

RENSSELAERVILLE LIBRARY BY-LAWS

Accepted and Approved by the Board of Trustees July 19, 2022

Article I – Name and Purpose

Section 1

This organization is and will be known as the Rensselaerville Library (referred to herein as the “Library”), existing by virtue of the provisions of the Absolute Charter Number 7727 granted by the Regents of the University of the State of New York on September 30, 1960.

Section 2

The mission statement of the Rensselaerville Library is as follows: The Rensselaerville Library works to preserve a comfortable historical gathering place that is open, free and inviting to all. We strive to awaken and promote a life-long love of reading and learning by fostering personal connections and providing access to a stimulating variety of texts, technology and programming.

Article II – Members

Membership in the Library, entitling the holder to vote at membership meetings, is limited to people over 14 years of age. Those wishing membership must complete a Rensselaerville Library card application form. The Library Director shall maintain the membership list.

Article III – Trustees

Section 1

In accordance with Section 226 of the N.Y. Education Law, the Board of Trustees shall exercise all powers and authority which may be exercised or performed by the Library. This includes the procurement of funds to support the work and facilities of the Library; the general oversight and control of the business activities, expenditures, and property of the Library; and the carrying out of its objectives as vested in the Board of Trustees by the Library. The Board will also appoint a qualified Library Director who will be the executive and administrative officer of the Library, acting on behalf of the Board of Trustees and under its review and direction.

Section 2

The Board of Trustees shall consist of at least 11 active Trustees. Any decision to change the number of Trustees shall be made by a vote of the Board of Trustees. Trustees shall be at least 18 years of age and members of the Rensselaerville Library. At least two-thirds of the Trustees shall be from the Town of Rensselaerville. Any decision to expand

Section 3

Trustees shall be elected by the members at the Annual Membership Meeting for a three-year term, the terms to be staggered so that, to the extent possible, roughly equal numbers of Trustee terms shall expire in each year. The three-year term of office will expire immediately after the election of the new Trustees at the Annual Meeting each year.

Trustees shall serve no more than six consecutive years. (However, if a Trustee initially fills an unexpired term of one year or less, that period shall not be counted against the six-year limit). Trustees serving the maximum number of consecutive years are not eligible to serve again for one full year. An incumbent Trustee can serve a second term without having to be nominated or stand for election. A Trustee wishing to exercise this option must inform the President prior to the annual meeting which marks the end of their current term.

The Nominating Committee shall present a slate of nominees to the membership for election at each Annual Meeting. In addition to the slate of candidates presented by the Nominating Committee, nominations may be made from the floor of the Annual Meeting. Confidential written ballots will be used whenever the number of candidates is greater than the number of vacancies.

If a vacancy occurs during the year, the Trustees shall appoint a member to fill the vacancy until the next Annual Membership Meeting at which time the members of the Library shall elect a Trustee to fill the balance of the unexpired term.

Section 4

Any Trustee who fails to attend three (3) consecutive regular meetings of the Board without excuse accepted as satisfactory by the Board of Trustees will be deemed to have resigned as Trustee. The President shall inform the absent board member in writing that he/she is no longer on the Board.

Article IV – Officers

Section 1

The Library officers shall be a President, a Vice-President, a Secretary, a Treasurer and an Assistant Treasurer. All terms are for one year beginning upon election at the Annual Meeting and expiring upon the election of their successor at the following Annual Meeting.

Section 2

These officers shall serve as officers of the Board and the Library and shall perform the duties and exercise the powers prescribed below and in Article IX:

The President shall preside at all meetings of the Board, authorize calls for any special meetings, appoint all committee members, execute documents authorized by the Board, serve as an ex-officio voting member of all committees except the Nominating Committee, and perform other duties generally associated with that office. He/she will also be the sole liaison to the Nominating Committee.

The Vice President, in the event of the absence or disability of the President, or of a vacancy in that office, shall assume and perform the duties and function of the President.

The Secretary is responsible for the accurate and complete recording of minutes of all meetings and distributing those minutes in a timely manner to the Board, Library Director, and any other persons so designated by the Board. In addition, the Secretary is responsible for keeping file copies of all minutes, Directors Reports, monthly financials and other documents, and perform other duties generally associated with that office.

The Treasurer shall oversee all financial transactions and accounting reports of the Library; act as Chair of the Finance Committee; review monthly financial statements and account balances; invest funds as approved by the Board; participate in the development of the annual budget; and perform other duties generally associated with that office.

The Assistant Treasurer shall assist with all the Treasurer's responsibilities under the discretion of the Treasurer.

Section 3

Only Trustees are eligible to serve as Board officers. The President of the Library Board cannot concurrently serve as President (or similar chief executive) of any other organization within the Town of Rensselaerville.

Article V – Membership Meetings

Section 1

The Annual Membership Meeting shall be held between August and October at a location of sufficient size within Rensselaerville. The exact date, time, and location shall be set each year by the Board. Notice of each Annual Meeting or special meeting of the membership, stating the date, time and place, shall be publicized in a manner in accordance with current policy. For special meetings, the notice shall also state the purpose(s) of the meeting, and business at the meeting may only be conducted with respect to such stated purpose(s).

Section 2

The business transacted at the Annual Meeting shall include, in the following order: 1. the election of new Trustees, 2. the election of new officers, and 3. the election of the Nominating Committee. Only Trustees are eligible to vote for new officers and the election of the Nominating Committee.

