Mission Statement

The Mission of The Field Library is to inspire lifelong learning, advance knowledge, and strengthen the City of Peekskill and Town of Cortlandt community by offering free and open access to library services.

Preamble

The Board of Trustees (hereinafter designated as the “Board”) of The Field Library (hereinafter designated as the “Library”), a corporation created under a charter granted under Section 253 of the New York State Education Law by the Board of Regents (or the Secretary of State) of the State of New York, dated April 11, 1887, shall be governed by the laws of New York State, the regulation of the Commissioner of Education, and by the following Bylaws:

Bylaws

I. Name of the Organization

a. The Name of the Organization shall be The Field Library.

II. Purpose

a. The purpose of The Field Library is to provide superior library and information services primarily to the people who live, work, or study in the City of Peekskill and the Town of Cortlandt.

III. Fiscal Year

a. The fiscal year of the Library shall be January 1 – December 31.

IV. Board of Trustees

a. The Library shall be governed by a Board of Trustees functioning pursuant to the provisions of the Education Law and the Not for Profit Corporation Law of the State of New York. The Board of Trustees shall consist of not less than 9 members or more than 11, each of whom is elected to a term of three years. To ensure continuity, three trustees are elected each year. At least one member of the board shall represent the Town of Cortlandt.

b. Trustees shall be limited to serving two consecutive three year terms, excluding any partial term when a member is appointed to fill a vacancy in an unexpired term.
c. Trustees may resign by notice in writing to the Secretary and such resignation shall become effective upon receipt thereof by the Secretary.

d. Trustees must advise the President of their intended absence from a Board meeting due to unexpected circumstances, or unavoidable conflict. Each trustee shall have three permitted excused absences per year.

e. An unexcused absence from three consecutive board meetings shall constitute automatic dismissal from the Board unless the Board defers this dismissal by majority vote. The President shall inform the absent Board member in writing that he/she is no longer on the Board. If dismissal is deferred by Board action the President shall inform the absent Board member in writing the conditions of the deferral.

f. Any vacancy shall be filled by special election by the remaining members of the Board for the remainder of the term of that particular position.

g. The Board may remove a Trustee for misconduct, incapacity, neglect of duty, or refusal to carry into effect the library’s educational purpose as provided in Education Law 226; subdivision 8.

h. Each Trustee shall have one vote, irrespective of office held.

i. A Trustee must be in attendance at a meeting to have his/her vote counted.

j. All actions of the Board shall be of the Board as a unit. No Board member shall act on behalf of the Board, on any matter, without prior approval of the Board. No Board member by virtue of his/her office shall exercise any administrative responsibility with respect to the library nor, as an individual, command the services of any library employee.

V. Officers

a. The officers of the Board shall be the President, Vice-President, Secretary and Treasurer, elected annually by the Board at the annual meeting. Officers shall be elected by members of the Board of Trustees at the annual meeting. These officers shall serve for a period of one year or until their successors shall have been duly elected, their term shall be November 1 – October 31. Officers shall be limited to serving two consecutive one-year terms excluding any partial term when an officer is elected to fill a vacancy in an unexpired term.

b. The duties of the officers shall be as follows:
i. **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* voting member of all committees, and generally perform all duties associated with that office.

ii. **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.

iii. **The Secretary** shall keep a true and accurate record of all meetings of the Board, shall issue notice of all regular and special meetings, and shall perform such other duties as are generally associated with that office.

iv. **The Treasurer** shall exercise fiscal oversight of the Library, ensure that the Library keeps and maintains adequate and appropriate financial records, review the monthly budget to actual financial results, make recommendations on modifications to the approved budget, and shall chair the Finance Committee. In the absence or inability of the Treasurer, his/her duties shall be performed by such other members of the Board as the Board may designate.

v. The four officers of the Board, and the immediate Past President, who are Trustees shall comprise the Executive Committee. The Executive Committee shall perform such duties as are delegated to it by the Board of Trustees, and consult with the Executive Director as necessary between Board meetings, as appropriate.

vi. In addition to the foregoing duties, each officer shall have the authority and perform such duties as may be conferred upon the position by the Board.

**VI. Director**

a. The Board shall appoint a Library Director (hereinafter designated as the “Director”), who shall be the executive officer of the policies of the Board and shall have charge of the administration of the library under the direction and review of the Board. The Director shall be responsible for the care of the buildings and equipment; for the employment and direction of the staff; for the efficiency of the library's service to the public; and for the operation of the library under the financial conditions contained in the annual budget.
b. The Director shall render and submit to the Board reports and recommendations of such policies and procedures, which, in the opinion of the Director, will improve efficiency and quality of library service. The Director shall attend all Board meetings except the portion of the meeting at which the director's appointment or salary is to be discussed or decided.

