

BY-LAWS OF THE MONTAUK LIBRARY

Article I. Name

The name of this body, pursuant to the charter granted, is MONTAUK LIBRARY.

Article II. Charter

The powers, responsibilities, and affairs of the Board of Library Trustees are enabled by virtue of the charter granted by the New York State Board of Regents June 19, 1980, and are derived from the Education Law and related laws of the State of New York, and the rules and regulations of the

Board of Regents of the University of the State of New York and its Agencies. The Board of Library Trustees is a continuous corporate entity, and the legality of its commitments is not conditioned by the official life of its members.

Article III. Powers and Duties

Section 1:

Under the law, public libraries authorized by the action of the voters shall be managed by Trustees who shall have all the powers of trustees of other educational institutions of the University of the State of New York, as defined in section 226 of the Education Law.

Section 2:

The Board is the legal entity charged with the management of and responsibility for the Library. The Board shall establish the objectives of the Library and determine the policy for the development of such objectives. The Board may, at its discretion, employ a Director and any other personnel it may deem advisable to implement the Board policies. It shall be the duty of the Board to review reports regarding the function of the Library in terms of the stated policy and objectives.

Section 3:

A prime objective of the Board shall be to provide the funds necessary to operate the Library within the objectives and policy specified. The Board, or Library Director, shall prepare and submit to the taxpayers the annual budget and establish all procedures necessary to fully and properly discharge its responsibilities for the sound financial management of the Library.

Article IV. Library Trustees

Section 1: Number of Trustees

The number of Trustees shall be seven. A Trustee shall be a resident of Montauk for an uninterrupted period of at least one year and must be a registered voter in the Montauk Union Free School district at the time of the election. (NYS Education Law 2102).

Section 2: Term of Office

Trustees shall be elected for terms of five years at the annual Special Meeting of the Montauk Union Free School District. Said terms will commence July 1 and expire June 30 unless any Trustee shall have resigned or otherwise terminated membership as a Trustee.

Section 3: Board Vacancies

In the event of a vacancy on the Board, due to cause other than expiration of term, the Board shall submit a nominee for temporary appointment to fill the remainder of the term until the next regularly scheduled election at which time the vacancy shall be filled.

Section 4: Removal From Office

Trustees should attend scheduled Board meetings in furtherance of their obligations to the Library. A Trustee failing to attend more than three consecutive meetings, without an excuse accepted as satisfactory by the Board, shall be deemed to have resigned their position and may be removed.

Should a Trustee be unable to attend a meeting, they shall notify the Board as soon as it is practical of their inability to attend the meeting. An excused absence shall be noted by the Board as excused if the reason for non-attendance is satisfactory to the Board. A satisfactory excuse may include an injury, illness or required attendance at a civic, educational, governmental or other proceeding that requires personal attendance by the Trustee. The Board will note the approved absence in the minutes of the meeting on the record.

Should a Trustee not provide notice of their absence in advance of a scheduled meeting for an approved purpose, the Board will similarly note their absence on the record of the proceedings. Upon three consecutive unexcused absences, the Trustee will be deemed to have resigned their position and the Board will act to fill the vacancy pursuant to Article IV Section 3 herein.

By vote of a majority of the Board, a trustee may be removed for misconduct, incapacity, or neglect of duty in accordance with the procedure set forth in Education Law §226.

Article V. Meetings

Section 1: Regular Meetings

Regular meetings shall be held each month, the date and hour to be set by the Board at its July organizational meeting. All meetings shall be open meetings that comply with the Open Meetings Law of New York State. They shall be announced by a notice posted in the Library and in The East Hampton Star, a local paper of general circulation.

The date and time of such meetings shall also be posted on the Library's website at least 72 hours in advance of meetings.

Meetings shall be open to being photographed, broadcast, streamed or otherwise recorded. The recording of the meeting and the placement of recording equipment may not interfere with the proceedings.

Remote attendance may be used by Trustees, if necessary, to attend and participate in a Board meeting provided that a minimum number of Trustees are present to fulfill the public body's quorum requirement in the same physical location(s) where the public can attend. A Trustee attending remotely may participate in discussion but will not be counted toward a quorum and does not have a vote at that meeting. Remote attendance shall be in accordance with the Library's Videoconferencing Policy.

Section 2: Annual Informational Meeting

An annual informational meeting shall be held no less than seven days and no more than fourteen days before the annual Special Meeting of the Montauk Union Free School District at which the Montauk Library budget is to be voted upon. The proposed budget for the following year will be explained.

Section 3: Special Meetings

Special meetings may be called by the President, or at the request of at least two of the Trustees, for the transaction of business as stated in the call for the special meeting. Notice of such meeting shall precede the holding of such meeting by at least 72 hours. Notice provisions may be waived by document executed by all members of the Board of Trustees. Notice of special meetings will be posted in the Library and on its website.

