

**BY-LAWS OF THE BOARD OF TRUSTEES
SALINA FREE LIBRARY
100 BELMONT STREET
MATTYDALE, NEW YORK**

ARTICLE I - NAME

Section 1. This organization shall be called "The Board of Trustees of the Salina Free Library" (hereinafter referred to as The Board.)

ARTICLE II - PURPOSE

Section 1. To provide all members of the local community with free library services for personal enrichment and self-development. To promote and encourage the cultural, social, civic, technological and educational improvement of the local community within the scope of a free association library.

ARTICLE III - MEMBERSHIP

Section 1. The Board shall be composed of no less than five and no more than fifteen members who shall be residents of the Town of Salina or the North Syracuse Central School District, all of whom shall have a vote at meetings of The Board. Currently, the number of Trustees serving on the Board stands at eight.

Section 2. Membership shall be by either nomination from the Nomination Committee or by open nomination by Library Association members from the floor and requiring a majority vote of Library members present at the annual meeting.

Section 3. Terms of membership shall be for three years unless a voluntary resignation is submitted or a removal for cause has been taken by The Board.

Section 4. The Board shall have the power to expel for cause any member. Such action shall require a majority vote of the Board at the next scheduled meeting. A written notice of a hearing before The Board and a copy of the charges brought against him/her must be provided to the member at least ten days before the meeting.

Section 5. Vacancies occurring in an unexpired term shall be filled by a candidate receiving a majority vote of The Board at the most convenient regular business meeting or at a special meeting called by the President. Such a membership appointment shall be an interim appointment lasting for the remaining period of the original term of membership.

ARTICLE IV - Officers

Section 1. The officers shall be a president, a vice-president, a secretary, and a treasurer elected from by the Library Association members present at the Annual meeting.

Section 2. A nominating committee shall be appointed by the president in March of each year, two months prior to the annual meeting. The nominating committee shall present a slate of officers to the Library Association at the annual meeting. Additional nominations may be made from the floor at that time.

Section 3. Officers shall serve a term of one year from the annual meeting at which they are elected and until their successors are duly elected.

Section 4. The President shall preside at all meetings of The Board, authorize calls for special meetings, appoint all committees, execute all documents authorized by The Board, serve as an ex-officio voting member of all committees, be one of three authorized co-signers of checks and generally perform the duties and functions of the President.

Section 5. The Vice-president, in the event of absence or disability of the President, or of a vacancy in that office, shall assume and perform the duties and functions of the president, including being one of three authorized co-signers of checks.

Section 6. The Secretary shall keep a true and accurate record of all meetings of The Board, which shall be made available for inspection by the public upon request. The secretary shall issue notices of all regular and special meetings, and shall perform such other duties associated with that office.

Section 7. The Treasurer shall be the disbursing officer of The Board, be one of three authorized co-signers of all checks (checks must be signed by a minimum of two authorized co-signers), present periodic reports as may be required by The Board, and shall perform such other duties associated with that office. He/she shall not be required to be bonded as passed by a resolution of The Board. In the absence or inability of the Treasurer, his/her duties shall be performed by such members of The Board as it may designate.

Section 8. No officer or member shall incur any indebtedness on behalf of The Board without the authority of The Board.

ARTICLE V – MEETINGS

Section 1. The regular meetings shall be held each month, the date and time to be set by The Board.

Section 2. The annual meeting, which shall be for the purpose of electing officers and the adoption of an annual report, shall be held in the month of May or at such date and time as designated by The Board.

Section 3. The order of business for the regular meetings shall include, but not be limited to, the following items which shall be cover in the sequence shown so far as circumstances permit:

1. Roll call of members [and Call to Order]
2. Vote to accept minutes of previous regular meeting and any intervening special meetings.
3. Treasurer's monthly Report.
4. Library Director's monthly Report
5. Youth Services Librarian Report
6. Digital Services Librarian Report
7. Unfinished Business.
8. New Business.
9. Committee Reports.
10. President's monthly Report.
11. Public presentation to or discussion with The Board
12. Adjournment.

Section 4. Special meetings may be called by the secretary at the direction of the president, or at the request of four members of The Board, for the transaction of business as stated in the call for the meeting. No regular business of The Board is to be resolved during the course of a special meeting.

