

## **SHEPHERDSTOWN PUBLIC LIBRARY COMMISSION BYLAWS**

### **Article I**

#### **Identification**

This organization is under the authority of the Board of Trustees of the Shepherdstown Public Library Commission, located in Shepherdstown, West Virginia, established by the Corporation of Shepherdstown on November 10, 1970, in Shepherdstown, West Virginia, according to the provisions of Chapter 10 of the West Virginia Code, and exercising the powers and assuming the duties granted to it under said statute. The Shepherdstown Public Library shall be free for the use of all persons living within Jefferson County, West Virginia, and environs.

### **Article II**

#### **Membership**

**Section 1. Appointments and Terms of Office.** Appointments and terms of office are as provided by the West Virginia Code, 10-1-5. Trustees shall be chosen from the citizens at large of said Town (changed to community 7/1/07) with reference to their fitness for such office, and their term of office shall be for a term of five years from the first day of July following their appointment and until their successors are appointed. Vacancies in the Board shall be immediately reported by the Board to the Council of the Town of Shepherdstown and filled by appointment in like manner for the remainder of the term only. A Trustee may be removed for just cause in the manner provided by the bylaws of the Library Board. No compensation shall be paid or allowed any Trustee.

**Section 2. Meeting Attendance.** Trustees shall be expected to attend all meetings except as they are prevented by a valid reason. Any Trustee who misses three consecutive meetings without a valid reason is considered to have resigned from the Board of Trustees.

**Section 3. Removal.** The Board of Trustees may remove a Trustee at any time for any cause that interferes with the proper discharge of his duties as a member of the Board or that jeopardizes public confidence in the Trustee.

### **Article III**

#### **Officers**

**Section 1.** The officers shall be a president, a vice president, a secretary, and a treasurer, elected from among the appointed trustees at the annual meeting of the Board. No member shall hold more than one office at a time. Vacancies in office shall be filled by vote at the next regular meeting of the Board after the vacancy occurs.

**Section 2.** Officers shall serve a term of one year from the annual meeting at which they are elected and until their successors are duly elected.

**Section 3.** The president shall preside at meetings of the Board, authorize calls for special meetings, appoint all committees, execute all documents authorized by the Board, serve as an ex-officio voting member of all committees, co-sign all checks drawn on funds held in custody of the library, and generally perform all duties associated with the office of president.

**Section 4.** 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.

**Section 5.** The secretary shall keep true and accurate minutes 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 the office of secretary. The library director or a member of the staff may be designated by the Board to perform any or all of the above duties.

**Section 6.** The treasurer shall co-sign all checks drawn on funds held by the library, supervise the expenditure of all money credited to the library, and perform such duties as generally devolve upon the office. The treasurer shall be bonded in an amount as may be required by a resolution of the Board, conditioned for the faithful discharge of his official fiscal duties, and the cost of such bond shall be paid from the library fund. The treasurer shall make monthly reports to the Board showing in detail the amount and investment of, and income and disbursements from, the funds in his or her charge.

## **Article IV Meetings**

**Section 1. Regular Meetings.** The regular meetings shall be held each month, the date and hour to be set by the Board at its annual meeting.

**Section 2. Annual Meeting.** The annual meeting, which shall be for the purpose of the election of officers, shall be held at the time of the regular meeting in June of each year.

**Section 3. Agendas and Notices.** Meeting agendas and notices shall indicate the time, date, and place of the meeting and indicate all subject matters intended for consideration at the meeting.

**Section 4. Minutes.** Minutes of all meetings shall, at a minimum, indicate board members present, all items of business, all motions (except those that were withdrawn), and the result of all votes taken. Approved board minutes shall be available in the library.

**Section 5. Special Meetings.** Special meetings may be called at the direction of the president, and shall be called at the written request of 2 members, for the transaction of business as stated in the call for the meeting. Except in cases of emergency, at least 48 hours notice shall be given. In no case may less than two hours notice be given.

**Section 6. Quorum.** A quorum for the transaction of business at any meeting shall consist of three members of the Board present in person.

**Section 7. Open Meetings Law Compliance.** All Board meetings and all committee meetings shall be held in compliance with The Open Governmental Proceedings law, WV Code Chapter 6-9A.

**Section 8. Parliamentary Authority.** The rules contained in *Robert's Rules of Order*, latest revised edition, shall govern the parliamentary procedure of the meetings, in all cases in which they are not inconsistent with these bylaws and any statutes applicable to this Board. Furthermore, since the Board can be defined as a 'small board' (fewer than fifteen), the Procedures for Small Boards will be adhered to.

