



**BYLAWS OF THE
ELTING MEMORIAL LIBRARY ASSOCIATION
OF NEW PALTZ, NEW YORK**

AS AMENDED AND ADOPTED JANUARY 26, 2023

The Board of Trustees (hereinafter designated as the Board) of the Elting Memorial Library shall be governed by the laws of New York State, by the regulations of the Commissioner of Education and by the following bylaws.

ABOUT THE ELTING MEMORIAL LIBRARY AND ASSOCIATION LIBRARIES

What is today known as the Elting Memorial Library was chartered in 1909 by the New York State Board of Regents as the New Paltz Free Library. In 1920, the Library's charter was amended by the Board of Regents to change the name from the New Paltz Free Library to the Elting Memorial Library of New Paltz, New York.

As stated in New York State Law, a free association library is established by a group of private individuals for the benefit and free use on equal terms of all the people of the community in which the library is located. Once established, all libraries are expected to provide the same basic services and must meet Education Department minimum public library standards. The Elting Memorial Library, like all chartered and registered public and association libraries in New York, is under the authority of the Board of Regents. *(From The Laws of New York Consolidated Laws of New York, Chapter 16 Education; Title 1 General Provisions; Article 5 University of the State of New York; Part 2 Libraries; Sections 253 and 254.)*

Association libraries contract with a unit of local government to provide library service to the residents of that jurisdiction. In legal terms, this contract may be written, oral or implied; but it always exists. In addition to Education Law, association libraries are subject to some aspects of the New York State Not-for-Profit Corporation Law. *(From Handbook for Library Trustees of New York State, Jerry Nichols, Palmer School of Library and Information Science, LIU Post, Brookville, New York and Rebekkah Smith Aldrich, Mid-Hudson Library System, Poughkeepsie, New York, 2018.)*

ARTICLE ONE: NAME AND MISSION

Section 1. The name of the corporation shall be the ~~Library Association of the~~ Elting Memorial Library Association of New Paltz, New York.

Section 2. Elting Memorial Library's mission is to promote literacy, build community, and inspire lifelong learning. The Library's extensive collections, unique historical holdings, cultural programs, services and events, provided in a welcoming and inclusive atmosphere, shall be an accessible resource for all.

ARTICLE TWO: MEMBERSHIP AND MEETINGS

Section 1. All residents of the Town of New Paltz who are at least 18 (eighteen) years old are members of the Library Association.

Section 2. The annual meeting of the membership shall be held immediately preceding the regular January meeting of the Board of Trustees. At this meeting, association members in attendance will vote for Board candidates presented by the nominating committee. The Board will vote for officers presented by the nominating committee, present the Library's adopted budget for the year ahead and conduct any other business as it determines.

The Secretary shall send a written notice at least two weeks in advance of said meeting to each trustee and a public notice to the principal newspaper. The Secretary shall also ensure that a similar notice is posted in the Library and on the Library's website at least one week in advance of the meeting.

Section 3. The nominating committee's responsibility is to solicit candidates for board vacancies, research their backgrounds and start the process of preparing them for possible board service. The committee should conduct the interviews, prepare questions and submit recommendations as needed to the Board. This committee also prepares a slate of board officers in accordance with Article Four and presents both the slate of officers and the slate of trustees at the Annual Meeting for election by the Board.

Section 4. Special meetings of the membership of the association shall be called by the President of the Board at any time, but only for a stated purpose or if the President receives a written request for a special meeting signed by a majority of the current trustees.

Notice of a special meeting is to be posted in the Library by the Secretary one week before the meeting.

Section 5. A majority of members present at any annual meeting or special meeting of the association shall constitute a quorum.

ARTICLE THREE: BOARD OF TRUSTEES

Section 1. The Board of Trustees shall consist of not less than twelve (12) and not more than fifteen (15) members. Terms are three years. At least four (4) members shall be elected at each annual meeting.

Section 2. A Trustee may serve two (2) full consecutive terms. A third term permissible if approved by two-thirds of the remaining trustees.

Section 3. Trustees must be residents of the Town of New Paltz.

