

THE BYLAWS OF THE BOARD OF TRUSTEES OF THE POUGHKEEPSIE PUBLIC LIBRARY DISTRICT

ARTICLE I: NAME, AUTHORITY, AND PURPOSE

Section 1: The name of the organization governed by these bylaws shall be the Poughkeepsie Public Library District, hereinafter referred to as the District.

Section 2: The District derives its authority and governance from Chapter 524 of the Laws of 1987 as amended in 1994 and further amended by Chapter 361 of the Laws of 1997, from its Absolute Charter issued by the University of the State of New York, and from these bylaws. The District shall observe all applicable New York State municipal and education laws.

Section 3: The purpose of the District shall be to provide public library service to the residents, businesses, organizations, and governing officials of the City of Poughkeepsie and the Town of Poughkeepsie outside of the Village of Wappingers Falls.

ARTICLE II: BOARD OF TRUSTEES

Section 1: The Board of Trustees, hereinafter referred to as the Board, is entrusted with the governance of the District. It shall establish such policies as will ensure the District's purpose and objectives, maintain plans of service, appoint the Library Director, discharge all such responsibilities as are provided for under Article I, Section 2, adopt and revise bylaws and exercise such other responsibilities as may be appropriate.

Section 2: As provided for under Article I, Section 2, the number of Trustees shall be eleven, four from the City of Poughkeepsie and seven from the Town of Poughkeepsie. Trustees are elected by public vote in the general election and must be permanent residents of the municipality that elects them. Terms of office shall be for five years and shall commence on January 1 of the year following the election. In accordance with New York State Public Officers Law, all trustees are required to file an Oath of Office with the Dutchess County Clerk. Additionally, a copy of the Oath is to be on file in the Library District's Administrative Office.

Section 3: Any vacancy occurring on the Board shall be filled by appointment of the Board until such time as the vacant term can be filled through general election.

Section 4: Attendance is expected at all regular meetings of the Board. The President of the Board and the Library Director shall be advised in advance of any anticipated absences.

Section 5: Trustees are expected to serve on committees and attend those committee meetings. The committee chair and the Library Director shall be advised in advance of any anticipated *absences*.

Section 6: Each Trustee shall have one vote and must exercise it in person at a meeting to have this vote counted.

Section 7: Trustees are expected to perform duties as requested by the Board or the President of the Board. Trustees may not represent the Board or the District to commercial, public, corporate entities, or the media without prior permission from the Board or the President.

Section 8: Trustees failing to exercise their duties may be removed from the Board of Trustees in accordance with New York State Law.

Section 9: The Board shall hire the Library Director to manage the daily affairs of the District and grant him or her powers necessary to do so. The Library Director shall attend all meetings of the Board and may take part in the deliberations but may not vote. The Library Director shall serve as Clerk to the Board.

ARTICLE III: OFFICERS

Section 1: The officers and their duties shall be as follows:

The President shall preside at all meetings of the Board, serve as a non-voting member of all committees and sign official documents. The President shall provide a written statement for the Library District's annual report to the community. In addition, the President may elect to submit a report at each regular board meeting and an annual report.

The Vice-President shall have all responsibilities and perform all duties of the President in case of the absence or disability of the President.

The Secretary shall have responsibility for the correspondence of the Board and other such responsibilities as directed by the Board.

The Treasurer shall have general supervision of the financial affairs of the Board and shall supervise the collection of state and local funds. Additionally, the Treasurer shall supervise the development of the annual budget and will submit it to the Board for approval and to the governmental entities as provided for under Article I, Section 2.

Section 2: Officers shall be elected by the Board from among its members. The election shall occur at the reorganization meeting held in January of each year. Officers may be removed upon vote of the Board at any regular meeting.

Section 3: The term of office of all officers shall be one year, effective on the date of the reorganization meeting; however, officers shall remain in office until their successors are elected. If an officer resigns or is removed by the Board before the end of his or her term, a successor shall be elected by the Board for the remaining portion of the term. No Trustee shall serve for more than two consecutive full terms in the same office.

ARTICLE IV: COMMITTEES OF THE BOARD

Section 1: Committees of the Board make recommendations to the Board relating to their charge.

Section 2: The Board shall have the following standing committees: Personnel Committee, Board Development and Policy Committee, Finance Committee, Advancement Committee, and Planning Committee.

The Personnel Committee shall coordinate the evaluation of the Executive Director, shall annually review the Personnel Plan, shall annually review the Civil Service payroll certification, shall represent the District during negotiations with labor, shall advise the Board of personnel actions requiring Board action, and shall apprise the Board of personnel issues related to long range planning and the budget.

The Board Development and Policy Committee shall advise on areas of trustee development including Board of Trustees orientation and self-assessment and shall perform the necessary functions with respect to Board policies. Further, the Committee shall develop and maintain an active list of potential trustee candidates, shall canvass the entire board and present names of candidates for officers of the Board to stand for election at the reorganization meeting in January, shall propose candidates for consideration to fill unexpired terms, shall coordinate periodic review of these Bylaws and, if appropriate, present recommendations for amendments as articulated in Article IX.

