

BOARD OF TRUSTEES OF THE DERRY PUBLIC LIBRARY BYLAWS

Amended July 19, 2021

ARTICLE I: ORGANIZATION

- 1.1 This organization shall be called the “Board of Trustees (The “Board” or “Trustees) of the Derry Public Library (the “Library”), a separate and distinct entity from the Town of Derry (“Town”) existing by virtue of provision of NH RSA Chapter 202-A which are incorporated herein by reference, and exercising the powers of authority and assuming the responsibilities delegated to it under said statute.
- 1.2 The Board adopts the New Hampshire Library Trustees Association Manual as a guidance document.

Section 2: Membership and Vacancies

- 2.1 The Board of Trustees shall be composed of seven registered voters of the Town of Derry, who shall be elected in accordance with RSA 202-A: 6 and Derry Town Charter Article 4 Section 4.1 (B) which identifies the Board as an Elected Board. Trustees may succeed themselves.
- 2.2 Shall a vacancy arise for any reason, the Board may, pursuant to RSA 202-A:10, recommend to the Derry Town Council the name of a person for appointment to fill the vacancy for the unexpired term (RSA 669: 75 and Derry Town charter Article 4 Section 4.1 (B)).

Section 3: Officers

- 3.1 The Officers shall be a Chair, a Vice-Chair, a Treasurer, and a Secretary elected from among the members of the Board at the Annual Meeting in June and to take office July 1.

The Board has the authority to adopt co-leadership officer positions if it so chooses. The seven member board plus up to three alternates may choose to serve as:

- Co-Chairs
- Vice-Chairs
- Co-Treasurers
- Co-Secretaries

The members will take office immediately in an “acting” capacity until they accept or decline permanent status as of July 1.

Co-officers shall determine how to share the duties enumerated in Section 3.3 through 3.6

- 3.2 Officers so elected, shall continue in office until they die, resign, or their successor has been elected and installed. Officers may succeed themselves in office.
- 3.3 Chair – The Chair shall preside at all meetings of the Board. The Chair, with input from the Director and Committee Chairs, recommends and approves the meeting agenda sent to each Trustee, with a copy of the meeting related materials, at least five days before the meeting. The Chair shall ensure that each new Trustee has access to the Policy Manual and shall arrange or provide an orientation meeting for new Trustees prior to their first meeting. In addition, he/she shall perform such duties and have such authority as the Board may, from time to time, designate.
- 3.4 Vice-Chair – The Vice-Chair, in the absence, incapacity or the inability of Chair to act, shall act in his/her place and when so acting, shall have the same authority as the Chair. The Board of Trustees directs the following additional responsibilities to the Vice-Chair: The Vice-Chair shall be responsible for maintaining a current Policy Manual to ensure all Trustees have current resources. This will be in an electronic format available on the Trustee Portal. In addition, he/she shall perform such duties and have such authority as the Board may, from time to time, designate.
- 3.5 Treasurer – The Treasurer is Chair of the Finance Committee. The Committee is responsible for the preparation of the annual budget for approval by the Board. The Treasurer, in consultation with Director, shall report on all funds governed by the Board in accordance with the written Financial Policies & Procedures Manual. In addition, he/she shall perform such other duties as the Board membership may direct.
- 3.6 Secretary – The Secretary, or his/her agent, shall keep, maintain, and distribute a true and accurate record of all meetings of the Board and Committees in accordance with RSA-91-A (Right to Know Law). He/she shall maintain a record of all correspondence received by the Board or sent out through the Library and shall sign such correspondence when authorized by the Board. He/she shall make and maintain a record of all official votes of the Board. In addition, he/she shall perform such other duties as the Board membership may direct. For all these purposes, he/she may appoint an agent, to be approved by the Board, to act in his/her behalf, but under his/her supervision.