Section 4. When a vacancy occurs on the Board of Trustees, the Board may fill the unexpired term until the next annual meeting or the Board may choose to leave the trusteeship vacant until the next annual meeting.

Section 5. The Board of Trustees shall have the custody and control of all property of the Library Association; direct the care, investment and management of the same; incur all necessary debts and obligations; audit and direct the payment of all just claims against the corporation; and generally conduct the Library's affairs.

The Board shall also hire and annually evaluate the Library Director, approve and monitor library policies and promote the Library in the community. The Board shall also carry out and perform all other duties as outlined in the Handbook for Library Trustees of New York State (current edition).

Section 6. The Board of Trustees shall meet not less than ten (10) times per year at the Elting Memorial Library. The exact date and time of meetings shall be established by the Board at its first meeting after the annual meeting. All meetings shall be open to the public except executive sessions as allowed under the New York State Open Meetings Law.

Section 7. Trustees must attend all Board meetings. If a Trustee is unable to attend a meeting, the President must be notified. Failure to attend three (3) successive meetings without notification shall be assumed to be a resignation and the vacancy may be filled by the Board until the next annual meeting.

Section 8. A majority of the current Board members shall constitute a quorum for Board meetings.

Section 9. The following shall be standing committees: facilities, finance, development, long-range plan, nominating and policy. Special committees may be established as deemed necessary.

Section 10. The President of the Board shall appoint all committee members with their agreement. Each trustee must serve on at least one committee. The President shall also appoint committee chairs. Each committee chair may appoint individuals who are not board members to their committee, provided that a majority of each committee are trustees.

Section 11. An auxiliary organization known as the Friends of Elting Library may be constituted by the Board to support the activities of the Library in cooperation with the Board.

Section 12. The Board shall have the power to create Honorary Trusteeships in recognition of members who have made significant and outstanding contributions to the Library through their long-term commitment and active involvement in its well-being.

Section 13. Robert's Rules of Order, Newly Revised shall govern board meetings where they are not inconsistent with these bylaws.

Section 14. The executive committee of the Board shall consist of five members. Membership shall be comprised of current officers and, if needed, the immediate past president or a member at large chosen by majority vote of the Board. The committee may act on behalf of the Board as may be necessary for proper functioning of the Library between meetings of the Board. The executive committee can be called into session by any executive committee member with twenty-four (24) hours notice.

ARTICLE FOUR: OFFICERS

Section 1. The officers of the corporation shall be a President, Vice President, Secretary and Treasurer to be recommended for election from their number by the nominating committee. The Board may also appoint a Co-President and/or Co-Vice President or Second Vice President and/or an Assistant Secretary and/or an Assistant Treasurer.

Section 2. The President shall act as chairperson of the Board of Trustees and shall preside at all membership and board meetings. The President is the principal executive officer of the corporation and shall manage the affairs of the corporation subject to the decisions of the

Board of Trustees.

Section 3. The Vice President shall perform the duties of the President if the President is absent. Should the President resign, the Vice President shall perform the duties of the President until a new President has been elected by the Board of Trustees at the first Board meeting after the annual meeting.

Section 4. The Secretary shall keep a written record of all meetings and official actions of the Library Association and the Board of Trustees. The Secretary shall notify members of the association of the annual or special meetings.

Section 5. The Treasurer, in coordination with the Library Director, shall coordinate the development and approval of the annual budget and shall have charge of all Library funds, shall act as a liaison with banks and financial institutions and shall authorize payment of all bills for line-budgeted and uniquely Board-approved expenses upon receipt of Director-approved bills. The Treasurer shall compile and distribute a summary report of all income and expenditures in advance of each regular meeting of the Board, with details provided upon request of any member of the Board. The treasurer will also participate in the preparation of annual financial filings and in periodic audits as determined by the Board.

ARTICLE FIVE: LIBRARY DIRECTOR

Section 1. The Library Director shall be a full-time professional position serving at the discretion of the Board of Trustees and in compliance with State of New York regulations. Per New York State regulation related to the population of the Library's service area (the Town of New Paltz), the Library Director must hold a master's degree in library science as well as New York State Public Librarian Certification.

