

BY-LAWS OF GOFF-NELSON MEMORIAL LIBRARY

ARTICLE I: NAME

This organization shall be called “The Board of Trustees of the Goff-Nelson Memorial Library”, existing by virtue of the provisions in the Absolute charter Number 8434 granted by the Regents of the University of the State of New York on June 28, 1963, and exercising the powers and authority and assuming the responsibilities delegated to it under the said charter. The Goff-Nelson Memorial Library is located on 41 Lake St. in the village of Tupper Lake, New York. Heretofore called “the library.”

ARTICLE II: MANAGEMENT

1. The business and affairs of the Goff-Nelson Memorial library shall be managed and conducted by a Board of Trustees that shall be no less than 5 members.
2. The term of the members of the Board of Trustees shall be for five years, and may be voted for renewal.
3. Vacancies which occur shall be filled by the Board of Trustees. Any Trustee who shall fail to attend three consecutive regular meetings of the Board, unless there are extenuating circumstances, shall be deemed to have resigned as a Trustee, and the vacancy shall be filled as soon as possible.

ARTICLE III: OFFICERS

1. The Officers of the Board of Trustees shall be elected at the first regular meeting of the new year and there shall be a President, Vice-President, and Secretary, all to be elected from among the Board of Trustees.
2. Officers shall serve a term of one year from the meeting at which they are elected and until their successors are duly elected.
3. The President shall preside at all meetings of the Board, authorize calls for any special meetings, appoint all committees, execute all documents authorized by the Board, serve as ex-officio voting member of all committees, and generally perform all duties associated with that office.
4. The Vice-President, in the event of the absence or disability of the President, or of a vacancy in that office, shall assume and perform the duties and functions of the President.

ARTICLE IV: MEETINGS

1. There shall be at least four meetings a year or as many as required by the State Regents of New York. The date of the next meeting shall be named at the current meeting. Notice of the regular meetings shall be given at least one week in advance, either by telephone or electronic mail.
2. Special meetings may be called by the Secretary at the direction of the President, or at the request of at least one-third of the Trustees.

3. A quorum for the transaction of business at any meeting shall consist of a majority of the entire Board who shall be present in person. In the absence of a quorum, the Trustees present may adjourn the meeting to another date.
4. The order of business for regular meetings shall include, but not be limited to, the following items which shall be covered in the sequence shown:
 - Call to order
 - Public Comments – 5 minutes
 - Minutes
 - Financial report
 - Reports
 - Old business
 - New business
 - Close meeting
5. The Director (Library Manager) shall attend all meetings, may participate in the discussions and offer professional advice, but is not allowed to vote on any question.

ARTICLE V: INDEMNIFICATION

Every Trustee and officer and staff member of the Goff-Nelson Memorial Library shall be indemnified by the Library to the full extent that such indemnification may be lawful under the New York not-for-profit corporation law. The foregoing right of indemnification shall not be exclusive of any other right to which such person may be entitled.

ARTICLE VI: LIBRARY MANAGER

1. The Board of Trustees shall appoint a qualified Library Manager who shall be the executive and administrative officer of the library.
2. The Manager shall be held responsible for the proper performance of duties as spelled out in the job description provided by the Board.

ARTICLE VII: AMENDMENTS

These by-laws or the Library Policy may be repealed, amended or added to by a majority vote of the whole Board of Trustees at a regular meeting. Such action may be taken only after the proposed changes have been presented in writing at a prior regular meeting.

Revised and adopted on May 14, 2013