

**The By-Laws  
Of  
The Richards Library**

# **Mission Statement**

The Richards Library provides a wide-range of unbiased source materials and utilizes traditional and modern methods that will educate, inform, entertain and provide the basis for a life-long learning experience. We offer the community a safe space that encourages inquiries, free thought, an exchange of ideas and a forum for discussion. As we strive to expand the community's global knowledge, we also endeavor to expand and preserve its cultural and historical uniqueness within that global setting.

## **Preamble**

The Board of Trustees of the Richards Library, an association, chartered by the University of the State of New York, July 1, 1901, amended on June 22, 2009, hereby enacts the following By-laws:

## **Articles**

### **Article I: Membership**

1. The Board shall consist of 5-15 members and maintain a minimum of 7 voting members.
2. Vacancies on the Board are filled by nomination and selected by a majority vote of the existing Board.
3. The term of office for Trustees shall be 5 years to begin immediately upon the date of election and shall not be limited to any set number of terms.
4. Newly elected Trustees shall be provided with appropriate orientation by the Board President and Library Director.
5. All Board members shall be given a copy of The Richards Library By-laws as well as a copy of the Handbook for Library Trustees of New York State.

### **Article II: Officers**

1. The officers of the Board shall be President, Vice-President, Secretary and Treasurer.
  - a) Each officer shall be elected for a one year term or until a successor has been duly elected.
  - b) Vacancies among the officers shall be filled by election at a regular or special meeting and a majority vote of the Trustees shall be necessary for the election.
2. Elections shall be held at the last regular meeting of the library year, by majority vote of the Board. The fiscal year of the library shall be the calendar year.
3. Duties of the Officers:

## **Article II: Officers (Cont'd)**

- a) The President shall preside at meetings of the Board, set the agenda, call special meetings of the Board, appoint all committees and select the chair for each committee as well, execute all documents authorized by the Board and generally perform the duties of a presiding officer.
- b) The Vice-President, in the event of absence or disability of the President, or of a vacancy in the office, shall assume and perform the duties and functions of the President. The Vice-President shall be co-chair of the Finance and Budget Committee.
- c) The Secretary shall have charge of the records of the Board and shall keep minutes of its meetings. Each member of the Board shall receive a copy of the minutes. A copy of the minutes shall be available for public study.
- d) The Treasurer shall be the Chief Financial and Disbursement Officer of the Board and shall perform such duties as general devolve upon the office. In the absence or inability of the Treasurer, his/her duties shall be performed by such members of the Board as the Board may designate. The Treasurer shall pay out funds by checks signed by the Treasurer and co-signed by another Trustee authorized by the Board. The Treasurer shall keep accurate records for all moneys received and disbursed and shall make a report thereof the Board quarterly and at other times as the Board shall require. The Treasurer shall submit the finance section of the annual report the New York State Education Department as required. The Treasurer will attend regular and special meetings. The Treasurer is employed by the Board and as such is not a member of the Board. The Treasurer shall have the right to speak on all matters under discussion at Board Meetings, but shall not have the right to vote thereon. The Treasurer, as chair and the Vice President as co-chair shall share the responsibilities for any Finance and Budget Committee.

## **Article III: Duties of the Board**

Duties of the Board are as outlined in the Handbook for Library Trustees of New York State. The Board may consider and act on any matter before it with or without recommendations from a committee. The President shall appoint standing or special committees as is deemed necessary. Each committee chairperson shall be responsible for periodic meetings of the committee and shall have an opportunity to report at each regular meeting of the Board. The President shall be a member, *ex-officio*, of all committees except the nomination committee. The Board of Trustees, being few in number will serve as a group on all fact finding and decision-making aspects concerning the library. When no specific committee is formed, the Board will act as a group.

The Board of Trustees shall:

1. Have general supervision of the policies and plans for the fiscal resources of the Library. It will be responsible for, but not confined to:
  - a) Preparing and approving an annual budget.

- b) Evaluating and advising School District Tax Levy, monetary accounts, financial and investment plans, grants, memorial and other gifts and fund-raising in a manner advantageous to the annual and future needs of the Library.
  - c) Requesting and considering recommendations from all committees.
  - d) Seeking and receiving public funds on an on-going and regular basis and reporting to funding authorities on how funds are spent and what services the Library offers to the community.
2. Oversee the maintenance and upkeep of the Library building and grounds. It shall conduct periodic inspections of the building and grounds and shall make recommendations concerning repairs and alterations, replacement or addition of building equipment, insurance coverage of the building, anticipated expenses to be included in the annual budget, and such other matters as may be referred to it.
  3. Recruit, recommend and present final candidates for the Director of the Library. It shall evaluate the performance of the Director and make recommendations for salary and benefits and shall adjudicate, if necessary, any formal grievance brought to it by a staff member.
  4. Be responsible for evaluating the future library needs of the community and presenting a plan which will provide for the growth and improvement of the Library and library services. It shall enlist the librarian, when necessary, in planning a program for approval by the Board.

