

# **LAKEWOOD MEMORIAL LIBRARY BY-LAWS**

## **MISSION STATEMENT**

The Lakewood Memorial Library's mission is to help community members of all ages improve their quality of life by providing access to resources and services that meet their personal, educational, and professional needs.

## **PREAMBLE**

The Board of Trustees (hereinafter designated as the "Board") of the Lakewood Memorial 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 December 18, 1970, 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**

The name of the organization shall be the Lakewood Memorial Library.

### **2. PURPOSE**

The purpose of the organization is to provide superior library services to the residents of our Legal Service Area and the community members at large.

### **3. FISCAL**

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

### **4. BOARD OF TRUSTEES**

- a. The library shall be governed by a Board of Trustees. The Board shall consist of nine (9) members, elected for terms of three (3) years each.
- b. Eligibility for office shall be limited to adults residing or owning property or owning a business within the Southwestern Central School District.
- c. No member shall serve for more than three (3) consecutive three-year terms. Retired Board members are eligible to serve again after one year.
- d. As such terms expire, a successor may be elected by a majority vote of Board members. Vacancies due to causes other than expiration of term shall be filled for the balance of the unexpired term.
- e. Each Trustee shall have one (1) vote. A Trustee must be present at a meeting to have his or her vote counted.

- f. 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/her office, shall exercise any administrative responsibility with respect to the library nor, as an individual, command the services of any library employee.
- g. The Board shall have the power to remove Officers and Directors for cause.
- h. All resignations from the Board shall be made in writing and addressed to the President.

## 5. OFFICERS

The officers of the Board shall be the President, Vice-President, Secretary and Treasurer, elected annually by the Board. These officers shall serve for a period of no more than three (3) consecutive one-year terms. The duties of such officers shall be as follows:

- a. 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, serve as an ex-officio voting member of all committees, and generally perform all duties associated with that office.
- b. 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. The Vice President shall ensure that Board meetings are conducted in compliance with these by-laws and accepted meeting procedures.
- c. 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 including Board correspondence.
- d. 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/her duties shall be performed by such other members of the Board as the Board may designate. The Treasurer is responsible for assuring compliance with all applicable federal and state financial reporting requirements.

## 6. DIRECTOR

The Board shall appoint a Director 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. The Director shall be responsible for the care of the buildings 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 budget. The Director shall render and submit to the Board reports and recommendations of such policies and procedures, which, in the opinion of the Director, will improve efficiency and quality of library service. 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 be an ex-officio member of all committees.

## **7. COMMITTEES**

- a. The Executive Committee shall consist of the officers of the Board. The Executive Committee will serve as the Personnel Committee and the Finance Committee.
- b. A Nominating Committee shall be appointed by the President three months prior to the Annual meeting. This committee will present a slate of officers and names of candidates for new trustees. Additional nominations may be made from the floor.
- c. Committees for specific purposes may be appointed by the President. Such committees shall serve until the completion of the work for which they were appointed.
- d. All committees shall make a progress report to the Board at each of its meetings.
- e. No committee will have other than advisory powers unless, by suitable action of the Board, it is granted specific power to act.

## **8. MEETINGS**

- a. Regular meetings of the Board of Trustees shall be held at least bi-monthly. The Secretary shall notify each Board member at least five (5) days, but not more than ten (10) days, prior to each meeting.
- b. Absence from three (3) consecutive Board meetings shall constitute automatic dismissal from the Board unless the Board defers this dismissal by majority vote. The President shall inform the absent Board member in writing that he/she is no longer on the Board. If dismissal is deferred by Board action, the President shall inform the absent Board member in writing the conditions of this deferral.
- c. A special meeting of the Board may be called at any time by the President or upon the request of three (3) members for a specific purpose. No business may be transacted at such special meetings except the stated business.
- d. The Annual meeting shall be held in June of each year. The business transacted at this meeting shall include the election of new trustees and new officers.
- e. The operating, financial, and investment reports for the previous year shall be presented within the first quarter of the fiscal year.
- f. A simple majority of the Board of Trustees shall constitute a quorum for the transaction of any business. If a quorum is not present at a regular meeting, the attending members may set a date for another meeting, and the presiding officer shall notify the absent members of this specially called meeting.

g. The order of business for regular meetings shall include, but not be limited to, the following items which shall be covered in the sequence shown unless circumstances make an altered order more efficient:

- i. Roll call of members
- ii. Disposition of minutes of previous regular meeting and any intervening special meetings
- iii. Treasurer's report
- iv. Director's report
- v. Committee reports
- vi. Communications
- vii. Unfinished business
- viii. New business
- ix. Period for public expression
- x. Adjournment

h. Board members must be present for the majority of each meeting to be recorded as "present."

## **9. AMENDMENTS**

a. Amendments to the 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 present at the next regular meeting shall be sufficient for adoption of an amendment.

b. Any rule or resolution of the Board, whether contained in these By-Laws or otherwise may be suspended temporarily in connection with business at hand, but such suspension, to be valid, may be taken only at a meeting at which two-thirds of the members of the Board shall be present and two-thirds of those present shall so approve.

## **10. PROCEDURE**

All procedures not specified herein shall be in accord with *Robert's Rules of Order, Revised*.

***APPROVED BY THE LAKEWOOD MEMORIAL LIBRARY BOARD OF TRUSTEES, DATED JUNE 14, 2018. Revised July 11, 2019. Revised August 13, 2020. Revised May 17, 2022. Revised September 20, 2022.***