Empowered with the sole charge of the administration of the Library, the Director shall manage the Library within guidelines set forth by the Board of Trustees and the State of New York. The Director will operate under the review of the Board and within the annual budget.

The Library Director shall be a non-voting participant at meetings of the Board of Trustees and shall attend all meetings of the membership and the Board, except those portions at which their appointment, retention, evaluation or salary is to be discussed. The Library Director shall be the person served with any legal paperwork requesting access to information that is protected by law.

Section 2. The Library Director will collaborate with the Treasurer in the preparation of

proposed annual budgets for discussion by the Finance Committee and for consideration and approval by the Board.

Section 3. The Library Director shall carry out all other duties and responsibilities of the Librarian as stated by the American Library Association (1978).

ARTICLE SIX: ANNUAL BUDGET

The annual budget shall be adopted before the end of the fiscal year, which is January 1st through December 31st. The Library Director and the Treasurer will collaborate on the preparation of the budget for the upcoming year, which will be reviewed by the finance committee and other committees as needed. The budget will be presented to the Board no later than the October meeting for approval no later than the December meeting. The Board shall authorize all expenditures and transfers, except as delegated by bylaw and policy. A copy of the current annual budget shall be maintained at the Library.

ARTICLE SEVEN: AMENDMENTS

These bylaws may be amended, or be repealed, by a majority vote of the Trustees then in office at any meeting of the Board, provided that written notice of the proposed change or repeal has been provided in writing to members of the Board at least ten (10) days before, or has been presented at the regular meeting prior to the meeting at which the proposed change(s) will be considered by the Board. The notice shall include the language of the proposed change(s) and a brief statement of the purpose(s) thereof.

These bylaws amend and supersede any and all bylaws previously promulgated by the Board of Trustees. These bylaws adopted at the annual meeting of the Elting Memorial Library Association on January 21, 1960. Amendments are as follows:

- Amended at a special association meeting – May 6, 1963.
- Revised, amended and adopted at annual meeting – January 22, 1998.
- Amended at annual meeting – January 24, 2002. Art.4, Section 1, to allow for a Co-President.
- Amended at Annual meeting – January 26, 2006. Art.3, Section 14, to create an Executive Committee.
- Amended at the special meeting of the association, February 28, 2013. Art. 2, Section 1,

to include all residents of the Town of New Paltz at least 18 years old as members of the library association.

- Amended at a Board of Trustees meeting, May 23, 2013. Art. 3, Section 1, to change the maximum number of trustees to between 12 and 15.
- Adopted at annual meeting – January 21, 2016. Art. 3, Section 1, adopted amendment of maximum number of trustees from 12 to 15.
- Amended at annual meeting – January 21, 2016. Article 1, Section 4 and Article 3, Section 8, to change “majority” of trustees from “7” to “majority of current trustees” to reflect change in maximum number of trustees from 12 to 15; Article 3, Section 11, to make a Friends group permissive rather than mandatory; Article 4, Section 1, to allow for a Co- or Second Vice President; Article 4, Section 5, to delete “membership” before donations; Article Seven to Article Six, to correct Article numbering; Article Six (formerly “Article Seven”), to change “of the meeting” to “before the meeting” for clarity’s sake.
- Amended at annual meeting – January 26, 2023. Added “About the Elting Memorial Library and Association Libraries as introduction. Removed note regarding status of Library from end of document. Article 2, Section 2: budget and notice as they relate to the Annual Meeting of the Association changed. Article 2, Section 3: Amended to articulate responsibilities of Nominating Committee. Article 2, Section 5: Changed “Seven” to “A majority of.” Article 3, Section 3: Removed redundant phrase, “and must be members of the association.” Article 3, Section 9: Refined standing committees. Article 3, Section 10: Clarified language regarding committee membership. Article 3, Section 14: Removed “emergency” provision, replaced “as may be necessary for proper functioning of the Library between meetings of the Board.” Article 4, Section 5: Replaced description of Treasurer’s duties and responsibilities to reflect current practice. Article 5, Section 1: Replaced description of Director’s role to reflect current practice. Article 6: Added, related to change in Article 2, Section 2. Article 7: Renumbered. Was previously Article 6. Language replaced to reflect new process for amendment of these bylaws.