

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 District
April 1, 2013; April 2, 2018; August 2, 2021;
September 13, 2021; January 7, 2022; March 6, 2023**

The Board of Trustees is the governing body of City of Poplar Bluff Municipal Library District (“the library”). The role of the Board is to set policies for the conduct of the Board and the operation of the library, monitor the library’s financial condition, and employ/evaluate the Director. The statutes governing the library are in Chapter 182 RSMo. Additional statutes affecting the Board include the Sunshine Law (Chapter 610); the Records Retention Law (Chapter 109); and Ethics Law (105.450 et al). Other state and federal statutes will apply in given situations.

The responsibilities of the Board and the Director are complimentary to one another. In general, the Board fulfills the fiduciary and policy-setting obligations of the library, and the Director provides operational oversight and assists the Board in the execution of its responsibilities. Specific obligations for each are listed below.

Board

1. Employ a competent and qualified library director
2. Conduct an annual evaluation of the director
3. Determine and adopt written policies to govern the library’s operation, services and facilities; approve an annual budget and the appropriate levy to fund the library
4. Determine the library’s staff positions and compensation
5. Determine and support the mission, vision and strategic plan of the library and secure adequate funds to achieve them
6. Maintain communication with and serve as a liaison between the residents of the district and the library
7. Know local and state laws; actively support library legislation in the state and nation

Director

1. Act as technical advisor to the Board; recommend needed policies for board action; Develop the procedures necessary to execute the policies as adopted by the Board
2. Remain aware of library standards and trends; prepare regular reports on the library’s current status and future needs

3. Select and supervise key personnel; delegate authority to select and supervise support staff to appropriate personnel
4. Propose an annual budget for the library; give a current report of expenditures against the budget at each meeting
5. Attend all board meetings other than those in which the Director's salary or tenure are under discussion
6. Know local and state laws; actively support library legislation in the state and nation
7. Affiliate with the state and national professional organizations and attend professional meetings and workshops

ARTICLE I
NAME AND LOCATION

The name of this library shall be the City of Poplar Bluff Municipal Library District. The City of Poplar Bluff Municipal Library District is located at 318 North Main Street in Poplar Bluff, Missouri, and at 3398 Kanell Blvd., Poplar Bluff, Missouri. The principal office of the City of Poplar Bluff Municipal Library District shall be located within the main library at 318 North Main Street.

ARTICLE II
PURPOSES AND POWERS

Section 1. General Powers.

Subject to the limitation of the Bylaws and the statutes of the State of Missouri, all powers of the Board of Trustees shall be exercised by or under the authority of the Board of Trustees, and the management, affairs and policies of the library shall be controlled by the Board of Trustees. The Board of Trustees shall have all such powers which it may deem expedient and necessary for the proper government of the library and not inconsistent with Sections 182.140 to 182.301 and 182.480 to 182.510, RSMo. The Board of Trustees shall specifically have those powers set forth in Section 182.200, RSMo.

Section 2. Number of Board Members.

The number of members of the Board of Trustees shall be nine (9).

Section 3. Appointments to the Board.

The mayor of the City of Poplar Bluff and the Poplar Bluff City Council shall approve and appoint the members of the Board of Trustees, which includes any vacancies that may occur. A trustee appointed to fill a vacancy shall hold membership only for the unexpired term of the member creating the vacancy.

Section 4. Terms of Appointments.

No member of the Board of Trustees shall serve for more than three (3) successive full terms and shall not be eligible for further appointment to the board until two (2) years after the expiration of the third term, in accordance with Section 182.190, RSMo.

Section 5. Resignation or Dismissal.

Any Trustee may resign at any time by giving written or email notice to the President or Secretary/Treasurer. Such resignation shall be effective when the notice is delivered unless the notice specifies a future date. The acceptance of such resignation shall not be necessary to make it effective. Upon receipt of such resignation, the President will notify the Mayor of the vacancy.

Three consecutive, un-excused absences are considered by the Board to be misconduct and neglect of duty, and may result in dismissal from the Board of Trustees. An un-excused absence shall be defined as any absence which is not communicated to the Board President in advance of the meeting. Any trustee or trustees may also be removed from the Board of Trustees for other types of misconduct or neglect of duty. This removal is the duty of the mayor of the City of Poplar Bluff or other proper official by and with the consent of the Poplar Bluff City Council.

