

BOARD OF TRUSTEES
SCHENECTADY COUNTY PUBLIC LIBRARY
1.1 Bylaws

Mission Statement

The mission of the Schenectady County Public Library is to meet our community's informational, educational, cultural and recreational needs by providing free and open access to a comprehensive range of materials, services and programs.

ARTICLE I - Officers and Board Membership

1. The library shall be governed by a Board of Trustees. The Board of Trustees shall consist of 11 members appointed by the Schenectady County Legislature.
2. The officers of the Board shall be a President, Vice President, Secretary and Treasurer.
3. The President, who shall be a Trustee, shall be elected at the Annual Meeting in January in even numbered years. The President shall preside at all meetings and shall be the presiding officer. The President may serve a two-year term, and shall be eligible for reelection to a second two-year term. At the end of the second term, the President shall step down from office and be ineligible for election to the office of President for two years. If the President shall have completed the term of a President who left office, the two-term limit shall apply when they are elected to the Presidency.
4. The Vice President, who shall be a Trustee, shall be elected at the Annual meeting in January in even numbered years. The Vice President shall act as President in the absence of the President. The Vice President may serve a two-year term, and shall be eligible for reelection to a second two-year term. At the end of the second term, the Vice President shall step down from office and be ineligible for election to the office of Vice President for two years.
5. The Secretary, who shall be a Trustee, shall be elected at the Annual Meeting in January in even numbered years.
6. The Treasurer, who shall be a Trustee, shall be elected at the Annual Meeting in January in even numbered years. The Treasurer shall make biannual reports to the Board of Trustees of monies on deposit in approved banking institutions and report to the Board on all actions taken by the Treasurer since the last report.
7. Vacancies among the officers shall be filled at an election by vote at a regular meeting.
8. The President is the official spokesperson for the Board of Trustees. No other Trustee shall speak officially for the Board unless called to do so by the President and/or the Board of Trustees.
9. Trustees who fail to attend three consecutive meetings, without excuse accepted as satisfactory by the Trustees shall be deemed to have resigned, and the vacancies created shall be filled through requests to the Schenectady County Legislature.

ARTICLE II - Meetings

1. The Annual Meeting shall be held in January at such time, place and hour as may be prescribed by the Board, at which time officers shall be elected in even numbered years.
2. The regular meeting of the Board shall be held pursuant to a schedule adopted at the Annual Meeting for that year.
3. A special meeting of the Board may be called at any time by the President or upon the request of three members for a specific purpose. No business may be transacted at such a special meeting except the stated business.
4. All meetings shall be in compliance with the New York State Open Meetings Law.
5. Proceedings shall be conducted in the manner usual in deliberative bodies, and when not contrary to these rules, according to the latest edition of "Robert's Rules of Order." The presiding officer shall decide all questions of order, subject to appeal, and such vote on the appeal shall be held without debate.
6. The meetings are open to the public unless the board goes into executive session. An executive session, if necessary, shall be conducted during a regular or special meeting.

ARTICLE III - Committees

1. All committees shall be appointed by the President.
2. The actions of all Committees shall be subject to the approval of the Board and no Committee or individual shall authorize any expenditure or action without authority of the Board.
3. A Nominating Committee shall be appointed by the President at the November meeting. It shall consist of three members appointed by the President. Current officers shall be ineligible to be appointed to the Nominating Committee.
4. All committees shall report to the Board their action on matters referred to them.
5. Standing committees include Finance Committee, Planning Committee, and Policy Committee.
6. The Finance Committee shall consist of the Treasurer, and other designees of the President and shall review the Budget with the Executive Director before its submission to the County Manager and to the County Legislature, subject to the approval of the Board.
7. Committees for specific purposes may be appointed by the President. Such committees shall serve until the completion of the work for which they were appointed.

ARTICLE IV - Director

1. The Executive Director shall be the active executive and administrator of the Library, acting under the direction and review of the Board, and shall act as professional advisor to the Trustees. They shall have, subject to approval of the Board, general direction of the employees, business affairs, real and personal property, and administration of the Library system.
2. The Executive Director shall accept ultimate responsibility for the proper performance of duties by all employees of the Library.
3. The Executive Director, under the supervision of the Board, prepares the Budget, the Annual Report, and other reports as the Board may from time-to-time request.

4. It shall be the duty of the Director or the Director's designee, to attend all meetings of the Board and Committees of the Board where action may be taken affecting the interests of the library including budget meetings or other municipal meetings. The Executive Director shall have the right to speak on all matters under consideration at such Board meetings but shall not have the privilege to vote thereon. The Executive Director, or their designee, shall serve as the Clerk of the Board.

ARTICLE V - Amendments

1. These bylaws may be amended, in part or in whole, at a regular meeting of the Board of Trustees by a majority vote of the Trustees after the amendment has been submitted in writing at a prior meeting and notice has been given in the "notice of the meeting" at which it is to be considered.

ARTICLE VI - Miscellaneous

1. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).
2. No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, director or officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation), and no member, trustee, director, or officers of the corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.
3. No substantial part of the activities of the corporation shall be devoted to propaganda, or otherwise attempting to influence legislation (except to the extent authorized by Internal Revenue Code section 501[h] as amended, or the corresponding provision of any future United States Internal Revenue Law, during any fiscal year or years in which the corporation has chosen to utilize the benefits authorized by the statutory provision), and the corporation shall not participate in or intervene (including the publishing or distribution of statements) in any political campaign on behalf of any candidate for public office.
4. Upon dissolution of the Schenectady County Public Library, the board of trustees shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of the remaining assets of the corporation exclusively for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future Federal tax code), or shall distribute the same to the Federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by order of the Supreme Court of the State of New York in the judicial district in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or

organizations, organized and operated exclusively for such purposes, as said Court shall determine.

5. The Commissioner of Education is designated as the representative of the corporation upon whom process in any action or proceeding against it may be served.