

Bylaws of the Board of Trustees of the City of Poplar Bluff Municipal Library District

**Bylaws and rules adopted by the Board of Trustees of the city of Poplar Bluff Municipal Library District
April 1, 2013**

ARTICLE I ORGANIZATION, NAME AND AUTHORITY

The name, authority and organization provisions for the city of Poplar Bluff Municipal Library District Board of Trustees are derived from Chapter 182 of the Revised Statues of Missouri, 1965 and as amended.

ARTICLE II MISSION

The mission of the city of Poplar Bluff Municipal Library District is to provide and promote open and free access to cultural, intellectual and informational resources and reading that will enrich and enlighten all segments of the community.

The Board of Trustees and Library staff leadership believe that:

1. Reading and study are important responsibilities of citizenship, essential to individual growth and enrichment, and among the most enjoyable forms of recreation.
2. Free and reliable access to information and cultural resources is a right of citizenship in a democracy and fundamental to the preservation of democracy.

ARTICLE III DUTIES AND POWERS OF THE BOARD OF TRUSTEES

Section 1. DUTIES

The Board of Trustees shall:

1. Adopt such bylaws, rules and regulations for its own guidance and for the government of the Library as may be expedient and conformable to law;
2. Elect officers of their number, in the manner set forth in Article IV below, one to serve as president, another to serve as vice-president, another as secretary, and another as treasurer;
3. Select and appoint a Trustee as liaison to the Friends of the Poplar Bluff Public Library;
4. Select and appoint a qualified Director to be the chief executive and administrative officer for the Library, perform an annual evaluation of the Director, and retain powers of remunerating and disciplining the Director;
5. Approve the corporate surety for and fix the amount of the bond or bonds into which the Director, Treasurer and any Board-designated employee(s), if any, are required to enter;
6. Control the expenditure of all moneys received of the city of Poplar Bluff's library fund by preparing and approving a budget, and insuring availability of adequate funds to finance the approved budget;

7. Select depositories for all funds of the Library, including the City Library Fund, the Library Building Maintenance and Refurbishing Fund, the Library Operating Fund, and any other fund established as deemed necessary by the Board;
8. Transmit one copy of the Treasurer's annual report to the Poplar Bluff finance officer and City Council, and a second copy of the Treasurer's report to the Missouri state library.
9. Regularly review various physical and building needs to see that the requirements of the total Library program are met;
10. If an increase in the rate of taxation has been approved by voters pursuant to Section 182.260, RSMo, the Board shall utilize the funds received as a result of the levy for erection of a Library building or for the normal maintenance, remodeling or refurbishing of any existing Library building under control of the Board;
11. Control the construction of any Library building, and, if the erection of a Library building has been approved by voters pursuant to Section 182.260, RSMo, the Board shall have plans and specifications of the Library building prepared, take bids thereon for the construction of the building, and let the contract therefore to the lowest and best responsible bidder, and shall require of such bidder securities for the performance of the bid, though the Board may let parts of the material or labor for the erection of the building to different bidders, as to it may seem best, and may reject any and all bids;
12. Through the Director, supervise and maintain buildings, rooms and grounds set apart for Library purposes;
13. Devise and implement standards and policies for selection and acquisition of materials and equipment and for the operation and use of the Library, in order to render the use of the Library of the greatest benefit to the greatest number, including adopting rules and regulations to exclude from the use of the Library any and all persons who willfully violate such rules;
14. Know the programs and needs of the Library in relation to the community, be familiar with local and state laws affecting the Library, keep abreast of standards and library trends, and support action to improve the Library program.

