

Bylaws of the Board of Trustees
of the
Portage County District Library

ARTICLE I – Name

This organization shall be called “The Board of Trustees of the Portage County District Library”, existing by virtue of the provision of Chapter 3375 of the Ohio Revised Code and exercising the powers and authority and assuming the responsibilities delegated to it under said statute.

ARTICLE II – Membership

Section 1. The Portage County District Library is organized as a county district library under the control and management of a board of trustees consisting of seven members, each appointed to a term of seven years. One trustee is appointed each year and no two terms expire the same year. A board member may fill an unexpired term, but it is suggested that not more than two (2) consecutive appointments be served, whether for two full seven year terms or one partial and one full term. Three of the trustees are appointed by the judges of the Court of Common Pleas and four by the county commissioners. All powers of the library board are vested in it as a board, and none at all in the individual members. The individual trustee has no power to act for the board in any way, unless authorized to do so by the board itself. The Portage County District Library will provide reasonable coverage to indemnify trustees in the performance of their duties.

Section 2. Each new or reappointed trustee must take an oath of office, to be administered by a notary public, an elected official at the county level, an Ohio legislator, or a judge of any court in Ohio.

Section 3. The Portage County District Library Board of Trustees may make non-binding recommendations to the appointing authority for the appointment of a trustee. Consideration will be given to a diversity of interests, a balance of age and socio-economic levels, experience and/or knowledge in a variety of fields, and geographic representation from the county service area.

Section 4. Trustees are expected to attend all meetings of the board. When a trustee accumulates three absences from regular board meetings in one calendar year, that trustee should consider resigning from the board. The president, by vote of the board, may request the resignation of the trustee. Any trustee, by notice in writing to his or her appointing authority and to the library board, may resign at any time.

ARTICLE II – Officers

Section 1. The officers shall be a president, a vice-president, and a secretary, elected from among the appointed trustees at the annual organizational meeting of the Board.

Section 2. The personnel committee members shall serve as the nominating committee and will meet prior to the annual organizational meeting. The nominating committee will present a slate of officers at the November meeting. Additional nominations may be made from the floor.

Section 3. Officers shall serve a term of one year beginning immediately following their election at the organizational meeting in December, or until their successors are duly elected. Officers may serve no more than two (2) successive one-year terms.

Section 4. The president shall preside at all meetings of the Board, shall authorize calls for any special meetings, shall approve all committees, shall execute all documents authorized by the Board, shall serve as an ex-officio member of all committees, and shall perform all duties as are generally associated with the office. The president, along with the director, shall welcome new trustees to the Board and supply them with an orientation to the library and to the role of a trustee.

Section 5. 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 6. The secretary shall be responsible for keeping a true and accurate record of all meetings of the Board, shall issue notice of all regular and special meetings, shall sign board meeting minutes after approval, and shall perform such other duties as are generally associated with that office. The Board may appoint the fiscal officer or another staff member to complete one or more of the secretary's duties, but the ultimate responsibility for their maintenance still rests with the secretary.

Section 7. Each board member shall serve on at least one standing committee. In addition, two members shall represent the Board at the Portage Library Consortium. These two members are allowed to speak and cast a vote for the interest of Portage County District Library at the Consortium meetings.

Section 8. The president, vice-president and secretary each are authorized to co-sign checks prepared by the fiscal officer.

ARTICLE III – Meetings

Section 1. The regular meetings shall be held each month; the date and hour to be set by the Board at its annual organizational meeting.

Section 2. The annual organizational meeting, which shall be for the purpose of the election of officers, setting board meeting time and date, and appointing standing committees; shall be held at the time of the regular meeting in December of each year. At this meeting, the Board shall also consider the reappointment of the fiscal officer and the deputy fiscal officer.

Section 3. The agenda for regular meetings shall include, but not be limited to, the following items, which shall be covered in the sequence shown so far as circumstances will permit. It shall be prepared by the director, in consultation with the president of the board or vice-president whenever necessary.

