

ROCHESTER PUBLIC LIBRARY

BY-LAWS

as amended: May 21, 1968

February 20, 1992

May 20, 1993

January 20, 1994

May 19, 1994

May 29, 2019

February 19, 2020

February 16, 2023

ARTICLE I

PURPOSE

This organization is and shall be known as the Rochester Public Library (the "Library") which was established by Absolute Charter by the Regents of the University of the State of New York on June 16, 1989, and is governed by a Board of Trustees in accordance with provisions of the Education Law of the State of New York and regulations of the Commissioner of Education. The Library's mission is to provide quality service to residents of the City of Rochester and other Library users in an open, safe and non-judgmental environment, with free access to library materials in a variety of formats and other facilities, programs and services that support and enrich the community.

ARTICLE II

TRUSTEES

1. Board of Trustees of the Rochester Public Library (the "Board") shall consist of eleven members, in accordance with the Absolute Charter granted by the New York State Board of Regents, who shall be appointed by the Mayor, subject to the confirmation by City Council, for five-year terms. One position on the Board shall be reserved for a person nominated by the Reynolds Library. One of the Members shall be a member of the Monroe County Library Board of Trustees. Further representational membership may be provided for when deemed appropriate. With the exception of the representational members, all Trustees must be residents of the City of Rochester.
2. When a Trustee vacancy shall occur, the position shall be filled in a manner reflecting the diversity of the City of Rochester.
3. If any Trustee shall fail to attend three consecutive meetings without excuse accepted as satisfactory by the Trustees by majority vote, the Trustee shall be deemed to have resigned, and the vacancy shall be filled. Satisfactory excuse for absence from meetings shall include but not be limited to serious illness or injury of Trustee or immediate family member, temporary "one-time" employment issues (Education Law, Sec. 226)
4. When an individual has served on the RPL Board for five years or more and has made significant contributions to the library over the course of their involvement with the Board, that individual may be nominated by a sitting Board member to be a Trustee Emeritus. A majority vote of the whole Board is necessary to make this appointment. The appointment is honorary and does not include the privilege of voting on Board and library business nor may a Trustee Emeritus hold office or be counted as part of a quorum. A Trustee Emeritus is not required to attend Board meetings nor participate in annual training but may attend both at their discretion. A Trustee Emeritus is expected to serve in an advisory capacity in their area of expertise to the Board and the Director.

ARTICLE III

OFFICERS

1. The officers of the Board shall be a President, a Vice-President, a Treasurer and a Secretary. All officers shall be Library Trustees. The terms of Officers shall be the calendar year.
2. The President shall be elected at the regular meeting in November of each year. The President shall preside at all meetings and shall have the usual powers of a presiding officer.
3. The Vice-President shall be elected at the regular meeting in November of each year, and shall act as President in the absence or disability of the President.
4. The Treasurer shall be elected at the regular meeting in November of each year. The Treasurer shall chair the Finance Committee and shall consult with the Library Finance Director, as needed, concerning the deposit of funds and securities of the Library.
5. The Secretary shall be elected at the regular meeting in November of each year. The Secretary shall oversee the logistics, notifications and recording of Board meetings.
6. No Trustee shall hold the office of President, Vice-President, Secretary or Treasurer consecutively for more than two one-year terms.

ARTICLE IV

COMMITTEES

1. There shall be three standing committees: a Nominating Committee, a Finance Committee and a Personnel Committee.
 - a) The Nominating Committee shall be elected at the October meeting. It shall consist of three members, one of whom shall be appointed by the President and two of whom shall be elected by the Board. The Nominating Committee shall meet as needed and shall make recommendations to the Board for officers and new Board members. The Nominating Committee shall develop a slate of candidates for the positions of President, Vice-President, Secretary and Treasurer, which slate shall be presented to the Board at the November meeting and voted on by the Board at such meeting.
 - b) The members of the Finance Committee shall be appointed by the President with the approval of the Board. The Finance Committee shall meet as needed and shall review the proposed Library budget, review current and proposed Library fund investments, advisors, and financial institutions and make recommendations to the Board.
 - c) The members of the Personnel Committee shall be appointed by the President with the approval of the Board. The Personnel Committee shall meet as needed and shall work with the Monroe County Library System Board's Personnel Committee to evaluate and making hiring recommendations for any new Library Director.
2. Special committees and the members thereof may be established from time to time by the President

with the approval of the Board.

3. All reports of Committees shall be in writing, and shall be received without motion for their reception.
4. The action of all committees shall be subject to the approval of the Board, and no Committee shall authorize any expenditure without authority of the Board.
5. No action of any committee shall be binding until approved by the Board unless full authority has been previously given by the Board, and no committee shall authorize any expenditure without authority of the Board.

ARTICLE V

MEETINGS

1. The regular meetings of the Board shall be held each month at such place and hour as may, from time to time, be prescribed by the Board, provided that the Board may, by resolution, intermit the meetings in the months of July and December, or such other months as determined by the Board, so long as ten meetings are held each year. Special meetings shall be held on the call of the President or any three Trustees.
2. Notices of regular meetings shall be emailed or sent by regular mail to any member who requests such notice not less than five days nor more than ten days before such meetings. Notices of special meetings shall be emailed and sent by regular mail not less than two days nor more than ten days before such meetings, and shall state the subject proposed for consideration, which subject only can be acted upon at such meetings.
3. Six Trustees shall constitute a quorum, and a majority vote of the whole Board shall be necessary for the transaction of any business.
4. In the absence of a quorum, the Trustees present may adjourn the meeting to a day fixed, notice of which shall be given by the Secretary.
5. Proceedings shall be conducted in the manner usual in deliberative bodies, and when not contrary to these rules, according to the latest edition of Roberts Rules of Order. The presiding officer shall decide all questions of order, subject to appeal without debate.
6. The order of business shall be as follows:
 - a) Public comments
 - b) The minutes of the preceding meeting
 - c) Reports of officers and committees
 - d) Report of the director
 - e) Nominations and elections, if any
 - f) Unfinished business
 - g) New business
 - h) Adjournment

This order of business may be changed or suspended during any meeting of the Board by unanimous consent of the Trustees present at such meeting.

ARTICLE VI

DIRECTOR

The Director shall be the executive officer of the Board and shall have sole charge of the administration of the Library under the direction and review of the Board. The Director shall be responsible for the care of the buildings and equipment, for the employment and direction of the staff, for the efficiency of the Library's service to the public, and for the operation of the Library under the financial condition set forth in the annual budget or as the annual budget may be modified through appropriate action.

ARTICLE VII

AMENDMENTS

These By-laws may be repealed or amended at a regular meeting of the Board by a majority vote of the whole Board, but only after the substance of the proposed change has been submitted to the Board, in writing, at a prior regular or special meeting, and notice thereof has been given in the notice of meeting at which it is to be considered.