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MONROE COUNTY LIBRARY SYSTEM  
BOARD OF TRUSTEES  
By-Laws

Article I Duties and Powers

1. The Board of Trustees of the Monroe County Library System (also known as MCLS) shall have the responsibility of managing and controlling the affairs of the system and shall have all of the powers and duties of boards of trustees of chartered educational institutions, as defined in Article 5, Section 226, 260 and 272 of the Education Law of New York State and other applicable laws and in the Charter of the County of Monroe.

Article II Membership of the Board

1. The Board of Trustees of the Monroe County Library System shall comprise eleven members to be appointed by the Monroe County Legislature for five-year terms as authorized by New York State Education Law, (including one member of the Board of Trustees of the Rochester Public Library who shall serve as a liaison between the MCLS Board and the RPL Board).
2. MCLS Board members are appointed for a five-year term. The MCLS Board may request that board members be reappointed by the Monroe County Legislature for additional five-year terms.
3. A trustee from the Monroe County Library System Board of Trustees shall be nominated by the President for appointment by City Council to serve as a liaison and voting member of the Rochester Public Library Board. This liaison will represent MCLS interests and report on MCLS activities at each RPL Board meeting.

4. The liaison from the Rochester Public Library Board shall have voting privileges at all Monroe County Library System board meetings but shall not be allowed to serve as an officer of the Board. The liaison will report on RPL activities at each MCLS board meeting.
5. A trustee from the MCLS Board shall be appointed by the President to serve as a liaison and voting member of the Rochester Regional Library Council Board. This liaison will represent MCLS interests and report to the MCLS Board on RRLC meetings.
6. Additional liaisons to the board shall include representation from the MCLS Directors' Council, the Monroe County Legislature and the County Executive's Office.

Article III     Officers

1. The officers shall be: President, Vice-President, and Secretary. The Secretary shall be the Director of the Monroe County Library System, who shall not be a trustee. Officers shall be elected at the June meeting.
2. The President shall preside at all meetings of the Board; shall appoint members of all committees, except the Nominating Committee which shall be elected; be an ex-officio member of all committees except the Nominating Committee; shall authorize calls for special meetings; shall sign official documents; and shall perform all other duties of a presiding officer.
3. The Vice-President shall perform all the duties of the President in case of the absence or disability of the President; shall act as parliamentarian for the interpretation of Robert's Rules of Order, if required; and shall be given first consideration for chairperson of any ad hoc committees that may be appointed by the President.
4. In the event of a vacancy in the office of Vice-President, the Board of Trustees shall elect a successor for the balance of the term.
5. The Treasurer, who is not an officer, shall be the Treasurer of the County of Monroe, as specified in the Education Law, Section 259.
6. Subject to the rules and directions of the Board of Trustees, the officers shall have the usual powers and duties of their offices.
7. The officers shall be elected annually by the Board of Trustees and shall serve terms beginning July 1 and ending June 30, or until their successors are elected. No officer shall serve more than two consecutive one-year terms, with the exception of the Secretary.

Article IV Meetings

1. Regular meetings of the Board of Trustees shall be held monthly from September to June unless additional meetings are necessary. Officers shall be elected at the June meeting.
2. Special meetings shall be called by the President or on request of five trustees, provided that written notice is e-mailed to each trustee not less than five days before said meeting and shall state the subject proposed for consideration. IN THE CASE OF TRUSTEES WHO HAVE ELECTED TO RECEIVE NOTICE BY US POSTAL SERVICE SUCH NOTICE SHALL BE SENT BY REGULAR MAIL.
3. All meetings shall be conducted under the latest edition of Roberts' Rules of Order.

Article V Quorum

1. A quorum of the trustees shall be six (6). A majority vote of those present shall be necessary for the transaction of business.

