

Proposed Amendments to
BY-LAWS
OF
BRIDGEPORT PUBLIC LIBRARY AND READING ROOM

SECTION ONE - ORGANIZATION

1.1 These By-Laws govern the management and operation of The Bridgeport Public Library and Reading Room (the “Library”), a Connecticut Public Library, as defined in Connecticut General Statutes §11-24a(2), organized by resolution of the Bridgeport Common Counsel adopted June 20, 1881 pursuant to enabling legislation now codified in Connecticut General Statutes §11-32, and included in Chapter 16 of the Charter of the City of Bridgeport (the “Charter”) with administration offices located at 925 Broad Street, Bridgeport, Connecticut.

SECTION TWO - PURPOSE

2.1 The Library operates exclusively for general library purposes as defined in General Statutes §11-24a(5) consistent with the provisions of the laws of the State of Connecticut, in particular Connecticut General Statutes, Chapter 190, §§11-20, et seq., as amended.

2.2 In particular, the Library strives to promote and provide open access to free resources and programs through knowledgeable staff that promote literacy in all its forms – written, digital, financial and civic – to connect communities, enable life-long learning, enrich lives and cultivate curiosity as indicated in its Strategic Plan as adopted from time to time.

SECTION THREE – TRUSTEE DIRECTORS

3.1 General Powers. The direction and management of the affairs of the Library and the exclusive control, use and disposal of its property and funds are vested in its Trustees, operating as a Board of Directors, pursuant to Connecticut General Statutes, §§11-36 and 11-33 as incorporated in Charter Chapter 16, Section 1.

3.2 Number and Qualifications. There shall be nine (9) Directors, no more than six of whom may be affiliated with any particular political party, in accordance with Connecticut General Statutes, §9-167a, who are individuals residing in Bridgeport, Connecticut at the time of appointment or re-appointment and who are committed to the purposes of a public library.

3.3 Term of Office. Directors shall serve for a term of three (3) years or until a successor is appointed and qualified, divided into three classes serving staggered terms as provided in Connecticut House Bill No. 611 adopted June 2, 1909 amending former General Statute Section 4639 as incorporated in Charter Chapter 16, Section 1(b). The directors in each class shall have terms that expire in the same year. There shall be no limit on the number of terms a director may serve. [OR DO WE ESTABLISH TERM LIMITS, ie: No person shall be appointed to serve as director for more than ____ consecutive terms.]

[Compare CGS §§33-1085 and 33-1086 in Appendix – may have up to five classes with corresponding terms of office]

3.4 Appointment of Directors. Directors shall be appointed or re-appointed each year to fill the position of the directors whose terms are expiring that year by the affirmative vote of a majority of the directors then in office at the meeting of the Board of Directors held in June with approval of the City Council of Bridgeport in accordance Connecticut House Bill No. 611 adopted June 2, 1909 amending former General Statute Section 4639 as incorporated in Charter Chapter 16, Section 1(c).

3.5 Duties of Directors. Directors shall serve the best interests of the Library to avoid any conflict of interest and discharge the fiduciary duties of obedience, care, loyalty and transparency.

3.6 No Compensation. Directors shall serve without compensation, as provided in Connecticut General Statutes, §11-37, but may be reimbursed for actual expenses incurred for the benefit of the Library as previously authorized by resolution of the Board of Directors.

3.7 Resignation. Any director may resign at any time by giving thirty (30) days written notice to the Secretary of the Board of Directors. A director who fails to attend three consecutive meetings of the Board of Directors, without an excused absence, shall be deemed to have resigned, but such resignation shall not become effective until confirmed by a majority vote of the directors present and voting at a successive meeting.

[NB Unless the excused absence provision is desired, this provision could be deleted - See CGS §33-1087 in Appendix]

3.8 Removal. Any director may be removed from office at any time, with or without cause, by an affirmative vote of three-fourths (3/4ths) of the directors then in office.

[NB Unless the larger vote ³/₄ requirement is desired, this provision could be deleted - See CGS §33-1088 in Appendix which provides for a 2/3rd vote]

3.9 Vacancies. The Secretary shall notify each director of any vacancy and each director may nominate a qualified individual to fill the vacancy. A search committee also may solicit qualified candidates to apply. The vacancy shall be filled by appointment for the unexpired portion of the term vacated, or until a successor is appointed and qualified, by the affirmative vote of a majority of the directors then in office at a meeting of the Board of Directors in accordance Connecticut House Bill No. 611 adopted June 2, 1909 amending former General Statute Section 4639 as incorporated in Charter Chapter 16, Section 1(c).

SECTION FOUR - MEETINGS

4.1 Action may be taken only by unanimous written consent or at a meeting of the Board of Directors at which a quorum is present involving any means of communication with any available technology by which all directors participating may simultaneously hear each other during the meeting.

