

**OCEANSIDE LIBRARY  
30 DAVISON AVENUE  
OCEANSIDE, NEW YORK**

**BY-LAWS OF THE OCEANSIDE LIBRARY ASSOCIATION**

**ARTICLE 1 - NAME:**

**SECTION 1.1 NAME:**

The name of the corporation is the Oceanside Library ("Library"), a not-for-profit education corporation as established under the Education Law and the Not-for-Profit Corporation Law of the State of New York, and incorporated as a Free Association Library ("Association") under a provisional charter issued May 20, 1938, made absolute on June 18, 1948 by the New York State Board of Regents, and amended on June 21, 1991.

**ARTICLE 2 - PURPOSES AND ACTIVITIES:**

**SECTION 2.1 PURPOSES OF ASSOCIATION:**

The Association is organized exclusively for charitable and educational purposes, and shall establish, maintain, and operate a library in the unincorporated village of Oceanside, Town of Hempstead, Nassau County, State of New York, for the benefit and use of all the people of the Oceanside School District #11 (District). It will provide, sponsor, and participate in related services, and encourage other cultural and educational programs and activities.

**SECTION 2.2 RESTRICTIONS ON ACTIVITIES:**

No part of Association funds shall inure to the benefit of any private individual. No substantial part of the Association's activities shall be used to carry on propaganda or otherwise attempt to influence legislation, as the terms "substantial part" and "legislation" are construed to mean under Section 501 of the 1954 Internal Revenue Code. The Association shall not participate or intervene in any political campaign on behalf of any political party or candidate for public office, including the publication or distribution of statements.

**ARTICLE 3 - MEMBERS OF THE ASSOCIATION:**

**SECTION 3.1** Any person eighteen (18) years of age or over who is a resident of the District may become a member of the Association, provided such person complies with the terms and conditions of membership as approved by the Board of Trustees (Trustees). Membership in the Association is not required for the use of the Association's library. Library cards are NOT required for Association Membership. "Resident" means a person who resides within the

Oceanside School District and is a registered voter with the Nassau County Board of Elections, within thirty (30) days prior to the Annual Association meeting.

**SECTION 3.2 TERM OF MEMBERSHIP:** Membership in the Association terminates when the member is no longer a resident of the District.

**SECTION 3.3 RECORD OF MEMBERS AND MEMBERS ENTITLED TO VOTE:** Persons who have registered to be a member of the Association, and met the qualifications set forth in Section 3.1 herein, prior to an Association or special meeting being called to order, shall be entitled to vote at such meeting. Any person who is a member of the Association, but was previously deemed ineligible to vote due solely to inactivity of their library card, is hereby a member eligible to vote. The secretary of the Association shall ensure that a record of members is maintained at the library. Such record of Membership shall be available to the public, upon written request, and Association members shall be entitled to full access of a record of Membership upon request.

**SECTION 3.4 MEMBERSHIP FEES:** Neither fees nor donations are a requirement for membership in the Association; however, the Association will accept donations.

#### **ARTICLE 4 - ASSOCIATION MEETINGS:**

##### **SECTION 4.1**

A. Annual meetings of the Association shall be held on the fourth Tuesday in April of each year at the Association Library or at such place and time in April as may be designated by the Trustees. The agenda shall include the election of members of the Board of Trustees, the Annual Reports of the Association and any other business as may properly be brought before the meeting. In advance of the Annual Meeting, the Board of Trustees may appoint one or more inspectors to act as tellers at the meeting or any adjournment thereof with the duty to count the votes cast for the election of members of the Board of Trustees and the votes cast on other matters, as well as any other duties and responsibilities and as the Trustees shall so designate. Inspectors shall be Association members and appointed by election of the majority vote of the Trustees. The president of the Board of Trustees shall notify the elected Inspector(s) and shall provide such Inspector(s) with written instructions as to their duties and responsibilities.

B. Special meetings may be called at any time by the President of the Association, by a majority vote of the Trustees, or upon receipt by the President or Secretary of the Association of a petition signed by twenty-five (25) members entitled to vote, stating the reason for the petition. The President of the Association shall call a special meeting within thirty (30) days of the receipt

of such petition at the Library and delivered to the President or Director, certified mail, return receipt requested.

