

BY-LAWS OF THE TUXEDO PARK LIBRARY

(As amended and effective following approval at the monthly Meeting of the Board of Trustees on November 14, 2018)

I. NAME AND PURPOSE

The name of the corporation is the Tuxedo Park Library (the "Library"). The Library is a domestic corporation duly chartered by the Regents of the University of the State of New York, and has its principal place of business in Tuxedo, Orange County, New York.

The purpose of the Library shall be to promote and encourage the development and maintenance of library service for free public use by the residents of the Town of Tuxedo.

II. TRUSTEES

The Library shall be governed by a Board of Trustees which shall be responsible for the general management of the Library including all of its property, real and personal. They shall be responsible for making policy and strategic decisions and shall provide ways and means for the maintenance and endowment of the Library; and suitable building or rooms; furniture, books, periodicals, electronic media, other Library materials and equipment; and shall make rules for its convenient and free use by the public. They may, under such conditions as they deem expedient, extend the privileges of the Library to persons living outside the Town of Tuxedo. They shall appoint and fix the salary of a competent Library Director. The Board shall be authorized to take any and all actions in furtherance of the Library's purposes, and make all rules, regulations, and policies for the transaction of the business of the Library, not inconsistent with law, its Charter and these By-laws.

There shall be a range of the number of trustees to be not less than five nor more than nine with the current number being eight. The Library Director shall serve as a non-voting ex-officio member of the Board of Trustees.

New Trustees shall be selected by the existing members of the Board of Trustees and shall be approved by a vote of at least seventy-five percent of the current members of the Board of Trustees.

The term of office for members of the Board of Trustees shall be three years. A Trustee may serve for more than one term if approved by a vote of at least seventy-five percent of the current members of the Board of Trustees.

Any Trustee may be removed with or without cause by a vote of at least seventy-five percent of the current members of the Board of Trustees.

The Board of Trustees has the power to fill vacancies.

III. OFFICERS AND DUTIES

The Officers shall be a President, Vice President, Secretary and Treasurer, all of whom shall be elected at every Annual Meeting by the Board of Trustees from among their own members. An individual Trustee may hold up to two (2) Officer positions, except the Trustee serving as President may not hold a second Officer position. The Officers shall serve until the following Annual Meeting. Officers may serve for more than one term.

The President shall preside at the meetings of the Board of Trustees and of the Executive Committee, shall execute for the Library all formal papers, and shall perform all acts and duties incidental to the office. The President shall be an ex-officio member of all committees.

The Vice President shall perform all of the President's functions in the absence or disability of the President. In the absence of both the President and Vice President the Trustee with the most years of service shall perform the President's functions.

The Secretary shall record all official acts of the Board of Trustees, and have custody of all its official books, records and documents except those in current use by another officer. The Secretary shall attend to the giving and receiving of all notices to the Library, shall attend to such correspondence as may be assigned, and shall in general perform all duties incidental to this office. In the absence or disability of the Secretary, these duties shall be performed by the Treasurer or Vice President.

The Treasurer shall oversee the receipt of all funds belonging to the library and shall arrange for same to be kept in one or more separate accounts until paid out. The Treasurer shall assure that an accurate account is kept of every receipt and expenditure, with date, purpose and amount. The Treasurer shall report the financial condition of the Library at meetings of the Board of Trustees and whenever required by the Finance Committee. The books and accounts shall be open at all reasonable times to inspection by any of the Trustees.

IV. MEETINGS

The regular meetings of the Board of Trustees shall be held at the Library on a day and time to be established by the Board. The Annual Meeting at which new Officers and Trustees are elected or re-elected shall be in January of each year. Special meetings of the Board may be called by the President, or in the absence of the President, by the Vice President. At special meetings only business stated in the call can be transacted. At a meeting of the Board of Trustees a majority of current board members as stated in Section II. shall constitute a quorum.

V. PARLIAMENTARY PROCEDURE

The Rules contained in Roberts' Rules of Order, Revised, shall govern meetings of the Board of Trustees in all cases in which they are applicable and are not inconsistent with these By-laws.

VI. COMMITTEES

The Board of Trustees shall choose at the Annual Meeting four standing committees: (a) Finance, (b) Building, (c) Executive, (d) Nominating, each consisting of at least three members, to serve for one year

or until successors are appointed. The committee members shall act under the direction of the Trustees, and report to them from time to time. At the discretion of the Board of Trustees, membership on all committees except the Executive Committee may be extended to individuals who are not Trustees. The President, in consultation with the Library Director, shall have the authority to appoint additional committees, including advisory committees, as needed to carry out the work of the Library. The President shall be an ex-officio member of all committees. The Library Director shall be a non-voting ex-officio member of all committees with the exception of the Executive Committee.

(a) The Building Committee shall be responsible for overseeing the maintenance and upkeep of the building and grounds. The Library Director shall notify the Building Committee of any requirements as they arise.

(b) The Finance Committee shall include the Treasurer and at least two other officers. This Committee shall oversee the fiscal policy of the Library and shall participate in the annual budgeting process. It shall recommend a fiscal course of action for approval by the Board of Trustees and may seek financial advice when necessary. It shall have supervision of all library funds, income, investments, expenditures, and all property.

(c) The Nominating Committee shall be appointed by the President three months prior to the Annual Meeting. The Nominating Committee shall present a proposed slate of officers to be voted upon by the Board of Trustees at the Annual Meeting. Additional nominations of prospective officers may be made at the Annual Meeting from the floor. Trustees whose terms have expired may be nominated for subsequent terms. An ad hoc committee will consider prospective new Board members from time to time and will make recommendations for same to the Board of Trustees.

(d) The Executive Committee shall be composed of the Officers and shall control and supervise the Library buildings and grounds, the furnishings and care of rooms, rules for readers and employees, and all the matters of administration not specifically assigned to another committee or acted on by the full Board of Trustees. The Executive Committee shall meet annually to evaluate the Library Director and to set the Library Director's compensation. All actions taken by the Executive Committee shall be presented to the full Board of Trustees at the next meeting and shall be subject to the approval of the Board.

VII. FISCAL YEAR

The fiscal year shall run from January 1 to December 31.

VIII. LIBRARY DIRECTOR

The Library Director shall, under the Executive Committee, have immediate charge of the Library and shall be responsible for all day-to-day operations of the Library including staffing, content of the collection of Library materials, care and safety of materials, and maintenance of the facility. The Library Director shall supervise the work of all other employees and promptly report any delinquency. The Library Director shall keep an exact and detailed account of all money received from all sources, and

report same to the Treasurer monthly. The Library Director shall bring before the Board any matters requiring their attention; shall report in full at each Annual Meeting of the Board; and shall discharge such other duties as may be prescribed by the Board. The Library Director shall not incur any significant debt or liability, other than as set forth in the annual budget as adopted by the Board of Trustees, without express authority from the Board of Trustees.

IX. AMENDMENTS:

Amendments to these By-laws may be proposed at any regular Board of Trustees 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. A simple majority of the Board shall be sufficient for adoption of an amendment.

Approved on November 14, 2018