

600-01 — By-Laws of Fairport Public Library

ARTICLE I — Name

The name of the corporation shall be as set forth in its Charter, as may be amended from time to time. The name of the corporation is currently FAIRPORT PUBLIC LIBRARY, hereinafter called the “Library”.

ARTICLE II — Purposes

The purposes of the Library shall be as set forth in its Charter, as may be amended from time to time. The Library is an educational corporation chartered by the Board of Regents of the State of New York (“Regents”) pursuant to Article 5 of the New York State Education Law (“Education Law”), and is organized for educational, cultural, literary, and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended, and in this connection maintains and operates a public library with the Fairport Central School District, Town of Perinton, Monroe County, New York (hereinafter “District”) as its primary service area.

ARTICLE III — Membership

The Library shall have no members.

ARTICLE IV — Board of Trustees

Section 1. General Powers and Qualifications

The affairs of the Library shall be conducted by the Board of Trustees. Each Trustee shall: be at least eighteen (18) years of age; be a citizen of the United States; be a resident of the District for one (1) year preceding Annual Meeting in which such Trustee is elected; be able to read and write; not be employed by the Library; not hold another incompatible public office (which includes anyone who is a member of any municipal council or board organized by Education Law Section 260 to appoint public library trustees in any municipality); and not be a convicted felon.

Section 2. Number, Classification, and Tenure of Office

- a. The Board of Trustees shall consist of five (5) members.
- b. As used in these By-laws, the “entire Board of Trustees” means five (5).
- c. The term of office for each Trustee shall be five (5) years. Trustees shall be elected by the qualified voters of the District, pursuant to Section 260 of the Education Law, by a plurality of votes cast.
- d. The Board of Trustees may give notice of and conduct a special District meeting for the purpose of electing Library Trustees and of submitting initially a resolution regarding a vote concerning library budget pursuant to Education Law Section 259(1) (the “Annual Election Meeting”). The Annual Election Meeting shall be held prior to the first day of July but after the first day of April of such year. Should the Board of Trustees determine, in its sole discretion, not to notice and conduct the Annual Election Meeting, then the election and budget vote will be noticed and conducted by the District as part of its annual meeting. Candidates for the office of Trustee shall

be nominated by petition, as provided in Section 260 (8) of the Education Law. Petitions for candidates shall be signed by at least twenty-five (25) qualified voters of the District, or two percent (2%) of the voters who voted in the last previous annual election of members of the library Board of Trustees, whichever is greater.

- e. Newly elected or appointed Trustees must take an oath of office within 30 days of the commencement of term of office.

Section 3. Resignations and Removal of Trustees

- a. Any Trustee of the Library may resign at any time by giving written notice to the President, or to the Clerk. Such resignation shall take effect at the time specified therein or, if no time is specified, then on delivery. The Board of Trustees is not required to accept the resignation for the resignation to take effect.
- b. If any Trustee shall fail to attend three (3) consecutive meetings without excuse accepted as satisfactory by the Trustees, that trustee shall be deemed to have resigned, and the vacancy shall be filled in accordance with the procedure set forth in Article IV, Section 4, below.
- c. Any Trustee may further be removed or suspended from office upon a vote of at least three (3) Trustees after examination of due proof of the truth of a written complaint by any other Trustee of misconduct, incapacity or neglect of duty. In such a case, one (1) week's prior written notice of the proposed action shall be given to the accused Trustee and each Trustee.

Section 4. Vacancies

Vacancies among Trustees for any reason shall be filled by a vote of a majority of the Trustees then in office, regardless of their number. A Trustee appointed to fill a vacancy shall hold office for the unexpired term. In the case of multiple vacancies on the Board of Trustees, the vacancy having the longest unexpired term shall be filled at the discretion of the Board of Trustees.

Section 5. Quorum

Three (3) Trustees shall constitute a quorum for the transaction of business or of any specified item of business. If less than a majority of the Trustees are present at a meeting, a majority of the Trustees present may adjourn the meeting to another time (subject to the notice requirements set forth in Section 7 below to any Trustee).

