

By-Laws

Revised and Approved April 3, 2006

Revised and Approved September 14, 2009

Revised and Approved September 12, 2011

Revised and Approved May 11, 2015

Revised and Approved May 14, 2018

The Kinderhook Memorial Library was granted an absolute charter by the Board of Regents, State of New York, on December 21, 1951. The Library had been granted a provisional charter on June 18, 1934, at which time its name was changed from Kinderhook Free Library to the present one. The charter was revised to reflect an expanded service area on February 23, 2004.

Article I- Membership

Membership in the Library Corporation shall be open to anyone 18 years old or older who pays an annual membership fee of \$5.00. The fee may be changed by a majority vote of the Board of Trustees.

Members vote on proposed trustees. They also receive annual reports presented at the annual meeting by the Board of Trustees.

Article II- Meetings

1. The annual meeting of the Corporation shall be held at the Library at 7 P.M. on the second Monday in **March**. The meeting date may be changed by a majority vote of all Trustees. However, the vote must occur a year prior to the proposed date and all members notified by mail of the changed date.
2. Regular meetings of the Board of Trustees shall be held monthly, except for August, at a mutually convenient time.
3. Special meetings of the Board may be called when necessary.
4. Meetings of the committees shall occur as deemed necessary by the chair.
5. The fiscal year of the Library shall run from January 1 through December 31.

Article III- Trustees

1. The Library corporation shall be overseen by a Board of Trustees comprised of 15 voting members, individually elected at an annual meeting.
2. The term of trustees shall be three years, and five trustees shall be elected each year.
3. **A Trustee who fails to attend three consecutive regular meetings of the Board of Trustees without notification shall be deemed to have resigned as a trustee and the vacancy shall be filled as soon as possible. Failing to attend more than one-fourth of the total number of regular and special meetings of the Board of Trustees in a calendar year, without notification of absence, shall constitute a cause for removal.**
4. **Any Trustee who fails to adhere to the Trustee Code of Ethics as outlined in the Trustee Code of Ethics Policy, may be removed from the Board of Trustees by a two-thirds majority vote of the current elected Board Members in service when, in their judgment, the best interest of the Library will be served by such removal.**

5. The officers of the Board shall be President, Vice President, Secretary and Treasurer and shall be elected from among the members of the Board by a majority vote of those members. These officers, as well as the immediate past president, shall make up the executive committee of the Board.
6. Officers shall be elected at the first regular meeting of the Library year.
7. A vacancy of the Board of Trustees, occurring during an uncompleted term of office, shall be filled for the remainder of the unexpired term by appointment by the Board, following a recommendation by the Nominating Committee. Upon receipt of the recommendation by the Board, the appointment will be voted on by the Board at the next regular meeting.
8. A majority of the current elected board members in service shall constitute a quorum.

Article IV- Committees

1. The officers of the Board of Trustees collectively constitute an Executive Committee which will serve also as a Nominating Committee.
2. Other standing committees of the Board will now be: Operations/Long Range Plan, Finance, Building and Grounds, Audit and Fundraising. New standing committees can be formed or existing committees eliminated by majority vote of the Board.
3. Ad Hoc committees may be appointed by the President with approval of the Board and may include non-Board members.

Article V- Library Director

1. The Board of Trustees shall appoint a qualified library director who shall be administrative officer of the Library, performing the duties detailed in the job description provided by the Board of Trustees.
2. The Director shall attend all meetings of the Board, including public meetings, during which action may be taken affecting the interests of the Library. The Director may speak on all matters but may not vote.

Article VI- Amendments

1. These By-Laws may be repealed, amended, or added to by two-thirds (2/3) majority vote of the current elected Board Members in service.
2. If these By-Laws are to be changed, the substance of the change first must be presented in writing to the Board at a prior meeting, the notice of which must include notice of consideration of the By-Laws.