

# **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; April 2, 2018**

## **ARTICLE I ORGANIZATION, NAME AND AUTHORITY**

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

## **ARTICLE II MISSION**

Poplar Bluff Municipal Library District with its community partners provides and promotes equal access to reading, information, cultural and intellectual resources.

## **ARTICLE III DUTIES AND POWERS OF THE BOARD OF TRUSTEES**

### **Section 1. DUTIES**

The Board shall:

1. Adopt such bylaws, rules and regulations for its own guidance and for the governance 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 qualified Director to be the chief executive and administrative officer for the Library RSMo 182.440, evaluate the Director and retain powers of remunerating and disciplining the Director;
4. 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;

5. Control the expenditure of all monies received in the library fund by preparing and approving a budget, and ensuring availability of adequate funds to finance the approved budget;
6. Select depositories for all funds of the Library, including the General Revenue fund and any other fund established as deemed necessary by the Board;
7. Transmit one copy of the Library's annual audit to the Missouri State Library and Missouri State Auditor (105.145 RSMo) and make the audit available to the general public;
8. Evaluate regularly various physical plant and building needs ensuring that the requirements of the total Library program are met;
9. Utilize, if an increase in the rate of taxation has been approved by voters pursuant to Section 182.260, RSMo, funds received as a result of the levy or sales tax revenue for library purposes;
10. Prepare plans and specifications meeting applicable state laws providing for the construction of any building, if the erection of such building has been approved by voters pursuant to Section 182.260, RSMo. Take bids thereon for the construction of the building. Let the contract to the lowest and best responsible bidder. The Board 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 it may seem best, and may reject any and all bids;
11. Supervise and maintain, through the Director, buildings and grounds for Library purposes;
12. Devise and implement standards and policies for selection and acquisition of materials and equipment 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 (RSMo 182.230);
13. Know the programs and needs of the Library in relation to the community through the Director, be familiar with local and state laws affecting the Library, keep abreast of library standards and trends and support action to improve the Library program.

## **Section 2. DISCRETIONARY POWERS**

In addition to the above-described duties, the Board 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 or decline gifts to the Library of real or personal property. The Board may hold and control the same according to the conditions and terms under which the property is given, subject to the exception stated in the following paragraph;
7. Purchase, lease, occupy, erect or improve buildings or real property for use by the Library and any branches thereof;
8. Sell and convey real estate and personal property for and on behalf of the Library and branches thereof;
9. 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;
10. Submit a petition (after the voters, pursuant to Section 182.260, RSMo) to the appropriate 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. The order of the governing body and the notice shall specify the name of the city and the rate of taxation mentioned in the petition. If a majority of the voters voting on the question vote in favor of the increased tax, the tax specified in the notice shall be levied and collected in like manner with other general taxes of the city, and shall be known as the "Library Building, Maintenance and Refurbishing Fund." All funds received pursuant to this section shall be utilized by the Board for erection of a library or for the normal

maintenance, remodeling or refurbishing of any existing library under the control of the board. All monies received shall be properly receipted.

11. 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 General Revenue fund when deemed appropriate;
12. Establish any funds deemed necessary besides the General Revenue fund.
13. 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;
14. 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. (RSMo 182.170)

All vacancies occasioned by removals, resignations or otherwise, shall be 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 any compensation.

Absence at regular Board meetings may result in the recommendation by the Board to the City Council for removal from the Board. 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. 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.

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.

In the absence of a Vice-President, Treasurer and/or Secretary, the President shall appoint a member of the Board to fulfill the responsibilities of the absented office.

## **Section 2. ELECTION OF OFFICERS**

Officers of the Board shall be a President, a Vice-president, a Secretary and a Treasurer. These officers shall perform the duties prescribed by these bylaws and by Robert's Rules of Order.

Nomination Procedure, Time of Elections.

1. At the regular meeting on the first Monday of the month in May, a Nominating Committee of three members shall be elected by the Board of Trustees. . It shall be the duty of this committee to nominate candidates for the offices of President, Vice-President, Treasurer, and Secretary.
2. The Nominating Committee shall report their slate of candidates to the Board at regular meeting in June. Additional nominations from the floor shall be permitted.
3. At the June meeting, the Board shall elect its slate of officers who assume their duties at the July meeting.

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 committees (except nominating) and such others as may be authorized by the Board; and perform all other duties properly belonging to the presiding officer of an executive body. The President shall be an ex-officio member of all committees of the Board except the nominating committee. 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; show receipt of the monies collected, if applicable, for 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 and shall cause an audit to occur annually (105.145 RSMo). 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 Library's financial interest. The Library 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. The Treasurer shall receive and be the custodian of all money from whatever source derived, whether derived from property or sales tax received through and from the Missouri Department of Revenue and/or city finance officer for the General Revenue Fund or for the Library Building Maintenance and Refurbishing Fund. Revenue received may also be derived from state aid or federal grants (other than land, building and furnishing grants) and gifts (personal or real property) and received in the Library General Revenue Fund or any other fund established by the Board.