Section 6. Voting by the Board of Trustees

- a. Each Trustee shall be entitled to cast one (1) vote in person. Trustees shall not vote by proxy.
- b. Any corporate action taken by the Board of Trustees shall be taken at a meeting of the Board. The vote of a majority of the Trustees present, at a meeting at which a quorum is present, shall be the act of the Board, except as set forth below.

- (i) Any sale, lease, mortgage, exchange, or other disposition of all or substantially all of the Library's assets (including real property) shall require three-quarters (3/4) vote of the entire Board of Trustees.
- (ii) Any amendment to the Library's Charter shall require the affirmative vote of three-quarters (3/4) of the entire Board of Trustees.
- (iii) The affirmative vote of three-quarters (3/4) of the entire Board of Trustees shall be required for adoption of a plan of merger or consolidation, or approval of a plan of dissolution.

Section 7. Meetings of Board of Trustees

- a. Meetings Open to the Public. Every meeting of the Board of Trustees shall be open to the public and shall be held in conformance with the provisions of Article Seven of the Public Officers Law ("Open Meetings Law"); except that executive sessions shall be held in accordance with Section 105 of the Open Meetings Law. Public notice of the time and place of a meeting scheduled at least two (2) weeks prior thereto shall be given to the public and news media at least one (1) week before such meeting.
- b. Location of Meetings. Meetings of the Board of Trustees, except the Annual Meeting of the Board of Trustees, may be held at any public place in the State of New York, as the Board of Trustees may from time to time determine so long as such place is a physical barrier-free facility which can adequately accommodate members of the public who wish to attend meetings.
- c. Regular Meetings. Regular meetings of the Board of Trustees shall be held at least quarterly and may be held such dates and times as determined by the Board of Trustees.
- d. Special Meetings. Special meetings of the Board of Trustees may be held at such time as may be fixed by the President or in the President's absence by the Vice President, or by written request of three (3) Trustees. The Board of Trustees may also give notice of (in the same manner as conducted by the District's board of education) and conduct a special District meeting of the qualified voters of the District for any proper library purpose, including the resubmission of a defeated library appropriation, at a time and place designated by the Board of Trustees, except for those purposes designated in Education Law Section 260(7).
- e. Annual Meeting. An Annual Meeting of the Board of Trustees shall be held in the month of July of each year for the purpose of electing officers of the Library and reviewing the Annual Report.
- f. Annual Report. The Board of Trustees shall present at the Annual Meeting a report (i) certified by a firm of independent public accountants, or (ii) verified by the President and Treasurer, or by a majority of the Trustees, showing in appropriate detail the following:
 - (i) the assets and liabilities, including the trust funds, of the Library;

- (ii) the principal changes in assets and liabilities, including trust funds;
- (iii) the revenue or receipts of the Library, both unrestricted and restricted to particular purposes;
- (iv) the expenses or disbursements of the Library for both general and restricted purposes; and
- (v) Verification of a policy governing patron use of computer terminals which access the internet.

The Annual Report needs to provide the above information as of the end of the twelve-month fiscal period terminating not more than six (6) months prior to the meeting at which the Annual Report is presented. The Annual Report shall be filed with the records of the Library and a copy included in the minutes of the Annual Meeting. The Board of Trustees shall cause a copy of each such Annual Report be submitted to the New York State Department of Education.

