

BY-LAWS OF THE FENTON FREE LIBRARY ASSOCIATION

ARTICLE I – Name

1. This organization is and shall be known as the Fenton Free Library Association (the “Library” or the “Association”) existing by virtue of the provisions in the Provisional Charter Number 7807 granted by the Regents of the University of the State of New York on January 26, 1961 and made absolute on May 24, 1974, and exercising powers and authority and assuming the responsibilities delegated to it under the said Charter. The Library is located in the Moody Memorial Building, 1062 Chenango Street, Hillcrest, Binghamton, New York, 13901.

ARTICLE II – Object of the Association

1. To maintain a circulating library and reading room free for the public use of residents of Broome, Chenango, Delaware and Otsego counties; to cooperate with the Four County Library System (4CLS); to encourage and maintain public interest in reading; to provide social and educational programs for the community; to provide a place to gather and learn; to enlist community support for the Association; and to do all things necessary to further the stated objectives of the Association.

ARTICLE III – Membership of the Association

1. Any resident within the boundary of the Four County Library System eighteen (18) years of age or over, or a dependent aged five (5) to seventeen (17) with a parent/guardian signature, may become a member of the Association by signing the membership form available upon request.
2. Annual meeting. There shall be an annual meeting of the Association in January to introduce the members of the Board of Trustees and to receive the annual report of the library director as well as reports of the President and the Treasurer of the Board of Trustees and for the transaction of other business. A library representative shall post the annual meeting on the Association website seven (7) to fourteen (14) days prior to the meeting.
3. Special meetings. Special meetings of the Association may be called by the Board of Trustees at its discretion upon the same notice as for the annual meeting for the transaction of such business as may be specified in such notice.

ARTICLE IV - Management

1. Number and Election of Trustees. The business and affairs of the Fenton Free Library Association shall be

managed and conducted by a Board of Trustees that shall be not fewer than seven (7) nor more than eleven (11) in number, as determined by the Board of Trustees. The Trustees shall be elected by the Association at an annual or special meeting for a term of three (3) years. Until modified by resolution of the Board of Trustees the number of Trustees shall be ten (10).

2. **Terms of Trustees.** The term of a member of the Board of Trustees shall end on January 1 upon completion of the third full year following appointment unless the Trustee shall have resigned or otherwise terminated membership on the Board. A Trustee may serve additional 3-year terms upon the Trustee's request and a majority vote of the Board of Trustees; provided, however, the tenure of a member of the Board of Trustees shall be limited to two (2) consecutive full terms of three (3) years each.
3. **Trustee Absence.** Should any member of the Board of Trustees fail to attend three Board of Trustees meetings in a calendar year without sending a communication to the President or Secretary stating the reason for doing so, the remaining members of the Board of Trustees may declare the position vacant, and the Board shall proceed forthwith to fill the vacancy.
4. **Trustee Vacancies.** Whenever any vacancy occurs on the Board of Trustees by death, resignation, removal or otherwise, it shall be filled by majority vote of the remaining members of the Board. The Trustee so chosen shall hold office until the end of the vacated term. If the vacated term is fulfilled with eighteen (18) or more months of the three (3) year term remaining, then this shall equate to a full term. That Trustee is eligible for one (1) more consecutive term.
5. **Powers and Duties of Trustees.** The Board of Trustees may:
 - a. Provide for books and other collections, facilities, furnishings, equipment and the maintenance of the Library;
 - b. Provide for such staff and professional assistance as may be necessary and expedient to the operation of the Library;
 - c. Carry out the provisions of any contract with the Town of Fenton for use of the library building;
 - d. Promote the use of the Four County Library System;
 - e. Seek to obtain suitable income and endowment to carry out the foregoing;
 - f. Establish policies governing the use of the collection materials and facilities of the Library;

- g. Hold meetings at such times and places as it deems proper;
 - h. Admit members to the Association;
 - i. Audit bills and authorize disbursement of the funds of the Association;
 - j. Have such other powers and duties as shall be prescribed by law;
 - k. Devise and carry into execution such other measures as they may deem proper and expedient to promote the objectives of the association; and
 - l. Prepare and submit such reports as required by law and contract.
6. Training of Trustees. Each Trustee must comply with:
- a. The continuing education requirements outlined in Section 260-d of the New York State Education Law; and
 - b. The Sexual Harassment Prevention training requirements of the New York State Human Rights Law.
7. Removal of Trustees. A Trustee may be removed from the board for any or no reason upon the vote of at least two-thirds of Trustees.

ARTICLE V – Officers

- 1. Election. The officers of the Board of Trustees shall be elected at the regular December meeting of the Board of Trustees. The officers shall be a president, a vice-president, a secretary and a treasurer.
- 2. Term of Office. The officers shall serve a term of one year until their successors are duly elected.
- 3. Duties of officers.
 - a. The President shall preside at all meetings of the Board, issue notice of all regular and special meetings, authorize calls for any special meetings, appoint all committees, execute all documents authorized by the Board, serve as 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.