Section 4: Executive Meetings

Upon a majority vote of its total membership, taken in an open meeting pursuant to a motion identifying the general area or areas of the subject or subjects to be considered, a public body may conduct an executive session for the below enumerated purposes only, provided, however, that no action by formal vote shall be taken to appropriate public moneys:

- a. matters which will imperil the public safety if disclosed;
- b. any matter which may disclose the identity of a law enforcement agent or informer;
- c. information relating to current or future investigation or prosecution of a criminal offense which would imperil effective law enforcement if disclosed;
- d. discussions regarding proposed, pending or current litigation;
- e. collective negotiations pursuant to article fourteen of the civil service law;
- f. the medical, financial, credit or employment history of a particular person or corporation, or matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of a particular person or corporation;

- g. the preparation, grading or administration of examinations; and
- h. the proposed acquisition, sale or lease of real property or the proposed acquisition of securities, or sale or exchange of securities held by such public body, but only when publicity would substantially affect the value thereof.

Minutes of executive sessions shall be taken of any action which is taken by formal vote which shall consist of a record or summary of the final determination.

Section 5: Annual Organizational Meeting

The annual Organizational meeting will be held prior to the first regular meeting in July, between July 1st and July 15th, for the purpose of election of officers and appointing standing committees.

Section 6: Order of Business

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 so far as circumstances permit:

- a. Roll call of members
- b. Disposition of minutes of previous regular meeting and any intervening special meetings
- c. Financial report of the Library
- d. Action on bills
- e. Report of Director (if any)
- f. Committee reports
- g. Communications
- h. Unfinished business
- i. New Business
- j. Public presentation to, or discussion with, the Board
- k. Adjournment

Section 7: Quorum

A majority of the entire Board constitutes a quorum. All Board action shall be by resolution voted upon by at least a quorum of the Board. A remote attendee may not be counted toward a quorum.

Section 8: Parliamentary Procedure

For circumstances not covered by these By-Laws, Robert's Rules of Order shall apply to govern matters of parliamentary procedure.

Article VI. Officers

Section 1: Board of Trustee Officers

The officers shall be a President, a Vice-President, Secretary, and Finance Secretary, selected from among the Trustees at the organizational meeting.

Section 2: Term of Office

Officers shall serve a term of one year from the organizational meeting at which they are elected and until their successors are duly elected.

Section 3. Duties of the President

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 an ex officio member of all committees, and generally perform the duties associated with that office.

Section 4: Duties of the Vice-President

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.

Section 5: Duties of the Secretary

The Secretary shall have charge of the records of the Board and shall ensure that a true and accurate record of all meetings of the Board be kept and shall perform such other duties as are generally associated with that office. In the absence of the President and Vice-President, the Secretary shall preside over meetings and perform all duties of the President.

Section 6: Duties of the Finance Secretary

The Finance Secretary shall be the disbursing officer of the Board, sign checks, sign official documents as specified by State law, and shall perform such duties as generally devolve upon the office. The Finance Secretary shall study the bills and cash balance – including accounts receivable, accounts payable and payroll - prior to the regular monthly meeting and shall recommend by suitable motion the acceptance or rejection of same. In the absence or inability of the Finance Secretary, said duties shall be performed by such other members of the Board as the Board may designate.

Article VI. Committees

Section 1: Standing Committees

Standing committees shall be created by the Board of Trustees. Standing Committees of the Board shall include Building and Grounds, Finance, Nominating, Personnel, and Policies and Procedures Committees. Said Committees shall meet in person a minimum of twice per term year.

Section 2: Special Committees

Special committees for the study and investigation of specific issues may be appointed by the President. Such committees shall be discharged upon the completion of the purpose for which they were appointed and after any requested final report is made to the Board.

Section 3: Ad Hoc Committees

At times the Board of Trustees may form ad hoc committees which include non-members of the Board and at least one Board member who will serve as Chair. The Board reserves the right to dissolve these committees at any time.

Section 4: Committee Responsibilities

All committees shall make a progress report to the Library Board at each of its meetings.

No committee will have other than advisory powers unless, by suitable action of the Board, it is granted specific power to act.

If a quorum of the Board of Trustees is present at a Committee meeting, that meeting must be considered an open meeting.

Article VII. General

Section 1: Voting

An affirmative vote of the majority, i.e., at least four members of the Board, shall be necessary to approve any action before the Board.

Section 2: Amending By Laws

The By-Laws may be amended or revised by the majority vote of all members of the Board provided written notice of the proposed changes shall have been presented to all members at least ten days prior to the meeting at which such action is proposed to be taken.

When the By-Laws are amended, copies of the existing By-Laws must be preserved.

Section 3: Trustee Indemnification

The Montauk Library will indemnify its Trustees and defend them for the defense of any civil or criminal action or proceeding to the full extent provided in the Public Officers Law and Article 7 of the Not-For-Profit Corporation Law (as made applicable pursuant to the Education Law), including amendments subsequently made from time to time.

Section 4: Financial Signatories

The Officers of the Board of Trustees shall be the designated signatories on Library financial accounts.

Section 5: Confidentiality & Conflict of Interest Statements

Members of the Board of Trustees shall sign and be bound to a Code of Ethics and Conflict of Interest Statement and Policy, presented and signed at the Annual Organizational Meeting.

BY-LAWS REVISED & APPROVED BY THE MONTAUK LIBRARY BOARD OF TRUSTEES

OCTOBER 21, 2024