

# **By-Laws**

## **Ewell Free Library, a Free Association Library**

### **Mission Statement**

The Ewell Free Library exists to provide free access for all the residents of Alden to opportunities for learning, recreation and personal growth through the resources and personnel of the library.

### **Preamble**

The Board of Trustees (hereinafter designated as the "Board") of the Ewell Free Library, a corporation created under a charter granted under Section 253 of the New York State Education Law by the Board of Regents of the State of New York, dated April 26, 1906, shall be governed by the laws of New York State, the regulations of the Commissioner of Education and by the following by-laws.

### **By-Laws**

#### **1. Name of Organization**

- a. The name of the organization shall be the Ewell Free Library.

#### **2. Purpose**

- a. The purpose of the organization is to provide quality library service to the residents, adult and youth, of Alden.

#### **3. Fiscal**

- a. The fiscal year of the library shall begin January 1 and end December 31.

#### **4. Membership**

- a. Membership shall be by application or solicitation, subject to approval of the Board.

#### **5. Board of Trustees**

- a. The Library shall be governed by a Board of Trustees. The Board shall consist of five members, elected for terms of five years each. One trustee to be elected each year. The newly elected member will take office at the first meeting of the Board following the annual meeting.
- b. Eligibility for office shall be limited to members of the Association. In as much as employees of the Library may be members of the Association, an employee may not be a member of the Board.
- c. Any Board member who fails to attend three consecutive meetings without excuse may be deemed to have resigned.
- d. Any vacancy on the Board shall be filled by special election by the remaining members of the Board for the remainder of the term of that particular position.
- e. Each Trustee shall have one vote, irrespective of office held.
- f. A Trustee must be present at a meeting to have his/her vote counted.
- g. 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 approval of the Board.

#### **6. Officers**

- a. The officers of the Board of Trustees shall be the President, Vice-President, Secretary and Treasurer, elected by the Board at its first meeting following the annual meeting.
- b. The officers shall serve a term of one year, or until their successors are duly elected.

- c. No officer shall receive compensation for duties rendered. Expenses associated with the position may be reimbursed.
- d. The **President** shall be the Chief Executive Officer of the Board, whose duties shall include, but are not limited to, the following:
  - Preside at the annual Meeting of the Association.
  - Preside at all meetings of the Board.
  - Sign official documents on behalf of the Board.
  - Oversee all actions, policies and regulations of the Board.
  - Set the agenda for all meetings.
  - Appoint committee members, and chairpersons where needed.
  - Serve as an ex-officio member of all committees.
  - Prepare an annual report to be presented at the Annual Meeting of the Association.
- e. The **Vice-President** shall carry out the responsibilities of the President in the event of the absence or disability of the President, or of a vacancy in that office.
- f. The **Secretary** shall:
  - Keep a true and accurate record of all meetings of the Board.
  - Send correspondence as directed by the Board.
  - Issue notice of all regular and special meetings.
  - Maintain a current record of the membership of the Association.
  - Maintain a current record of the terms of office of the Trustees and Officers.
  - Perform such other duties as are generally associated with that office.
- g. The **Treasurer**, as distributing officer of the Board, shall:
  - Receive and manage all funds of the Library and deposit them in the Alden State Bank as decided by the Board.
  - Keep an account of all receipts and expenditures and report the same in writing at each regular meeting of the Board.
  - Make all disbursements from the account(s) of the Library.
  - Co-sign all checks on the accounts. The other co-signer shall be an officer of the Board or designated person.

## 7. Director/Manager

- a. The Board shall appoint a Director/Manager who shall be the executive officer of the policies of the Board and shall have charge of the administration of the Library under the direction and review of the Board.
- b. The Director/Manager shall:
  - Be responsible for the care of the building and equipment, for the employment and direction of the staff; for the efficiency of the Library's service to the public; and for the operation of the Library under the financial conditions contained in the annual budgets.
  - Render and submit to the Board reports and recommendations of such policies and procedures, which, in the opinion of the Director/Manager, will improve efficiency and quality of library service.
  - Attend all Board meetings.

## 8. Committees

- a. Committees for special purposes may be appointed by the President. Such committees shall serve until completion of the work for which they were appointed.
- b. All committees shall make a progress report to the Board at each of its meetings.
- c. No committee will have other than advisory powers unless, by suitable action of the Board, it is granted specific power to act.
- d. The President shall be an ex-officio member of all committees.

## 9. Meetings

- a. Meetings of the Board shall be held in the even-numbered months—February, April, June, August, October and December the date and hour to be set by the Board.
- b. The Secretary shall notify members of all meetings at least five days before the meeting.
- c. A special meeting may be called at any time by the President or upon request of three members of the Board for a specific reason. No business may be transacted at such special meetings except the stated business.
- d. All meetings of the Board, except executive sessions, are subject to the New York State Open Meeting Law and are open to the public.
- e. A simple majority of the existing members of the Board shall constitute a quorum for the conducting of all business.
- f. The order of business for regular meetings shall include, but not limited to, the following items which shall be covered in the sequence shown unless circumstances make an altered order more efficient:
  - Call to order
  - Approval of agenda
  - Disposition of minutes of previous regular meeting and any intervening special meetings.
  - Financial report
  - Director/Manager's report
  - Committee reports
  - Communications
  - Unfinished business
  - New business
  - Public presentation, or discussion with, the Board.
  - Adjournment
- g. The Annual Meeting of the Association shall be held in April of each year. The business transacted at this meeting shall include the hearing of reports, including the President's report, and the operating and financial reports of the previous year, and the election of a Trustee.
- h. One-fifth of the Association membership shall constitute a quorum for the Annual Meeting.
- i. Proceedings of all meetings shall be governed by the latest revision of *Robert's Rules of Order*.

## 10. Friends of the Library

- a. There may be an official auxiliary of the Library known as Friends of the Alden Ewell Free Library. It shall be made up of volunteer persons interested in furthering the program of the library.
- b. Its purpose shall be:
  - To create public support for the library.
  - To provide financial assistance to purchase items not covered in the regular budgets.
  - To raise funds for specific needs to continue or expand the library program, subject to approval of the Board of Trustees.
  - To sponsor programs designed to add to the cultural life of the community.
  - To build community awareness and use of the library.
  - To work for library legislation or appropriations from local, county and state legislative bodies.
  - To support the freedom to read as expressed in the American Library Association Bill of Rights.

## 11. Amendments

- a. Amendments to these By-Laws may be made by a majority vote of the membership at any Annual Meeting of the Association, or at a special membership meeting called by the Board of Trustees upon at least five days' notice.

*Approved, as corrected, by the Ewell Free Library Board of Trustees, dated May 12, 2008.*

*Approved by the Ewell Free Library Association, dated June 11, 2008.*

*Approved as amended by the Ewell Free Library Board of Trustees, dated April 20, 2015.*