

Durham Public Library Bylaws

Article I: Name, Establishment and Purpose

Section 1: Name

The name of the organization shall be the Durham Public Library (hereinafter referred to as “the DPL”).

Section 2: Establishment

The DPL was established under and is subject to provisions of New Hampshire Statute RSA Chapter 202-A. It was created by the Town of Durham Charter in 1997, which included delineation of certain obligations and privileges (*reference Charter Article 11.1: F, and Municipal Codes Chapters 050 and 051*).

Section 3: Purpose

The mission of the DPL is to enhance the quality of life in Durham through open access to ideas and information, encourage exploration and learning in people of all ages, and support cultural enrichment by establishing the library as a center of our community.

Article II: Governance – Board of Trustees

Section 1: Powers and Responsibilities

A Board of Trustees (the “Board”) shall govern the DPL, possessing the powers and authority, and assuming the duties and responsibilities, provided under the laws of the State of New Hampshire and Charter of the Town of Durham (*reference RSAs 202-A, 91-A:2, etc. and Town of Durham Charter 11.1, etc.*). These include but are not limited to the following.

- A. Formulation, adoption and revision of governance policies, procedures and plans for the orderly conduct of DPL affairs.
- B. Preparation of an annual budget and procurement of adequate financial support for the DPL.
- C. Maintenance and development of the DPL building and grounds, in collaboration with Durham DPW.
- D. Expenditure of all monies raised and appropriated. (*RSA 202-A:4-c&d and 11-III and Town Charter 11.1:F-6*).
- E. Reception and expenditure of income from trust funds, donations and bequests made for the benefit of the DPL, in accordance with terms attendant to such funds.
- F. Appointment of a Library Director and, in consultation with the Library Director, appoint and determine terms of employment for all other DPL employees.
- G. Ensure annual reports are made to the Town Council concerning the operation of the DPL and to the New Hampshire State Library as may be required.
- H. Advocate for the DPL in the Community.
- I. Performance of all other acts necessary for the operation and management of the DPL.

Section 2: Board Composition and Service

- A. The Board shall consist of the following.
 1. Seven (7) Trustees elected by the Town of Durham in accordance with RSA 202-A and Town of Durham Charter Section 11.1 to serve three-year staggered terms and

2. Up to three (3) Alternate Trustees, appointed for one-year terms by the Durham Town Council upon recommendation by the Board, to serve when elected members are unable to attend or participate in a meeting. Alternate Trustees have voting rights only when designated to serve in place of an absent Trustee. Alternate Trustees shall attend all meetings and shall have the same concerns for the DPL as elected Trustees. (*reference RSA 202-A 10*)
3. The Library Director shall be an ex officio, non-voting participant at meetings of the Board, except those non-public sessions where the Board elects to restrict such participation.
- B. Trustees shall serve without compensation and until such time that a successor has been duly elected and qualified.
- C. An employee of the DPL may not serve as a Trustee.

Section 3: Vacancies

Vacancies on the Board shall be filled by appointment by Town Council upon recommendation from the Board. Such appointment will continue until the next Town election (*reference RSA 202-A:10 and Durham Charter 11.5*).

Article III: Board of Trustee Meetings

Section 1: Regular Meetings

Regular meetings shall be held each month on a date and at a time and place as may be determined by the board from time to time.

Section 2: Special Meetings

Special meetings may be held at any time at the call of the Chair or any three Trustees.

Section 3: Meetings Open to Public

As a public body, all meetings of the Board, in compliance with New Hampshire open meeting laws, shall be open and accessible to the public and shall have posted notice of the meeting at least twenty-four (24) hours in advance -- not including Sundays and legal holidays -- in at least two appropriate public places, one of which may be the DPL's internet website, or shall be printed in a newspaper of general circulation in the Town. (*reference RSA 91-A:2 II*).

The public shall have no guaranteed right to speak at a meeting.

For statutory reasons (certain personnel matters), upon motion made, seconded, and voted by a majority of attending Trustees, the Board may meet in a nonpublic session. Minutes shall be taken and made available to the public within 72 hours, unless the Board has voted to seal them. (*reference RSA 91-A:3*)

Section 4: Attendance

Trustees are expected to attend all Board meetings. Three unexcused absences during the year between Town Meetings shall be equivalent to resignation from the Board. Absences shall be considered excused if prior notification has been given to the Board Chair or Director.

Section 5: Quorum

A quorum for transaction of business at any meeting shall consist of five (5) Trustees being present. An affirmative vote of the majority of Trustees present at the time will approve any action before the Board. Alternate Trustees may act in place of any absent Trustee when determining a quorum.

Section 6: Telephonic Participation

Telephonic or other electronic participation in a meeting may be allowed at the discretion of the Board Chair if physical attendance is not reasonably practical and if all other attendees can simultaneously hear and speak with each other (*reference RSA 91-A:2*).

Section 7: Rules of Order

When any formality beyond the ordinary courtesies of joint action is required, Rules of Order, as adopted by the Board from time to time, shall govern the proceedings unless they are in conflict with these bylaws, or with the laws of the State of New Hampshire.

Article IV: Officers and Duties

Section 1: Officer Positions

The officers of the Board shall be Chair, Vice Chair, Treasurer and Secretary.