- c. The Secretary shall take and keep minutes of all meetings of the Board and post meeting minutes as required by applicable law.
- d. The Treasurer shall oversee deposits and expenditures of all monies of the Association, shall keep regular accounts of receipts and disbursements, shall submit proper records at meetings of the Trustees and Association; and comply with all Federal and State reporting requirements.

ARTICLE VI – Meetings

- 1. Notice of meetings. The President shall notify the Board of Trustees of any regular or special meeting not less than three (3) days prior to the time appointed for the meeting.
- 2. Special Meetings. The President may, when it is deemed necessary, or the Secretary shall at the written request of four members of the Board, issue a call for a special meeting of the Board as provided in ARTICLE III of the By-Laws.
- 3. Quorum. The presence of a majority of the Trustees (in person or virtual) shall be necessary to constitute a quorum for the transaction of business at any regular meeting or special meeting of the Board of Trustees. A majority of the quorum is required for any motion to pass. Association business discussed in a meeting without a quorum present may not be brought to vote, but shall be presented as Old Business at the next meeting.
- 4. Order of Business. 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 as far as circumstances will permit:

Roll call of Trustees
Disposition of minutes of previous meeting
Treasurer's report
Report of the Library Director
Committee reports
Communications
Old business
New business
Announcements and adjournment

- 5. Library Director. The Library Director shall attend all meetings, may participate in the discussion and offer professional advice, but is not permitted to vote on any matter presented to the board of Trustees.
- 6. Grant Writer. The Grant Writer shall submit a monthly report to the Board of Trustees. The Grant Writer is encouraged to attend all meetings, may participate in the discussion and offer professional advice, but

is not permitted to vote on any matter presented to the board of Trustees.

7. Public Meetings. All meetings of the Board of Trustees shall be open for observation to the public.

ARTICLE VII - Committees

1. The Finance Committee shall prepare annual budget requirements for the Board of Trustees and the Town of Fenton Board.
2. The Building and Grounds Committee shall arrange for the care and maintenance of Association property pursuant to the agreement between the town and the Library.
3. The Programming and Fund Raising Committee shall explore opportunities to raise supplementary funds in support of existing programs as well as in expanding the Library's outreach with new programs.
4. The Board Succession Committee shall present nominees for the Board's approval to replace any Trustee who has left due to resignation or term expiration.
5. The Volunteer and Personnel Committee shall recommend a candidate for Library Director to the Board of Trustees for approval when a vacancy occurs. The Committee shall perform an evaluation for the Library Director during December of each year and shall ensure that Trustees perform an annual self-evaluation. Performance criteria shall be set by the Committee and distributed to everyone affected. Additionally, the Committee shall work with the Volunteer Coordinator to oversee the volunteer activities of the Association.
6. The Public Relations and Marketing Committee shall make the community aware of the programs and services offered by the Library through appropriate means.
7. The Policy and By-Laws Committee shall review and update the Association By-Laws and existing policies of the Library on a regular basis and recommend revisions and new policies as necessary to ensure coordination with the Four County Library System and state recommendations.
8. The Scholarship Committee shall collect and review applications each spring for the awarding of the Fenton Free Library scholarship to graduating Seniors at the Chenango Valley Central School District. The committee shall recommend two (2) recipients to the Board of Trustees for approval. The Library Director and/or a Trustee shall present the awards at the designated school ceremony in June.
9. Ad hoc Committees may be established at the discretion of the Board of Trustees.

ARTICLE VIII – The Library Director

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.
2. The Library Director shall recommend to the Board the appointment and specify the duties of the Library employees. The Library Director shall make recommendations to the Board of Trustees on hiring, compensation, benefits and termination decisions with respect to Library employees; provided, however, that ultimate decision on all employee-related matters remains within the discretion of the Board of Trustees. The Library Director, as the executive and administrative officer of the Library, shall, with the assistance of the Volunteer and Personnel Committee, make all employees aware of their duties and ensure that they are carried out satisfactorily.
3. The Library Director shall have the interim authority to appoint part-time or temporary employees without prior approval of the Board provided that such appointments are reported at the next regular Board meeting and subject to change at the Board's discretion.
4. The Library Director is responsible for the proper direction and supervision of staff, the care and maintenance of Library property, the existence of an adequate collection of materials in keeping with the stated mission of the Association, efficient service to the public, and operating within the budgeted appropriation.

ARTICLE IX – Amendments

1. The Board may amend these By-laws by a majority vote of all Trustees provided notice of the amendment has been sent or delivered to each Trustee of the Board for review prior to any meeting.