

# **The By-Laws of the Red Hook Public Library, Inc.**

## **Mission Statement**

The mission of the Red Hook Public Library is to encourage free and open access to learning, to be a place where Red Hook connects and a place for all to experience the joy of reading and the power of information.

## **Preamble**

The Board of Trustees (hereafter designated as the "Board") of the Red Hook Public Library, having been incorporated under the law governing incorporated village libraries, as provided by the University of the State of New York, dated April 26, 1904, shall be governed by the laws of New York State, the regulations of the Commissioner of Education, and by the following by-laws.

### **Article I. Name and Location**

The library shall be known as the Red Hook Public Library, located in the village of Red Hook, Dutchess County, New York. The service area of the library is coterminous with the Village of Red Hook.

### **Article II.**

In accordance with state law governing such an institution, the use of the library shall be forever free to the inhabitants of the municipality, subject always to the rules of the Trustees of the library, who shall have the authority to exclude any person or persons who violate the rules of the library.

### **Article III. Fiscal**

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

### **Article IV. Board of Trustees**

- a. The governing body of this library shall be a Board of Trustees of a minimum of five (5) and maximum of seven (7) members, appointed for terms of five (5) years each.
- b. In case of the death or removal of a trustee, his or her place on the Board shall be declared vacant and may be filled by the Board of Trustees, subject to the approval of the Village Board, at any meeting within three (3) months after the death or removal of the Trustee.
- c. Should a Trustee wish to resign from the Board, his or her resignation must be made in writing and mailed to the President of the Board of Trustees.
- d. A majority of the Board shall constitute a quorum.

- e. Absence from three (3) consecutive meetings shall constitute resignation from the Board. The President shall inform the absent Board member in writing that he or she is no longer on the Board.
- f. Each Trustee shall have one (1) vote, irrespective of office held.
- g. A Trustee must be present at a meeting to have his or her vote counted.
- h. 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 or her office shall exercise any administrative responsibility with respect to the library nor, as an individual, command the services of any library employee.

#### **Article V. Officers**

- a. The officers of the Board shall be the President, Vice-President, Secretary and Treasurer, elected annually by the Board at the annual meeting. These officers shall serve for a period of one (1) year or until their successors shall have been duly elected.
- b. The duties of such officers shall be as follows:
  - 1. The President shall preside at all meetings of the Board, authorize calls for any special meetings, appoint all committees, execute all documents authorized by the Board, service as an ex-officio voting member of all committees, and generally perform all duties associated with that office. The President is the Parliamentarian for the Board meetings. In the case of an even number of Trustees at Board meeting requiring a vote, the President will not vote.
  - 2. 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 functions of the President.
  - 3. The Secretary shall keep a true and accurate record of all meetings of the Board, shall issue notice of all regular and special meetings, and shall perform such other duties as are generally associated with that office.
  - 4. The Treasurer shall be the disbursing officer of the Board and shall perform such duties as generally devolve upon the office. In the absence or inability of the Treasurer, his or her duties shall be performed by such other members of the Board as the Board may designate.

## **Article VI. Director**

The Board shall appoint a Director who shall be the executive officer and shall have charge of the administration of the library under the direction and review of the Board. The Director shall attend all Board meetings except the portion of the meeting at which the Director's appointment or salary is to be discussed or decided. The Director shall have the right to speak on all matters under discussion at Board meetings, but shall not have the right to vote thereon.

## **Article VII. Committees**

- a. The President of the Board shall have the power to form standing and special advisory committees and appoint all committee members thereon. Non-board members may be appointed to a special advisory committee.
  1. Standing committee members shall be appointed at the annual meeting and serve for one (1) year.
  2. Special advisory committee members shall be appointed as needed and serve until the end of the business for which they were appointed.
- b. The members of an advisory committee shall be notified of every meeting of the Board and be present, if possible. They shall have the right to speak on any matter that may come up for consideration at any meeting of the Board, but shall not have the right to vote thereon.
- c. All committees shall make a progress report to the Board.
- d. The President shall be, ex-officio, a member of all committees.

## **Article VIII. Meetings**

- a. Meetings shall be held each month, the date and hour to be set by the Board.
- b. There shall be an Annual Meeting in December and election of Officers each year, and a written notice of the same, stating the day and time of the meeting.
- c. The Board of Trustees of this library may lay out, or continue to lay out, establish, construct, manage and operate the library, and upon discontinuance of the same may sell and convey the same, subject to limitations and restrictions provided in the New York State law governing incorporated village libraries.
- d. Robert's Rules of Order, latest edition, shall govern the procedure at all meetings.

**Article IX. Amendments**

Amendments to these by-laws may be proposed at any regular meeting, and shall be voted upon at the next regular meeting. Written notice of the proposed amendment or amendments shall be sent to all absent members at least ten (10) days prior to the voting session. A simple majority of the Board shall be sufficient for adoption of an amendment.