

**BY-LAWS OF THE
ELTING MEMORIAL LIBRARY ASSOCIATION*
NEW PALTZ, NEW YORK**

The Board of Trustees (hereinafter designated as the Board) of the Elting Memorial Library, shall be governed by the laws of New York State, by the regulations of the Commissioner of Education and by the following by-laws.

BY-LAWS ADOPTED AT ANNUAL MEETING OF THE ELTING MEMORIAL LIBRARY ASSOCIATION- January 21, 1960.

Amended at a Special Association Meeting - May 6, 1963.

Revised, Amended and Adopted at Annual Meeting - January 22, 1998.

Amended at Annual Meeting - January 24, 2002. Art.4, Section 1, to allow for a Co- President.

Amended at Annual Meeting - January 26, 2006. Art.3, Section 14, to create an Executive Committee.

Amended at the Special Meeting of the Association, February 28, 2013. Art. 2, Section 1, to include all residents of the Town of New Paltz at least 18 years old as members of the library association.

Amended at a Board of Trustees meeting, May 23, 2013. Art. 3, Section 1, to change the maximum number of trustees to between 12 and 15.

Adopted at Annual Meeting - January 21, 2016. Art. 3, Section 1, adopted amendment of maximum number of trustees from 12 to 15.

Amended at Annual Meeting – January 21, 2016. Article 1, Section 4 and Article 3, Section 8, to change “majority” of trustees from “7” to “majority of current trustees” to reflect change in maximum number of trustees from 12 to 15;

Article 3, Section 11, to make a Friends group permissive rather than mandatory;

Article 4, Section 1, to allow for a Co- or Second Vice President;

Article 4, Section 5, to delete “membership” before donations;

Article Seven to Article Six, to correct Article numbering;

Article Six (formerly “Article Seven”), to change “of the meeting” to “before the meeting” for clarity’s sake.

ARTICLE ONE: NAME AND MISSION

Section 1. The name of the corporation shall be the Library Association of the Elting Memorial Library, New Paltz, New York.

Section 2. The mission of the Elting Memorial Library will be to provide and maintain public library service to all residents of New Paltz and to promote knowledge, understanding, and an appreciation of literature through all media forms and information technology as the library believes

an informed populace is the bulwark of democracy.

ARTICLE TWO: MEMBERSHIP AND MEETINGS

Section 1. All residents of the Town of New Paltz who are at least 18 (eighteen) years old are members of the library association.

Section 2. The annual meeting of the membership for the election of trustees whose terms shall have expired, adoption of the annual budget and such other business as may be properly transacted shall be held immediately preceding the regular January meeting of the Board of Trustees.

The Secretary shall send a written notice two weeks in advance of said meeting to each trustee and a public notice to the principal newspapers. The Secretary shall also post a similar notice in the library one week in advance of the meeting.

Section 3. A Nominating Committee shall be appointed by the President two months prior to the Annual meeting. The Nominating Committee shall present candidates for the vacant trustee seats to the Annual Meeting.

Section 4. Special Meetings of the membership of the association shall be called by the President of the Board at any time, but only for a stated purpose or if the President receives a written request for a special meeting signed by a majority of the current trustees.

Notice of a special meeting is to be posted in the library by the Secretary one week before the meeting.

Section 5. Seven (7) members present at any annual meeting or special meeting of the association shall constitute a quorum.

ARTICLE THREE: BOARD OF TRUSTEES

Section 1. The Board of Trustees shall consist of not less than twelve (12) and not more than fifteen (15) members, four (4) of whom shall be elected at each annual meeting for a term of three (3) years.

Section 2. A Trustee may serve two (2) full consecutive terms with a third term permissible, if approved by two-thirds of the remaining trustees.

Section 3. Trustees must be residents of the Town of New Paltz and must be members of the association.

Section 4. When a vacancy occurs on the Board of Trustees, the Board may fill the unexpired term until the next annual meeting or the Board may choose to leave the trusteeship vacant until the next annual meeting.

Section 5. The Board of Trustees shall have the custody and control of all property, real and personal, of the association; direct the care, investment and management of the same; incur all necessary debts and obligations; audit and direct the payment of all just claims against the corporation; and generally conduct the library's affairs.