Section 2. DISCRETIONARY POWERS

In addition to the above-described duties, the Board of Trustees may:

1. Designate and direct any employee(s), in addition to the Director and Treasurer, to enter into a bond or bonds with a corporate surety before entering upon the discharge of their duties;
2. Bring suit in case of a breach of the conditions of the bond or bonds entered into by the Director, Treasurer or any employee designated by the Board as requiring a bond or bonds;
3. Establish offices in addition to President, Vice-President, Secretary and Treasurer, or eliminate, combine or restructure any offices besides that of President, as deemed necessary;
4. Exercise, as circumstances warrant, the statutory rights to sue, complain and defend;
5. Make and use a common seal;
6. Accept gifts of real or personal property, holding and controlling the same according to the conditions and terms under which the property is given, subject to the exception stated in the following paragraph;

7. Acquire grounds by purchase, lease or donation; however, if the Board acquires a lot or tract of land and determines that it is not judicious to erect a Library building upon the lot, the Board may sell or exchange the lot and use the proceeds of the sale or exchange for the purposes of a site for a Library building, or for the erection of a Library building, on any other land purchased or leased by or donated to the Board and which it deems suitable for the building;
8. Purchase, lease, occupy, erect or improve buildings for use by the Library and any branches thereof;
9. Sell and convey real estate and personal property for and on behalf of the Library and branches thereof;
10. Issue bonds, secured by a deed of trust on any land owned by the Board, for the purpose of purchasing ground and for the erection of public buildings and for improvement of existing buildings;
11. After the voters, pursuant to Section 182.260, RSMo, submit a petition to the appropriate city of Poplar Bluff authorities asking that an annual tax be levied at an increased rate for erection and maintenance of Library buildings in the District, express its opinion by resolution that it deems it necessary that Library buildings be erected, properly maintained and refurbished, so that the question may be set before the voters at an election thereon;
12. When it deems appropriate, order an election on the question of increasing the tax established pursuant to Section 182.140, RSMo, the proceeds of which levy, together with all interest accruing on same, with library fines, collections, bequests and donations, are deposited into the city of Poplar Bluff's city library fund;
13. Establish any funds deemed necessary besides those required (those required being the City Library Fund, the Library Building Maintenance and Refurbishing Fund, and the Library Operating Fund);
14. Extend privileges and use of the Library to nonresidents of the city of Poplar Bluff Municipal Library District through agreements with other existing libraries allowing for exchanges of services upon such terms and conditions as the cooperating library boards, from time to time, may prescribe, and to residents outside the city of Poplar Bluff in this state, upon such terms and conditions as the Board, from time to time, by its regulations, may prescribe;
15. Contract for services with a municipality and for cooperative service with the body having control of a city library or school library or a county or other public library or any other library within the state under such terms and conditions as may be stated in the contract.

ARTICLE IV MEMBERS AND OFFICERS

Section 1. TRUSTEES

Nine Trustees, appointed by the mayor of Poplar Bluff, with the approval of the Poplar Bluff City Council, serve as members of the Library Board. Annually, before the first of July of each year, the mayor, with the City Council's approval, shall appoint three trustees who shall hold office for three (3) years, to begin their service at the first regular meeting in July and serve until their successors are appointed and qualified.

All vacancies occasioned by removals, resignations or otherwise, shall be immediately reported to the Poplar Bluff City Council by the Board of Trustees and filled by appointment by the Mayor with the approval of the City Council. If the vacancy is an unexpired term, the appointment shall be made for only the unexpired portion of that term.

No member of the Board shall serve for more than three successive full terms and shall not be eligible for further appointment to the Board until two years after the expiration of the third term.

No member of city government shall be a member of the Board.

No trustee shall receive compensation as such, and no person shall be employed by the Board who is related either by blood or by marriage to any Trustee of the Board.

The mayor of Poplar Bluff, by and with consent of the Poplar Bluff City Council, may remove any Trustee for misconduct or neglect of duty. Absence at regular Board meetings may result in the recommendation by the Library Board to the City Council (appointing body) for removal from the Library Board. Such recommendation must be a result of a roll call vote with a quorum present. The recommendation will be written and sent by the Board Secretary or other Board designee to the City Council before the next regular meeting of the Library Board.

In the absence of the Treasurer, the President shall appoint a member of the Board to fulfill the responsibilities of the Treasurer.

In the absence of the secretary, the President shall appoint a member of the Board to fulfill these responsibilities.

If a member of the Board misses three consecutive meetings for any cause other than illness or travel, the Secretary of the Board shall, by certified letter, notify the member of the intention to remove the member from the Board. The Trustee has the right of appeal to the Board at the next regular meeting.