ARTICLE II: DUTIES & OBLIGATIONS Section 1: The Board of Trustees

- 1.1 The Trustees are the governing board of the Library. (RSA 202-A: 2 II)

- 1.2** The Trustees shall have the entire custody and management of the Library and of all the property of the Town related thereto except trust funds held by the Town (RSA 202-A: 6); however, the entire income of trust funds shall be paid over to the Board (RSA 202-A: 22).
- 1.3** The Trustees shall adopt bylaws, rules, and regulations (a) for its own transaction of business and (b) for the government of the Library (RSA 202-A: 11 I).
- 1.4** The Trustees shall review, modify and approve an annual budget prepared by the Library Director indicating what support and maintenance of the library from public funds shall be required for submission to the Town Council. A separate request shall be prepared for new construction and capital improvements of existing property (RSA 202-A: 11 II). The Town shall raise and appropriate such sum of money to provide and maintain adequate Library services (RSA 202-A: 1 and 202-A: 4)
- 1.5** The Trustees may receive, invest and administer directly any trust funds and donations when so specified by the donor (RSA 202-A: 23). Such funds shall be invested in accordance with RSA 31: 25. For all such funds, a report shall be filed with the Attorney General at the conclusion of each fiscal year of all receipts, expenditures, property, unexpended balances, bequests and donations (RSA 202-A: 12-a). Any surety bond required shall be paid by the Town under a blanket bond (RSA 41: 6).
- 1.6** The Trustees may apply for, accept and expend unanticipated money or personal property from any source which becomes available during the fiscal year after a public hearing on action to be taken (RSA 202-A: 4c and 202-A: 4-d).
- 1.7** The Trustees shall expend all moneys raised and appropriated by the Town for Library purposes (RSA 202-A: 11 III), including necessary expenses of Library staff to attend library courses and meetings for professional advancement (RSA 202-A: 13 II). Any income from trust funds shall be expended in accordance with the conditions of each donation or bequest (RSA 202-A: 11 IV)
- 1.8** The Trustees shall use all money received from fines, payments for lost and damaged books and income generating equipment, for general repairs and upgrading, for the purchase of books, supplies, and income generating equipment. Unexpended funds shall be retained in a non-lapsing separate fund, controlled by the Board, and shall be in addition to any appropriation from the Town (RSA 202-A: 11 III and 202-A: 11-a).
- 1.9** The Trustees may deposit library funds for the purchase of books and related materials with the State Treasurer to secure economies through pooling or purchasing with the State Library (RSA 202-A: 13 III).
- 1.10** The Trustees shall receive no compensation for services rendered as a Trustee, however, they may be reimbursed for necessary travel and lodging expenses to attend professional meetings (RSA 202-A: 14 III) pursuant to a vote of the Board.

- 1.11 The Trustees shall appoint a Librarian, whose title shall be Library Director, and all other employees of the Library after consultation with the Library Director, and determine their compensation and terms of employment (RSA 202-A: 11 V).
- 1.12 Trustees may discharge or remove from office any employee for malfeasance, misfeasance or inefficiency in office, or incapacity or unfitness to perform his/her duties in accordance with the procedures outlined in RSA 202-A: 17.
- 1.13 The Board shall hear appeals from Library employees and Library users of any decision by the Library Director.
- 1.14 The Board shall review the performance of the Library Director on at least an annual basis.
- 1.15 The Trustees shall file a written report, prepared by the Library Director and reviewed, modified and approved by the Board, with the Town at the conclusion of each fiscal year of all receipts, expenditures, property, unexpended balances, bequests, donations, the number of books and materials added, lost or withdrawn, number of borrowers and readers, a statement of use of the property in furthering the educational requirements of the people of Derry and such other information and suggestions as may seem useful and desirable (RSA 202-A: 12)
- 1.16 The Trustees shall file a report with the State Librarian, prepared by the Library Director and reviewed, modified and approved by the Board, like that filed with the Town or as required by the Commissioner of Cultural Affairs (RSA 202-A: 12).
- 1.17 The Trustees shall abide by the current Library Trustee's Code of Ethics.
- 1.18 No trustee or immediate family member shall function as a paid employee of the library during the trustee's tenure.

Section 2: Library Director

- 2.1 The Library Director shall be recruited and appointed by the Board for a term of office and salary agreed to at the time of employment, until a successor is appointed and qualified (RSA 202-A: 11 V and 202-A: 15).
- 2.2 The Library Director shall have education of sufficient breadth and depth to give leadership in the use of books and related materials (RSA 202-A: 15).
- 2.3 The Library Director shall be the administrative officer of the Library (RSA 202-A: 16).
- 2.4 He/she shall be responsible for the proper direction, supervision and performance review of all Library employees; for the care and maintenance of Library property; for an adequate and proper selection of Library materials and resources in keeping with

the stated policy of the Board; for the efficiency of Library service to the public; and for the operation of the Library within the Library's budget as approved by the Board.