**Excerpt from Robert's Rules of Order Newly Revised\***

**Procedure in Small Boards:**

- Members are not required to obtain the floor before making motions or speaking, which they can do while seated.
- Motions need not be seconded. [Seconds are not named in the minutes. This assures that the rights of the minority are protected and it also moves the meeting along.]
- There is no limit to the number of times a member can speak to a question, and motions to close or limit debate generally should not be entertained.
- Informal discussion of a subject is permitted while no motion is pending.
- The chairperson need not rise while putting questions to vote.
- The chairperson can speak in discussion without rising or leaving the chair; and, subject to rule or custom within the particular board (which should be uniformly allowed regardless of how many members are present), the chair usually can make motions and usually votes on all questions.

Robert's 405-406

\*Robert, Sarah Corbin, *Robert's Rules of Order, Newly Revised*, Glenview, Illinois: Scott, Foresman and Company, 1970.

## **Article V Committees**

**Section 1. Standing Committees.** Committees shall be appointed by the president promptly after the annual meeting and shall make recommendations to the Board as pertinent to Board meeting agenda items.

**Section 2. Ad Hoc Committees.** Ad hoc committees for the study of special problems shall be appointed by the president, with the approval of the Board, to serve until the final report of the work for which they were appointed has been filed. These committees may also include staff and public representatives, as well as outside experts. [Examples of possible ad hoc committees are Planning and Automation.]

**Section 3.** No committee shall have other than advisory powers.

## **Article VI**

### **Duties of the Board of Trustees**

**Section 1.** Legal responsibility for the operation of the Shepherdstown Public Library is vested in the Board of Trustees. Subject to state and federal law, the Board has the power and duty to determine rules and regulations governing library operations and services.

**Section 2.** The Board shall select, appoint and supervise a competent library director and upon his or her recommendation, employ such other assistants as may be necessary for the efficient operation of the library, and determine the duties and compensation of all library employees.

**Section 3.** The Board shall approve the budget and make sure that adequate funds are provided to finance the approved budget.

**Section 4.** The Board shall have exclusive control of the expenditure of all moneys collected, donated or appropriated for the library fund and shall approve all library expenditures. The Board shall ensure that the books, records and accounts of the library are audited annually subject to state law.

**Section 5.** The Board shall supervise and maintain buildings and grounds, as well as regularly review various physical and building needs to see that they meet the requirements of the total library program.

**Section 6.** The Board shall study and support legislation that will bring about the greatest good to the greatest number of library users.

**Section 7.** The Board shall cooperate with other public officials and boards and maintain vital public relations.

**Section 8.** The Board shall approve and submit the required annual report to the West Virginia Library Commission and the Corporation of Shepherdstown, the Jefferson County Commission, and/or Board of Education.

## **Article VII**

### **Library Director**

The library director shall be employed by the Board of Trustees and shall be responsible to the Board. The library director shall be considered the executive officer of the library under the direction and review of the Board, and subject to the policies established by the Board. The director shall act as technical advisor to the Board. The director shall attend all Board meetings (but may be excused from executive sessions) and shall have no vote.

**Article VIII  
Conflict of Interest**

**Section 1.** Board members may not in their private capacity negotiate, bid for, or enter into a contract with the Shepherdstown Public Library in which they have a direct or indirect financial interest. This does not mean that a Board member may not be a stockholder, officer, or director of a bank designated as a depository for the public library.

**Section 2.** A board member shall withdraw from Board discussion, deliberation, and vote on any matter in which the Board member, an immediate family member, or an organization with which the Board member is associated has a substantial financial interest.

**Section 3.** A board member may not receive anything of value that could reasonably be expected to influence his or her vote or other official action.

**Article IX  
General**

**Section 1.** An affirmative vote of the majority of all members of the Board present at the time shall be necessary to approve any action before the Board. The president may vote upon and may move or second a proposal before the Board.

**Section 2.** These bylaws may be amended at any regular meeting of the Board by majority vote of all members of the Board, provided written notice of the proposed amendment shall have been mailed to all members at least ten days prior to the meeting at which such action is proposed to be taken.

Adopted by the Board of Trustees of the Shepherdstown Public Library on the \_\_\_\_\_ day of \_\_\_\_\_ (month) \_\_\_\_\_ (year).