At least once every month, the Treasurer shall receive from the Missouri Department of Revenue all monies collected for the Library General Revenue Fund, including interest thereon, and, if applicable, all monies collected for the Library Building, Maintenance and Refurbishing Fund, including interest thereon from the city finance officer with the treasurer giving duplicate receipts for the money for all applicable funds.

The Treasurer shall make authorizations and certifications, and shall issue instruments of payment for the payment of Library 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.

## **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 (182.075 RSMo). 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 may be called by written or email request by at least two members of the Board. The Board 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 610.020 RSMo. Location will be the Library Conference room, unless the posted Agendum states a different location.

Public notification appears in the local newspaper and is 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 agendum 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.

## **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:

**Public Records:** All minutes, agendas, resolutions, policies, etc., of the Board are open records, except for those specifically protected from disclosure by statute. Some records may be posted to the Library’s website. The Director 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 capable of performing the duties. 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 at 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 Board members 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 of 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 any later open session.

### **Section 3. ORDER OF BUSINESS**

The order of business at regular meetings shall be:

1. Calling the roll
2. Citizen participation
3. Approval of previous minutes
4. Approval of monthly bills
5. Monthly statistical reports
6. Communications
7. President's Report
8. Old Business
9. New Business
10. Report of the Director
11. 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 to the President their desire to speak. The President will allocate the 15-minute period equally among those citizen speakers who must be present at the beginning of the meeting.

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.

## **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, serves as liaison with the Friends of the Library and any component unit formed by the library. The Director performs such other duties as the Board may direct. The Director shall have complete authority to hire and dismiss 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 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 Missouri Department of Revenue and other sources, and how the monies have been expended and for what purposes, and such other statistics, information and suggestions as may be of general interest. (182.075 RSMo)

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.

The Director is evaluated biennially. A committee nominated by the Board completes the evaluation forms and makes its recommendation to the whole Board. In this evaluation, the Board makes a determination if the director is to receive a raise. The Director may receive a grade and step raise as prescribed by the Library's Personnel Handbook and pay scale. The grade

and step and amount is stated on the evaluation. The Board approves the evaluation with any raise by a majority vote. After approval of the evaluation, the Library Director's performance review is conducted by the Board with the Director present. The Director signs the evaluation and receives a copy. The evaluation is placed in the director's personnel file and the Secretary of the Board retains one copy. Grade and Step raises do not preclude the Director from receiving Cost of Living Adjustments, other across the board increases given to all employees and merit raises with a satisfactory performance review.

## **ARTICLE VII COMMITTEES**

Standing and ad hoc committees shall consist of at least three Trustees appointed unless otherwise stated by the President. The standing committees are as follows:

**Nominating Committee:** See **Article IV, Sections 2 and 3** (President)

**Finance and Banking Committee:** The Board Treasurer chairs this committee. The President appoints two additional members annually. This committee has oversight of all budgetary matters including the audit review and recommendation to the Board to accept the annual audit (105.145 RSMo). In addition, the committee reviews all banking matters related to proposals for banking services and investments as prescribed by Missouri statute (182.800 RSMo). The Board must vote on any recommendations made by the Finance and Banking Committee.

**Naming Committee:** The Naming Committee will take up all such matters related to naming portions or all library space including the exterior grounds upon the recommendation of the Director or Board member. The President appoints three committee members. The Naming Committee makes a recommendation to the full Board for such naming. The Board must vote on any recommendation made by the Naming Committee.

**Director's Evaluation Committee:** See **Article VI.**

## **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.

Annually, a certified public accounting firm is appointed by the Board and shall perform an audit of all Library District accounts (105.145 RSMo).

At the recommendation of the Finance and Banking Committee, the District may accept proposals for audits and banking services. In either case, the contract for services may not be less than three years or more than five years unless circumstances warrant new contracts.

**ARTICLE IX  
CONFLICT OF INTEREST**

The Board shall biennially review and adopt a Conflict of Interest Policy. The purpose of the policy shall be to protect the Library'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. The approved Conflict of Interest Policy is forwarded with the signature of the President and Secretary to the Missouri Ethics Commission no later than August 1 in the year the policy is adopted by the Board.

**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, the Director or any other Library staff member.

**ARTICLE XI  
AMENDMENTS**

These by-laws may be amended, effective immediately in whole or in part, at any regular or special Board meeting. Both the meeting notice and copies of the changes shall be given to the Board members no less than twenty days prior to the meeting.