Section 6. No Compensation and No Nepotism.

No trustee shall receive compensation for his or her duties. No person shall be employed by the board who is related either by blood or by marriage to any trustee, pursuant to Section 182.190 RSMo.

Section 7. Vote.

Each member of the Board of Trustees shall be entitled to one vote on any matter before the Board. Proxy voting will not be permitted. Any authorization to spend funds shall be passed by a roll-call vote, duly recorded.

Roll-call votes must also be used when moving in and out of closed session meetings, as well as votes used to conduct business while in closed session.

Section 8. Trustee Obligations and Responsibilities.

The Board of Trustees shall be the governing body of the library and is its principal policy-making body. The Board of Trustees shall have the power to:

- a. Establish the library's mission and the goal and objectives, programs and activities necessary to fulfill that mission
- b. Determine and adopt written policies necessary for the governance and operation of the library
- c. Control, manage and care for all real and personal property of the library

- d. Determine the amount and sources of funds necessary to operate the library and its programs. Prepare and approve a budget based on need and available funding
- e. Disburse funds in accordance with the approved budget and any other legal authorization
- f. Employ a competent and qualified library director; evaluate the library director at least annually.
- g. Contract with other public or governmental libraries or other public bodies when it is determined that library service can best be provided by contracting with another entity

Section 9. Conflict of Interest.

A conflict of interest exists with respect to a given matter if a member of the Board of Trustees or any committee has a financial or fiduciary interest in an organization or person that would be affected by the action of the Board of Trustees. No member shall act upon or decide any matter with respect to which he or she has a conflict of interest. Anyone who believes that he or she has a conflict of interest on any matter should announce to the Board of Trustees the existence of the conflict of interest prior to entering into any discussion on the matter and should abstain from voting on the matter.

ARTICLE III LIBRARY DIRECTOR

The Board shall appoint as Director a duly qualified and competent individual who has had professional training and experience. The Director shall be considered the executive officer of the library and shall have sole charge of the administration of the library under the direction and review of the Board. The Director shall be held responsible for the care of the buildings and equipment, for the employment and direction of the staff, for the efficiency of the library's services to the public, and for the operation of the library under the financial conditions set forth in the annual budget. The Director shall attend all Board meetings except those at which his or her appointment or salary is to be discussed or decided. The Library Director shall be **a non-voting**, ex-officio member of all permanent and ad hoc committees.

The Library Director shall make reports at the meetings of the board in such form and on such subjects as the Board may direct.

The Board of Trustees shall formally evaluate the performance of the Library Director at least once each year, using a form selected by the board's Personnel Committee. This form should be recommended by the American Library Association for use when evaluating library administrators. Upon selection of an evaluation instrument, the full board shall deliberate the director's performance in closed session. At the conclusion of this deliberation, the board president will conduct a final evaluation with the director and convey any decisions resulting from that evaluation.

ARTICLE IV COMMITTEES

Section 1. Committees.

The Board President shall annually appoint such standing committees as the Board may by resolution provide. The following are the board's Standing Committees:

1. Finance and Banking Committee
2. Personnel Committee

The Board President may create and appoint members to such ad hoc and special committees as needed. In addition to committee appointments, the President also appoints a representative to both the Friends of the Library and the Poplar Bluff Municipal Library Foundation.

Section 2. Meetings.

All committees shall be subject to call of their respective chairperson. A majority of the members of each committee shall constitute a quorum. Reasonable notice of all committee meetings shall be given by the chair.

Board committees are public governing bodies and are required to follow Missouri's Open Records, and Sunshine Laws found in Chapter 610 RSMo.

ARTICLE V MEETINGS

All meetings of the board and its various committees shall be conducted according to the current edition of Roberts' Rules of Order, Plain English, unless a majority of the board votes to do otherwise.

Section 1. Regular Meetings.

The regular meetings of the Board of Trustees shall be held at such time and place as the Board may designate. Members of the public may address the Board on any subject germane to the operation of the library. Any citizen wishing to address the

Board shall notify the Director before the meeting; each speaker shall be limited to a five-minute presentation.

Section 2. Notice of Meeting.

Notice of regular meetings shall be made available to every member of the Board at least three business days before the date of said meeting. Notice of all regular, special, closed, and committee meetings shall be posted in compliance with the Missouri Sunshine Law as set forth in Chapter 610 RSMo., and as amended.

Section 3. Closed Session/Meeting.

