MINUTES OF THE LIBRARY BOARD OF TRUSTEES MEETING

December 2, 2025

The Board of Trustees of the Millburn Free Public Library held a special meeting on Tuesday, December 2nd at 6:00 p.m. online via Zoom. Present were: Ms. Sherman, who presided, Mrs. Eisner, Mrs. Binder, Mrs. Kelly, Ms. Chenofsky Singer, Ms. Panarelli and Mr. Banick. Mr. Cohen was excused.

Ms. Sherman opened the meeting at 6:10 p.m. and read the Sunshine Law Announcement.

NEW BUSINESS:

The meeting was called to evaluate the date of the regular December meeting. Ms. Sherman asked for a motion to change the date of the regular December meeting, scheduled for December 22, 2025. She asked that the proposed new date be included in that motion.

Mrs. Kelly moved to reschedule the regular December meeting for Monday, December 15, 2025 at 7:30 p.m. Mrs. Binder seconded.

Ms. Sherman asked if there was any discussion. Thoughts were expressed in support of as well as against the change. Supportive comments included the concern that there might not be a quorum on 12/22; that someone would be out of town on that date; that people might have guests in town that week. Opposing comments expressed concern for setting a precedent about rescheduling meetings; that meetings are set up a year in advance; that other township committees do not reschedule meetings because a board member might not be available; and that meetings continue as long as there is a quorum. One board member pointed out the nature of the December meeting where there is an Executive Session and the Board should aim to have as much attendance as possible for that meeting.

Discussion ended and Ms. Sherman asked for a vote.

The vote was 3 YES, 2 NO, and 1 ABSTENTION.

There was some uncertainty regarding the interpretation of these results. The motion was tentatively accepted as "not passed" pending review by the library attorney. The library director will contact the library attorney and report back to the Board.

There was no **EXECUTIVE SESSION.**

ADJOURNMENT:

With no further business to conduct, Ms. Sherman asked for a motion to adjourn. It was moved by Mrs. Kelly and seconded by Mrs. Eisner to adjourn the meeting. The motion was unanimously approved and the meeting adjourned at 6:25 p.m.

ADDENDUM

The library's attorney, Douglas Zucker, reviewed the matter.

According to the By-Laws of the MFPL Board, the motion did not pass.

Mr. Zucker cited Article 8 , Section. 1:

"An affirmative vote of the majority of all members of the Board shall be necessary to approve any action before the Board, if a quorum is present. Clearly, a quorum was present but the By-Laws say a majority of all members, which means 4 affirmative votes. In this case there were only 3 affirmative votes, so the action was not approved based on Article 8, Section 1 of the By-Laws."

The tentative acceptance of the motion as "not passed" stands.

The regular December meeting will remain scheduled for Monday, December 22, 2025.

This information was relayed to the Board of Trustees on Wednesday, December 3, 2025.

Respectfully submitted,

Michael Banick, Director