[See CGS §§33-1095, 33-1097 and 33-1100 in Appendix – query: is it desirable to specify in the by-laws the minimum required for a quorum so that it is stated in the document rather than supplied by statute? We could adopt language such as “the next whole number more than half the number of directors in office immediately before the meeting begins” or some lesser number permitted by CGS §33-1100(b) which permits as few as one-third, but no less than two directors]

4.2 Regular meetings of the Board of Directors during each calendar year may be held on dates and at times and places, without notice, as determined by resolution of the Board of Directors filed with the City Clerk of Bridgeport on or before December 1st of each year in accordance with Connecticut General Statutes, §1-225(b), subject to amendment and revision by further resolution of the Board of Directors. The meeting held in June is designated as the annual meeting.

[See CGS §33-1098(a) in Appendix]

4.3 Special meetings of the Board of Directors may be called by or at the direction of the Board Chair, or by the request of any three directors, upon at least two (2) days' notice of the date, time, place and purpose of such special meeting.

[See CGS §33-1098(b) in Appendix]

4.4 Any notice may be communicated in person, by mail or other method of physical delivery, or by telephone, voice mail or other electronic means by any available technology, including, by way of example and not limitation, email, facsimile or text message, to the fullest extent permitted by law.

[See CGS §33-1003 in Appendix]

SECTION FIVE - OFFICERS

5.1 The officers of the Library shall be designated by such titles and shall perform such functions as prescribed by resolution adopted by the Board of Directors, from time to time, at least one of which shall have responsibility for serving the function of a Board Chair, for overseeing preparation of the minutes of the directors' meetings and for maintaining and authenticating the records of the Library required to be kept by law, as designated by the Board of Directors, or both.

[See CGS §§33-1009 and 33-1110 in Appendix]

5.2 Officers of the Library shall be elected by the Board of Directors at each annual meeting and shall hold office until the next annual meeting or until a successor is elected and qualified.

SECTION SIX – COMMITTEES

6.1 The Board of Directors may establish and empower such committees and task forces comprised of directors and others, as it deems appropriate, by resolution adopted from time to time. Members of such committees and task forces shall be appointed by the Board Chair to serve until the completion of the work for which they were charged or until the next annual meeting. The functions of such Committees may include audit, finance, governance and other responsibilities as designated by the Board of Directors.

[See CGS §33-1101 in Appendix]

SECTION SEVEN – ADMINISTRATIVE PROVISIONS

7.1 A City Librarian shall be appointed by the Board of Directors to serve at the pleasure of the Board.

7.1.1 The administration and day to day operations of the Library shall be the charge of the City Librarian under the direction and review of the Board of Directors.

7.1.2 The City Librarian shall propose an annual budget by February 1st of each year and is responsible for the care of the buildings and equipment, for the duties and direction of the staff, for the efficiency of the library's service to the public and for the operation of the library consistent with the policies and annual budget as adopted by the Board of Directors.

7.1.3 The City Librarian shall be considered the executive officer of the Board of Directors and shall be responsible for the implementation of Board actions as directed by the Board of Directors or the Board Chair and for the creation and maintenance of records of the Library and the posting, maintenance and archival of all notices, agendas, actions taken, and minutes of the meetings of the Board of Directors to comply with Connecticut General Statutes, §1-225.

7.1.4 The City Librarian shall prepare an annual report of the Library for review and approval by the Board of Directors, and shall file such annual report, as adopted by the Board of Directors, with the State Library Board and the Mayor and City Council of Bridgeport to comply with Connecticut General Statutes, §§11-25 and 11-34, and Charter Chapter 16, Section 2.

7.2 These By-Laws may be amended or repealed and new Bylaws may be adopted by the affirmative vote of two-thirds (2/3rds) of the entire Board of Directors then in office at any meeting of the Board, provided, however, that notice of any proposed action affecting the By-Laws shall have been announced at a previous meeting or shall have been included in the notice of the meeting or shall have been waived.

[See CGS §§33-1150 and 33-1152 in Appendix]

7.3 Any matter not governed by law or these By-Laws, shall be interpreted in accordance with Robert's Rules of Order, as amended and in effect at the time.

CERTIFICATION

I, Thomas R. Errichetti, the designated officer of the Library, hereby declare under the penalties of false statement that the By-Laws of the Library formerly adopted as last amended March 16, 1994, a copy of which is attached and incorporated by reference, have been repealed and the foregoing proposed By-Laws, have been duly adopted by the Board of Directors, pursuant to resolution duly made and adopted at meeting of the Board of Directors held on _____, 2021 at Bridgeport, Connecticut to take effect immediately.

Dated at Bridgeport, Connecticut this _____ day of _____, 2021.

ATTEST: The Board of Directors of the Bridgeport Public Library and Reading Room

By _____
Thomas R. Errichetti, its duly elected and
Authorized Secretary/Treasurer