The Finance Committee shall regularly review the fiscal operations of the District, prepare the annual budget plan for Board consideration, coordinate the annual audit report, review all contracts (including insurance), oversee all District investments and perform other necessary functions of a fiscal nature. The Treasurer shall be a member of the committee but ordinarily shall not serve as Chair.

The Advancement Committee shall oversee the Library District's public information, public relations, and fund development activity. This Committee shall serve as liaison to the Friends of the Poughkeepsie Public Library District.

The Planning Committee shall conduct short and long range planning functions for the Board as well as oversee facilities planning and management, as needed.

Section 3: The Board may authorize other committees to carry out the necessary activities of the District.

Section 4: Unless otherwise approved by the Board, committee membership is limited to Trustees.

Section 5: The President shall appoint members and designate the chairs of all committees of the Board. All committees shall have a minimum of four members, including the chair. The President's appointments of individuals to serve on all standing committees shall require the Board's confirmation at its reorganization meeting in January. All appointments shall be for one year or, in the instance of an *ad hoc* committee, shall end at the conclusion of its business.

ARTICLE V: MEETINGS

Section 1: Meetings of the Board shall be scheduled as follows:

- (a) The Board shall adopt a schedule of regular monthly meetings at its reorganization meeting in January. Such schedule shall include date, time, and location. The agenda for each meeting shall be delivered in a timely fashion to each Trustee prior to the meeting. The power to reschedule or to cancel regular meetings can be exercised only by the President of the Board.
- (b) Committees shall adopt a schedule of regular meetings at their first meeting of the year. Each Trustee shall be notified, in writing, of the date, time, location, and topics for all committee meetings in a timely fashion prior to the meeting.

Section 2: Meetings of the Board shall be conducted as follows:

- (a) The order of business at regular meetings of the Board shall be determined by the President and may be amended by the Board at the beginning of the meeting. However, each agenda shall include a period of time for public comment.
- (b) The reorganization meeting shall be the meeting at which the Trustees elect officers. This meeting shall be chaired by the most senior officer present and qualified to retain his or her office or, otherwise, a temporary chair elected by the Trustees present at the meeting. At this meeting the Board shall also adopt *Board Procedures and Official Designations*.

Section 3: Special meetings of the Board may be called by the President or at the request of any four Trustees. Only the business prompting such a meeting and contained in an agenda may be discussed during the meeting. Special meetings require a minimum of three days' notice to the Board.

Section 4: At the discretion of the presiding officer, or upon the adopted motion of any Trustee, any meeting of the Board may adjourn to Executive Session for such purposes as are authorized by law.

Section 5: A quorum at all regular and special meetings shall be eight Trustees.

Section 6: Actions of the Board which require a vote must have the approval of eight trustees.

Section 7: The order of business at committee meetings shall be determined by the Chair and approved by the Committee at the beginning of the meeting. Committee recommendations forwarded to the Board shall be approved by a majority of the Committee members.

Section 8: All Board and committee meetings shall be held on District premises, unless otherwise approved by the Board. All meetings shall be publicized and held in accordance with the stipulations of the New York State Open Meetings Law and at a place able to accommodate members of the public.

ARTICLE VI: BUDGET AND FISCAL YEAR

Section 1: The fiscal year shall be the calendar year.

Section 2: The Board shall adopt propositions for submission to the Commissioner of Elections for public referendum as provided under Article I, Section 2.

ARTICLE VII: RECORDS AND FINANCIAL ACCOUNTING

Section 1: All actions of the Board and Committees shall be recorded.

Section 2: All official records of the District shall be maintained at the Adriance Memorial Library and in accordance with New York State law. Access to such records will be in accordance with prevailing law or in accordance with the policies adopted by the Board. The Library Director as Clerk shall serve as the Records Management Officer for the District.

Section 3: Copies of Board materials, District policies, and other relevant documentation shall be available for public view at all libraries of the District.

Section 4: Financial records shall be maintained in accordance with accepted accounting practice.

Section 5: An audit of District records shall be performed annually as required under Article I, Section 2.

ARTICLE VIII: RULES OF ORDER

Section 1: Robert's Rules of Order, latest revised edition, shall, in the absence of provisions to the contrary, be observed during all meetings of the District.

ARTICLE IX: AMENDMENTS

Section 1: These bylaws may be amended upon recommendation of the Board Development and Policy Committee or upon the written request of four Trustees and upon the reading of said amendments at two successive meetings of the Board. Such action by the Board requires that the stated action appear on the published agenda. Written notification shall include the exact changes proposed.

Approved by Board of Trustees on June 27, 1995

Amended on the following dates:

*May 28, 1996
November 25, 1997
December 15, 1998
December 14, 1999
December 19, 2002
February 24, 2004
December 20, 2005
June 24, 2008
July 26, 2011
March 27, 2012*