

Stony Creek Free Library By-Laws

Adopted 1984

Revised: 1991, 1995, 1997, 2004, 2008, 2010, 2017, 2018

PREAMBLE: The Board of Trustees of the Stony Creek Free Library, a free association library, hereafter designated as "The Board", a corporation created by a charter granted by the University of the State of New York on February 24, 1921, hereby enacts the following by-laws.

PURPOSE: The purpose of the Stony Creek Free Library is to provide library service to the residents of Stony Creek by offering books, movies, music, electronic reference tools, internet access and a variety of informational media that will meet the day to day educational, informational, cultural and recreational interest and needs of the community in compliance with local, State and Federal laws.

ARTICLE I - MEMBERSHIP

- (a) The Board shall consist of 7 members. The number of members for the following year is to be determined by resolution at the annual meeting. A copy of this resolution shall be sent to the Board of Regents, if identifying a different number of trustees than the previous year.
- (b) Election of New Members: Not less than one month prior to the annual meeting, the President of the Board shall appoint a nominating committee consisting of 3 persons to compile a list of suggested individuals who meet the qualifications for trustee as established by The Board (append. 1). Election shall be made by a 2/3 vote of the entire Board at the annual meeting.
- (c) Filling Vacancies: The office of a trustee shall become vacant upon death, resignation, non-residency or inability to serve. A successor shall be slated to complete the unexpired term by a 2/3 vote of the entire Board membership at a regular meeting.
- (d) The Term of Office of a Trustee: Shall be 5 years, to begin immediately on date of election. A Board member may be reelected.

- (e) If a trustee shall fail to attend three consecutive meetings without an excuse accepted as satisfactory by the Board, the trustee shall be deemed to have resigned and the vacancy shall be filled.
- (f) A member of the Board may be removed from office, for due cause shown, by a 2/3 vote of the entire Board membership.
- (g) Newly elected trustees shall be provided with appropriate orientation by the Board President and the Library Director. She/he shall be given a copy of the Stony Creek Free Library Trustee Handbook to include: By-Laws, a list of trustee duties (append. 2), and a copy of the Handbook of Library Trustees in New York State.
- (h) Board members must be a resident of Stony Creek.

#### ARTICLE II - OFFICERS

- (a) The officers of the Board shall be President, Vice President, Recording Secretary, Corresponding Secretary, Treasurer and Financial Secretary. Each officer shall be elected for a one year term with unlimited succession.
- (b) Officers shall be elected at the next regular meeting following the annual meeting and shall take office immediately. They shall be elected by a majority vote of the Board.
- (c) Vacancies among the officers shall be filled at an election at a regular meeting. A majority vote of the Board is necessary to elect an Officer.
- (d) Duties of Officers:
  - 1. The President shall preside at meetings of the Board, appoint committees, authorize calls for special meetings, review and sign all board-approved communications with outside agencies, and generally perform the duties of a presiding officer.

2. The Vice President shall perform the duties of the President in case of the absence or disability of the President, and shall succeed to the office of President upon the resignation or death of the President. In case both the President and Vice President are absent from a meeting, any member may call the meeting to order, and the members present (there being a quorum) shall elect a Chairman pro tem.
3. The Recording Secretary shall have charge of the records of the Board and shall keep the minutes of its meetings. A copy of the minutes shall be kept in the library and shall be available for public study.
4. The Corresponding Secretary shall carry on all organization correspondence as delegated to him/her by the President, and shall send out notices of meetings, and other events as required.

**\*The office of Recording Secretary and Corresponding Secretary may be combined.\***

5. The Treasurer shall be responsible for the safe keeping of funds. He/she shall deposit all monies received with a bank to be selected by the Board. He/she shall pay library bills by check. The Treasurer shall maintain the check book and report to the Board (at regular meetings and at other times as the Board shall require) on monies received and disbursed. The financial report shall be filed with the monthly minutes. The Treasurer shall prepare the financial section of the annual report as required by the N.Y.S. Education Department.
6. The Financial Secretary shall maintain an accurate record of receipts and disbursements in the form of a ledger book or equivalent electronic device. He/She shall submit Employer's Quarterly Federal Tax Return Form 941 to the Department of the Treasury.

**\*The offices of Treasurer and Financial Secretary may be combined.\***

ARTICLE III - COMMITTEES:

The Board may consider and act on any matter before it with or without recommendations from a committee. The President shall appoint standing committees, to serve one year, and may appoint ad hoc committees, as described herein. Each committee chairperson shall be responsible for periodic meetings of the committee and shall have an opportunity to report at each regular meeting of the Board. A chairperson and committee members shall be assigned annually by the President. The President shall be a member, ex-officio, of all committees except nomination committees.

a) The Finance Committee shall have general supervision of the policies and plans for the fiscal resources of the Library. It will be responsible for, but not confined to:

