

Pawlet Public Library By-Laws

Purpose: The Board of Trustees is responsible for sustaining library services through selection of a Library Director, policy making, preparing an annual operating budget and securing funds to support the library functions. It disseminates information concerning the library and its activities.

Membership and Term of Office: The Board of Trustees consists of five (5) members, each with a term of three (3) years. Trustees are elected by the Pawlet voters at the Town Meeting in March. In case of resignation, the Board of Selectmen shall appoint a trustee that year. A trustee who completes the term runs for election the next March. No trustee shall serve more than three consecutive terms.

Officers: The officers of the Board of Trustees shall be a Chair, Secretary and Treasurer. One member may serve as Secretary and Treasurer. The officers shall be elected by the Board of Trustees at its organizational meeting following Town Meeting in March. An officer's term shall be one year.

Duties of Officers:

Chair:

- Conducts all meetings
- Acts as liaison between the Board of Trustees and Librarian
- Acts as liaison between Board of Trustees and the Select Board
- Calls special meetings when necessary
- Prepares a yearly summary for the Town Report for approval by the Board at the December meeting
- In mid-December, sends approved yearly summary for the Town Report to the Town Clerk
- Appoints all committees and serves as ex-officio voting member of all committees
- Executes all documents authorized by the Board
- Serves as public spokesperson for the Board

Secretary:

- Keeps a record of the proceedings of each meeting and provides each trustee with a copy at the earliest convenience
- Prepares and publishes notices of meetings
- Acts as correspondence secretary for the Board

Treasurer

- Maintains custody of the library's general funds, grants and investments

- Completes expenditures as authorized by the Board
- Invests funds, with Board approval, to the best advantage of the library
- Keeps systematic accounts and invested funds records
- With the Library Director, drafts operating budget for the Board's final revision and approval at the October meeting
- In mid-November, sends approved operating budget to Town Treasurer for Town Report
- In mid-November, sends requests for any additional money from the Town budget (salaries, facilities) to the Select Board

Meetings: There shall be at least eight meetings per year, one of which will be held in March for organization, one in November for budget approval, and one in December for approval of yearly summary for the Town Report. The date and time will be set at the organizational meeting in March. Meetings will be duly warned by the Secretary.

- Meetings will be held at the Pawlet Public Library.
- Meetings shall be conducted using Parliamentary Procedure.
- As a municipal library, library board meetings shall follow Open Meeting Law.
- The Chair shall call a special meeting at the request of another trustee, the Library Director, or if a special need arises.
- Three trustees of the Board shall constitute a quorum.
- It is expected that all trustees shall be present at all the meetings. If a trustee cannot attend a regular meeting, the Board Chair should be notified 14 days prior to the meeting.
- All actions of the Board shall be of the Board as a unit. No board member shall act on behalf of the Board, on any matter, without prior approval of the Board.

Conflict of Interest and Code of Ethics: Trustees have an obligation to disclose any direct or indirect interest they may have in any matter under consideration by the Board or by a committee, and such interest shall be made a matter of record in the minutes of the meeting. A trustee having such interest may not participate in the discussion or decision of such matter. A proposed transaction in which a trustee has a conflict of interest may be approved only by a majority of trustees who have no direct or indirect interest in the transaction, and only if the material facts of the transaction and the conflict of interest is fully disclosed or known and the transaction is reasonably and in good faith believed to be fair to the library.

Every trustee makes a personal commitment to contribute the time and energy to faithfully carry out his/her duties and responsibilities effectively and with absolute truth, honor and integrity. Trustees must distinguish clearly in their actions and statements between their personal philosophies and attitudes of those of the library, acknowledging and supporting the formal position of the Board even if they disagree.

When any trustee acts in a manner that is not in the best interests of the library or in a cooperative nature of the Board, the Board Chair shall discuss the issue with the trustee in a

direct and constructive manner. Specifically, if a trustee is negligent in attending meetings to an extent that affects the operation of the Board, if a trustee is actively working against the interest of the library or Board decisions, if a trustee acts or speaks on behalf of the Board on any matter without prior approval of the Board, or if a trustee or his/her family benefits personally from any library matters, that trustee may be asked to resign from the Board by majority vote of the trustees. The trustee will be asked to resign from the Board by letter from the Board Chair, and the trustee will be asked to send a letter of resignation to the Board Chair.

Committees: The standing committees' chairs will be chosen at the March organizational meeting by a volunteering process or by appointment of the Board Chair. Standing committees may include interested residents. All committees shall make a progress report to the Board at each of its meetings. No committee will have other than advisory powers unless, by suitable action of Board, it is granted specific power to act.

The standing committees will be as follows:

- Nominating Committee, formed by the Board Chair three months prior to the March organizational meeting of the Board, to present a slate of officers. Additional nominations may be made from the floor. The committee also identifies possible candidates for election to the Board, whose petitions must be filed with the Town Clerk in January.
- Annual Book Sale Committee, which shall include the Board Chair, other Trustees, and representatives of the sorting center volunteers.
- Annual Dinner/Auction Fundraising Committee, which shall include the Board Chair and other Trustees.

Committees for specific purposes may be appointed by the Board Chair. Such committees shall serve until the completion of work for which they were appointed.

Policies: The Board of Trustees shall establish general policies in accordance with state regulations. The policies will be reviewed at the April meeting. However, policies may be added throughout the year.

Board Meeting Order of Business:

Call to order
Recording of members present and guests
Public Comment
Review of Operating Norms
Approval of minutes of previous meeting
Approval of agenda
Secretary's Report (correspondence and communications)
Treasurer's Report
Library Director's Report
Committee Reports

Unfinished Business
New Business
Reflection of Norms
Public Comments
Date for next meeting
Adjournment

Budgetary and Financial Procedures:

- Request for moneys from the Town general fund will be presented to the Board of Selectmen in November to be incorporated into the general fund budget for the Town Report and Warning.
- The Treasurer will be responsible for the accounts payable and receivable as authorized by the Board of Trustees.
- Membership to Vermont Library Association shall be provided for one (1) trustee as well as expenses to attend the annual meeting.
- The Library Director's membership in the Vermont Library Association and expenses to attend the annual meeting shall be paid by the library.
- All contracted work exceeding \$1,000 must be put out for bid.

Method of Amending By-Laws: Requests for amending the by-laws shall be submitted to the full Board for consideration. Approval of the amendment shall be determined by majority vote.

Dissolution: Upon dissolution of the Pawlet Public Library, the entire net assets remaining after the payment and satisfaction of any and all liabilities and obligations of the organization shall be distributed to the Town of Pawlet to be used for charitable, educational, and/or scientific purposes. The Town of Pawlet owns the building housing the Pawlet Public Library.

Approved by the Pawlet Public Library Board of Trustees
April 7, 2020