Bylaws of Hay Memorial Library
Sackets Harbor, New York

Article I
Purpose

Hay Memorial Library is a non-profit 501(c)(3) organization, an association library chartered under New York State Education Law. The library serves Sackets Harbor and the Town of Hounsfield, providing educational and cultural opportunities to all, through free and open access to library collections, materials, programs, and services.

Article II
Board of Trustees

The Board of Trustees shall consist of not fewer than five (5) and no more than fifteen (15) trustees, with the current number being eleven (11) trustees.

Trustees shall be elected for terms of three (3) years, staggered to maintain a one-third turnover of the Board each year. An elected trustee may serve three (3) consecutive terms and may be nominated again after at least one year has passed from the conclusion of their last term.

The Board has the right to elect trustees to replace those who may have resigned, died, or been removed for cause. Trustees may not be related to one another, or be domestic partners or spouses. All resignations from the Board must be submitted in writing. The Board may also of its own accord decide to add additional trustees by amendment to the bylaws.

A duly constituted quorum is defined as six (6) trustees present.

Article III
ANNUAL MEETING

1. The Annual Meeting shall be held in June, or on a date to be set by the Board of Trustees.

2. Notice of the Annual Meeting and Notice of Proposed Agenda shall be given at least ten (10) days prior to the meeting to the library community in the form of a mailing, e-mailing or news media or any combination thereof.

3. At the Annual Meeting the Nominating Committee shall present to the Board of Trustees a slate of candidates recommended as Trustees for the coming year. Additional candidates may be nominated and seconded from the floor providing prior consent of the candidates has been obtained.

Article IV
ELECTION OF OFFICERS

At the first meeting of the Board of Trustees following the Annual Meeting, the Nominating Committee shall present its recommended slate of officers. Nominations may be made from the floor providing the prior consent of such nominees has been obtained. Only members of the current board of trustees in good standing are eligible for office. Election of officers shall proceed with each newly elected trustee present having one vote.

1. Term of Office.
Officers shall be elected at the first regular meeting following the Annual Meeting and shall not serve more than two (2) successive three (3) year terms.

2. Duties of Officers

President. The President is responsible for the conduct of the affairs of the organization and represents the organization to the public. The President chairs all meetings of the organization, appoints committees, and is an ex-officio member of all Board committees except the Nominating Committee. The President shall chair all Executive Committee meetings. The President is an official signatory on all documents.

Vice President. The Vice President carries out the duties of the President in the absence of the President.

Secretary. The Secretary records the minutes or appoints someone to do so. The Secretary, with the authority of the President, is an official signatory on all documents.

Treasurer. The Treasurer receives all monies of the organization; keeps accurate records of all receipts and disbursements and presents a written report at each Board meeting. The Treasurer oversees the fiscal operation and procedures of the organization and prepares the budget. The Treasurer shall be a member of the Finance Committee.

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Library Director/Manager– The board shall appoint a Library Director/Manager who shall be the Executive Director of the policies adopted by the board. The Director/Manager is supervised by the President.

The Director/Manager, or other staff as designated, may serve as secretary to the board at all meetings, and prepares and maintains meeting minutes.

ARTICLE V
BOARD OF TRUSTEES MEETINGS

1. Regular meetings of the Board shall take place no fewer than ten times per year.

2. In order to transact the business of the library a quorum must be present at board meetings. Six (6) Trustees in attendance shall constitute a quorum.

3. All meetings shall be in accordance with parliamentary procedure as defined by Roberts Rules of Order, Newly Revised.

4. A vote of the majority present shall be considered as a vote of the entire Board.

5. An absent Trustee may vote by writing, e-mailing or faxing his or her intention to the President.

6. From time to time, the President may convene a workgroup of the whole Board or as many members that may be available to discuss and deliberate items of concern to the organization. No formal Board action may be taken at workgroup meetings.

7. Unexcused absences from three (3) consecutive regularly scheduled Board meetings may be deemed a resignation from the Board.

8. A Special Meeting may be called at any time by the Board of Trustees, with five (5) days' notice given by the Executive Committee.

9. During times of facility closure due to natural disasters, pandemics, or in other emergency circumstances, the President may convene the board to meet by teleconference, videoconference, or similar virtual format to discuss and conduct the business of the organization. Formal board actions may be taken at such meetings.

ARTICLE VI
STANDING COMMITTEES

The duties of each committee shall be such as are associated with its name or as assigned to it by action of the board.

1. Executive Committee
The Officers elected by the board constitute the Executive Committee. The committee exists to consult with the President in between Board meetings. The Committee can act in emergency situations as if it were the Board. Three (3) of the four (4) members will constitute a quorum at such meetings, and a majority of the Committee must vote to approve any motions at such meetings.

2. Finance Committee
Oversees all financial aspects of the organization and coordinates all fundraising activities. Provides input to Treasurer in developing annual budget.

3. Personnel Committee
Conducts annual review of Library Manager. Makes recommendations to full board for employee evaluations and compensation. Conducts periodic review of relevant NYS Labor Laws and ensures library compliance with NYS Labor practices and requirements.

4. Development
Working in close coordination with the Budget and Finance Committee, and with the Library Manager, develops a comprehensive fundraising plan to support and carry out the mission of the library, including short and long-term funding.

5. Building and Grounds
Working in close consultation with Library Manager, the committee oversees, schedules, and coordinates all interior and exterior building maintenance, renovations, repairs, and safety issues.

6. Events and Outreach
Working in close consultation with Library Manager, the committee plans and coordinates library special events and community outreach activities.

7. Nominating Committee
The President shall appoint three (3) members to a Nominating Committee no later than three months before the Annual Meeting. The committee shall consist of a Trustee who shall be the Chair, and two current trustees. The committee will present nominees at the annual Meeting and shall recommend nominees during the year when a vacancy occurs on the Board.

In addition the committee will propose nominees for Officers at the first Board meeting following the annual meeting.

8. Ad-hoc Committees
The President shall appoint from time to time such other ad-hoc committees and chairs as are necessary to carry out the goals of the organization. All ad-hoc committees are encouraged to have at least one member from the library community-at-large.

ARTICLE VII
AMENDMENTS

Any amendment to adopt, amend or repeal the Bylaws shall be submitted in writing to all members of the Board of Trustees at least 21 days before the meeting of the board of directors at which the said proposed amendment(s) shall be voted.

A two-thirds vote of Board of Directors is required to adopt, amend or repeal any Bylaw at a regularly scheduled meeting.