- I. Preparing an annual budget for the Board's approval
- II. Evaluating and advising the Board on endowment, memorial and other gifts, savings, fund raising and financial plans in a manner advantageous to the annual and future needs of the library.
- III. Requesting and considering recommendations made by other committees.
- IV. Seeking and receiving public funds on an on-going and regular basis and reporting to funding authorities on how public funds were spent and what services the library offers the community.

b) The Buildings and Grounds Committee shall oversee the maintenance and upkeep of the library building grounds. It shall conduct periodic inspections of the building and grounds and shall make recommendations to the Board concerning repairs and alterations, replacement or addition to building equipment, insurance coverage of the building, anticipated expenses to be included in the annual budget, and such other matters as may be referred to it by the Board.

c) The Publicity Committee shall inform the community of Library sponsored events, services and workshop, and other items deemed pertinent for edification of the community.

d) The Planning Committee shall be responsible for evaluating the future library needs of the community and presenting a plan to the Board which will provide for the growth and improvement of the Library and library service. It shall enlist the aid of the

Library Director and other standing committees when necessary in planning a program for approval by the Board.

e) Ad Hoc Officers Committee: Immediately following the annual meeting, the President shall appoint a committee consisting of three members of the Board which shall submit a proposed slate of officers for the Board at the next regular Board meeting. Membership on such committee shall not prohibit nomination for office.

#### ARTICLE IV - MEETINGS:

a) The Board shall generally meeting on the 2<sup>nd</sup> Tuesday of the month. The President may cancel a meeting if library business does not warrant a meeting or a poll of the members indicates a quorum cannot be in attendance.

b) The Board shall meet at least quarterly.

c) A majority of the Board shall constitute a quorum.

d) The Annual Meeting shall take place in November.

e) Notices of the regular and annual meetings shall be posted on the library bulletin boards and on the website.

f) Special meetings shall be held at the call of the President. Three trustees may, in writing, request the President to call a special meeting. The President, after consulting remaining members, may deny such a request if the request is deemed to be without merit.

g) The order of business shall be:

1. Roll call
2. Review of minutes of the previous meetings
3. Financial report and approval of expenditures
4. Report of the library Director
5. Report of the standing committees
6. Report of special committees
7. Nominations and elections, if any
8. Correspondence and communications

9. Unfinished business
10. New business
11. Adjournment

ARTICLE V - LIBRARY DIRECTOR:

- a) The Board shall appoint a qualified director who shall be the executive and administrative officer of the library.
- b) The Director shall be held responsible for the proper performance of duties as spelled out in the job description provided by the Board.
- c) It shall be the duty of the Director to attend all meetings of the Board, including budget meetings, or public meetings where action may be taken affecting the interests of the library. The Director shall have the right to speak on all matters under discussion at Board meetings, but shall not have the right to vote thereon.

ARTICLE VI:

In accordance with Section 1116(a), paragraph 4, of the New York Sales and Use Tax Law, the Board shall comply with the following provisions:

- a) **DISSOLUTION PROVISIONS:** In event of dissolution, all of the remaining assets and property of the organizations shall, after necessary expenses thereof, be distributed to such organizations as shall qualify under section 501©(3) of the Internal Revenue Code, or corresponding provisions of any subsequent Federal tax laws; or to the Federal government, or to a state or local government, for a public purpose; or to another organization to be used in such manner as in the judgement of Justice of the Supreme Court of the State of New York will best accomplish the general purpose for which the organization was formed. Distribution of assets will conform to New York State Education Commissioner's Regulation 220.
- b) **NON-INCUREMENT PROVISION:** No part of the net earnings of the organization shall incur to the benefit of any member, trustee, director, officer of the organization, or any private individual (Except that

reasonable compensation may be paid for services rendered to or for the organization).

- c) RESTRICTIVE LEGISLATION PROVISION: No substantial part of the activities of the organization shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Internal Revenue Code Section 501(h), or participating in, or intervening in (including the publication or distribution of statement), any political campaign on behalf of any candidate for public office.
- d) RESTRICTIVE PURPOSE AND ACTIVITIES PROVISION: The Stony Creek Free Library is organized as specified in section 501©(3) of the Internal Revenue Code of 1954, and shall not carry on any activities not permitted to be carried on by an organization exempt from the Federal income tax under section 501(2)(3) or corresponding provisions of any subsequent Federal tax laws.

ARTICLE VII-DIRECTORS, OFFICERS AND EMPLOYEES:

The Stony Creek Free Library, having its principal office at 37 Harrisburg Road, Stony Creek, New York, 12878, in the county of Warren, New York, from and after the date hereof shall hold harmless any and all Trustees, Officers, Directors and Staff from any and all liability, claims, demand or expenses by reason of acting as a Trustee, Officer, Director and Staff or otherwise of the System. (See New York State Education Law 720(a), paragraph 11).

ARTICLE VIII-AMENDMENTS: These By-Laws may be repealed, amended, or added to by a 2/3 vote of the whole Board at a regular meeting. Such action may be taken only after the substance of the proposed repeal, amendment, or addition has been presented in writing at a prior regular or special meeting, and notice thereof has been given of the meeting at which it is to be considered.

Adopted May 8, 2018