#### **Article IV: Library Director**

1. The Board shall appoint a qualified Library Director who shall be the executive and administrative officer of the Library and who shall be appointed as specified in New York State Education Commissioner's Regulation §90.8.
2. The Library Director shall be responsible for the proper performance of the duties as spelled out in the job description provided by the Board.
3. It shall be the duty of the Library Director to attend all meetings of the Board, including budget meetings. The Library 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 V: Committees**

1. A nominating committee shall be appointed by the President of the Board in September which will present a slate of officers in November for election at the December meetings. Additional nominations may also be made from the floor.
2. Committees for specific purposes are appointed by the President of the Board who shall be notified of all committee meetings, time and place. Such committees shall serve until the completion of the work for which they were appointed. The President of the Board is a member, *ex-officio*, of all committees except the nominating committee.
3. All committees shall present a report to the Board at each of its meetings.
4. Standing Committees shall be:

## **Article V: Committees (Cont'd)**

- a) The Finance and Budget Committee will be comprised of a Chairperson and Co-Chairperson, at least two other Board members and the Library Director.
- b) The Building and Grounds Committee will be comprised of a Chairperson at least two Board members and the Library Director.
- c) The Personnel Committee will be comprised of a Chairperson and at least two Board members. The Committee deals with staff matters and nominates candidates for new Trustees. Additional nominations may be made on the floor.
- d) The Outreach Committee will be comprised of a Chairperson, Director and Staff Representative.
- e) The Policy Committee will be comprised of a Chairperson, Director and at least two past or present Trustees.

## **Article VI: Meetings**

1. Meetings shall be held at least quarterly and shall be open to the public, except when personnel issues are being discussed.
2. Special meetings shall be held at the call of the President or any three Trustees for a specific purpose. No business may be transacted at such special meetings except the stated business.
3. Written notice of all meetings shall be sent by the Secretary to each member at least five days before any meeting.
4. A Majority of the Board shall constitute a quorum.
5. The order of business shall be presented in an agenda prior to the meeting. Inclusion of items in the agenda must be made to the Director at least three days prior to any Board meeting or items in the agenda must be made to the Director with reasonable notice. This restriction allows for the promised one hour Board meeting.

## **Article VII: New York Sales and Use Tax Law**

According to Section 116(a), Paragraph 4, of the New York Sales and Use Tax Law, the Board shall comply with the following provisions:

1. Dissolution Provision: In the event of the dissolution, all of the remaining assets and property of the organization shall, after necessary expenses thereof, be distributed to such organizations as shall qualify under Section 501(c)(3) of the Internal Revenue Code, or corresponding provisions of any subsequent Federal Tax Law; or to the federal government, or to a state or local government, for public purpose; or to another organization to be used in such a manner as, in the judgment of a Justice of the Supreme Court of the State of New York, will best accomplish the general purpose for which this organization was formed. Distribution of assets will conform to New York State Education Commissioner's Regulation §220.

## **Article VII: New York Sales and Use Tax Law (Cont'd)**

2. Non-Inurement Provision: No part of the net earnings of the organization shall inure to the benefit of any member, trustee, director, officer of the organization or any private individual (except that reasonable compensation may be paid for services rendered to or for the organization).
3. Restrictive Legislation Provision: No substantial part of the activities of the organization shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Internal Revenue Code Section 501(h)), or participating in or intervening in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.
4. Restrictive Purposes and Activities Provision: Notwithstanding any other provision of these articles, the organization is organized exclusively for literary or educational purposes 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 an organization exempt from Federal Income Tax under Section 501(c) (3) or corresponding provisions of any Federal Tax Laws.

## **Article VIII: Directors, Officers, and Employees**

The Richards Library, having its principal office at 36 Elm Street, Warrensburg, New York, 12885, in the County of Warren, New York, from and after the date hereof shall hold harmless any and all Trustees, Officers, Directors, and Staff from any and all liability, claims, demands, or expenses by reason of acting as a Trustee, Officer, Director, or Staff or otherwise by reason of any and all actions performed or omissions to act by reason of being a Trustee, Officer, Director, or Staff, or otherwise of the System (New York State Education Law §720(a), Paragraph 11).

## **Article IX: Amendments**

1. 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 days prior to the voting session. These By-laws may be repealed, amended, or added to by a majority vote of a quorum, as that term is defined in **Article VI** of these By-laws.
2. 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.

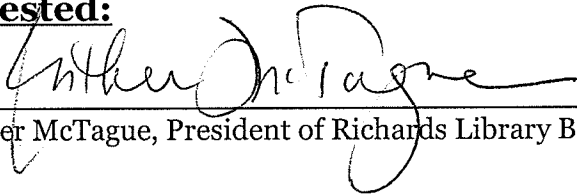
## **Article X: Procedures**

All procedures not specified herein shall be conducted in an informal, accommodative and cordial manner.

**Article X: Procedures (Cont'd)**

These By-laws of Richards Library were duly reviewed and adopted by a majority vote of the Board of Trustees on the 6<sup>th</sup> day of February, 2017.

**Attested:**



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Esther McTague, President of Richards Library Board of Trustees

9-19-19  
Date

**Reviewed, amended and approved by the full membership of The Richards Library Board of Trustees on 6 June 2018.**

**Reviewed, amended and approved by the full membership of The Richards Library Board of Trustees on 17 September 2019.**