- g. **Conduct at Meetings.** All meetings of the Board shall be conducted in accordance with the provisions of *Robert's Rules of Order*, as the same may be revised, except as otherwise provided in these By-Laws, in the Charter, or by law. The President, Vice-President, or in their absence a Chair *pro tempore*, selected by majority vote of the Trustees, a quorum being present, shall be the presiding officer at any meeting of the Library.
- h. **Notice of a Meeting.** In addition to the public notice required under Section 7(a) above, notice of any meeting of the Board of Trustees shall be given in writing to each Trustee not less than five (5) and no more than ten (10) days prior to the meeting. Notice of the meeting shall state the time and place of the meeting, and in the case of a special meeting, shall also include the purpose of the meeting. Only business specifically set forth in the notice shall be conducted at the special meeting. Mailing may be by regular mail or electronic mail. If notice is sent by e-mail, notice is given when directed to the individual's e-mail address provided by the individual to the Library; provided, that notice shall not be deemed delivered if: (a) the Library is unable to deliver two (2) consecutive notices to the individual by e-mail; or (b) the Library otherwise becomes aware that notice cannot be delivered to the individual by e-mail.
- i. **Waivers of Notice.** Notice of a meeting need not be given to any Trustee who submits a signed waiver of notice, whether before or after the meeting, or who attends the meeting without protesting prior thereto or at its commencement, the lack of notice to her or him. Waivers may be provided: (i) in a writing signed by the Trustee either in hard copy or by affixing a signature by any reasonable means (e.g., fax signature); or (ii) by e-mail that includes information from which the recipient can reasonably determine that the transmission was authorized by the Trustee submitting the waiver.

- j. Participation in Meetings by Conference. As long as a quorum is present at any meeting in person, a Trustee (until July 1, 2024) may participate in a meeting by means of a telephone conference, electronic video screen communication or similar communications equipment if such Trustee is unable to be physically present at the physical location of the meeting due to extraordinary circumstances (which circumstances shall include, but not be limited to: disability, illness, caregiving responsibilities, or any other significant or unexpected factor or event which precludes such Trustee from physically attending). Participation may be for the entire meeting or only a specific vote; provided the participating trustee or committee member must be present for discussion of the matter being voted on before casting a vote. Participation by such means shall constitute presence in person at a meeting provided that all persons participating in the meeting can see and hear each other at the same time and each individual may participate in all matters before the Board or committee, including, but not limited to, proposing, objecting to and voting upon a specific action taken at the meeting. Any virtual meeting must be recorded and such recording posted or linked on the Library’s website within five (5) business days following the meeting. **This subsection (j) shall be of no further force and effect after the earlier of July 1, 2024 or until such time as such time as Section 103-a(2)(c) of the Open Meetings Law is repealed.**

Section 8. Compensation of Trustees

The Board of Trustees shall receive no compensation for their services as Trustees or for any other services to the Library but shall be reimbursed for the expenses reasonably incurred by them in the performance of their duties as approved by resolution of the Board of Trustees.

ARTICLE V — Officers

Section 1. Number

The officers of the Library shall be one (1) President, one (1) Vice-President, a Clerk, Treasurer, and such other officers with such powers and duties, not inconsistent with these By-Laws, as may be appointed by the Board of Trustees. Any two (2) or more offices may be held by the same person, except the offices of President and Clerk. No employee of the Library shall serve as President or officer with similar duties unless approved by three-quarters (3/4) vote of the entire Board and such approval is contemporaneously documented. The Board may elect additional officers to perform such duties, either in an administrative or subordinate capacity, as the Board may from time to time determine. The Board shall specify the term of office and authority for such individuals in the resolutions electing such officers.

Section 2. Election and Term of Office

The officers shall be elected annually by the Board of Trustees at the Annual Meeting of the Board of Trustees. The term of office of an officer shall be one (1) year commencing on the date such officer is elected and ending at the next Annual Meeting or until a successor is elected or appointed and qualified. The President and Vice-President shall be Trustees. The Treasurer and Clerk need not be Trustees.

Section 3. Resignations and Removal of Officers

- a. Any Officer may resign at any time by giving written notice to the Board of Trustees, the President, or to the Clerk. Such resignation shall take effect at the time specified therein, or, if no

time is specified, then upon delivery. The Board of Trustees is not required to accept the resignation for the resignation to take effect.

- b. Any Officer may be removed by the Board of Trustees, with or without cause, at any time.

