

**MARION COUNTY LIBRARY
BOARD OF TRUSTEES
Bylaws**

Mission Statement for the Marion County Library: “To engage our community, to encourage discovery and promote literacy by offering lifelong learning opportunities and informative adventures”

Article I – General

Section 1 - Name

This organization shall be known as the *Marion County Library Board of Trustees* (Board), pursuant to Arkansas Statutes Annotated (hereafter A.S.A) §12-2-401 *et seq.*, exercising the powers and authority and assuming the responsibilities delegated to it under the said statutes

Section 2 - Authorization

The Board is an Administrative Board, created by County Ordinance No. 78-11, exercising the responsibilities and subject to the limitations set out in A.S.A. §14-14-705.

Section 3 – Service Area

All of the area included within the geographical boundaries of Marion County shall be served by the Marion County Arkansas Library (Library)

Section 4 - Responsibility

The responsibility of the Board is to administer its allotted public funds and private donations for the benefit of Marion County citizens.

Specifically the Board is authorized to:

- a. Develop, adopt, review and revise policies, rules and regulations under which the Board will operate.
- b. Develop, adopt, review and revise policies, rules and regulations under which the Library will operate and library services will be provided.
- c. Employ a qualified Library Director (Director) to administer the Library and its services. The Board shall have the sole authority to hire, terminate, train, supervise and evaluate the performance of the Director.

- 1) The Director shall have the sole authority to hire, terminate, train, supervise and evaluate the performance of library staff.
- d. Request from the Director, advice, recommendations and information.

Article II – Board of Trustees

Section 1 - Membership

The Board is composed of five (5) members, appointed by the County Judge, with the ratification by the Marion County Quorum Court.

- a. A Trustee must be a qualified elector of Marion County.
- b. A Trustee be committed to the Mission Statement of the Library and to fulfilling the responsibilities of the Board.
- c. By Accepting an appointment as a Trustee, an individual agrees thereafter to
 - 1) forgo expressing to any person at any time (other than to another trustee during a board meeting) negative personal opinions of board actions or conduct, and
 - 2) forgo acting independently, without prior Board approval, regarding any library matter.
 - 3) to be bound by decisions of the Board regarding Library matters and Trustee conduct.
- d. The Board or an individual Trustee may forward the names of prospective candidates for the Trustee position to the County Judge for consideration.

Section 2 – Conflict of Interest

No Board member shall derive any personal profit or gain, directly or indirectly, by reason of his or her participation on the Board.

- a. A Board member shall disclose to the Board any personal interest which he or she may have in any matter pending before the Board and shall refrain from participation in any decision on such a matter.
- b. Each Board member shall sign an annual statement disclosing any interest, which statement will be filed with the Board Secretary.

Section 3 - Term

Each Trustee shall be appointed to a five-year term, or such lesser term as designated

in the appointment.

- a. No Trustee shall serve more than two (2) consecutive five-year terms or a total of twelve consecutive years, whichever is greater.
- b. After serving the maximum prescribed years of service, no person may be appointed again to the Board before the lapse of thirty-six consecutive months since the last date of service.

Section 4 – Board Functioning

The Board, in making decisions or approving documents, acts collectively *i.e.*, at a meeting held in accordance with, and with the requisite vote specified in, Article IV, below. No trustee can act independently of the Board.

- a. Once the Board acts, that action is binding on the Board collectively, on each trustee individually, and the Director until the Board thereafter amends or rescinds such action.
- b. A reference to the Board in these Bylaws or in any other Library document shall mean the Board acting as described in this Article II, Section 4.

Section 5 - Voluntary Resignation

A Trustee who is unable to fulfill the full term of office, shall write a letter of resignation to, or otherwise inform, the County Judge of such inability. The Board Secretary shall also be notified by the Trustee of any voluntary resignation.

Section 6 – Presumed Resignation

- a. It is expected that each Trustee will attend all Board meetings, a Trustee shall inform the Board Chair or Secretary of an anticipated absence.
 - 1) If two (2) consecutive meetings are missed without said notification, the Trustee is presumed to have resigned from the Board.
 - 2) A Trustee, who is absent from four (4) regular meetings in any calendar year, with or without prior notice, will also be presumed to have resigned.
 - 3) The Board Chair, by letter, will inform the County Judge of any presumed resignation and ask the Judge to declare that a vacancy exists on the board.
- b. It is expected that each Trustee will abide by these Bylaws and other acts of the

Board.

- 1) If an individual trustee is determined by the Board to have taken action in violation of these Bylaws or other actions of the Board, the Board will issue a letter of Sanction to the Trustee.
 - a) The issuance of any such letter shall be noted in the minutes of that meeting in which the determination is made.
- 2) Should a Trustee receive a second letter of Sanction within a twenty four (24) month period, the Trustee will be presumed to have resigned and may no longer participate in, or vote at, any Board meeting.
 - a) The presence at a Board meeting of a Trustee who has received two letters of Sanction cannot not be considered in determining whether or not a quorum exists.
- 3) The Board Chair, by letter, will forward both letters of Sanction to County Judge and ask the Judge to declare that a vacancy exists on the board.

Article III – Board Officers

Section 1 - Officers

The Officers of the Board shall be: Chairman, Vice-Chairman, and Treasurer; elected from among the serving Trustees at the first meeting of the Board in any calendar year. The Director shall serve as the Secretary.