C. The President of the Association shall preside at all Association meetings. The Vice-President presides in the President's absence, and a chairman elected by a majority of the Trustees present, in the absence of them both.

#### SECTION 4.2 MEETING NOTICES:

A. Not less than neither ten (10), nor more than thirty (30) days before any Association meeting, except the Annual Meeting, the President or any Trustee designated by the President shall send written notice to Association members. Such notice shall include the date, time and place of the meeting and a brief statement of its purpose.

B. At least twenty-one (21) days prior to the Annual meeting, the President or any Trustee designated by the President shall send notice of the Annual meeting to each member entitled to vote at the meeting. The notice shall contain a statement of the purpose of the meeting.

C. Special meeting notices shall contain the date, time, place and purpose, as indicated in the petition calling for the meeting.

D. Any member who attends a meeting without protesting the lack of Notice shall be deemed to have waived any issue of Notice.

SECTION 4.3 VOTING Except as to elections of members of the Board of Trustees, which is governed by Section 5.2 herein, at all meetings of the Association each member shall have one vote for each matter to be voted upon by the association. The quorum for all votes, except elections, shall be ten (10) members of the Association. A majority of the votes cast shall decide all questions, except where an express provision of these Bylaws or statute shall require a different determination. All votes, except elections, shall be held in public by a vote of hands or such other means as the Chair of the meeting shall deem appropriate.

#### ARTICLE 5 - BOARD OF TRUSTEES:

##### SECTION 5.1 POWER AND DUTIES OF TRUSTEES:

The affairs, property, and activities of the Association shall be managed by the Board of Trustees. Their duties shall include but not be restricted to. Determining policies, rules and regulations of the Library, appointing, hiring and/or retaining of Legal Counsel, Certified Public Accountant and any other Professional Services, the Board deems necessary, as well as approving the annual budget to be submitted to the voters of the District. As used in these by-laws, the "entire Board" means the number of Trustees then currently serving. A Trustee is a holder of a special duty to represent the Library and residents of the District

## SECTION 5.2 NUMBER, QUALIFICATIONS, AND TERMS OF TRUSTEES:

A. The Board of Trustees shall consist of seven (7) members of the Association, selected as provided for in these by-laws. Trustees must be members of the Association and at least eighteen (18) years of age. The term of office shall be five (5) years, staggered so as to elect one (1) trustee in 1997, one (1) in 1998, two (2) in 1999, one (1) in 2000, two (2) in 2001, and continue thereafter in this order. The term shall become effective the first day of the first month following the Association meeting. Each annual term shall be calculated as beginning May 1 and ending April 30.

B. Members of the Board of Trustees shall be elected as follows:

1. In the event more than one member's term shall be expiring requiring more than one Trustee to be elected at an Annual Meeting, the Board shall designate the seat by name. In the event there is a vacancy, with no incumbent Trustee, the seat shall be designated as "The seat formerly held by (the name of the last Trustee to hold the seat);" in the event there is no vacancy, the seat shall be designated as "The seat currently held by (the name of the incumbent Trustee)."

2. A candidate seeking election to a designated seat shall file a petition or petitions containing the signatures of at least 25 members of the association entitled to vote and in good standing. All petitions shall be in writing, containing the name and address of the nominating members. Each petition must contain the name of the candidate and the designation of the seat that the candidate is seeking. The petition must be obtained from the secretary to the Board or his/her designee in person by the candidate seeking election. The petition must be filed at least thirty (30) days prior to the Annual Meeting with the Secretary of the Association and/or such person or persons as the Board may designate. In addition to the above, the Board shall designate at least one person regularly present at the Library to accept petitions on behalf of the Secretary, which person shall be available at the Library to accept petitions at up to 5PM on the last day petitions may be filed. The Board shall appoint a member of the Board not seeking re-election in the current election to review and certify the petitions. In the event a candidate shall dispute the member's certification, the Board shall hold a Special Meeting as soon as possible to approve or disapprove the certification. It shall be the spirit of these Bylaws that inclusion of candidates shall be preferred, and that non-significant discrepancies in petitions be disregarded;

