

West Nyack Free Library

MINUTES: Meeting of the Board of Trustees

DATE: June 15, 2015

PRESENT: Lorette Adams, Jim Benvenuto, Arlene Block, Raymond Kosinski, Kurt Mohr

ABSENT: Frank Alkin, Melissa DeNicola, Eugenia Schatoff

- I. Call to Order – J. Benvenuto called the meeting to order at 7:46 P.M.
- II. K. Mohr moved to accept the minutes of May 11, 2015 as amended; seconded by L. Adams; passed unanimously.
- III. Financial Reports
 - A. 2015 Income and Expenses through May 2015 – The reports were received.
 - B. Bank Account Analysis through May 2015 – The reports were received.
 - L. Adams moved to approve the expenditures; seconded by K. Mohr; passed unanimously.
- IV. Committee Assignments and Reports
 - A. Building and Grounds – None
 - B. Planning – The committee met and is working towards a five-year plan.
 - C. Public Relations – None
 - D. Finance – None
 - E. Administration - None
 - F. Print & Non-Print Materials – None
- V. Director's Report - The Director's Report for May 2015 was received. A question arose as to why the stats are going down.

Action Items: None
- VI. Unfinished Business
 - A. Friends: The Friends are in the process of incorporating as a non-profit and will then seek 501C status.
 - B. Executive Compensation Policy: R. Kosinski will work with E. Schatoff on this when she returns from Maternity Leave.
 - C. Constitutional Amendments: Two public notices will be posted to amend the Constitution. After that, a vote will take place; approval by two thirds of voting association members is needed.
 - D. Association Bylaws:
 - L. Adams made a motion that Article III Part B be amended to read as follows:
Nominations for trustees shall be presented by a nominating committee and additional nominations may be made from the floor. Only members in good standing shall be permitted to nominate. Each nominee shall be a resident of

West Nyack and/or the Clarkstown Central School District; but the duly elected Board of Trustees shall have a minimum of seven members, six who are residents of West Nyack. The motion was seconded by K. Mohr and passed unanimously.

• L. Adams made a motion that Article III Part C be amended to read as follows:
The election of a trustee or trustees shall be held the second Monday in November of each year, at the Annual meeting. However, the Board of Trustees may select another day in November, if desired. Election shall be by roll call vote. Only members in good standing may vote. Newly elected trustees shall take office on the first day of the next fiscal year. The fiscal year shall be the calendar year. The motion was seconded by K. Mohr and passed unanimously.

• L. Adams made a motion to amend Article III to add Part F to read as follows:
Indemnification of Director, Officers, and Trustees: See Amendment February 12, 2007. The motion was seconded by R. Kosinski and passed unanimously.

E. Trustee Bylaws:

• L. Adams made a motion to amend Article I Part B and Article I Part D to read as follows:

(Part B) The Board of Trustees shall elect from their own number, to hold office for one year, a President, Executive Vice-President, Immediate Past President, Corresponding Secretary, Recording Secretary, Treasurer and one Trustee. Officers may succeed themselves provided, however, that a President or Vice-President shall not serve more than three consecutive terms.

(Part D) Indemnification of Director, Officers and Trustees: as per ARTICLE III PART F of the Association Bylaws 2/12/2007.

The motion was seconded by K. Mohr and passed unanimously.

• L. Adams made a motion to amend Article II Part C to read as follows: **Any Trustee failing to attend three consecutive meetings without satisfactory explanation shall be deemed to have resigned. Any Trustee who misses three consecutive meetings, with a satisfactory explanation, will be reminded of the bylaws of the organization and asked of their intentions. Should extenuating circumstances exist, the Board may consider the granting of a leave of absence not to exceed six months.**

The motion was seconded by R. Kosinski and passed unanimously.

• L. Adams made a motion to amend Article IV Part B to read as follows:
The Board of Trustees shall appoint, to hold office during its pleasure, the following standing committees: 1) Administration, 2) Finance, 3) Buildings and Grounds, 4) Public Relations, 5) Nominating Committee, 6) Ad Hoc Committees may be appointed as necessary.

In addition, to amend Article IV Part F to delete item 2 that pertains to the Print and Non-Print Committee (this results in numbering change).

The motion was seconded by K. Mohr and passed unanimously.

- L. Adams made a motion to amend Article V Part D (Duties of the Director) to delete item 1 that relates to the Print and Non-Print Committee (this results in numbering change).

The motion was seconded by K. Mohr and passed unanimously.

- L. Adams made a motion to amend Article V Part D (Duties of the Director) item 5 to read as follows:

4. To report all monies received from fines and other sources to the Board of Trustees, monthly.

The motion was seconded by K. Mohr and passed unanimously.

- L. Adams made a motion to amend Article V to add Part F to read as follows:

F. Indemnification of Director, Officers and Trustees: as per ARTICLE III PART F of the Association Bylaws 2/12/2007.

The motion was seconded by K. Mohr and passed unanimously.

VII. New Business - None

VIII. Trustees' Comments - None

IX. Adjournment – K. Mohr made a motion to adjourn the meeting. The meeting was adjourned at 8:40 P.M.

Respectfully submitted,

Arlene Block
Recording Secretary