Section 2. ELECTION OF OFFICERS

Officers of the Board shall be a President, a Vice-president, a Secretary and a Treasurer.

The President shall appoint a nominating committee of three (3) members of the Board annually at the June meeting. Such committee shall present its recommendations at the July meeting, listing the names of one or more candidates for each office, provided the consent of such candidates shall have been obtained. Additional nominations may be made from the floor with the consent of nominees.

At the July meeting, the highest-ranking officer present from among the previous officers shall call the meeting to order. The Board shall then elect a Chairman *pro tem* who shall conduct the roll call and election of officers. The terms of newly elected officers shall begin immediately after the election.

It shall require a majority of all members of the Board to elect any officer. Any officer vacancies occurring shall be filled in like manner.

In the event of failure to elect any or all officers as above provided, said election shall be held at any time thereafter, on a call as provided for special meetings.

Section 3. DUTIES OF OFFICERS

President: The President of the Board shall preside at all meetings; appoint all standing committees and such others as may be authorized by the Board; and perform all other duties properly belong to the presiding officer of an executive body. The President shall be an ex-officio member of all Committees of the Board. The President shall vote on all matters before the Board.

Vice-president: The Vice-President shall perform the duties of the President in case of his/her absence. In case a vacancy occurs in the office of the President, the Vice-President shall perform all functions of the President until a successor for the unexpired term is elected.

Secretary: The Secretary or his/her designee shall be responsible for causing a permanent record of all the proceedings of the Board to be kept, including meeting minutes and Board resolutions; conduct and file correspondence; receive one of each duplicate receipt the city finance officer obtains monthly from the Board Treasurer showing receipt of the moneys collected for the City Library Fund and, if applicable, the Library Building, Maintenance and Refurbishing Fund; and perform such other duties as the Board may direct.

Treasurer: In case of absence of the President, Vice-President and Secretary, the Treasurer shall perform their duties. The Treasurer shall be responsible for the oversight of all financial policies pertaining to the Library District and shall cause an audit to occur annually. The Treasurer shall be bonded by a corporate surety approved by the Board and in an amount fixed by the Board and sufficient to protect the District's financial interest. The District shall pay the cost of the bond or bonds, and a copy of the bond or bonds shall be filed with the Treasurer.

The Treasurer shall be the custodian of all bonds or other securities belonging to the Library District. The Treasurer shall receive and be the custodian of all money from whatever source derived, whether from local taxation and received from the city finance officer for the City Library Fund, those derived from local taxation and received from the city finance officer for the Library Building Maintenance and Refurbishing Fund, those derived from state aid or federal grants, other than land, building and furnishing grants, for the Library Operating Fund, or those for any other fund established by the Board.

At least once every month, the Treasurer shall receive from the city finance officer all moneys collected for the City Library Fund, including interest thereon, and, if applicable, all moneys collected for the Library Building, Maintenance and Refurbishing Fund, including interest thereon, giving the city finance officer duplicate receipts for the money for each fund.

The Treasurer shall make authorizations and certifications, and shall issue instruments of payment for the payment of Library District indebtedness only when there is sufficient money in the treasury and the proper fund for the payment of the indebtedness and the authorization, certification and instrument are in the proper form.

At each regularly scheduled meeting of the Board, the Treasurer shall submit to the Board, through the Director, an accounting reflecting receipt and disbursement of funds belonging to the Library District.

ARTICLE V MEETINGS

Section 1. SCHEDULE AND NOTICE OF MEETINGS

Regular meetings of the Board shall be held on the first Monday of each month at 4:00 p.m. with a quorum present. Five members shall constitute a quorum for holding a meeting and transacting all business unless otherwise specifically provided for. In the absence of a quorum, the President or Vice-President may reschedule the meeting for a later date and time. In the absence of the President and Vice-President, two other Board members may agree on an alternate date and time for the monthly board meeting

The regular meeting in March of each year shall be the annual meeting at which yearly financial reports shall be made to the Board, such reports being based on the information submitted to the Board by the Director within eight weeks after the end of the fiscal year. The annual budget will be set no later than the December regular Board meeting.