- 2.5 The Library Director shall recommend to the Board of Trustees the appointment of all full- time and part-time employees for Board approval (RSA 202-A: 11 V and 202-A: 16). The Personnel Committee, in consultation with the Library Director, shall have interim authority to appoint without prior approval of the Board provided that any such appointment shall be confirmed by the Board at its next regular meeting.
- 2.6 In the case of substitute temporary employees, the Personnel Committee, in consultation with the Library Director, shall have interim authority to appoint without prior approval of the Board provided that any such appointment shall be confirmed by the Board at its next regular meeting.
- 2.7 The Library Director may accept custody of books, pamphlets, and public document sent to the Town by Town and State Departments, include them in Library catalogues and make them accessible to the public (RSA 202-A: 20).

ARTICLE III: MEETINGS Section 1: Regular Meetings

- 1.1 Regular meetings shall be held at least once each month, the day and hour to be set and posted by the Board.
- 1.2 The order of business for regular meetings shall include, but not be limited to, the following items which shall be followed in the sequence shown so far as circumstances permit:
 - a. Call to Order (Chair)
 - b. Roll Call; Determination of Quorum (Chair)
 - c. Public Comment
 - d. Amendments to the Agenda
 - e. Approval of Minutes of Prior Meetings (Secretary)
 - f. Financial report (Treasurer)
 - g. Correspondence (Secretary or Library Director)
 - h. Library Director's Report
 - i. Committee Repots
 - j. Old Business
 - k. New Business
 - l. Acceptance of Gifts
 - m. Next Meeting Date
 - n. Non-Public Session (if required)
 - o. Adjournment

Section 2: Special Meetings

2.1 Special meetings of the Board may be called by the Chair, or shall be called by the Secretary upon receipt of a written request of four or more Trustees. Such a call by the Chair or the Secretary shall state the time, place and purpose of the meeting and shall be mailed to the Board and posted at least five days prior to the date of the meeting, except in the case of an emergency.

2.2 Emergency meetings, called by the Chair or Vice-Chair at any time, shall be posted as soon as practicable. (RSA 91-A: 2 II)

Section 3: Election of Officers

3.1 The election of officers shall take place at the monthly June meeting.

Section 4: Quorum

4.1 A quorum for the transaction of business at any public or non-public Board meeting shall consist of four or more members of the Board present in person. A quorum for the transaction of business at any committee meeting shall consist of two or more members of the committee present in person. If a quorum of members is present in-person at the same location, other board members may attend and vote remotely by electronic means, through a platform such as Zoom.

Section 5: Voting

5.1 An affirmative vote of the majority of Trustees present shall be necessary to approve any action before the Board, including suspension of any rule, policy or resolution. The Chair shall vote on all motions and may move or second any proposal before the Board.

Section 6: Conduct of Meetings

6.1 The Board shall determine the conduct of all meetings.

6.2 All meetings, except non-public sessions pursuant to RSA 91-A: 3, shall be open to the public. Non-public sessions must indicate the specific area of RSA 91-A: 3 to be discussed.

6.3 The Board wishes to provide an opportunity for the public to comment on library business. In addition to Public Hearings held for receiving comments on specific issues, the Board has established a Public Comment period at each regularly scheduled Board meeting. The following serves to support this process:

- a. There will be a Public Comment period at each regularly scheduled Board meeting.
- b. Speakers will have a maximum of three (3) minutes for their comments, and the Public Comment period will be a maximum of thirty (30) minutes, unless extended by a majority vote of the Board.

- c. Speakers are requested to pre-register with the Library Director; however, if there are available public comment slots open at the time of a Board meeting, the remaining slots may be filled by individuals registering at the meeting.
- d. Board members will not question nor respond to speakers, except for the need to clarify a speaker's intent.