Article VI – Board of Trustee Meetings

Section 1

Regular meetings of the Board of Trustees shall be held at the Library or any other suitable location. Such meetings shall normally be held monthly, but never less than quarterly throughout the calendar year. Special meetings may be called by the President or at the request of at least three Trustees for the transaction of business as stated in the call for the special meeting. Advance notice shall be made as early as possible to each Trustee stating the purpose, time, and place of such meeting. Public notice shall also be given in accordance with the N.Y. Open Meetings Law.

Section 2

A quorum is established at Board meetings by the presence of a majority of Trustees.

Section 3

All matters are to be decided by a majority vote unless otherwise noted in the bylaws.

Section 4

A Trustee must be physically present at a meeting, or in attendance virtually, to have his/her vote counted.

Section 5

All actions of the Board shall be of the Board as a unit. No Board member shall act on behalf of the Board, on any matter, without prior approval of the Board. No Board member by virtue of his/her office shall, as an individual, command the services of any library employee.

Article VII – Committees

Section 1

The Board of Trustees shall have the following standing committees. The membership of these standing committees will be appointed by the President, except for the Nominating Committee, and in consultation of the Board. Committees will meet separately, perform the following functions, and report findings, as well as recommendations at regular Trustees meetings.

The Finance Committee will be chaired by the Treasurer and also consist of the Assistant Treasurer and at least one other Trustee. The committee can consist of non-Trustees, but the majority of the members shall be Trustees. The committee will meet not less than quarterly and will perform such duties as: propose an annual budget to the Board; analyze the Library's financial statements; make recommendations regarding the Library's finances; perform financial oversight as described in Article IX of the by-laws; and manage conflicts of interest.

The Building and Grounds Committee shall consist of at least three Trustees. The committee can consist of non-Trustees, but the majority of the members shall be Trustees. The committee will meet not less than quarterly and will make recommendations to the Board concerning both capital improvements as well as maintenance repairs to the building. This committee will also monitor any contractor repairs or capital improvements.

The Nominating Committee, consisting of three members who are former Trustees and not currently serving on the Board, will be elected at the Annual Membership Meeting. The committee will make nominations to fill vacancies on the Board. However, nominations will also be accepted from members at the Annual Membership Meeting. The President of the Board shall also serve as a non-voting liaison to the Nominating Committee.

The Fundraising Committee shall consist of at least three Trustees and only Trustees and the Library Director. The committee will develop a budget for each fundraiser and consult with the Finance Committee during budget preparation, establish a calendar of fundraisers, identify a Trustee to serve as Chair for each fundraiser, periodically review expenditures and income so as to meet or exceed budgeted net income, and maintain historical fundraiser records to assist with future planning. In extraordinary cases the Director may act as Chair of a particular fundraiser.

The Program Committee shall consist of at least three Trustees and may include up to an equal number of non-Trustee Library Members. The committee will develop programs designed to appeal to a broad range of interests among members of the community.

Section 2

No committee will have other than advisory powers. All committees except the Nominating Committee shall make a progress report to the Board at each Board Meeting.

Section 3

Other standing and ad hoc committees may be established by the Board; members of such Committees are appointed by the President to serve at the Board's discretion.

Article VIII – Library Director

Section 1

The Board will employ a qualified Library Director who will be the Library's executive and administrative officer and be responsible for the day-to-day administration of the Library, acting on behalf of the Board and under its review and direction.

Section 2

The Director will be responsible for the: proper specification of staff duties; direction, development and supervision of the staff; care and maintenance of the Library's buildings, property and equipment; adequate and proper selection of Library resources in keeping with stated policies established by the Board; efficient service to the public; preparation of the annual draft budget proposal; operations of the Library within the budget appropriation; and other duties as prescribed by the Board.

Section 3

The Director will have the authority to employ or dismiss all employees; the Board President should be notified of any personnel changes, which shall be subsequently reported at the next regular Board meeting.

Section 4

The Director will attend all meetings of the Board of Trustees. He/she may participate in discussion and offer professional advice, but cannot cast a vote. The Director will provide the Board with a monthly report. The Director shall make other reports and recommendations at the meetings of the Board on subjects, policies or procedures that will improve efficiency and quality of service or use of the building and equipment.

Section 5

The Library Director will be a non-voting member of all Board standing committees except the Nominating Committee.

Section 6

The Board of Trustees shall evaluate the performance of the Library Director at least once each year.

Article IX – Financial Oversight

Section 1

The fiscal year of the Library shall be the calendar year.

Section 2

The President and the Treasurer shall ensure submission of all required tax filings and payments. The Finance Committee shall ensure development of annual financial statements and development of an annual external financial audit or review. The President, Finance Committee, and Director are responsible for ensuring that all financial policies are followed.

Section 3

The Board of Trustees delegates the claims auditing function to a Claims Auditor. The Claims Auditor shall audit claims and authorize payments prior to disbursement of payments. An Assistant Claims Auditor will perform these duties in the absence of the Claims Auditor. Once

authorized, claims will be paid in accordance with written financial policies approved by the Board.

Section 4

The Board of Trustees shall purchase and maintain liability insurance to indemnify and protect the Board of Trustees; the individual Trustees, officers, committee and subcommittee members of the Board; and the Rensselaerville Library against any liability asserted against the Rensselaerville Library. The Board shall bond at minimum the Treasurer, Board authorized signatories, and the Library Director.

Article X – Amendments

These By-Laws may be amended by approval of at least two-thirds of Trustees at any meeting of the Board, provided that proposed changes must be presented in writing a minimum of two (2) Board meetings prior to the meeting at which action on such change is to be taken. The Bylaws will be formally reviewed not less than once every five (5) years.

AMENDED/REVISED/APPROVED:

2022 July Meeting

2016 October Meeting

2014 Annual Meeting

2009 Annual Meeting