Section 4. Vacancies

A vacancy in any office shall be filled by the Board of Trustees.

Section 5. President

The President shall preside at all meetings of the Board of Trustees at which the President is present, authorize calls for any special meetings, appoint all committees, execute all documents authorized by the Board, and shall perform such other duties as may be assigned from time to time by the Board. The President shall be an *ex officio* voting member of all committees of the Library.

Section 6. Vice-President

In the absence of the President or in the event of the inability to act, or if the office of the President shall be vacant, the Vice-President shall perform the duties of the President, and when so acting, shall have all of the powers of and be subject to all the restrictions of the President. The Vice-President shall perform such other duties as from time to time shall be assigned by the President or by the Board of Trustees.

Section 7. Clerk

It shall be the duty of the Clerk to act as secretary of all meetings of the Board of Trustees, and shall keep the minutes of such meetings in a proper book or books to be provided for that purpose; shall see that all notices required to be given and served; shall keep a current list of the Library's trustees and officers; shall be custodian of the seal of the Library and shall affix the seal, or cause it to be affixed, to all agreements, documents and other papers requiring the same. The Clerk shall have custody of the minute book containing the minutes of all meetings of Trustees, the Executive Committee, and any other committees which may keep minutes, and of all other contracts and documents which are not in the custody of the Treasurer of the Library, or in the custody of some other person authorized by the Board of Trustees to have such custody.

Section 8. Treasurer

The Treasurer shall keep and maintain adequate and correct accounts of the properties and business transactions of the Library, including accounts of its assets, liabilities, receipts, disbursements, gains, and losses. The Treasurer shall request disbursement of funds of the Library as may be ordered by the Board of Trustees and shall render to the Board of Trustees upon request, an account of all transactions as Treasurer, and of the financial condition of the Library. The Treasurer shall have such other powers and perform such other duties as may be assigned by the President or by the Board of Trustees.

The District shall have custody of the Library's funds as provided in Education Law Section 259 and shall disburse funds upon the request of the Board of Trustees or other individuals authorized by the Board of Trustees.

ARTICLE VI — Library Director

The Library Director shall act as chief executive officer of the Library and be a qualified professional librarian who shall supervise generally the operation and management of the library subject to the supervision of the Board. The Library Director shall in general perform all duties incident to the position of Library Director and such other duties as may be assigned by the Board of Trustees. The Library Director shall see that the policies, decisions, and guidelines of the Board of Trustees are implemented. The Library Director shall serve at the pleasure of the Board of Trustees, subject to any rights the Library Director may have under any New York civil service laws and regulations to which the Library is subject.

ARTICLE VII — Committees

Section 1. Executive Committee and Other Committees of the Board

The Board of Trustees may establish and appoint members of an Executive Committee and other committees of the Board consisting of five (5) or more Trustees by majority vote of the **entire** Board. These committees shall have such authority as the Board by resolution shall provide, except that no committee shall have authority as to the following matters:

- (a) The filling of vacancies on the Board or in any committee.
- (b) The fixing of compensation of the Trustees for serving on the Board or on any committee.
- (c) The amendment or repeal of the By-laws, or the adoption of new By-laws.
- (d) The amendment or repeal of any resolution of the Board which by its terms, shall not be so amendable or repealable.
- (e) The election or removal of officers and Trustees.
- (f) The approval of a merger or plan of dissolution.
- (g) The approval of the sale, lease, exchange, or other disposition of all or substantially all of the Library's assets.
- (h) The purchase of real property that will constitute all or substantially all of the assets of the Library once purchased.
- (i) The approval of amendments to the Library's Charter.

Any reference in these By-laws to the Board of Trustees shall include the Executive Committee unless the context or express provision otherwise indicates.

Section 2. Committees of the Library (Standing Committees)

The Board of Trustees or the President may establish and appoint members of committees of the Library. The resolution authorizing any such committee shall set forth its duties and who may be eligible to serve.