The Chairperson is responsible for the orderly conduct of the meeting and shall rule on the appropriateness of speakers' presentations in light of the purpose of the Public Comment periods. The Board as a whole shall have the final decision on such rulings. Comments on the performance of specific library employees should be addressed to the Library Director outside of Board meetings. Comments about the performance of specific employees will be addressed by the Board in Nonpublic Meetings when requested by the Library Director.

Section 7: Minutes of Meetings

- 7.1 Minutes of all public meetings, including committee meetings, shall be available for public inspection 144 hours after the conclusion of any meeting (RSA 91-A: 2 II).
- 7.2 Minutes of all public Board meetings shall be placed on permanent file at the Library.
- 7.3 Minutes of all non-public meetings shall be kept and the record of all actions shall be promptly made available for public inspection, within 72 hours except as provided in this section.
- 7.4 In order to withhold nonpublic session meeting minutes from public inspection, the board must first take a vote to withhold them, or to seal them. The recorded vote of 2/3 of the members present is needed in order to seal the minutes. If the 2/3 vote is not obtained, or no vote is taken, then the minutes must be available within 72 hours. RSA 91-A:2, II; RSA 91-A:3, III.
- 7.5 Sealed minutes of non-public meetings shall be maintained by the Secretary in the Trustees' file cabinet.

Section 8: Notice of Meetings

- 8.1 Notice of meetings shall be posted in at least two public places, such as the upstairs Library entrance, the Town Hall or the Library website, at least twenty-four hours prior to the time of the meeting. Such notice shall include any plans for non-public session, where appropriate (RSA 91-A: 2 II).

ARTICLE IV: COMMITTEES Section 1: Committee Structure

- 1.1 The Library shall have at least the following standing committees: Finance, Policies and Personnel.
- 1.2 All committees shall have one to three members from the Board.
- 1.3 The Board may appoint ad hoc committees in addition to the above standing committees.
- 1.4 All committees shall exercise such authority as granted by the Board.
- 1.5 The committee Chair may seek non-members of the Board to serve on a committee, if charged to do so by the Board. The committee Chair may request the Library Director to identify a staff member to serve on the committee. All committee appointments will be approved by the Board.
- 1.6 Discussion summary and proposed actions shall be brought by committee board members to the Board.
- 1.7 One Trustee shall be designated as Liaison to the Friends of the Derry Public Libraries.

ARTICLE V: STANDARDS

Section 1: Goals & Objectives

- 1.1 The Board shall adopt a Strategic Plan including vision and mission statements, short-term goals, and objectives, which shall be reviewed and modified periodically, as necessary.

Section 2: Cooperation With Other Libraries

- 2.1 The Library may join library cooperatives consisting of public libraries, private libraries, school and special libraries (RSA 202-A: 4-a)

Section 3: Patron Rights

- 3.1 The Library shall remain forever free to the use of every resident of the Town (RSA 202-A: 5). Trustees may extend the privileges and use of the Library to non-residents of the Town of Derry upon such terms and conditions as they may prescribe (RSA 202-A: 13 II).
- 3.2 The Board adopts the American Library Association's "Library Bill of Rights" as it now exists and as it may be amended from time to time.
- 3.3 The Board adopts the American Library Association's "Freedom to Read" statement as it now exists and as it may be amended from time to time.

3.4 Library records containing the names or other personal identifying information regarding Library users shall be confidential and shall not be disclosed except (a) to the extent necessary for the proper operation of the Library, (b) upon request or consent of the Library user, (c) pursuant to a subpoena or court order, or (d) where otherwise required by statute (RSA 201-D: 11 and 91-A: 5 IV).

ARTICLE VI: GENERAL

Section 1: Fiscal Year

1.1 The fiscal year of the Library shall run from July 1 through June 30 each year.

Section 2: Bylaws Amendments

2.1 These Bylaws may be amended, added to, altered, or repealed, in whole or in part, by the Board at any meeting, by a two-thirds (2/3) vote of the Trustees present and voting; provided notice of the proposed amendment shall have been mailed to all Trustees at least five (5) days prior to the date of any such meeting and properly posted.

Section 3: Dues

3.1 Membership in the NH Library Trustees Association for all Trustees shall be provided for in the Library's annual budget.