- a. Call to order
- b. Disposition of minutes of previous regular meeting and any intervening special meeting(s).
- c. Communications
- d. Public Comment
- e. Additions to the agenda
- f. Board Committee Reports
- g. Fiscal Officer's Report
- h. Payment of Bills
- i. Director's Report
- j. Unfinished Business
- k. New Business
- l. Public Comment
- m. Adjournment

Section 4. Special meetings may be called at the request of a board officer, the director, or four members of the board, for the transaction of business as stated in the call for the meeting. Notices for a special meeting shall state the purpose for which it is called and shall be given to the public and board members as directed by Ohio Sunshine Laws (Ohio Public Records and Open Meeting laws.)

Section 5. A quorum for the transaction of business at any meeting shall consist of four members of the Board present in person.

Section 6. An affirmative vote of the majority of all members of the board present at the time, provided a quorum is present, 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. Each board member shall have one vote. As required by the *Ohio Revised Code*, a two thirds vote of the full membership is required to purchase real property; to set aside any unencumbered surplus remaining in the general fund at year end for any purpose including creating or increasing a special building and repair fund, or for operating the library or acquiring equipment and supplies; and to declare by resolution that it is necessary to levy a tax.

Section 7. Any rule or resolution of the Board, whether contained in the 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 four of the members of the Board shall be present and three of those present shall so approve.

Section 8. Public notice of the regular monthly meeting of the board and of board committee meetings shall be sent to local media outlets, stating the day of the month and hour of meeting. Notice of any meeting shall be posted at least twenty-four (24) hours in advance, with the exception of emergency meetings.

Section 9. The board welcomes members of the public at board and board committee meetings. Those wishing to address the board are asked to limit their remarks to no more than three (3) minutes. Names and addresses of individuals making comments at meetings shall be required and shall be included in official minutes. Because agendas are set in advance, no discussion of the comments will take place at that meeting. However, the board will give careful consideration to concerns expressed and will respond in due course.

Section 10. The rules contained in the most recent edition of *Robert's Rules of Order* shall govern the proceedings of all meetings of the board in all cases where they are not inconsistent with these bylaws.

ARTICLE IV – Staff

Section 1. The Board shall appoint a qualified library director who shall be the executive and administrative officer of the library on behalf of the Board and under its review and direction. The director shall be held responsible: for the proper direction and supervision of the staff, for the care and maintenance of library property, for adequate and proper selection of books in keeping with the stated policy of the Board, for the efficiency of library service to the public, and for the library's financial operation within the limitations of the budgeted appropriation. The director, as professional advisor, shall recommend policies to the board, prepare agendas for and attend all board and committee meetings, and represent the staff to the board and the board to the staff.

Section 2. The Board annually shall appoint a fiscal officer. The Board also may appoint annually a deputy fiscal officer. The fiscal officer and deputy fiscal officer are authorized to receive and disburse library funds, to prepare and co-sign checks and to perform such duties as generally devolve upon the office, and in accordance with the laws of the State of Ohio. They shall place all moneys received in a depository designated by the board and they shall keep an account of the funds credited to the board. They shall render a statement to the board showing the monthly and year to date revenues and receipts from whatever sources derived and the disbursements and the purposes for such disbursements. The fiscal officer and deputy fiscal officer shall both execute a bond in an amount and with a surety to be approved by the board, payable to the board, and conditioned for the faithful performance of the official duties required of them.

ARTICLE V – Committees

Section 1. The following shall be the standing committees of the Board; the members of which shall be approved by the president at the annual meeting: Personnel Committee, Buildings and Properties Committee, Finance Committee and Library Policies Committee.

Section 2. Personnel: This committee shall be an advisor to the board, after consultation with the director, on objectives and policies relating to employee relations, and personnel practices,

standards and problems. The committee shall review new position descriptions and the salary structure. This committee shall also serve as an advisory committee for the library director on all personnel matters. In addition, this committee shall coordinate periodic reviews of the director and fiscal officer.

Section 3. Buildings and Properties: This committee, in consultation with the director, shall keep informed and make recommendations to the board concerning the condition and major improvements of library buildings, grounds, and equipment. This committee shall also serve as an advisory committee to the board and the director on matters related to long term building and property needs and utilization.

