

BY-LAWS
OF
COLD SPRING HARBOR VILLAGE IMPROVEMENT
SOCIETY LIBRARY

Article I
Title

The name of the organization shall be the “COLD SPRINGHARBOR VILLAGE IMPROVEMENT SOCIETY LIBRARY,” an educational Corporation founded in 1886 and chartered by the Board of Regents of the University of the State of New York on June 27, 1975.

Article II
Purpose

The purpose of the organization is to promote and encourage the development and maintenance of library service on behalf of residents of the Cold Spring Harbor Central School District.

Article III
Board of Trustees

The Library shall be governed by a board of Trustees, which shall consist of nine (9) Trustees (the Library being authorized under the terms of its Charter to be comprised of no less than five (5) and no more than

eleven (11)). The terms of Trustees shall be three (3) years.

Trustees are to be elected by those Cold Spring Harbor Central School District residents who are registered and otherwise entitled to vote at either the School District's Annual Meeting or such Special District Meeting as is convened by the School District on behalf of the Library; Trustees are to be elected on an "at large" basis for each three-year term, with the candidates with the most votes securing election.

The Trustees shall call upon the Cold Spring Harbor Central School District to conduct a Special District Meeting for the election of Trustees and the Library's annual budget, which may be on a date other than the School District's Annual Meeting date (third Tuesday in May).

Candidates for Trustee seats will provide petitions containing the names and addresses of at least twenty-five (25) qualified voters of the Cold Spring Harbor Central School District; said petitions to be submitted to the designated Library Clerk no later than 5:00 PM on the thirtieth day prior to the election.

The qualifications for Library Board candidates are: U.S. Citizenship; eighteen years of age; and residency within of the Cold Spring Harbor Central

School District for at least one year prior to the election.

The ballot order of Trustees is to be determined by “draw” by the designated Library Clerk within twenty-four hours following the final date on which petitions may be submitted.

Article IV
Vacancies

When a vacancy on the Board of Trustees occurs, other than by expiration of a Trustee’s term of office, the Board shall appoint a Trustee to fill the vacancy until the next annual election as specified in Article III. At that time, the election of a Trustee to fill the unexpired term shall take place. Notwithstanding anything to the contrary in Article III, such election to fill an unexpired term shall not be “at large” but shall be a “head to head” contest for such seat. If the Board of Trustees increases the number of Trustees under Article III and appoints a new Trustee, the new Trustee shall serve until the next annual “at large” election as specified in Article III.

Any Trustee absenting himself/herself from three (3) consecutive meetings without a legitimate excuse (as determined by the Trustees) will be considered as having resigned.

Article V
Annual meeting

The Annual Meeting of the Library is to be conducted on the first Monday in July unless the first Monday rests on July 3, 4, or 5, in which case the Annual Meeting will be conducted on the second Monday in July. The Board of Trustees is to appoint officers at the Annual Meeting.

Article VI
Officers

The Officers of the Board shall be President, Vice-President, Secretary and Treasurer; such officers shall serve for a period of one (1) year or until their successors have been duly elected. The Board of Trustees shall appoint such other officers as it may deem necessary or desirable, each of whom shall hold office for a one year term.

The President shall be the Chief Executive Officer and shall preside at all meetings and shall exercise the powers and perform the duties usual to the Chief Executive Officer and, subject to the control and direction of the Board of Trustees; shall have general charge of, and shall directly supervise, the business and affairs of the Library, including the appointing of committees, executing all documents authorized by the Board; serving as an

ex officio member of all committees and shall, further, carry-out all orders and resolutions of the Board of Trustees and shall do and perform such other duties as may from time-to-time be assigned by the Board of Trustees as are incident to the office of the Chief Executive Officer.

The Vice-President shall perform such duties in such capacities as may be assigned to him/her by the Board of Trustees or the President and, in the absence or inability of the President to act, the duties of the office of President shall be performed by the Vice-President.

The Secretary shall keep the minutes of the meetings of the Board of Trustees; require that all notices of meetings of the Trustees are duly provided as required by law and shall perform such other duties as are assigned or as are generally associated with the office.

The Treasurer shall be the Chief Financial Officer of the Library and shall be in charge of its books of account, accounting records and accounting and internal auditing procedures. He/she shall be responsible for the verification of the assets of the Library and the preparation of all necessary tax returns and other financial reports; he/she shall have the care and custody of the funds and securities of the Library, sign checks, drafts, notes and orders

for the payment of money, pay-out and disburse funds and securities of the corporation, as necessary, and in general perform the duties customary to the office of Treasurer. Notwithstanding the prescribed duty of the Treasurer to sign checks the Board of Trustees may appoint Trustees who, in the absence of the Treasurer, will be authorized to perform the duty of signing checks.

Article VII
Meetings

The Library shall hold regular meetings, not less than four (4) times each fiscal year.

Special meetings of the Library may be called by the President or a majority of the Trustees.

In the event that a meeting cannot be held in person due to an emergency, the meeting may be held via videoconferencing as long as the public is given notice of the meeting, through email, signage or the library website, and has access to participate (through comments). Written **or** email notice of such meeting shall be provided each Trustee by the Secretary at least five (5) days in advance of the date selected.

Article VIII
Quorum

A majority of the number of Trustees then serving shall constitute a quorum for the transaction of business at all meetings of the Trustees.

Article IX
Committees

The Trustees may create standing and *ad hoc* committees from time-to-time as they are deemed necessary to promote the welfare of the Library. The chair and members of these committees shall be appointed by the President.

Article X
Amendments to By-laws

These by-laws may be amended by a two-thirds vote of the trustees attending a meeting advertised for the purpose of amending the by-laws at the first meeting subsequent to the meeting at which the amendment is proposed.

Approved December 1996
Revised May 7, 2001
Revised Jan. 8, 2007
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Revised Feb 25, 2013
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