The Board shall also hire and annually evaluate the Library Director, approve and monitor library policies and promote the Library in the community. The Board shall also carry out and perform all other duties as outlined in the Handbook for Library Trustees of New York State (current edition) and the MHLS Newsletter (Spring, 1994).

Section 6. The Board of Trustees shall meet not less than ten (10) times per year at the Elting Memorial Library. The exact date and time of meetings shall be established by the Board at its first meeting after the Annual Meeting. All meetings shall be open to the public except executive sessions as allowed under the NYS Open Meetings Law.

Section 7. Trustees must attend all Board meetings. If a Trustee is unable to attend a meeting, the President must be notified. Failure to attend three (3) successive meetings without notification shall be assumed to be a resignation and the vacancy may be filled by the Board until the next annual meeting.

Section 8. A majority of the current Board members shall constitute a quorum for Board meetings.

Section 9. The following shall be standing committees: Buildings, Grounds, Finance, Membership, Fundraising, and Legislative. Special committees may be established as deemed necessary.

Section 10. The President of the Board shall appoint all committee members and chairs with their agreement. Each Trustee must serve on at least one committee. Non-Board members may be appointed to committees by each committee chair to bring special capabilities for the resolution of problems confronting the committee.

Section 11. An auxiliary organization known as the Friends of Elting Library may be constituted to support the activities of the Library in cooperation with the Board.

Section 12. The Board shall have the power to create Honorary Trusteeships in recognition of a member (s) who have made significant and outstanding contributions to the library through a long-term commitment and active involvement in its well-being.

Section 13. Robert's Rules of Order, Newly Revised shall govern board meetings where they are not inconsistent with these by-laws.

Section 14. There shall be an Executive Committee of the Board comprised of the Officers of the Board to act on behalf of the Board when an emergency decision must be made. The Executive Committee can be called into session by any Executive committee member with twenty-four (24) hours notice.

ARTICLE FOUR: OFFICERS

Section 1. The Officers of the corporation shall be a President, Vice President, Secretary and Treasurer to be recommended for election from their number by the nominating committee. The board may also appoint a Co-President and/or Co-Vice President or Second Vice President and/or an assistant Secretary and/or an assistant Treasurer.

Section 2. The President shall act as chairperson of the Board of Trustees and shall preside at all membership and board meetings. The President is the principal executive officer of the corporation and shall manage the affairs of the corporation subject to the decisions of the Board of Trustees.

Section 3. The Vice President shall perform the duties of the President if absent. Should the President resign, the Vice President shall perform the duties of the President until a new President has been elected by the Board of Trustees at the first Board meeting after the Annual meeting.

Section 4. The Secretary shall keep a written record of all meetings and official actions of the Library Association and the Board of Trustees. The Secretary shall notify members of the association of the annual or special meetings.

Section 5. The Treasurer shall collect all donations and other monies payable to the corporation and keep the assets of the corporation. The Treasurer shall pay bills and salaries as have been approved by the Board and shall render a quarterly financial report of the income and expenses, and assets and a yearly report to the membership of the corporation's financial condition at the annual meeting. The Treasurer's accounts shall be audited annually and this audit shall be available at the annual meeting.

ARTICLE FIVE: LIBRARY DIRECTOR

Section 1. The Library Director shall have charge of the Library and Library Personnel, carry out the policies of the Board of Trustees, recommend other policies and actions to the Board on problems or projects and/or which advice is sought from the Board. The Director shall attend all meetings of the membership and of the Board. The Director shall have the right to speak on all matters under discussion at the Board or membership meetings. The Director does not have a vote.

Section 2. The Library Director with the Treasurer shall prepare a proposed annual budget for consideration by the Board and membership.

Section 3. The Library Director shall carry out all other duties and responsibilities of the Librarian as stated in A.L.A. (1978).

ARTICLE SIX: AMENDMENTS

These By-Laws may be amended by a two-thirds (2/3) vote of those members present at any Annual or special meeting of the membership provided two (2) weeks public notice of the proposed amendment(s) has been given before the meeting.

*An association library, as defined by the New York State Department of Education is "a private corporation established by members of the association. It contracts with a unit(s) of government to provide library service. In legal terms this contract may be written, oral or implied, but it always exists."