

CHERRY VALLEY MEMORIAL LIBRARY

BYLAWS of the CHERRY VALLEY MEMORIAL LIBRARY

Article I – Tenure of Office of Trustees

1. The term of office of trustees shall be 5 years, and shall be limited to 10 successive terms. The number of trustees, as stated in the charter document from the NY State Board of Regents, is limited to a range of 5 to 11 persons. The current number serving with voting privileges is: 7

Article II – Officers and Trustees

1. The Officers of the Board shall be a President, a Vice President, a Secretary, and a Financial Officer.
2. A nominating committee shall be appointed by the President two months prior to the end of the library year.
3. Officers shall be elected at the last regular meeting of the library year by a majority of the Board.
4. All officers shall have the usual powers associated with their office (or their duties may be specifically noted in the Bylaws).
5. The Board as a whole is responsible for establishing policies under which the Library will be operated, preparing an annual operating budget which is presented to our funders, maintaining liaison between the general public and the Library, and general planning for both immediate and long-range library operations.

Article III Meetings

1. Regular meetings shall be held 4 times a year at dates and times to be established by the Board at the beginning of the year and shall be open to the public except when personnel issues are being discussed. The minutes of each meeting will be posted to the internet and will be available for review in the library.
2. Special meetings shall be held at the call of the President or any three trustees.
3. A majority of the designated number of the Board shall constitute a quorum.
4. The order of business shall be as follows:
 - a. Roll call
 - b. Review of minutes of the previous meeting
 - c. Financial report and approval of expenditures
 - d. Report of the Library Director/Manager
 - e. Report of standing committees
 - f. Report of special committees
 - g. Nominations and elections, if any

- h. Correspondence and communications
 - i. Old Business
 - j. New Business
 - k. Adjournment
5. Vacancies among the officers shall be filled at an election at a regular meeting, and a majority vote of the Trustees shall be necessary to an election.

Article IV – Committees

1. The following will be standing committees: Public Relations, Personnel, Buildings, Budget and Finance. These committees shall have all the usual powers associated with such committees.
2. The President of the Board shall appoint all committee members.
3. Ad hoc committees may be appointed by the President with the approval of the Board. Non-Board members may be appointed to such committees to bring special capabilities for the resolution of problems confronting the committee.
4. All committee actions are subject to approval by a majority of the Board.

Article V – Library Director

1. The board shall appoint a qualified Library Director who shall be the executive and administrative officer of the library.
2. The Director shall be held responsible for the proper performance of duties as spelled out in the job description provided by the Board.
3. It shall be the duty of the Director to attend all meetings of the Board, including budget meetings, or public meetings where action may be taken affecting the interests of the Library. The Director shall have the right to speak on all matters under discussion at Board meetings, but shall not have the right to vote thereon.

Article VI – Amendments

1. These Bylaws may be repealed, amended, or added to by a majority vote of the whole Board at a regular meeting. Such action may be taken, however, only after the substance of the proposed repeal, amendment, or addition has been presented in writing at a prior regular or special meeting, and notice thereof has been given in the notice of the meeting at which it is to be considered.

Adopted: August 26, 1985, Revised: April 21, 2021

Cherry Valley Memorial Library Board of Trustees

AMENDMENT

The Cherry Valley Memorial Library, hereafter referred to as “the corporation,” amends its Bylaws to include the following four provisions:

1. DISSOLUTION

Upon dissolution of the corporation, 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 1954 (or the corresponding provision of any future Federal tax code), or shall distribute the same to the Federal government, or to state or local government, for a public purpose. Any such assets not so disposed of shall be disposed by the order of the Supreme Court of the State of New York in the judicial district where 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.

2. NON-INVUREMENT PROVISION

No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, director, 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, officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on the dissolution of the corporation.

3. RESTRICTIVE LEGISLATION PROVISION

No substantial part of the activities of the corporation shall be devoted to carrying on propaganda, or otherwise attempting to influence legislation, (except to the extent authorized by the 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 campaign on behalf of any candidate for public office.

4. RESTRICTIVE PURPOSES AND ACTIVITIES PROVISION

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 1954 (or the corresponding

provision of any future Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Adopted: May 1, 1990