



BY-LAWS

ARTICLE 1: ORGANIZATION

The powers of the Cordelia A. Greene Library shall be vested in the Board of Trustees (“Board”). The Board shall be authorized to take any and all actions in furtherance of the library and make all rules, regulations, and policies for transactions of the business of the library, not inconsistent with law, its charter, and these By-Laws.

ARTICLE 2: TRUSTEES

1. The Board of Trustees shall consist of seven members who reside within the geographical limits of the library service area who shall be elected to office by eligible voters at the annual meeting for a term of three years (see Article 3).
2. If any trustee fails to attend three consecutive meetings without an excuse accepted as satisfactory by the trustees, they shall be deemed to have resigned, and the vacancy shall be filled (Ed. Law Sec 226).
3. Any trustee may resign at any time by submitting his or her resignation in writing to the President of the Board. Such resignation shall be effective upon approval of the board.
4. Each trustee shall have a handbook containing:
 - a. Library Policies
 - b. Job Description
 - c. Personnel Policy
 - d. By-Laws
 - e. Long Range Plan
 - f. Current Budget
 - g. Minutes of the previous three meetings

This handbook shall be returned to the Library upon the completion of the trustee’s term.

ARTICLE 3: ELECTIONS

Sixty days prior to the annual meeting, an announcement shall be posted within the library soliciting nominations for library trustee seats that may be vacant and/or will be up for election at the upcoming annual meeting. The announcement shall specify that nominations must be received by the Board Secretary no later than 30 days prior to the annual meeting. To be valid, a nomination must include written confirmation from the nominee of their willingness to perform the duties of a library trustee, which shall be posted along with the notice soliciting nominations. All nominations received shall be placed on the ballot at the annual meeting. The

election at the annual meeting shall be by voice vote except in cases where there are more nominations than available seats on the Board. In this case, the vote shall be by written ballot with the results being tabulated, certified, and announced by the Board Secretary. Eligible voters must be present at the annual meeting to cast their vote.

An eligible voter shall be defined to be anyone 18 years of age or older residing within the geographical limits of the library service area.

In case of a vacancy, the Board of Trustees is empowered to appoint a trustee to fill the unexpired term.

ARTICLE 4: OFFICERS

1. 1 The officers of the Board shall be a President, Vice President, Secretary, and Treasurer. All officers shall be elected for a term of one year.
2. The **President** shall preside at all meetings and shall have the usual powers of a presiding officer.
3. The **Vice President** shall act as President in the absence of the President, and in the absence of any other officer, be responsible for the information pertinent to that office.
4. The **Secretary** shall record the minutes and conduct its correspondence.
5. The **Treasurer** shall prepare individual vouchers and a monthly abstract of bills to be paid for each meeting, pay bills, deposit monies received, keep accurate financial records, prepare income and expense statements, prepare balance sheets, and perform duties generally associated with that office. In addition, the Treasurer will be the Chief Fiscal Officer of the VanArsdale Family Endowment Perpetual Fund.

ARTICLE 5: MEETINGS

1. The regular meetings of the Board of Trustees shall be held on the third Monday of every month except July and December. Those meetings shall be held at such a place and time as may be prescribed by the Board.
2. Public Notice of all Board meetings shall be given in accordance with the open meetings provisions of the Public Officers Law.
3. In accordance with the New York State Open Meetings Law, all meetings of the Board are open to the public. Executive sessions may be called and held when necessary. Every Executive Session must first be approved in an open meeting by a majority vote and the purpose of the session recorded in the minutes of the open meeting.
4. The annual meeting shall be held at the regular April meeting. The purpose of said meeting shall be the submitting of annual reports, review of the Long Range Plan,

election of officers, and completion of annual conflict of interest form.

5. Special meetings may be held on the call of the President or any two trustees.
6. A majority of the whole board, including vacancies, shall be quorum, and a majority shall be necessary for the transaction of business.
7. Any Board member unable to attend any meeting of the Board shall notify the President in order to assure a quorum at each meeting.
8. Proceedings shall be conducted in the manner usual in deliberative bodies as follows:
 - a. Minutes of the previous meeting
 - b. Treasurer's report
 - c. Library Manager's report
 - d. Reports of Committees
 - e. Old Business
 - f. New Business
 - g. Adjournment

This order of business may be altered or suspended during any meeting of the Board by the unanimous consent of the trustees present.

ARTICLE 6: BUSINESS & COMMITTEES

1. All reports of Committees, if requested, shall be presented in writing.
2. The Board Packet (comprised of Agenda, minutes, Director's Report and other items for discussion or action) should be distributed one week prior to the board meeting.
3. The Library Manager shall prepare the agenda for the monthly meeting.
4. No action of any Committee shall be binding until approved by the Board unless full authority has previously been given by the Board.
5. No Committee shall authorize any expenditure without authority of the Board.

ARTICLE 7: LIBRARY MANAGER

The Library Manager, who has been appointed by the Board, shall be considered the Board's Chief Executive Officer. The Library Manager shall have charge of the administration of the library and shall be directly responsible to the Board of Trustees.

The Library Manager shall attend all meetings of the Board of Trustees and respond to questions from trustees. The Library Manager shall give a report to the Board at all regular meetings. The Library Manager may participate in the discussions at meetings of the Board and Committees and offer professional advice but shall not have a vote.

ARTICLE 8: AMENDMENT OF BY-LAWS

The By-Laws may be repealed, amended, or added to at regular meetings of the Board by a quorum of the trustees.

ARTICLE 9: DISSOLUTION

In the event that the Cordelia A. Greene Library should for any reason dissolve, the Board of Trustees shall, after making provision for payments of all liabilities of the organization, dispose of all the assets of the organization as follows: All remaining assets of said Cordelia A. Greene Library shall be donated to the Village and Town of Castile to be equally divided and used for public purposes.

ARTICLE 10: INUREMENT/LEGISLATIVE

No part of the net earnings of the organization shall inure to the benefit of or be distributed to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes.

No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

AMENDMENTS TO BY-LAWS OF THE CORDELIA A. GREENE LIBRARY Adopted January 18, 1993

Notwithstanding Clause

Notwithstanding any other provision of these articles, the corporation is organized exclusively for one or more of the following purposes: religious, charitable, scientific, testing for public safety, literary, or educational purposes, or to foster national or international amateur sports competition (but only if no part of its activities involved the provision of athletic facilities or equipment), or for the prevention of cruelty to children or animals, as specified in section 501 (c)(3) of the Internal Revenue Code of 1954, and shall not carry on any activities not permitted

to be carried on by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954.

Inurement Clause

No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, director, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation), and no member, trustee, officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

Political/Legislative Clause:

No substantial portion of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation; and no part of the activities of the corporation shall be participating or intervening in (including the publication of statements) any political campaign on behalf of any candidate for public office

Dissolution Clause

In the event of dissolution, all of the remaining assets and property of the corporation shall after payment of necessary expenses thereof be distributed to such organizations as shall qualify under section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or, to another organization to be used in such manner as in the judgment of a Justice of the Supreme Court of the State of New York, will best accomplish the general purposes for which this corporation was formed.

In the event that the amendments to the by-laws adopted January 18, 1993, conflict with the by-laws adopted in February 1987; the amendments adopted January 18, 1993, shall be the deciding regulation. By-laws amended and added to in 2004 as well as 2007 shall be the accepted regulations.

Original By-Laws Adopted February 1987

Major Changes:

Articles I and II amended Sept. 27, 2004

Articles II –VIII renamed III-IX Sept. 27, 2004

Article III, Section 7 added Nov. 26, 2007