

Library Bylaws

Last Updated Date

February 10, 2025

BYLAWS OF THE CROTON FREE LIBRARY

ARTICLE I. INCORPORATION

The Board of Regents for and on behalf of the Education Department of the State of New York granted on December 17, 1946 an absolute charter to Croton Free Library, Croton-on-Hudson, Westchester County, which was incorporated by the Regents under a provisional charter granted on February 11, 1938 and extended for a five-year period on February 18, 1944, and has continued the said corporation with all of its powers, privileges and duties ("Charter").

ARTICLE II. PURPOSE

The purpose of the Croton Free Library ("Library") shall be to maintain a free association library within the Village of Croton-on-Hudson, for the use of the residents of the Croton-Harmon Union Free School District. The corporate name of the Library shall be the Croton Free Library.

ARTICLE III. MISSION STATEMENT

The mission of the Croton Free Library is to encourage the joy of reading, the exploration of ideas and the pursuit of lifelong learning for the children, teens and adults of our entire community.

ARTICLE IV. OFFICE AND SERVICE AREA

The principal office of the Croton Free Library shall be 171 Cleveland Drive, Croton-on-Hudson, New York 10520 in Westchester County. The service area of the Library is the Croton-Harmon Union Free School District.

ARTICLE V. MEMBERSHIP

All residents of the Croton-Harmon Union Free School District are members of the Croton Free Library, a free association library.

ARTICLE VI. BOARD OF TRUSTEES

Section 1. Powers and Duties

The Board of Trustees ("Board") shall have the general power to govern, control and manage the affairs and property of the Library, subject to applicable law and in accordance with the purposes and limitations set forth in the Charter and these Bylaws.

Section 2. Number

As per the Charter, the Board shall have the "power to increase or decrease the number of trustees." Trustee terms should be staggered as evenly as possible. Should the number of voting Trustees change during any year, the Bylaws must be amended to reflect that change. As of May 1, 2021, the number of Trustees shall be eleven.

Section 3. Term of Office

Each Trustee shall serve a five-year term of office effective as of and commencing at the Board meeting following the Annual Meeting in the year each is elected. The term of office of each Trustee shall end at the Board meeting following the Annual Meeting five years after their installment. No Trustee may succeed themselves on the Board if they have served a full term, unless approved by a majority vote of the Board.

Section 4. Qualifications for Trustees

Each Trustee must be 18-years old at the time of their election and their primary residence must be in the Croton-Harmon Union Free School District. No current employee of the Croton Free Library may be a Trustee.

Section 5. Trustee: Responsibilities

The responsibilities of a Trustee as part of the collective of the Board include, but are not limited to:

1. Create and develop the mission of the Library and be prepared to articulate it clearly and concisely.
2. Regularly plan and evaluate the Library's service program based on community needs.
3. Select, hire and regularly evaluate a qualified library director.
4. Secure adequate, sustainable funding for the Library's service program.
5. Exercise fiduciary responsibility for the use of public and private funds.
6. Adopt and regularly review policies and rules regarding Library governance and use and defend them when challenged.
7. Maintain a facility that meets the Library's and community's needs.
8. Promote the Library in the local community and in society in general.
9. Conduct the business of the Library in an open and ethical manner, in compliance with all applicable laws and regulations, the American Library Association Core Values, and with respect for the institution, staff and public.*

*Adapted from *Handbook for Library Trustees of New York State, 2023 edition*

To fulfill the above responsibilities, Trustees shall be required to, at a minimum:

1. Attend monthly and special meetings.
2. Serve on and/or chair several committees each year of service.
3. Participate in the Library's community outreach programs.
4. Abide by the Public Library Trustee Ethics Statement as stated in *Handbook for Library Trustees of New York State, 2023 edition*.

Section 6. Election of Trustees

The Board shall reach out to the community each year as necessary to solicit community members interested in serving as Trustee. A Board committee will be constituted each year as necessary to interview each prospective candidate and make recommendations regarding candidates to the Board. The election of Trustees shall occur by majority vote of the Board prior to the Annual Meeting, when possible. The presentation of the elected Trustees shall occur at the Annual Meeting, when possible, which the public is invited to attend, or at the May board meeting, which is the first meeting of the new Trustee's term.

Section 7. Classification of Trustees

Trustees shall be classified by the year in which their term ends.

Section 8. Orientation and Training of New Trustees

Trustees of the Board shall work to orient and train new Trustees in a timely manner prior to the effective date of each new Trustee's term, if possible.

Section 9. Removal of a Trustee

Any Trustee may be removed at any time for cause by a majority vote of the Board at a regular meeting or special meeting of the Board called for that purpose. The Board shall decide in its sole discretion what constitutes cause for removal.

Section 10. Resignation of a Trustee

A Trustee may resign from the Board at any time. Such resignation shall be made in writing and shall take effect at the time specified therein. If no time is specified, the resignation shall take effect at the time of its receipt by a Trustee of the Board. The Board's acceptance of a resignation shall not be necessary to make it effective. According to Education Law, if a Trustee shall fail to attend three consecutive meetings of the Board without excuse accepted as satisfactory by the Board, they shall be deemed to have resigned. No resignation shall discharge any accrued obligation or duty of a Trustee.