Section 2: Election of Officers

Officers shall be elected from among the Trustees at a meeting held after Town elections and shall serve until a successor has been elected and qualified.

Section 3: Vacancies

Any officer vacancy which occurs during the year shall be filled at the next regular meeting or at a special meeting called for that purpose.

Section 4: Duties of Chair

- A. Convene, organize and preside at all meetings of the Board.
- B. Authorize calls for special meetings of the Board.
- C. Prepare and distribute agendas, as well as any other materials for regular meetings at least five (5) days before the meeting.
- D. Appoint standing and ad hoc committees and committee chairs after consultation with the Board.
- E. Oversee and manage the working relationship between the Board and Library Director.
- F. Develop and cultivate leadership and participation of Trustees in conducting the affairs of the Board.
- G. Serve as authorized signatory for all Board accounts.
- H. Orient new Trustees to their role and responsibilities, governance policies and DPL operations.
- I. Serve as ex officio member of all Board committees.
- J. Perform other duties authorized by State Statutes or Town Charter.

The Chair shall have all the rights and privileges granted to other Trustees.

Section 5: Duties of Vice Chair

- A. Assume the responsibilities of the Chair in the absence of the Chair.
- B. Assist and support the Chair in fulfillment of the duties delineated in Section 4 above.

Section 6: Duties of Treasurer

- A. Assume responsibility for all monies appropriated by the Town and for funds with which the DPL is endowed.
- B. Sign all checks as disbursing officer of the Board.
- C. Provide written financial reports each month, or on a schedule designated by the Board from time to time.
- D. Manage Board-controlled funds.
- E. Perform such other duties as are generally required of the office.

Section 7: Duties of the Secretary

- A. Record and maintain a true and accurate record of all meetings of the Board.
- B. Ensure all minutes are on permanent file at the DPL and distributed to Trustees at least five days before a meeting.
- C. Ensure timely posting of meeting notices, both to the public and to Trustees.
- D. Ensure compliance with governmental records provisions pertaining to the public's "Right to Know" (as delineated in RSA 91-A:4-6).
- E. Perform such other duties as are generally required of the office.

Article V: Board Committees

Section 1: Appointment

The Chair shall appoint committee members and chairs in consultation with the Board. The Library Director shall be an ex officio member of the committees.

Section 2: Citizen Members

Committees may have citizen members, as deemed appropriate by the Board.

Section 3: Committees are Advisory

All committees are advisory, making recommendations to the Board.

Section 4: Standing Committees

The standing committees, which may be formed or changed from time to time by a vote of the Board at a regular meeting, shall be as follows.

- A. **Finance and Budget** – Advises the Treasurer and Board in matters pertaining to the finances of the DPL, its annual budget, investment of funds and financial policy. The Treasurer shall be a member of the committee.
- B. **Personnel** -- Advises the Board in matters of employment policy, compensation and benefits.
- C. **Policy and Procedure** – Prepares and maintains a manual of Board policies and, when requested or warranted, researches, considers and makes recommendations for new or revised Board policies.

Section 2: Ad Hoc Committees

Ad hoc committees may be appointed from time to time, as necessary to conduct the affairs and fulfill the responsibilities of the Board. Such committees are intended to function for only periods of time necessary to complete a time bounded charge and shall dissolve when such charge has been completed. Ad hoc committees may include, but are not limited to the following, as examples.

- A. Annual Appeal
- B. Technology
- C. Building and Grounds
- D. Strategic Plan Steering

Article VI: Library Director

Section 1: Appointment

The Board shall appoint a qualified Library Director who shall be the executive administrative officer and shall be responsible for managing the day-to-day operational and financial affairs of the DPL in accordance with the policies, procedures and plans adopted by the Board.

Section 2: Responsibilities

The Library Director shall be responsible for the following.

- A. Cultivation of an environment that promotes the DPL mission, respectful relationships and an orientation to quality service to the community.
- B. Proper direction, supervision and evaluation of staff, specifying the duties of other employees and making recommendations to the Board concerning staff hiring, discipline and dismissal.
- C. Formulation and implementation of operational policies and procedures for the orderly day-to-day function of the DPL.
- D. Care and maintenance of DPL property.
- E. Preparation of an annual budget in collaboration with the Board.
- F. Establishment of effective relations with the Board – in association with the Board Chair.
- G. Coordination and management of day-to-day relations with the community, Friends group, and Town Administration – in accordance with Board policies and direction.
- H. Facilitation of timely initiatives to identify, plan and implement governance goals and objectives for the DPL, as approved by the Board.
- I. Make monthly reports to the Board regarding the operations of the DPL – in whatever form the Board determines.

Article VII: Conflict of Interest

Any Trustee who has a family member with a financial interest, direct or indirect, in any planned or existing contract, job, sale, work or service to be performed for the DPL shall make in advance full disclosure of such interest to the Board. If potential for conflict is deemed to exist, the Trustee shall not vote, advise or otherwise participate in consideration of such matter or transaction. (*Durham Charter Article 7.2-3*)

Article IX: Bylaw Amendments

These bylaws may be amended by the majority vote of the Trustees, provided that written notice of proposed amendment, alteration or repeals shall have been provided to all members at least seven (7) days prior to the meeting at which such action is proposed to be taken.