

**RESOLUTIONS OF THE  
BOARD OF TRUSTEES OF THE  
POUND RIDGE LIBRARY DISTRICT**

**July 11, 2017**

The undersigned, duly authorized secretary of the Pound Ridge Library District (the "Library") hereby certifies that the following resolutions were adopted by the Library's Board of Trustees (the "Board") at a duly called meeting of the Board on July 17, 2017 and that at all times during the meeting a quorum of the Board was present:

**WHEREAS**, the Library is a corporation created under a charter granted under Section 253 of the New York State Education Law by the Board of Regents (or Secretary of State) of the State of New York, dated February 19, 2003 (the "Charter"), and is governed by applicable New York State Law, the Charter and by-laws of the Library as initially adopted October 14, 2003 and subsequently revised on November 10, 2009, December 20, 2011 and most recently on July 1, 2014 (the "By-Laws"); and

**WHEREAS**, pursuant to its authority set forth in Section 2 of Article IX of the By-Laws, the Board desires to amend the By-Laws, effective July 11, 2017, to conform the language in Sections 2 and 5 of Article II of the By-Laws with the provisions of the Charter that require vacancies on the Board to be filled at the annual election of trustees for a term of three years commencing on the first day of the month next following such annual election.

**NOW THEREFORE BE IT RESOLVED**, that the By-Laws are hereby amended as follows:

- (1) Section 2 of Article II is amended by deleting the words "or for a Remainder Term as that term [is] defined in Section 5 of this Article" and
- (2) Section 5 of Article II is amended by deleting the following language: "The term of any vacated office from the first day of the month following the next annual election of trustees to the last date of the vacated term shall be referred to as the 'Remainder Term.' In an annual election that includes a Remainder Term(s), the three candidates receiving the highest number of votes will each fill a Three Year Term. The candidate(s) receiving the next highest votes will fill the Remainder Term(s) in descending order based upon the number of votes received."

**BE IT FURTHER RESOLVED**, that the officers of the Board, and their designees, are authorized and directed to take or cause to be taken such additional actions as they deem necessary, appropriate or desirable to carry out the purpose and intent of the foregoing resolutions, and that all actions previously taken by or at the discretion of the Board or any of the officers or any of their designees on behalf of the Board in connection with such resolution be and hereby are ratified.

IN WITNESS WHEREOF, I have set my hand and affixed the seal of the Library on the date so noted.

**LIBRARY SEAL**

**Pound Ridge Library District**

**By:** \_\_\_\_\_  
**Secretary**

**Date:** \_\_\_\_\_