

# New Canaan Library

## **SUMMARY OF PRINCIPAL AMENDMENTS TO LIBRARY BYLAWS (References are to Revision to Bylaws)**

**Article II Purpose and Mission:** The purpose of the Library has been more properly indicated as being the operation of a public library and the Library's mission, formerly indicated as the purpose, has been separately set forth as the Library's Mission Statement.

### **Article III Board of Trustees:**

**3.01 Number; Qualifications:** The maximum number of Trustees that may comprise the Board of Trustees has been increased from 18 to 25 Trustees.

**3.04 Staggered Terms:** These sections essentially retain the three-year staggered terms for Trustees as currently provided and the provision that a Trustee who has completed two terms be ineligible for another term until 12 months have elapsed. However, the Board has been given the authority to extend the term of a Trustee for up to an additional three years if deemed in the best interest of the Library.

**3.05 Vacancies:** Subject to the requirement that the three groups be as nearly equal in number as possible, a Trustee elected to fill a vacancy resulting from an increase in the size of the Board will be assigned to the group of Trustees whose three-year term commences in the calendar year of such Trustee's election. Accordingly, such Trustee's first term may be increased or decreased by up to six months depending on the calendar year of such Trustee's election.

**3.07 Board Meetings:** The requirement for regular monthly (other than August) Board meetings has been reduced to at least four per fiscal year, including the annual meeting. This change does not preclude the current practice of holding monthly meetings but does not make it a requirement as meetings have had to be cancelled from time to time.

**3.08 Notice; Waiver:** Required notice of Board meetings has been reduced from three to two days. A provision has been added for waiver of notice.

**3.13 Action without Meeting:** This provision has been added to allow the Board to take action without a meeting by unanimous written consent.

### **Article IV Officers and Article V Executive Director:**

The powers and duties of the officers and Executive Director have been updated to reflect their current responsibilities.

## **Article VI Membership:**

**6.02 Quorum; Required Vote.** In view of the low attendance at the annual membership meetings, the quorum for a membership meeting has been reduced from the current requirement of at least 15 members to that number of members who attend the meeting. The required vote has also been amended to reflect current statutory requirements.

## **Article VII Committees.**

**7.09 Other Committees, Task Forces and Advisory Groups.** The provisions in the existing Bylaws relating to the Advisory Board (Section 3.17 of existing Bylaws) and the Past Presidents Council (Article VIII of existing Bylaws) have been deleted as the Library has not had an operating Advisory Board for years and the Past Presidents Council has never been activated. This section 7.09 now allows the Board to constitute other committees, task forces and advisory groups as needed which can be effected by Board resolution without the necessity of a bylaw amendment.

**Article VIII Amendment of Bylaws:** Both the Board and membership continue to have the right to amend the Bylaws, but amendments made by the Board no longer need to be ratified or approved by the membership, unless otherwise required by law.