Such committees shall not be a committee of the Board and shall not exercise any of the powers of the Board or have the authority to bind the Board.

Section 3. Finance Committee

The Finance Committee shall consist of two (2) members of the Board of Trustees, the Library Director, the Assistant Library Directors, and such other members who need not be Trustees who shall be appointed by the President. The Finance Committee shall be a committee of the Library and shall meet at least quarterly. The Finance Committee shall be responsible for developing, in conjunction with the Library Director, a proposed budget for submission to the Board of Trustees. The Finance Committee reviews and recommends changes and additions to policies relating to the finances of the Library to the Board of Trustees. The Finance Committee oversees the long-term financial status of the Library. The Finance Committee shall report to the Board of Trustees at appropriate intervals.

Section 4. Facilities and Services

The President shall appoint two (2) members of the Board of Trustees, the Library Director, the Assistant Library Directors, and such other members who need not be Trustees to the Facilities and Services Committee. The Facilities and Services Committee shall be a committee of the Library responsible for 1) developing plans for the efficient operation of the physical facility of the Library, 2) ensuring that the physical facility is adequate to meet the needs of Library programming and, 3) recommendation of policies relating to the services of the Library to the Board of Trustees. The Facilities and Services Committee shall make a physical review of the Library and report to the Board of Trustees at least annually.

Section 5. Personnel Committee

The President shall appoint two (2) members of the Board of Trustees, the Library Director, the Assistant Library Directors, and such other members who need not be Trustees to the Personnel Committee. The Personnel Committee shall be a committee of the Library responsible for initial formulation and updating of comprehensive personnel policies for the Library and presentation of the same to the Board of Trustees. The Personnel Committee shall be responsible for maintaining a complete manual of personnel policies and practices of the Library. The Personnel Committee shall review employee pay steps and make recommendations to the Finance Committee.

Section 6. Long Range Plan Committee

The President shall appoint two (2) members of the Board of Trustees, the Library Director, the Assistant Library Directors, and such other members who need not be Trustees to the Planning Committee. The Planning Committee shall be a committee of the Library responsible for the initial formulation of a Long-Range Plan including a mission statement, identification of major roles the Library will play in the community, goals, objectives, and a procedure for evaluation of library services. Each year the Planning Committee shall also present a review of the Long- Range Plan to the Board of Trustees for its consideration.

Section 7. Meetings

Committee meetings shall be held at such time and place as shall be fixed by the President, the Chair of the committee, or by vote of a majority of all members of the committee. Notice of Committee of the

Board meetings shall be provided in the same manner as meetings of the Board of Trustees including public notice required under Article IV, Section 7(a) above.

Section 8. Quorum and Manner of Acting

Unless otherwise provided by resolution of the Board of Trustees, a majority of all of the committee members shall constitute a quorum of all the transaction of business and the vote of a majority of the committee members present at a meeting shall be an act of the committee. Any corporate action to be taken by a committee shall require such action to be taken at a meeting of the committee. The procedures and manner of acting of all committees shall be subject at all times to the direction of the Board of Trustees. One (1) member of each committee shall be appointed chair of the committee by the person or persons authorized to appoint the members of said committee.

Section 9. Term of Members of Committees

Each committee and every member thereof shall serve at the pleasure of the Board of Trustees, provided, however, that the membership of each committee shall be reconstituted at the Annual Meeting of the Board of Trustees.

Section 10. Vacancies

Vacancies in the membership of any committee may be filled by the same authority which made the original appointments to the committee.

ARTICLE VIII — Contracts, Checks, Drafts, and Bank Accounts

Section 1. Execution of Documents and Contracts

The Board of Trustees may authorize any officer or officers, agent or agents, in the name of and on behalf of the Library to enter into any contract or execute and deliver any instrument (including stocks, bonds, subscription rights or other securities), and such authority may be general or confined to specific instances; but, unless so authorized by the Board of Trustees, or expressly authorized by these By-laws, no officers, agent or employee shall have any power or authority to bind the Library by any contract or engagement or to pledge its credit or to render it liable pecuniarily in any amount for any purpose.