Special meetings may be held at any time at the call of the President, and shall be called on the written request of at least two members of the Board. Trustees shall be given 24 hours prior notice, unless good cause shall be stated in the minutes of the meeting for not doing so. No other business shall be transacted at such meetings other than for which the meeting was called.

Notice of regular meetings shall be mailed or delivered to every member of the Board of Trustees at least three days before the date of said meeting. Meeting notices shall also be publicly posted, in accordance with the Revised

Statutes of Missouri. Location will be the Library Conference room, unless the posted Agendum states a different location.

Public notification in the local newspaper and posted in the Library at least twenty-four hours before the regular Board meeting. The notice must include: the time, date and place of the meeting; the tentative agenda of an open meeting; and whether the meeting is open or closed.

If the Board intends to hold a meeting by conference call or other electronic means, the notice must specify the location where the public may observe and attend that meeting. If the Board meets via Internet or other computer link, it shall post a notice on its website in addition to posting the notice at the Library and in the newspaper.

If exceptional circumstances prevent the Board from posting notice twenty-four hours in advance, or prevent the meeting from being held at a convenient time or in a place reasonably accessible to the public, the reasons should be stated in the meeting's minutes.

The Board year will be from July 1 to June 30 annually; the fiscal year will be from January 1 through December 31 annually. The annual budget will be set no later than the December regular Board meeting.

Section 2. STATE OPEN MEETINGS AND RECORDS LAW ("SUNSHINE LAW")

Library Board meetings fall under the Missouri Sunshine Law governing public meetings and will meet the criteria for the public notice of all meetings of the Board. In addition to the notice requirements described in Section 1 of this article, the following Sunshine Law requirements pertain to the Library District:

Public Records: All minutes, agendas, resolutions, policies, etc., of the Board are open records, except for those specifically protected from disclosure by statute. The Librarian is custodian of records for purposes of the state open meetings and records law ("Sunshine Law"). Unless otherwise provided by law, the Library's records are to be open and available to the public for inspection and copying. The Library may charge up to 10 cents per page for standard copies and the actual cost of the copy for larger or specialized documents (*e.g.*, maps, photos, graphics). The Library may also charge a reasonable fee for the time necessary to search for and copy the records. Research time may be charged at the actual cost incurred to locate the requested records. Copying time shall not exceed the average hourly rate of pay for clerical staff of the Library. The Library may reduce or waive costs when it determines the request is made in the public interest and is not made for commercial purposes. This determination is made in the sole discretion of the custodian of records.

Each request for access to a public record must be acted on no later than the end of the third business day following the date the request is received by the custodian of records. If access is denied, the custodian of records must explain in writing the reason access is denied, including the statute that authorizes the denial. Reasons for denial include denying access to those closed records listed in Section 610.021, RSMo, and other statutes. If only part of the record may be closed, the rest of the record must be made available.

The law also requires that if a request is made that records be provided in a particular format, the custodian of records shall provide them in that format if it is available.

If a member of the Board transmits an e-mail relating to public business to at least two other Trustees so that, when counting the sender, a majority of Trustees are copied, a copy of the e-mail shall be sent to either the custodian or records, or the member's public office computer. Any such message, subject to the exceptions of Section 610.021, RSMo, is considered a public record upon receipt by the custodian of records or at the Board member's computer.

Closed Meetings and Records: The Library is permitted, but not required, to close its meetings, records and votes when they relate to certain issues listed in Section 610.021, RSMo. When relying on one of these exceptions to

close a meeting or record, the Board must bear in mind that the exceptions are to be read narrowly. Matters that may be closed include:

- Legal actions, causes of action or litigation, except that votes, minutes and settlement agreements must be opened to the public on final disposition, unless ordered closed by a court;
- Leasing, purchase or sale of real estate where public knowledge might adversely affect the amount paid on the transaction;
- Hiring, firing, disciplining or promoting a particular employee;
- Welfare cases of identifiable individuals;
- Software codes for electronic data processing;
- Individually identifiable personnel records;
- Records related to existing or proposed security systems;
- Records that are protected from disclosure by other laws; and
- With few exceptions, Social Security numbers (Section 610.035, RSMo.).