Section 5. Executive sessions may be called by the secretary at the direction of the president based on NYS PUBLIC OFFICERS LAW, ARTICLE 7 - OPEN MEETINGS LAW - §105. Conduct of executive sessions (*reference copy of NYS Open Meetings Law on file*).

Section 6. A quorum for the transaction of business at any meeting shall require a majority (over half the sitting members of the Board) to be present.

Section 7. Robert's Rules of Order shall govern the conduct and proceedings of all meetings.

Section 8. An Executive Committee made up of the Board President, Vice-president, Treasurer and Secretary who, in intervals between meetings of the trustees, may transact such business of the library as the trustees may authorize, except to make removals from office.

ARTICLE VI - LIBRARY DIRECTOR AND STAFF

Section 1. The Board shall appoint a qualified library director who shall be the executive and administrative officer of the library on behalf of The Board and under its review and direction.

Section 2. The director shall recommend to The Board the appointment of other employees and specify their duties and pay rates and shall be held responsible for the proper direction and supervision of the staff. The Board shall approve all appointments and pay rates at the next regular meeting.

Section 3. In the case of part-time or temporary employees, the director shall have the interim authority to appoint without prior approval of The Board, provided that any such appointment shall be reported to and approved by The Board at its next regular meeting.

Section 4. The director shall be held responsible for maintaining an adequate and proper selection of materials in keeping with the stated policies of The Board, and for the efficiency of library services to the public.

Section 5. The director shall be held responsible for the financial operation of the library within the limitations of the budgeted appropriations.

Section 6. The attendance of the library director, the Youth Services Librarian and the Digital Services Librarian shall be required at all regular meetings of The Board except those at which his/her salary or tenure are discussed or when excused by The Board.

Section 7. The director shall be held responsible for notifying The Board of all significant repairs and/or improvements necessary to insure proper care and maintenance of library property. Any repair or improvement involving significant expenditures must be communicated to the Board President except in an emergency situation where at least one officer of The Board must be contacted.

ARTICLE VII – COMMITTEES

Section 1. The president shall appoint committees of one or more members each for such specific purposes as the business of The Board may require from time to time. A committee shall be considered to be discharged upon completion of the purpose for which it was appointed and after the final report has been made to The Board. The finance committee shall be a standing committee and remain in force for as long as The Board retains any fiduciary responsibilities.

Section 2. All committees shall make periodic progress reports to The Board at its meetings as required by the Board.

Section 3. No committee shall have other than advisory powers unless, by suitable action of The Board, it is granted specific power to act.

ARTICLE VIII - GENERAL

Section 1. An affirmative vote of the majority shall be necessary to approve any action before The Board. The President may vote upon and may move or second any proposal before The Board.

Section 2. The Board shall be guided by a written, Board-approved long-range plan. The Board shall also adopt an annual written budget that should be developed and presented to The Board by the finance committee.

Section 3. These by-laws may be amended by the majority (more than half) vote of the members of The Board provided written notice of the proposed amendment shall have been offered to all members at least ten days prior to the meeting at which such action is proposed to be taken.

Section 4. 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. For such suspension to be valid it must be initiated only at a meeting in which a majority (more than half) of The Board shall be present and all but one affirmative votes are cast supporting the suspension.

Section 5. The Salina Free Library, a free association library located at 100 Belmont Street in the Town of Salina, shall have its status changed or be dissolved only upon a unanimous vote of The Board of Trustees. The Board shall take these actions only when all alternatives have been completely analyzed and the safe and financially sound operation of the library is no longer possible. It shall be The Board's first and main responsibility to maintain the status of the library as a free association library. Failing that, The Board must pursue any alternative, such as becoming a school district, special district or central branch library. These choices should ensure that the general public will still be provided with access to free public library services. If it becomes necessary to close the library, The Board must make every attempt to dispose of the library's contents in a manner which will be of maximum benefit to the community it serves, with transfer of the contents to other local libraries being a primary goal. Upon completion of disposal of the library's contents, ownership of the building and grounds shall revert to the Town of Salina and the North Syracuse Central School District.

Section 6. The Board of Trustees, the director, members of staff and volunteers shall be held indemnified against liability in any action brought against them while they are engaged in the normal operation of their library duties.

Adopted by the Board of Trustees, Salina Free Library on this day: August 15, 2022