Section 2. Loans

No loans shall be contracted on behalf of the Library unless specifically authorized by the Board of Trustees.

Section 3. Checks, Drafts or Orders for Payment

All checks, drafts, and other orders for the payment of money out of the funds of the Library, and all notes or other evidence of indebtedness of the Library, shall be signed on behalf of the Library in such manner as shall from time to time be determined by resolutions of the Board of Trustees. In the absence of such resolution by the Board of Trustees, such instruments shall be signed by the President or Treasurer.

Section 4. Deposits

All funds of the Library not otherwise employed shall be deposited from time to time to the credit of the Library in such banks, trust companies or other depositories as the Board of Trustees may select. All money received from taxes or other public sources for library purposes shall be kept as a separate library

fund by the treasurer of the District and shall be expended only under the direction of the Board of Trustees on properly authenticated vouchers.

ARTICLE IX — Indemnification Of Trustees And Officers

Section 1. Authorized Indemnification

Unless clearly prohibited by law or Section 2 of this Article, the Library shall indemnify any person (“Indemnified Person”) made, or threatened to be made, a party in any action or proceeding, whether civil, criminal, administrative, investigative or otherwise, including any action by or in the right of the Library, by reason of the fact that they (or their testator or intestate), whether before or after adoption of this Section, (a) are or were a Trustee or officer of the Library, or (b) in addition are serving or served, in any capacity, at the request of the Library, as a Trustee or officer of any other Library, or any partnership, joint venture, trust, employee benefit plan or other enterprise. The indemnification shall be against all judgments, fines, penalties, amounts paid in settlement (provided the Library shall have consented to such settlement) and reasonable expenses, including attorneys’ fees and costs of investigation, incurred by an Indemnified Person with respect to any such threatened or actual action or proceeding, and any appeal thereof.

Section 2. Prohibited Indemnification

The Library shall not indemnify any person if a judgment or other final adjudication adverse to the Indemnified Person (or to the person whose actions are the basis for the action or proceeding) establishes, or the Board of Trustees in good faith determines, that such person’s acts were committed in bad faith or were the result of active and deliberate dishonesty and were material to the cause of action so adjudicated or that they personally gained in fact a financial profit or other advantage to which they were not legally entitled.

Section 3. Advancement of Expenses

The Library shall, on request of any Indemnified Person who is or may be entitled to be indemnified by the Library, pay, or promptly reimburse the Indemnified Person’s reasonably incurred expenses in connection with a threatened or actual action or proceeding prior to its final disposition. However, no such advancement of expenses shall be made unless the Indemnified Person makes a binding, written commitment to repay the Library, with interest, for any amount advanced for which it is ultimately determined that they are not entitled to be indemnified under the law or Section 2 of this Article. An Indemnified Person shall cooperate in good faith with any request by the Library that common legal counsel be used by the parties to such action or proceeding who are similarly situated unless it would be inappropriate to do so because of actual or potential conflicts between the interests of the parties.

Section 4. Proceedings Initiated by Indemnified Person

Notwithstanding any other provision in this Article, the Library shall not indemnify or advance expenses to an Indemnified Person for any liability or costs incurred in a proceeding or claim initiated or brought voluntarily by an Indemnified Person and not by way of defense (such as by counterclaim, cross-claim or third-party claim) or participated in as an intervenor or amicus curiae by the person seeking indemnification, unless such indemnification or advancement of expenses is found to be appropriate and is approved by three-quarters (3/4) vote of the entire Board of Trustees.

Section 5. Indemnification of Others

Unless clearly prohibited by law or Section 2 of this Article, the Board of Trustees may approve Library indemnification as set forth in Section 1 of this Article or advancement of expenses as set forth in Section 3 of this Article, to a person (or the testator or intestate of a person) who is or was employed by the Library or who is or was a volunteer for the Library, and who is made, or threatened to be made, a party in any action or proceeding, by reason of the fact of such employment or volunteer activity, including actions undertaken in connection with service at the request of the Library in any capacity for any other Library, partnership, joint venture, trust, employee benefit plan or other enterprise.

