



Internal Policy

BYLAWS

- I. **Board of Trustees.** The Board of Trustees of [], hereinafter referred to as the Board, is the official governing body of the library.
 - a. The Board shall consist of not fewer than nine and not more than twelve members. A simple majority shall constitute a quorum.
 - b. Members of the Board shall be elected at the December meeting for a term of three years, with one-third of the Board being elected each year. They shall take office at the commencement of the Annual Meeting in January.
 - c. A Nominating Committee shall be appointed by the President, consisting of at least three persons. The Chairperson shall be a member of the Board. The committee shall present, not less than one month prior to the December Meeting, the names of one or more persons for each vacancy to be filled.
 - d. All elections shall be by ballot
 - e. Any trustee or officer may resign, by notification to the President or Secretary. Such resignation shall be effective upon receipt, unless it is specified to be effective at some later date.
 - f. Any trustee or officer may be removed from office, or suspended, by the vote of two-thirds of the trustees then in office. The grounds for removal are those set forth in *The Standard Code of Parliamentary Procedure*, third edition by Alice Sturgis, published by McGraw Hill, 1993, pages 164 and 165. The procedures to be followed should provide adequate notice to the accused person, a fair hearing, the right to counsel, and a reasonable opportunity for the accused person to present a defense. Interim vacancies for officers or trustees may be filled at a regular Board meeting, at which time a person may be elected, by a majority of the trustees present, to serve the remainder of the term.
- II. **Officers.** The officers of the Board shall be a President, Vice-President, Secretary and Treasurer, who shall be elected by the Board, from among its members, at the Annual Meeting, in January, to serve a one-year term. The term of elected officers shall commence upon their election, and continue until the next annual meeting thereafter.
 - a. The President shall be the Chief Executive Officer of the Board, whose duties shall include, but are not limited to, the following:
 - Preside at all meetings of the Board
 - Serve ex-officio on all committees, with the exception of the Nominating Committee
 - Sign official documents on behalf of the Board
 - Oversee all actions, policies and regulations of the Board
 - Set the agenda for all Board meetings
 - Appoint committee members, and chairpersons where needed
 - b. The Vice-President shall carry out the responsibilities of the President in the temporary absence or disability of the President. If such absence or disability becomes permanent or the President resigns, the Board shall elect a new President.
 - c. The Secretary shall:
 - Record the minutes of all meetings of the Board
 - Sign official documents when so required
 - Send correspondence as directed by the Board
 - Send public notice of meetings, as needed
 - Maintain a current record of the terms of office of the Trustees and Officers
 - d. The Treasurer shall:



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- Receive and manage all funds of the Library and deposit them in an account in bank and/or other financial institution as decided by the Board
 - Keep an account of all receipts and expenditures and report the same in writing at each regular meeting of the Board
 - Make all disbursements from the account of the Library
- e. Any other officers deemed necessary or desirable by the Board may be elected by a majority of the Board.

III. **Meetings.** Regular meetings of the Board shall be held on a day and time to be established by the Board. There shall be no fewer than four meetings in a year.

- a. The Annual Meeting shall be held in the month of January.
- b. Special meetings shall be held at the call of the President, or on the request of at least two members. Notice of a special meeting shall be communicated to all trustees by the Secretary. Only such business contained in the call of a special meeting may come before the Board at that meeting.
- c. *The Standard Code of Parliamentary Procedure*, third edition, by Alice Sturgis, published by McGraw Hill, 1993 shall govern the procedures of the Board.
- d. At any meeting at which a quorum is present, the majority vote of the trustees present shall decide any matter. At a meeting of the Board which lacks a quorum, a majority of those present may adjourn the meeting to another time.

IV. All committees and needed chairpersons shall be appointed by the President, with the approval of a majority of the Board. Committees are not empowered to execute plans and programs, or allocate funds, without approval of the Board of Trustees. At any meeting of a committee, a quorum for the transaction of business properly before the committee shall consist of a majority of the members of the committee. Committees shall make regular reports to the Board.

The standing committees are:

- a. **Administrative Committee.** This committee shall consist of at least two members of the Board in addition to the Vice-President, who shall be Chairperson. This committee shall
 - Oversee the work of the Library Director and other staff, including job description and evaluation
 - Provide for the maintenance and care of the building and grounds
 - Care for the furnishings and equipment
 - Monitor the policies of the Library and formulate and recommend changes when needed
- b. **Finance Committee.** This committee shall consist of at least two members of the Board in addition to the Treasurer, who shall be the Chairperson. It shall:
 - Oversee the income and expenditure of funds
 - Provide for an annual audit of the accounts of the Library
 - Oversee the investments of the Library and recommend desirable changes
 - Prepare an annual budget for adoption by the Board
- c. **Development Committee.** This committee shall consist of at least three members of the Board. It shall
 - Plan and implement an annual and other capital appeals for financial support to both the business community and individuals
 - Seek adequate funding from various governmental units (town, county, etc.)
 - Seek out and make application for grants and awards
 - Plan fund raising events as may be deemed appropriate



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- d. Other committees may be appointed by the President as needed, with the approval of the Board, to further the work of the Library.
 - e. Non-board members may be appointed to any committee.
- V. Library Director. The Library Director shall be employed by the Board upon majority vote. The Library Director shall:
- a. Be the chief operating officer of the Library and have voice but no vote at all meetings of the Board
 - b. Attend all meetings of the Board and make regular and annual written reports of Library Activities
 - c. Have immediate charge of the Library, reading rooms, books and equipment
 - d. Perform all duties as stated in the Library Director job description
- VI. Friends of the Library. There shall be an official auxiliary of the library known as Friends of []. It shall be made up of volunteer persons interested in furthering the program of the library. Its purpose shall be:
- To create public support for the library program
 - To enlist and support volunteers to work in the library at specific tasks or projects as designed by the Director
 - To provide financial assistance to purchase items not covered in the regular budget
 - To raise funds for specific needs to continue or expand the library program subject to the approval of the Board
 - To sponsor programs designed to add to the cultural life of the community
 - To build community awareness and use of the library
 - To work for library legislation or appropriations from local, county and state legislative bodies
 - Support the freedom to read as expressed in the American Library Association Bill of Rights
- VII. Dissolution. In accordance with Education Law SS268, should the [] Library Association, Inc. be dissolved, all assets of the Library shall be turned over to the Mid-Hudson Library System, or its successors, for continued support of library services in this area.
- VIII. Personal Liability. The trustees and officers of the corporation shall not be personally liable for any debt, liability or obligation of the corporation. All persons, corporations or other entities extending credit to, contracting with, or having any claim against the corporation may look only to such contract or claim, for any payment of any debt, damages, judgment or decree, or of any money that may otherwise become due or payable to them from the corporation.
- IX. Amendments. Amendments to these By-Laws may be made by majority vote of the entire Board at any regular meeting of the Board provided that the proposed amendments have been presented to each member at least one month prior to the meetings at which the vote is to be taken.

Adopted July 8, 1999, Last Amended November 12, 2002

[with thanks to the Roeliff Jansen Community Library Association, Inc.]