

**BYLAWS OF THE
CHILlicothe AND ROSS COUNTY PUBLIC LIBRARY BOARD**

PREAMBLE: A library Board of Trustees is responsible to the public for conduct of Library business. A member accepting appointment to the Board of Trustees is expected to attend meetings, participate in the decision making and promote the interests of the Library at all times.

ARTICLE I-NAME

This organization shall be called the Board of Trustees of the Chillicothe and Ross County Public Library, existing by virtue of the provisions of Ohio Statutes. Powers, authority and responsibilities of The Board are as delegated to it under the aforesaid statutes. The Board of Trustees is referred to herein as, "Board." The Chillicothe and Ross County Public Library shall be "Library."

ARTICLE II-MEMBERSHIP

Section 1. The Library is organized as a city and county library system. The Board shall consist of seven members who are appointed by the Ross County Court of Common Pleas (3) and the Ross County Commissioners (4). Each Library Trustee is appointed to a seven-year term or a lesser period if filling a vacancy.

Section 2. All Library Trustees serve without compensation. Trustees are required to take an Oath of Office before beginning their service. In general, Trustees are guided in the performance of their duties by the most recent edition of the Ohio Public Library Trustees' Handbook.

ARTICLE III-OFFICERS

Section 1. The officers of the board shall be a President, a Vice President, and a Secretary, elected from among the appointed trustees at the organizational meeting, which is in January of the current year.

Section 2. Officers shall serve a term of one year from the organizational meeting and until their successors are duly elected. Board members may be elected to the same office for up to three consecutive years.

Section 3. The president shall preside at all meetings of the Board, authorize calls for any special meetings, appoint all committees, execute all documents authorized by the Board, serve as an ex-officio member of all committees, and generally perform all duties associated with that office.

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 preside at Board meetings in the absence of the President and Vice President. The Secretary shall keep a true and accurate record of all meetings of the Board. The Secretary shall ensure the Deputy Fiscal Officer has the correct and accurate recording of said meetings.

ARTICLE IV-DUTIES AND POWERS OF THE BOARD

Section 1. The Board of Trustees shall have all the powers and duties granted to it by law and detailed in the Ohio Revised Code. The Board shall determine and establish in accordance with the law, the basic policies of the library with respect to:

- The appropriation and budgeting of funds
- The establishment and maintenance of the library and library services
- The acquisition, improvement, maintenance, insurance, and disposition of properties.
- The hiring, compensation and responsibilities of, and the personnel policies concerning library employees.
- The selection, collection, lending and disposition of library materials
- The acceptance of gifts.

Section 2. The policies of the Board shall remain in effect until changed or rescinded by further action of the Board. The library staff shall administer these policies. The Director shall maintain a file of all policies established by the Board for consultation and distribution as directed by the Board and as required by law.

Section 3. The Board shall be responsible for hiring the Library Director and the Library Fiscal Officer and for ensuring that the Director and Fiscal Officer carry out the policies of the library in an effective, efficient and lawful manner.

Section 4. In order to speak with a consistent voice, all news of Board actions or statement by the Board released to the media shall be made by the Board President or the Library Director speaking for the Board. No single Board member, other than the President, shall speak for the Board unless directed to do so by a majority of Board members voting at a scheduled Board meeting.

Section 5. All powers of the Library Board are vested in it as a Board, and none at all in its 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.

Section 6. Members of the Board shall abide by the Ethics Statement as shown in Appendix A.

ARTICLE V-MEETINGS

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

Section 2. The organizational meeting of the Board, which shall be for the purpose of the election officers and other organizational matters shall be held at the time of the regular meeting of the Board in January of each year.

Section 3. The order of business for regular meetings shall include, but not be limited to, the following items, which shall be covered in the following sequence, so far as circumstances will permit:

- a. Public Comment
- b. Approval of minutes of previous regular meeting and any intervening special meeting(s)
- c. Fiscal Officer's financial report
- d. Action on bills for payment
- e. Director's Report
- f. Committee reports
- g. Old business
- h. New business
- i. Adjournment

Section 4. Special meetings may be called by the Director at the direction of the President, or at the request of four (4) Board members, for the transaction of business as stated in the call for the meeting.

Section 5. A quorum for the transaction of business at any meeting shall consist of four (4) members of the Board present in person. In the absence of a quorum, those present may adjourn the meeting, until a quorum is present. Meetings of the Board will follow parliamentary procedures as outlined in Robert's Rules of Order, latest edition, when not inconsistent with these Bylaws.

Section 6. Written notice of each meeting of the Board, together with an agenda stating the purpose of the meeting, shall be delivered by the Deputy Fiscal Officer, Fiscal Officer or Director to each member of the Board in a timely fashion as far in advance of such meeting as shall be reasonably practical.

Section 7. Public Notice of Board meetings-the Director/Fiscal Officer/Deputy Fiscal Officer shall give notice of time and place of each Board meeting to be publicly announced in accordance with the state's Sunshine Laws.

Section 8. The main purpose of Board meetings is to conduct the business of the library. In order for the Board to fulfill its obligation to complete the meeting agenda in an effective and efficient fashion, those wishing to address the Board are asked to limit

their remarks to no more than two minutes for individuals and five minutes for those speaking on behalf of a group or organization. A maximum of thirty minutes of public participation is permitted at each meeting. All visitors are expected to conduct themselves in a manner consistent with the orderly completion of the meeting.

The meeting agenda is set in advance and no discussion of public comment will take place at that meeting. However, the Board will give careful consideration to residents' concerns and will respond in a timely fashion.

