bylaws must be posted online.

TERMS

A library's Charter and/or Bylaws outline the terms of trustees, between 3 and 5 years.

The terms of all Trustees must be reported on the Annual Report to the Division of Library Development.

Best practice is to stagger terms based on charter.

Terms follow the start and end date in the Charter/Bylaws, not when the Trustee started.

All terms should run January – December or July – June depending on your fiscal year (some libraries may have different terms outlined in their charter or enabling legislation).

TERMS

Terms of Trustees and Terms of Officers are different.

All Officers (President, Vice President, Secretary, Treasurer / Financial Officer) are elected annually at the library's annual/organizational meeting.

Action Items

- Create a term roster for your board.
- Confirm terms are staggered.
- Confirm charter and bylaw term language are the same.
- Confirm term limits are followed (if applicable).

OATH OF OFFICE

All Trustees, the Treasurer, and the Library Director of public libraries are **required** to take and file the Oath of Office per Public Officers Law.

The Oath must be filed within **thirty days** of the start of every term, including consecutive terms, or the position will be considered **vacated**.

Oaths are filed with the County Clerk for School District Libraries, or Town Clerk for Municipal Libraries.

The date the Oath is taken and filed is reported to the Division of Library Development.

Association Libraries are not required to file an Oath; however, taking and filing the Oath is good practice.

OATH OF OFFICE

“I do solemnly swear (or affirm) that I will support the Constitution of the United States, and the constitution of the State of New York, and that I will faithfully discharge the duties of the office of trustee of the _____ Library, according to the best of my ability.”

Action Items

- Confirm all Trustees have an active Oath of Office on file (filed within 30 days of the start of their term).
- Add this information to the Library’s Trustee Term Schedule.
- Contact OWWL Library System ASAP if someone does not have an Oath on file.

COLLECTIVE AUTHORITY

“Governance authority and accountability lie with the Board as a whole. Under New York State law, a library board has broad authority to manage the affairs of the library, but it is a collective authority. **Individual trustees, regardless of their position on the Board, do not have the power to command the services of a library staff member, nor to speak or act on behalf of the library, unless they have been specifically granted that authority by a vote of the Board...**

An important corollary to this concept of **collective authority is the need for the Board to speak with one voice once a decision has been made.** Debate, discussion, and even disagreement over an issue are important parts of policy development and the decision-making process. However, every trustee has an ethical obligation to publicly support an adopted board decision.”

Handbook for Library Trustees of New York State, 2023 Edition, page 32. [Bold emphasis added.]

COLLECTIVE AUTHORITY

The board governs the library as a whole. Under no circumstance may a board relinquish its responsibilities or override collective authority to a single trustee or committee.

Individual trustees, regardless of position on the board, have no authority over library staff or the operation of the library. Additionally, no individual trustee has more authority than another.

The role of the Board President, for example, does not have increased authority. Instead, the President has an increased level of responsibility.

Action Items

- Confirm all Trustees understand this concept.
- Take steps to understand the responsibilities associated with the elected or appointed position of Library Trustee.

COMMITTEES

Committees with two or more trustees of a public library must adhere to the requirements of Open Meetings Law. Committee meetings of association libraries do not need to adhere to OML.

Boards may delegate specific tasks or research assignments to committees. This is intended to make assignments more manageable, and to keep regular board meetings from becoming too cumbersome, not to put undue responsibility on any member or members of the board.

These delegations require a formal board motion outlining clear instructions and limitations. Committees may advise or make recommendations to the board as a whole.

COMMITTEES

Finance Committee: to oversee the library's fiscal well being and prepare the draft annual budget with the Director; as well as participate in the monthly claims audit process.

Personnel Committee: to review personnel policies, as needed; perform the initial annual evaluation of the Director (if this duty is not assigned to the Executive Committee), consider any personnel issues brought to them by the Director, and manage the selection process of a new Library Director when necessary.

Buildings and Grounds Committee: to partner with the Library Director to ensure the good stewardship of the library's infrastructure, this could include an oversight role to ensure preventative maintenance measures are observed, and, when necessary, consulting on the renovation or expansion of the Library facility.

Policy Committee: to work with the Library Director and staff in an ongoing effort to keep the library's policies up to date through regular review and development and recommendation of new policies relevant to community needs when appropriate.

Strategic Planning Committee: to assume responsibility for ensuring the library's continued viability as an essential community institution by working with the Library Director, staff and the community to critically evaluate the Library's role in the community and recommend goals and objectives to continue the Library's mission.

Executive Committee: as provided in Education Law §226 (2); Boards with many members are permitted to appoint an Executive Committee to transact such business of the corporation as the entire Board has previously authorized. An Executive Committee must consist of a minimum of five trustees.

QUESTIONS?