Closed sessions/meetings may be called by the Board President or at the request of three members of the Board. Only those items as defined by Section 610.021 RSMo., may be discussed during a closed session/meeting, i.e., litigation, personnel matters, and real estate transactions.

Section 4. Special Meetings.

The Board President may, or at the request of three members of the Board shall, call a special meeting of said Board stating the objective of said meeting. At least one day prior notice shall be given to any such special meeting. No business shall be transacted at said special meeting except as stated in the call thereof without the unanimous consent of all members of the Board.

Section 5. Quorum.

A simple majority of the current Board shall constitute a quorum for the transaction of business at all meetings of the Board. In the event that a quorum shall not be present, no official business may be transacted.

Section 6. Attendance at Meetings.

Members of the Board of Trustees are expected to attend meetings of the Board.

Section 7. Agenda.

The Director shall prepare and post an agenda for each regular meeting of the library board. The agenda may be deviated from as needed by the Board President, but shall roughly follow this format:

1. Roll Call
2. Public Comment
3. Conflict of Interest Statement
4. Approval of Previous Minutes

5. Approval of Monthly Bills
6. Director's Report (inclusive of monthly statistics and technical reports)
7. President's Report
8. Old Business
9. New Business
10. Closed Session, if needed
11. Adjournment

Section 8. Majority Vote.

In order for a motion to be passed by the board, at least five (5) trustees must vote in the affirmative.

Section 9. Meetings May be Held/Attended Remotely.

One or more Board members, including the full Board, may participate in a Board of Trustees meeting, or of a committee of the Board, by means of telephone, video, virtual presence technology, or similar communications equipment. When Board members participate remotely, accommodations must be made to allow the public to observe the meeting. All members participating remotely shall be deemed present at the meeting. All such meetings shall be in compliance with the provisions of Chapter 610 RSMo.

ARTICLE VI OFFICERS - THEIR ELECTION

Section 1. Officers.

The officers of the Board shall be a President, a Vice-President, and a Secretary/Treasurer.

Section 2. Election and Terms of Officers.

At the regular meeting in July of each year the Board shall elect from its members, a president, a vice-president, and a secretary/treasurer, to take office immediately. A majority vote of all members of the Board shall be necessary to elect to any office.

Section 3. Vacancies.

Any vacancy occurring in any of said offices of the board shall be filled as soon as possible by vote of the board. Any person elected to office to fill any such vacancy shall hold such office until the next regular election of officers.

ARTICLE VII DUTIES OF OFFICERS

Section 1. President, duties of.

The president shall preside at all meetings of the Board and exercise committee powers outlined in Article IV, Sec. 1. The president shall be the chief executive of the library board, do all things customarily provided by said office, be ex-officio member of all committees of the Board, appoint all members of committees, and have other duties as deemed necessary. In the absence of the Secretary/Treasurer, the President is authorized to sign financial documents. The President has the same voting rights as any other Board member.

Section 2. Vice-president, duties of.

In case of the absence, inability or refusal of the President to act upon resolution by the board, then the duties of that office, as above provided, shall devolve upon the Vice-President. In case a vacancy occurs in the office of President, then, in such event, the Vice-President shall perform all functions of the President until a successor for the unexpired term is elected. In the event of absence of both the President and Vice-President or the inability of both of them to act for any cause, the duties of President shall devolve upon the Secretary/Treasurer.

Section 3. Secretary/Treasurer, duties of.

The Secretary/Treasurer shall be responsible for all official correspondence of the Board, shall keep, or cause to keep, a permanent record of the proceedings of the Board and shall be the custodian of all the official records of the Board. The Secretary/Treasurer shall also be charged with the responsibility of making sure the Minutes of meetings are posted online, of giving notices required by these By-laws, and of performing such other duties as the Board may direct. He or she shall also be responsible for the supervision of all financial matters pertaining to the library. The Secretary/Treasurer shall delegate normal supervision of financial duties to the Director, who may in turn delegate to other staff the keeping of such records as may be required and adequate to record all income and disbursements of the Board, and shall otherwise perform such duties or sign financial documents as required by law.

ARTICLE VIII
AMENDMENTS

These By-laws may be amended, effective immediately, in whole or in part, at any regular or special meeting, after not less than seven days prior written notice of any such proposed amendment shall have been given to all members of the board and upon the affirmative vote of six members of the Board.