Section 11. Vacancies and Newly Created Trusteeships

A vacancy on the Board shall be deemed to exist at the occurrence of any of the following events:

1. the death, resignation or removal of a Trustee.
2. a failure to elect the full number of Trustees authorized to be elected by the Board.

A vacancy on the Board arising between Annual Meetings may be filled by appointment for the unexpired term by a majority vote of the Board and the effective date of the appointment shall be stated by the Board.

Any new Trusteeships of the Board created by means of an amendment of these Bylaws between Annual Meetings may be filled by appointment by a majority vote of the Board until the Board meeting prior to the Annual Meeting, at which time said appointee or other qualified candidate shall be elected for a full term.

Section 12. Meetings

Meetings of the Board may be held at such times and places as the Board may from time to time determine. The Board shall hold regular meetings at the Library or virtually, if allowed by state law, at 7:30 P.M. on the second Monday of each month. The

President of the Board shall call special meetings when deemed appropriate, or upon the written request of at least two Trustees. Meetings of the Board shall be open to the public, and the public shall have the right to participate during the public comment section of the meeting. Notice of meetings of the Board shall be posted on the Library's website, on the Library bulletin board and via other media.

Board meetings shall include, but not be limited to, the following items:

1. Call to order
2. Approval of the minutes of the previous Board meeting
3. Reading by the President of any correspondence or communications
4. Report of the Director
5. Report of the Treasurer, including approval of the monthly check register
6. Reports of Committees
7. Old Business
8. New Business
9. Public Comment
10. Adjournment

Draft minutes of each regular and special Board meeting shall be posted on the Library's website within two weeks of the meeting or at such other intervals as the Board may determine.

Section 13. Annual Meeting

An Annual Meeting of the Board shall be held each year in April during which yearly reports of the Board, the Director and other offices of the Library may be received and considered. Notice of the Annual Meeting shall be provided to the public at least two weeks before the meeting; notice shall be posted on the Library's website, on the Library bulletin board and via other media.

Section 14. Quorum

A majority of the whole number of Trustees regardless of vacancies shall constitute a quorum.

Section 15. Voting

Except as otherwise provided by law or in these Bylaws, at any meeting of the Board at which a quorum is present, the affirmative vote of a majority of the whole number of Trustees regardless of vacancies shall be an act of the Board. If at any meeting of the Board there shall be less than a quorum present, the Trustees present may adjourn the meeting until a quorum is obtained.

Section 16. Compensation

No compensation of any kind shall be paid to any Trustee for the performance of their duties as Trustee. Subject to the Library's Conflict of Interest Policy, and provided that there is full disclosure of the terms of such compensation and the arrangement has been determined to be fair and reasonable and approved by the Board, a Trustee may receive payment for services provided to the Library in any capacity separate from their responsibilities as a Trustee. Reimbursement of reasonable expenses incurred in connection with Board service shall be subject to approval by the Board.

ARTICLE VII. OFFICERS, EMPLOYEES AND OTHER AGENTS

Section 1. Officers

The Officers shall be President, Vice-President, Secretary, Treasurer, and Director. The President, Vice-President and Secretary shall be members of the Board. The Treasurer may, but need not, be a Trustee.

Except for the Director, Officers shall be elected annually by the Board at the Board meeting following the Annual Meeting. These Officers shall serve for a period of one year, or until their successors shall be duly elected.

Section 2. Execution of Instruments

The Treasurer, President, and Vice-President shall be authorized to sign checks and transfer funds on behalf of the Library.

Section 3. Employees and Other Agents of the Board

The Board may from time to time appoint such employees and other agents as it shall deem necessary, each of whom shall hold office at the pleasure of the Board, and may receive reasonable compensation, if any. To the fullest extent allowed by law, the Board may delegate to any employee or agent any powers possessed by the Board and may prescribe their respective titles, terms of office, authorities and duties.

Section 4. Removal

Any Officer, employee or agent of the Board may be removed with or without cause by a majority vote of the Board.

Section 5. Vacancies

In case of any vacancy by any Officer, except the Director, a successor to fill the unexpired portion of the term may be elected by a majority vote of the Board.

Section 6. President: Powers and Duties

1. Presides at Board meetings.
2. Provides input to the standing Board meeting agenda in collaboration with the Director.
3. Appoints committees of the Board as needed.
4. May attend all committee meetings.
5. Consults on Human Resource issues as necessary at the discretion of the Director.
6. Works with the Director on any issues that arise between meetings.
7. Calls special meetings of the Board when necessary.
8. Executes all documents authorized by the Board.
9. Initiates the job performance evaluation of the Director.
10. Performs other duties as necessary.

Section 7. Vice-President: Powers and Duties

1. Assumes the duties and functions of the President when the President is unable to do so, or at the request of the President.
2. Performs other duties as may from time to time be assigned by the Board.