Section 9. The Board may enter into executive session for purposes as described in the *Ohio Open Meetings Act*. The motion to hold an executive session shall state the purpose of such a session, and the motion must be approved in open meeting in a roll call vote by a majority of the quorum of the Board. See §121.22G of the Ohio Revised Code.

ARTICLE VI-LIBRARY DIRECTOR AND STAFF

Section 1. The Board shall hire and fix the compensation for a qualified Director who shall be the executive and administrative officer of the Library and who shall serve at the discretion of the Board. The Director shall have the final responsibility for implementing all policies and guidelines of the Board, including without limitation those of personnel, public relations and material selection. The Director shall have the responsibility of administering the financial operations of the Library within the limitations of the budget approved by the Board and shall perform such other duties as may be reasonably requested by the Board.

Section 2. The Board shall hire and fix the compensation for a qualified Fiscal Officer, who shall serve at the discretion of the Board, to be the disbursing officer of the Library. The Fiscal Officer is the Library's chief financial officer and acts as the Board's financial agent in library matters. The Fiscal Officer shall administer and manage the funds of the Library in accordance with law and the objectives and policies adopted by the Board and under the direction and review of the Board. The Fiscal Officer has the authority to administer, and is responsible for, the receipt, deposit, and expenditure of, funds; the internal control of library expenditures; and the documenting and reporting of financial activity. The Fiscal Officer also shall be responsible for the Library's investment program and all Library banking functions and shall perform such other duties as may be reasonably requested by the Board.

ARTICLE VII-COMMITTEES

Section 1. The President shall appoint committees of one or more members each for such specific purposes as the business of the Board may require from time to time. A committee shall be considered to be discharged upon the completion of the purpose for which it was appointed and after its final report is made to the Board.

Section 2. Except by the express approval or action of the Board, no committee shall have authority to make any decision upon any matter, business or policy within the power or responsibility of the Board itself. Any report or recommendation to the Board by a

committee shall be deemed to be advisory in nature only, and no member of the Board, whether or not a member of such committee, shall be bound or controlled by any action, report or recommendation of such committee.

ARTICLE VIII—GENERAL

Section 1. Required Vote. Except when a larger vote is required by applicable Ohio law, all actions of the Board shall require the affirmative vote of a majority of the Trustees present but no less than a quorum. The President may vote upon any proposal before the Board.

Section 2. Amendment of Bylaws. A Bylaw Committee shall be appointed annually to review these bylaws and recommend changes to the Board. These bylaws may be amended by the majority vote of the full membership of the Board provided written notice of the proposed amendment shall have been transmitted to all members at least ten days prior to the meeting at which such action is proposed to be taken.

Section 3. Suspension of Rules. Any rule or resolution of the Board, whether contained in these 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 five or more of the members of the Board shall be present and at least two-thirds of those present shall so approve.

Section 4. Conflicts of Interest. No member of the Board shall have a pecuniary interest in any contract entered into by the Board, except as otherwise may be permitted by applicable Ohio law. The Board subscribes to “A Statement of Ethics for Library Trustees” of the American Library Association, except to the extent, if any, that the same conflicts with or is inconsistent with the provisions of applicable Ohio law, in which case the latter shall govern. The Board is bound by the applicable statutes of the Ohio Ethics Law and the rulings of the Ohio Ethics Commission.

ARTICLE IX-BOARD OF TRUSTEE VACANCIES

Section 1. A trustee may resign from the Board at any time by submitting a written letter of resignation, which shall be effective as of the date of the receipt thereof by any officer of the Board or the Director or Fiscal Officer, unless a later date of effectiveness is specified therein.

Section 2. Vacancy in the membership of this Board, because of resignation or decline of reappointment, should be filled as quickly as possible. The Board is encouraged to submit names of suggested appointees to the Director who will forward to the proper appointing authorities.

Section 3. Vacancy in an office of this Board may be filled for the remainder of the term by vote of the remaining trustees of the Board.

ARTICLE X-REMOVAL OF A TRUSTEE

Section 1: The Board, by a two thirds vote of the remaining appointed trustees of the Board, may request that the appointing authorities remove a trustee from office for any of the following grounds: (a) failure by said trustee to attend four (4) regular meetings of the Board in any one calendar year; (b) commission of any act by said trustee which reflects public disrepute upon said trustee, the Library or the Board; or (c) other good cause as determined by a majority of the Board.

Section 3: If any Trustee so removed is an officer of the Library, such removal shall automatically remove him or her as such officer.

Section 4: In the event of such a removal of a Trustee, a successor shall be elected according to the procedures stated in Article IX.

ARTICLE XI – INDEMNIFICATION

Members of the Board of Trustees are covered by the Library’s Director’s and Officer’s Liability Policy, including their liability resulting from either institutional or individual lawsuits.

Appendix A

Ethics Statement for Public Library Trustees

- Trustees in their capacity shall observe ethical standards with absolute truth, integrity and honor.
- Trustees must avoid situations in which personal interests might be served or financial benefits gained at the expense of library users, colleagues, or the institution.
- It is incumbent upon any trustee to disqualify himself/herself immediately whenever the appearance of a conflict of interest exists.
- Trustees must distinguish clearly in their actions and statement between their personal philosophies and attitudes and those of the institution, acknowledging the formal position of the board even if they personally disagree.
- A trustee must respect the confidential nature of library business while being aware of and in compliance with applicable laws governing freedom of information.
- Trustees must be prepared to support to the fullest the efforts of librarians in resisting censorship of library materials by groups or individuals.

Trustees who accept library board responsibilities are expected to perform all of the functions of library trustees.