Section 4. Finance and Audit: This committee shall advise the board, after consultation with the fiscal officer and director, on all matters relating to the library's budget, appropriations, funds, investments, and finances. The committee shall review the annual budget as prepared by the fiscal officer and director and shall conduct periodic reviews of financial records. Additionally, if a post-audit conference is required by the library's auditor, the members of this committee shall be invited to attend.

Section 5. Library Policies: This committee, in consultation with the director, shall review recommended policies not falling under the purview of other board committees. It shall also make recommendations to the board regarding necessary changes in the board bylaws and shall monitor the rules of order used to govern meetings of the board.

Section 6. The president shall appoint ad hoc committees of one or more members each for specific purposes as the business of the Board may require from time to time. These committees shall be considered to be discharged upon the completion of the purpose for which they were appointed and after their final reports are made to the Board.

Section 7. All committees shall make a progress report to the library Board at the board meeting immediately following a committee meeting.

Section 8. No committee shall have any more than advisory powers, unless by suitable action of the Board, it is granted specific power to act.

ARTICLE VI – Ethics

Section 1. No member of the board of trustees shall have a pecuniary interest in any contract entered into by the board. (ORC 3375.35)

Section 2. The board subscribes to the tenets contained in the Portage County District Library Board of Trustees Code of Ethics (attached).

ARTICLE VII – Policies

Section 1. The Board subscribes to the following:

- a. American Library Association Library Bill of Rights

- b. Ohio's Public Records and Open Meeting Laws (Sunshine Laws)
- c. Equal Employment Opportunity Law

Section 2. The Board supports membership in the Ohio Library Council and/or other library organizations as recommended by the director. The Board encourages attendance and participation by its members in the Ohio Library Trustees Association meetings and other library related conferences, with expenses paid.

Section 3. The Board will pay mileage for a trustee to attend the monthly Board meeting or any special Board meetings.

ARTICLE VIII – Amendments

Section 1. The bylaws may be amended by the majority vote of all members of the Board, provided written notice of the proposed amendment shall have been mailed to all members at least three days prior to the meeting at which such action is proposed to be taken.

Revised 5/91
Revised 12/02
Revised 3/18

Code of Ethics

Portage County District Library Board of Trustees

- I. Trustees must promote the highest level of library service while observing ethical standards by:
 - A. avoiding situations in which personal interests might be served or financial benefits gained at the expense of library users, colleagues, or the institution;
 - B. disqualifying oneself immediately whenever the appearance of a conflict of interest exists;
 - C. complying with the requirements of Ohio's ethics law.

- II. Trustees must distinguish clearly in their actions and statements between their personal philosophies and attitudes and those of the institution by:
 - A. supporting the efforts of library employees in resisting censorship of library materials by groups or individuals;
 - B. striving to interpret the needs of the community to the library and to interpret the actions of the library to the community;
 - C. representing the whole community and not only a particular area or group, to the library.

- III. Trustees must respect the confidential nature of library business while being aware of and in compliance with applicable Ohio law by:
 - A. refusing to discuss confidential proceedings of the board outside the board meeting;
 - B. recognizing that all authority is vested in the board when it meets in legal session and not with individual board members;
 - C. complying with the requirements of Ohio's open meetings law and Ohio's public records law.

- IV. Trustees must perform the duties and responsibilities of a trustee by:
 - A. listening carefully to fellow trustees;
 - B. respecting the opinion of fellow trustees;
 - C. supporting the decisions of the board;
 - D. participating actively in board meetings and actions;
 - E. being well-informed of developments that are relevant to issues that may come before the board;
 - F. referring complaints about the library to the director;
 - G. working to learn more about a trustee's job and how to do the job better;
 - H. hiring the best possible individuals to serve as director and fiscal officer;
 - I. not promising a particular vote on any issue prior to a meeting;
 - J. avoiding criticism of fellow trustees and their opinions;
 - K. not interfering with the duties of the director and not undermining the director's authority;
 - L. ensuring that the library is well maintained, financially secure, and always operating in the best interest of the community;
 - M. recognizing that the trustee's job is to ensure that the library is well managed, not to manage the library.