3. No candidate may file petition(s) for more than one seat to be voted upon at an Annual Meeting.

4. The elections held at the Annual Meeting shall require no quorum. The voting shall occur at the Library. It may be scheduled by the Board to be conducted during such hours as it deems appropriate, provided the election is held on the date of the Annual Meeting. The voting may occur before and/or during the Annual Meeting;
5. In the event only one candidate shall have filed a petition, duly certified, for a designated seat, the Secretary shall cast one vote in favor of the candidate, thus electing said unopposed candidate;
6. In the event there shall be more than one candidate that filed petition(s), duly certified, for a designated seat, the person receiving the highest number of votes for that designated seat shall be elected Trustee. In the event there is more than one contested designated seat, the members may cast one vote for each seat.
7. In the event of a tie, the remaining Trustees shall appoint a person to serve the term of the contested seat.
8. No write-in votes shall be accepted or counted.
9. All votes cast shall be in secret, cast by written ballot, approved voting machines, or by such other secret and secure means as the Board of Trustees shall determine.
10. Absentee Ballots: The Board may at anytime prior to an election, by resolution, adopt such terms and provisions as it deems appropriate for the issuance and collection of absentee ballots.
11. If a vacancy occurs between Annual Meetings, the Board of Trustees may appoint a successor. The successor shall assume the term of the predecessor Trustee and serve as Trustee until that term is expired. Such successor Trustee shall be entitled to run for election once such Trustee has completed the term of the Predecessor Trustee. If the number of currently serving Trustees is four (4) or less, the remaining trustees must appoint successor Trustee(s) within sixty (60) days of the date of the vacancy, so that the number of Trustees currently serving is no fewer than five (5) for more than sixty (60) days.

SECTION 5.2 C has been revoked and left intentionally blank.

- D. Trustee may resign at any time by giving written notice to the President or Secretary of the Association. The resignation shall become effective at the time specified in the written notice. No Board action is required for the resignation to be effective.
- E. In recognition of outstanding service to the Association, the Board may, by a unanimous vote, designate a former member of the board as an Honorary, non-voting Trustee.
- F. No compensation shall be paid to Trustees for their services as Trustees. Trustees may be reimbursed for expenses incurred in the performance of their duties.

## ARTICLE 6 - MEETINGS OF TRUSTEES AND COMMITTEES:

SECTION 6.1 The Board of Trustees shall hold regular monthly meetings at the Association Library at such time and date as may be designated by the Board. The Secretary of the Board of Trustees shall submit a yearly schedule of meetings and holidays to the Board at its organizational meeting for approval. Notice of regular meetings shall be sent by first-class mail to each Trustee not more than ten (10) nor less than three (3) days prior to such meeting. The first meeting in May shall be designated as the annual meeting of the Board, at which time the officers of the Association shall be elected, at which time the first order of business shall be the election of Officers of the Board.

SECTION 6.2 Special meetings of the Board may be called by the President at any time or place upon written notification to Members of the Board, or upon receipt at the Library by the President of a written request signed by a three (3) members of the Board of Trustees requesting a special meeting.

SECTION 6.3 The President will preside at any meeting of the Trustees, the Vice President in the absence of the President , and a Chairman chosen by a majority of the Trustees present in the absence of them both.

SECTION 6.4 The presence of a majority of the entire Board shall constitute a quorum for the transaction of business, except as otherwise required by statute and these by-laws. Each Trustee shall have one (1) vote on any matter. Trustees may not vote or attend meetings by proxy and must be present to vote at the time of the vote.

SECTION 6.5 No Board member may take any action without a meeting and vote of the Board. If, however, the President deems any question or action requires immediate attention by the Board of Trustees the President shall call a special meeting or obtain a vote of the Board after submission of a written proposal of the action to be taken. Facsimile transmissions to and from Board members for such purpose are deemed acceptable. Such proposal and action shall be recorded in the minutes of the next regular meeting. Such vote must be a majority vote of all members of the Board of Trustees, or greater if required by statute or these by-laws.

## ARTICLE 7 - OFFICERS:

SECTION 7.1 The Board shall elect from among the Trustees, a President, Vice-President, Secretary and Treasurer of the Board at its annual meeting. Terms of office shall begin at the meeting at which elected, and end at the beginning of the Trustees next annual meeting. The

Board may elect such other officers as it may determine. Officers may serve for any number of terms.