Section 8. Secretary: Powers and Duties

1. Records true and accurate minutes of all regular and special meetings of the Board.
2. Distributes draft minutes to the Board and makes available for posting to the website no later than two weeks after each meeting.
3. Sends letters of acknowledgement, condolences, and the like, when advised of the need to do so.
4. Performs other duties as may from time to time be assigned by the Board.

Section 9. Treasurer: Powers and Duties

Hand in hand with the Director:

1. Prepares a monthly financial report for distribution to the Board.
2. Prepares the annual budget, which will be approved by the Board.
3. Prepares the financial portion of the annual report to the New York State Education Department.
4. Takes responsibility for all financial matters with the participation of the Board.
5. Administers restricted funds when approved by the Board.
6. Monitors the financial investments of the Library on a quarterly basis.

7. Attends all meetings of the Finance Committee.

Section 10. Director: Powers and Duties

The Director shall be the Chief Executive Officer of the Croton Free Library and shall be responsible for managing the affairs of the Library under the supervision, direction and review of the Board. The Director may employ and discharge persons on behalf of the Library, subject to the provisions of applicable law.

ARTICLE VIII. COMMITTEES OF THE BOARD

Section 1. Committee Membership

Trustees are required to participate in multiple committees during their tenure as Trustee. Each committee shall be chaired by a Trustee and the Director shall be present at committee meetings.

Members of the community may be invited to participate on committees as appropriate. All members of such committees shall be subject to the approval of the Board.

In accordance with New York State Open Meetings Law, if a committee of the Board consists of a quorum of the Board, the meetings of that committee shall be open to the public. Notice of the time and place of the meetings shall be posted on the Library's website, on the Library bulletin board and via other media at least 72 hours prior to the meeting.

Section 2. Standing Committees of the Board

Standing committees of the Board are as follows:

1. Art Exhibit Committee
 1. Oversees the programming of art exhibitions in the Ottinger Room at the Library.
2. Building and Grounds Committee
 1. Oversees building and grounds maintenance.
 2. Plans and implements new initiatives related to the physical plant.
3. Finance Committee
 1. Oversees with the Director and/or Treasurer:

1. the annual audit and tax return.
2. the annual budget for presentation to the Board.
3. accounting and budget procedures.
4. strategies for Library investments and assets.

4. Fundraising Committee

1. Co-ordinates and runs fundraisers for the benefit of the Library.
2. Shall encourage community inclusion and participation.
3. Shall be supported by all Trustees.

5. Long-Range Planning Committee

1. Works with the Director and Board to identify goals for the next and future years.
2. Establishes and maintains a long-range plan for fulfilling the Library's overall mission and presents such plan annually for adoption by the Board.
3. Oversees and updates Library policies and Bylaws.

6. Safety Committee

1. Is responsible for defining, reviewing and updating Library safety protocols and policies for staff and the public.
2. Is strongly encouraged to invite the participation of a member of the Library staff.

Section 3. New Committees of the Board

By a majority vote of the Board, the Board may establish and appoint new committees.

ARTICLE IX. FISCAL YEAR

The fiscal year of the Croton Free Library shall commence on July 1st of each year and end on June 30th of the following year.

ARTICLE X. CHECKS, BANK ACCOUNTS AND INVESTMENTS

Section 1. Checks and Bank Accounts

The Board is authorized to select the banks and/or other investment institutions it deems proper for deposit of the funds of the Library and shall determine who shall be authorized on the Library's behalf to sign checks, drafts or other orders for the payment of money, acceptances, and notes or other evidences of indebtedness.

Section 2. Investments

The funds of the Library shall be retained in whole or in part in cash or shall be invested and reinvested from time to time, in stocks, bonds, other securities or investments as the Board may deem desirable.

ARTICLE XI. RECORDS

Correct books of account of the activities and transactions of the Library, a copy of the Charter, a copy of these Bylaws, and minutes of all meetings of the Board shall be kept at the principal office of the Croton Free Library.

ARTICLE XII. AMENDMENTS

These Bylaws may be amended by at least two-thirds vote of the whole number of Trustees regardless of vacancies. Bylaws amendments shall be proposed and distributed to the Board at least two weeks prior to the meeting at which the vote will take place.

ARTICLE XIII. SUSPENSION OF BYLAWS

These Bylaws may be suspended by at least two-thirds vote of the whole number of Trustees regardless of vacancies.

ARTICLE XIV. GOVERNANCE

The Croton Free Library shall be governed by the laws of New York State, the regulations of the Commissioner of Education and by these Bylaws.

Trustee Bylaws adopted 9/19/1972

Amended 12/11/1995

Reviewed 9/6/2001

Amended 10/15/2001

Combined and Amended Bylaws adopted 4/14/2008

Adopted by the Association at the Annual Meeting 4/27/2008

Updated and Amended at the Annual Meeting 4/23/2015

Amended 4/25/2017

Amended 4/20/2021

Amended 9/27/2021

Updated and Amended at the Annual Meeting 4/27/2023

Amended October 7, 2024