When the Board votes to meet in closed session, members must cite in open session the specific statute and subsection allowing closure. Once in closed session, the Board may not discuss any matter beyond the scope of the stated reason for the closed session. The Board must close only that portion of the facility necessary for its members to conduct the closed meeting, allowing space for the public to remain and attend and later open session.

Section 3. ORDER OF BUSINESS

The order of business at regular meetings shall be:

Calling the roll
Citizen participation
Approval of previous minutes
Approval of monthly bills
Monthly statistical reports
Communications
President's Report
Unfinished Business
New Business
Report of the Director
Adjournment

As part of its agenda, the Board shall provide a period not to exceed fifteen (15) minutes at the beginning of the order of business for citizen comment. Interested citizens should indicate their desire to speak to the President, who will allocate the 15-minute period equally among those citizen speakers.

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. A motion is not before the Board until it has been seconded.

The originator of a motion may withdraw his/her motion at any time before a vote is called. An amendment to modify an original motion shall be in order, but no amendment shall be made that changes the intent of the original motion. A substitute for any original motion may be entertained and, if adopted by the Board, shall supersede the original motion.

Voice votes may be taken on all motions except where a roll call is specifically called for by rule of the Board. Any vote to go into closed session, and any votes taken during a closed meeting require a roll-call vote. All authorizations to spend money shall be passed only by a roll-call vote duly recorded.

A motion to adjourn the Board shall always be in order except while a vote is being taken. A motion to adjourn cannot be amended or debated, but a motion to adjourn to a specific date or time may be amended and debated.

The Board shall be guided by the rule of reason, when procedures are not specifically stated.

ARTICLE VI LIBRARY DIRECTOR

The Director shall be the chief executive officer and administrative officer of the Library District and shall serve at the pleasure of the Board of Trustees. The position shall be responsible for the execution of the orders and policies adopted by the Board as well as performing such other duties as the Board may direct. The Director shall have complete authority to hire employees for all positions authorized by the Board in the budget.

The Treasurer shall delegate normal supervision of financial duties to the Director of the Library District to present to the Board, at its regular meetings, a complete financial report. The Director, for and on behalf of the Board, shall keep or cause to be kept financial records and accounts according to generally accepted accounting standards and shall furnish to the Board, or any Trustee, the financial records and accounts, or summaries thereof, that the Board or any Trustee may request.

The Director shall make, within eight weeks after the end of the fiscal year, an annual report to the Board of Trustees stating the condition of the Library and its services on the last day of the fiscal year, the various sums of money received from the City Library Fund and other sources, and how the moneys have been expended and for what purposes, and such other statistics, information and suggestions as may be of general interest.

The Director must enter into a bond or bonds in an amount fixed by the Board, with a corporate surety approved by the Board, before entering upon the discharge of his/her duties.

ARTICLE VII COMMITTEES

Standing and special committees shall consist of three Trustees appointed by the President annually. The President of the Board annually appoints members to the Naming Committee. The Naming Committee will take up all such matters related to naming portions or all library space including exterior grounds.

ARTICLE VIII PROFESSIONAL SERVICES

The Board may, at its discretion, authorize a qualified attorney-at-law to represent the Board of Trustees in legal matters.

At least biennially (*i.e.*, once every 2 years), a certified public accounting firm appointed by the Board shall perform an audit of all Library District accounts. A review of all District accounts shall be made in the year between audits.

ARTICLE IX CONFLICT OF INTEREST

The Board of Trustees shall adopt and annually review a Conflict of Interest Policy. The purpose of the policy shall be to protect the District's interest when it contemplates entering into a transaction that might benefit the private interest of a member of the Board of Trustees or the Director of the Library.

ARTICLE X NEPOTISM

No person shall be employed by the Board or the Director who is related within the third degree by blood or marriage to a Trustee of the Board.

ARTICLE XI AMENDMENTS

These by-laws may be amended, effective immediately in whole or in part, at any regular or special meeting, after not less than twenty days prior written notice of any such proposed amendment shall have been give to all members of the Board.