SECTION 7.2 An Officer may resign at any time by giving written notice to the President or Secretary of the Association and shall become effective at the time specified in the written notice.

SECTION 7.3 Any Officer may be removed from office by a majority vote of the entire Board. Such vacancy shall be filled by a majority vote of the entire Board.

SECTION 7.4 The Officers of the Board of Trustees are also the officers of the Association. The powers and duties of the Association Officers shall include but not be limited to:

President: The President shall preside at all meetings of the Association and the Board of Trustees, and shall serve as an ex-officio member of all special and standing committees. The President shall designate committees of the Board and appoint both committee members and a chairman of each such committee. The President shall be responsible for notifications of all Association meetings and special meetings as set forth in section 4.2 of these by-laws.

Vice-President: The Vice-President shall preside in the absence of the President and exercise all the powers and duties of the President.

Secretary: The Secretary shall be responsible for the notification of all Trustees of Trustee meetings, and shall also insure that a current list of names and addresses of current Association members is maintained at the Library.

Treasurer: The Treasurer shall normally sign all general and capital improvement checks for the expenditure of funds after voucher approval by the Trustees. Checks may also be signed by members of the Board of Trustees that are duly appointed by majority vote of the Board, with each check requiring

two (2) signatures. The Treasurer shall, in addition, furnish a report of Library finances at each monthly meeting of the Board of Trustees, and in annual report of the Association's finances at the Association's Annual Meeting.

Secretary to the Board of Trustees: The Secretary to the Board shall perform such duties as determined by the Board of Trustees, including but not limited to recording the minutes of all Trustee and Association Meetings. The Secretary to the Board shall be an employee, shall not be a member of the Board of Trustees, nor necessarily a member of the Association.

## ARTICLE 8 - LIBRARY DIRECTOR:

SECTION 8.1 The Board of Trustees shall appoint the Director and Assistant Director of the Association's Library, who shall possess qualifications as determined by the Board. The salary and terms of employment shall be fixed by a majority vote of the entire Board.

SECTION 8.2 Under the direction of the Board of Trustees, the Director shall:

1. Recommend to the Board appointments and/or discharge of all professional and non-professional employees of the Association's Library. However, such action can only be taken by a majority vote of the Board.
2. Supervise all professional and non-professional employees of the Association's Library.
3. Have charge of the operations, activities, and administration of the Association's Library. The Director shall report to the Board on the activities, property and affairs of the Association's Library as directed.

SECTION 8.3 The Director shall not be a member of the Board of Trustees, but shall receive notice of and attend all meetings of the Board, except the Director shall not attend any part of a meeting that concerns or affects the salary, terms of employment or the performance of the duties of the Director, or at any meeting or portion thereof, which the Board of Trustees so determines.

## ARTICLE 9 - MISCELLANEOUS:

SECTION 9.1 All corporate instruments and documents shall be signed, countersigned, executed, and verified or acknowledged for the Association by person or persons as may be proscribed by law or the Board of Trustees.

SECTION 9.2 The Board of Trustees shall present a report on financial and other matters pertinent to the Association at the Association's Annual Meeting, in accordance with Section 519 of the Not-For-Profit Corporation Law of the State of New York.

SECTION 9.3 The fiscal year of the Association shall be a twelve (12) month period ending on June 30 of each year.

SECTION 9.4 Unless otherwise directed by the Board of Trustees, The Treasurer of the Association shall furnish the Association a Bond in such form and amount, and surety or sureties as the Board may specify. The Board may also require any agents, employee, or officer of the Association to furnish a bond.

SECTION 9.5 The current edition of Robert's Rules shall govern parliamentary procedures at all meetings of the Association and Board of Trustees, except that these by-laws shall control should there be a conflict between these by-laws and Robert's Rules. The Open Meetings Law appended to these by-laws shall be followed to the extent applicable.

SECTION 9.6

A. These by-laws may be amended in whole or in part by majority vote of the entire Board. Within thirty (30) days of such vote, the proposed changes shall be posted in the Library and written notice sent as provided in Section 4.2 of these by-laws, to each member of the Association entitled to vote, that changes in the by-laws are proposed.

B. Amendments to the By-Laws shall be adopted by a majority vote of the members voting at any Annual or Special Meeting of the Association.