Article VI Trustees

1. If any trustee shall fail to attend three consecutive meetings without excuse accepted as satisfactory by the trustees, he/she shall be deemed to have resigned, and the vacancy shall be filled by the Board of Trustees. (Education Law, Section 226).
2. If a trustee resigns before expiration of his or her term of five years, the Board of Trustees, upon recommendation of the Nominating Committee, shall, by majority vote, fill the vacancy left for the balance of term. (Education Law, Section 226).
3. The term of office of trustees is five (5) years. Trustees may not serve more than two consecutive full terms.
  - a. Trustees who have served the partial unexpired term of a former Trustee and have completed or will complete their own full five (5) year term shall be eligible to serve an additional full five (5) year term.
  - b. Current Trustees who have completed two (2) consecutive five-year terms and are currently serving in an additional third term, shall not be eligible for any additional consecutive term.
  - c. Any trustee who has served two consecutive full five (5) years terms may apply for an additional partial or full-term appointment, but only after an absence of a minimum of two (2) full years from the MCLS Board.

Article VII Committees

1. After the officers are elected in June, the President shall appoint the chair and members of the Board's standing committees. Each chair shall be responsible for reporting the results of committee meetings to the Board of Trustees. No action of any committee shall be binding until approved by the Board unless full authority has been previously given by the Board. No committee shall authorize any expenditure without authority of the Board.
2. The Board of Trustees shall have the power to establish committees. The President shall have the power to make committee appointments, except for the Nominating Committee.
3. An Executive Committee of five (5) members shall consist of the President, Vice-President, past President if he or she is a current member of the board, and two or three other trustees elected by the Board for a maximum of five members. The Executive Committee, in intervals between meetings of the Board, may transact such business of the Board as the Trustees may authorize, except to make removals from office (Education Law, Section 226).
4. The Nominating Committee shall have three (3) members, all of whom shall be elected by the Board of Trustees at its September meeting. The committee shall present a slate of officers for the upcoming fiscal year at its June meeting.
5. The Finance Committee shall have three (3) members appointed by the President. The committee normally meets jointly with the RPL Finance Committee and monitors MCLS and Central Library Services budgets and monthly bill sheets. They also meet annually in February to review proposed Central Library Services budgets and in August or September to review the proposed MCLS budget. The committee may assist in the presentation of the recommended budget to the full Board and the County Legislature. They also monitor the status of invested private funds of the Central Library.

Additional meetings may be held as needed to deal with fiscal issues throughout the year.

6. The Personnel Committee shall have three (3) members appointed by the President. The committee normally meets jointly with the RPL Personnel Committee. The Committee shall review, oversee and make recommendations concerning personnel policy and draft labor agreements, and may assist the Director during labor negotiations.

The Committee shall conduct an annual review of the Director which shall measure the Director's performance against mutually agreed objectives and submit a written report to the Board of Trustees at its June meeting. The

Committee may solicit and consider written input from trustees of the MCLS Board as well as Directors of member libraries.

7. The Strategic Planning Committee shall have three (3) members appointed by the President. The committee meets annually in January with the MCLS Director and member library directors to determine strategic priorities derived from the MCLS Plan of Service for the upcoming year. They also discuss issues related to future services and recommend modifications to the Plan of Service as appropriate. The MCLS Plan of Service is revised every five years.
8. The duties of each standing or ad-hoc committee shall be such as are associated with its name or as shall be assigned to it by the Board of Trustees.

#### Article VIII Director

1. The Director shall be considered the executive director of the Board and shall have sole charge of the administration of the library system and be directly responsible to the Board of Trustees.
2. The Director shall supervise the System staff and be responsible for the hiring, termination, direction, training and evaluation of personnel, their job classifications and job descriptions, with the methods involved approved by the Board.
3. The Director shall administer the System in accordance with the policies adopted by the Board and shall efficiently serve the member libraries within the budgeted appropriations.
4. The Director will normally attend all the Board meetings and may take part in deliberations but shall have no vote. He or she shall furnish such information and reports as may be requested by the Board, assist in the development of the annual budget, make recommendations and offer professional advice.
5. The Director shall be evaluated annually in writing by the Board. This evaluation of his/her performance shall be based on performance against objectives mutually established by the Director and the Board and a review of written input from the trustees of the MCLS Board and the directors of the member libraries. The Board shall consider the recommendation and report of the Personnel Committee.

#### Article VIII Amendments

1. These By-laws may be repealed, amended, or added to at a regular meeting of the Board by a majority vote of the trustees present, but only after the substance of the proposed change has been submitted in writing no less than thirty (30) days prior to the regularly scheduled meeting and notice thereof has been given in the notice of the meeting at which it is to be considered.