Section 2 - Term

Elected officers shall serve a term of one year or until the end of the calendar year in which elected, whichever is less, and until their successors are duly elected. All officers may succeed themselves.

Section 3 - Chair

The Chair shall preside at all meetings of the Board, appoint all committees, execute all documents authorized by the Board, serve as an ex-officio voting member of all committees, sign checks, and generally perform all duties associated with that office.

Section 4 – Vice-Chair

The Vice-Chair, in the event of the absence of the Chair at a meeting, or of a vacancy in that office, shall assume and perform the duties and functions of the Chair.

Section 5 - Treasurer

The Treasurer shall be the disbursing officer of the Board and report at each regular meeting the financial status of the Board.

- a. Along with the Chair, the Treasurer may sign checks, and generally perform all duties associated with that office.
- b. In the event of a vacancy in this office, these duties shall be performed by such other Trustee(s) as the Board may designate until the successor is elected.

Section 6 - Secretary

The Director shall serve as Secretary of the Board and attend all Board meetings, except those concerning the position of the Director, and compile the minutes of each meeting. Meeting Minutes are to be filed with the County Clerk no later than seven (7) working days after the minutes are approved by the Board.

Section 7 - Bond

Officers of the Board are covered by the Marion County Blanket Surety Bond.

Section 8 - Vacancy

If a vacancy exists in an elected officer's position, as a result of death, disability, or resignation of the incumbent, a special meeting may be called to fill the vacancy or an election must be held at the next regularly scheduled meeting to fill the vacancy.

Article IV – Board Meetings

Section 1 – Regular Meeting

A regular meeting shall be held each month. The date, time and place of regular meetings shall be determined by resolution of the Board, from time to time.

Section 2 – Special Meeting

A special meeting may be called by the Secretary at the request of any two (2) Board members for the transaction of business as stated in the call for the meeting.

Section 3 – Emergency Meeting

An emergency meeting may be called by the Secretary with the concurrence of any Board member or by any Board member at the request of one other Board member for the transaction of business as stated in the call for the meeting. The quorum stated in

Section 5 of this Article IV is required.

Section 4 - Notice and Conduct of Meetings

The Secretary (or Secretary's designee) shall give public notice of any Board or committee meeting as required by the A.S.A §25-19-106 of the Freedom of Information Act (FOIA) A.S.A §25-19-102 *et seq.* Each meeting shall be conducted in compliance with FOIA. Proceedings at all meetings shall be governed by *Robert's Rules of Order*, most recent addition, and specifically those provisions of Robert's Rules of Order applicable to small boards.

Section 5 – Quorum

Three (3) trustees shall constitute a quorum required for the transaction of any business at any meeting of the Board.

- a. A Trustee may participate and vote by electronic means so long as all Board members participating can be heard and be visually identified by other participants.
- b. Only one (1) Trustee may participate and vote at any regular or special meeting by any electronic means but two (2) Trustees may participate and vote at an emergency meeting by electronic means.
- c. A Trustee cannot be represented at a meeting by proxy.

Section 6 - Voting

An affirmative vote of the majority of all Trustees present at meeting shall be necessary to approve any action before the Board, unless otherwise stipulated by these Bylaws or *Robert's Rules of Order*.

- a. A Trustee may not vote by proxy.

Section 7 – Order of Business

The order of business 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 permit:

Call to Order - Roll Call

Scheduled Public Speakers

Minutes

Reports (Officers, Director, and Committee etc.)

Unfinished business

New business

(Executive Session, when requested)

Non-Agenda items

Adjournment

Section 8 - Deviations from Order

- a. If, in the judgment of the Chair, it is desirable to deviate from the prescribed order of business at any meeting, the Chair may so announce and proceed accordingly unless objection is voiced.
 - 1) Should objection be voiced, the proposed deviation shall be decided by majority vote.
- b. No comments or questions from the public will be permitted until all Board business has been conducted, unless a deviation from the order of business has been previously allowed.
- c. The Chairman can determine time limits for public comments/questions, as needed, but each speaker should be allowed to express comments/questions without interruption from other public present.

Article V. Committees

Section 1 – Appointment and Reports

The Chairman 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. Until discharged, each committee shall make a progress report to the Board at each regular meeting.

Section 2 - Discharge

A committee shall be considered to be discharged upon the completion of the purpose for which it was appointed and after the final report is made to the Board.

Section 3 - Powers

No committee will have other than advisory powers unless, by suitable action of the Board, it is granted specific power to act.

Section 4 – Standing Committees

There shall be no standing committees.

Article VI - Amendments to ByLaws

Section 1 - Method

These Bylaws may be altered, amended or repealed and new By-Laws adopted by a majority plus one vote of the Library Board members present at any regular meeting if the proposed Bylaws action is stated in the called notice for the meeting.

Section 2 - Supersede

These Bylaws supersede all previous Bylaws.

The undersigned Trustees of the Board do hereby certify that the above and foregoing By-Laws were duly adopted by the Marion County Library Board of Trustees on February 08, 2018, at a regularly scheduled meeting at which a quorum was present and appropriate notice given.



Chair

Vice Chair



Treasurer



Trustee

Trustee



Dana E. Scott, Library Director/Secretary