VII. Committees

a. There shall be Standing Committees as follows:

i. The Governance Committee’s primary role is to review, draft and submit for approval the Mission Statement, By-Laws, Conflict of Interest Policy, Ethics Policy and Library Policies.

ii. The Nominating Committee shall be responsible for preparing and submitting to the Board a slate of candidates for the election of officers at the Annual Meeting. The Committee shall also prepare the slate of Board members for election at the Annual Meeting. Secondarily, the Committee shall oversee the process for identifying and recruiting Board members, vetting Board candidates, and the initial assignment of new Board members to Committees and/or Board leadership roles. In carrying out this charge, the Committee shall assess the Board’s needs for individuals with specific skills, perspectives, community representation, and leadership potential.

iii. The Finance Committee’s primary role is to assist the Library’s Board of Trustees in fulfilling the Board’s oversight responsibility for the financial affairs of, and adequate funding for, the library. The Finance Committee shall be responsible for reviewing and submitting to the Board for approval the annual budget proposal, for reviewing the Library’s investment portfolio, making recommendations to the Board on Library investments and reviewing the Library’s investment in physical space and property improvements.

iv. The Audit Committee shall be responsible for ensuring an audit of the Library’s financial statements is conducted timely and that the requisite federal and state filings are completed per guidelines. Notwithstanding its responsibilities, the committee’s role is one of oversight. The Committee is not responsible for guaranteeing the auditor’s report of the Library’s financial statements.

v. The Human Resources Committee shall be responsible for evaluating starting compensation rates, considering options for annual percentage
increases, reviewing personnel policies and benefits prior to presentation to the whole Board, and evaluating the Director. In the event of a grievance filed with the library board, the Human Resources Committee shall conduct an investigation and make a recommendation to the whole Board. In addition, The Human Resources Committee’s will provide oversight of management’s process that ensures (i) the Library’s personnel policies adhere to regulatory and legal requirements and (ii) that the Library adopts good retention, compensation and training practices.

vi. The **Facilities Committee**- shall be responsible for ensuring a safe and secure environment to work and visit; evaluate community and staff space needs, and review renovations, expansion or construction project plans. The Facilities Committee acts as an advisor to the Board by recommending strategies to maintain the building and grounds and conducting holistic planning to anticipate/prepare for capital improvements that support Library functions and programs.

vii. The **Executive Committee**- The Executive Committee shall act on behalf of the Board of Directors to determine matters which, in the judgment of the President or the Library Director, do not warrant convening a special meeting of the Board, are not in conflict with these bylaws, and cannot be postponed until the next scheduled meeting of the Board. Actions taken by the Executive Committee shall be communicated to the Board at the next Board meeting

b. Ad hoc committees may be appointed by the President to carry out specific purposes.

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

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

e. The President shall be an *ex-officio* member of all committees.

f. Trustees are encouraged to become a member of one of the Standing Committee or Ad hoc committees.

**VIII. Meetings**

a. Meetings shall be held monthly unless agreed upon by the majority of the seated members of the board. The date and hour is to be set by the Board. Written notice of all meetings shall be mailed by the Secretary to each member at least five days before the meeting.
b. A special meeting of the Board may be called at any time by the President or upon the request of three members for a specific purpose. No business may be transacted at such special meeting except the stated business.

c. The Annual Meeting shall be held in October of each year. The business transacted at this meeting shall include the election of new trustees and the election of officers of the Board of Trustees.

d. The operating and financial reports for the previous year shall be presented at the regular meeting in January.

e. The preliminary budget for the subsequent calendar year, required for submission to the voters, shall be presented at the regular meeting in April.

f. The final budget for the subsequent calendar year shall be presented for approval at the regular meeting in November.

g. A simple majority of the existing Board shall constitute a quorum for the conducting of business. If a quorum is not present at a regular meeting, the attending members may set a date for another meeting to be held within one week, and the presiding officer shall notify the absent members of this specially called meeting.

h. A two-thirds majority of the filled seats of the Board is required for deciding legal matters, tax cap resolutions, and hiring the Library Director.

IX. Amendments

a. Amendments to these Bylaws may be proposed at any regular meeting and shall be voted upon at the next regular meeting. Written notice of the proposed amendment or amendments shall be sent to all absent members at least ten days prior to the voting session. A two-thirds majority of the filled seats of the Board is required for adoption of an amendment.

b. Any rule or resolution of the Board, whether contained in these Bylaws or otherwise, may be suspended temporarily in connection with business at hand, but such suspension, to be valid, may be taken only at a meeting at which two-thirds of the members of the Board shall be present and two-thirds of those present shall so approve.
X. Procedure

a. All procedures not specified herein shall be in accord with Robert's Rules of Order, Revised.

Approved by The Field Library Board of Trustees
Dated: March 11, 2021
Revision Date: May 18, 2023