Section 6. Determination of Indemnification

Indemnification mandated by a final order of a court of competent jurisdiction will be paid. After termination or disposition of any actual or threatened action or proceeding against an Indemnified Person, if indemnification has not been ordered by a court the Board of Trustees shall, upon written request by the Indemnified Person, determine whether and to what extent indemnification is permitted pursuant to these By-laws. Before indemnification can occur the Board of Trustees must explicitly find that such indemnification will not violate the provisions of Section 2 of this Article. No Trustee with a personal interest in the outcome, or who is a party to such actual or threatened action or proceeding concerning which indemnification is sought, shall participate in this determination. If a quorum of disinterested Trustees is not obtainable, the Board of Trustees shall act only after receiving the opinion in writing of independent legal counsel that indemnification is proper in the circumstances under then applicable law and these By-laws.

Section 7. Binding Effect

Any person entitled to indemnification under these By-laws has a legally enforceable right to indemnification which cannot be abridged by amendment of these By-laws with respect to any event, action or omission occurring prior to the date of such amendment.

Section 8. Insurance

The Library may purchase directors' and officers' liability insurance if authorized and approved by the Board of Trustees. To the extent permitted by law, such insurance may insure the Library for any obligation it incurs as a result of this Article or operation of law and it may insure directly the Trustees, officers, employees or volunteers of the Library for liabilities against which they are not entitled to indemnification under this Article as well as for liabilities against which they are entitled or permitted to be indemnified by the Library.

Section 9. Nonexclusive Rights

The provisions of this Article shall not limit or exclude any other rights to which any person may be entitled under law or contract. The Board of Trustees is authorized to enter into agreements on behalf of the Library with any Trustee, officer, employee, or volunteer providing them rights to indemnification or advancement of expenses in connection with potential indemnification in addition to the provisions therefore in this Article, subject in all cases to the limitations of Section 2 of this Article.

ARTICLE X — Fiscal Year

The fiscal year of the Library shall commence on the first day of July in each calendar year and shall end on the last day of June in the next succeeding calendar year.

ARTICLE XI — Membership In Library System

The Library shall maintain membership in the Monroe County Library System and participate in system-wide reciprocal programs to facilitate library service within the system.

ARTICLE XII — General

Section 1. Office

The office of the Library shall be at such place in the County of Monroe, State of New York, as the Board of Trustees may determine.

Section 2. Adoption of Policies and Procedures

The Board of Trustees or designated committee of the Board, by resolution, shall adopt such rules, regulations, policies and procedures as it may deem necessary and appropriate to the operation of the Library, including, but not limited to, a Conflicts of Interest Policy, Whistleblower Policy, and Contract Approval Policy; provided, however, that no rule, regulations, policy or procedure may be adopted by the Library that is contrary to these By-laws and applicable law as may be amended from time to time.

Section 3. Books and Records

There shall be kept at the office of the Library: (1) correct and complete books and records of account; (2) minutes of the proceedings of the Board of Trustees and any committees of the Board; (3) a current list of the Trustees and officers of the Library; (4) a copy of these By-laws; (5) a copy of the Library's application for recognition of exemption with the Internal Revenue Service; and (6) copies of the past three (3) years' information returns and Form 990-T's (if any) filed with the Internal Revenue Service. In addition, the Board shall cause all records to be kept in accordance with the Open Meetings Law, as amended.

ARTICLE XIII — Amendments

The By-Laws of this Library may be amended or repealed by a vote of three-quarters (3/4) of the entire Board of Trustees at a meeting duly called for said purpose.

Adopted: 1987

Reviewed:

Revised: July 11, 2000; July 10, 2001; July 12, 2011; August 28, 2018; February 13, 2024