

**BYLAWS FOR THE BOARD OF TRUSTEES
ROCHESTER HILLS PUBLIC LIBRARY**

**ARTICLE I
NAMES AND RIGHTS OF AUTHORITY**

Section 1. NAME – This organization shall be called “The Board of Trustees of the Rochester Hills Public Library, “ hereinafter referred to as the Board, existing by virtue of the provisions of Public Act 164, as amended, of the laws of the State of Michigan, 1877, and exercising the powers and authority and assuming the responsibilities delegated to it under the statute.

Section 2. MEMBERSHIP - The Board shall consist of six Trustees who are voting residents of Rochester Hills, Oakland County, Michigan. Trustees shall be elected as provided by the laws of the State of Michigan (MCL 397.211). The term of office shall be six years.

Section 3. VACANCIES - In the event of a vacancy, the Board shall appoint a person to hold the vacant office until the next general city election. This appointment must be made by majority vote of the Board, as soon as possible, but no later than the second regular meeting after the vacancy occurs.

**ARTICLE II
OFFICERS**

Section 1. ENUMERATION AND TITLES - The officers of the Board shall be a President, a Vice President, a Secretary, and a Treasurer.

Section 2. NOMINATION AND ELECTION - At the regular November meeting the President shall appoint a nominating committee, who will present a slate of officers at the annual meeting. Additional nominations may be made from the floor. The officers shall be elected by a majority vote of the Board at their annual meeting.

Section 3. TERM - Officers shall serve a term of one year from the annual meeting at which they are elected and until their successors are duly elected. No officer shall serve longer than three consecutive years in the same office, except that annual extensions may be approved by a two-thirds vote of the Board.

Section 4. VACANCIES - in office shall be filled no later than the next regular meeting after the vacancy occurs.

Section 5. DUTIES

- A. The **President** shall prepare the agenda with the Library Director and shall preside at all meetings of the Board, authorize calls for any special meetings and, subject to confirmation by the Board, appoint members of all standing committees and establish special committees as deemed necessary.

The President may execute documents authorized by the Board, and generally perform all duties associated with that office.

The President is a voting member of the Board.

- B. 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.
- C. The **Secretary** shall be responsible for certifying a true and accurate record of all meetings of the Board, and shall perform such other duties as are generally associated with that office. The Board will designate a recording secretary, such as the Library Director or other member present at the meeting, to keep a true and accurate account of the proceedings of the board meeting.
- D. The **Treasurer** shall be responsible for keeping permanent accounts, according to accepted standards, of all income and expenditures of the Board. The Treasurer shall chair the Finance Committee, which is responsible for preparing and submitting to the Board a monthly financial statement of all library accounts. The Finance Committee shall be responsible for investment of library funds as prescribed by the laws of the State of Michigan. The Treasurer shall notify the President in the event that he or she is unable to perform the duties of the Treasurer. In the event of the absence or disability of the Treasurer, or of a vacancy in that office, the President shall assume and perform the duties and functions of the Treasurer until the vacancy is filled.

ARTICLE III MEETINGS

- Section 1. OPEN MEETINGS/NOTICES** - All meetings of the Board shall be open to the public and notice of meetings shall be given in accordance with the provisions of P.A. 267 of 1976, as amended.

Section 2. REGULAR MEETINGS/NOTICES - The regular meetings shall be held each month, the date and hour to be set by the Board at its annual meeting. Within ten days following the annual meeting, a notice shall be posted in the library setting forth the dates, times and places of all regular meetings scheduled for the ensuing year.

A. 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 will permit:

1. Public Comments
2. Minutes
3. Treasurer's Report
4. Monthly Bills
5. Communications
6. Director's Report
7. Committee Reports
8. Other Business
9. Questions from the Liaisons

B. Public comment is limited to three (3) minutes per person. Comments should be directed to the full Board, not a single individual or to public person(s) in attendance. Such person participating in public comment shall clearly state their name and municipality of residence. The meeting's presiding officer, in concurrence with the Board, may extend public comments.

C. The President may cancel a regular meeting if there is insufficient business, an anticipated lack of a quorum, or a facility issue. The Board may also cancel a meeting by a majority vote of the board in accordance with the provisions of P.A. 267 of 1976, as amended.

D. Rescheduled or Recessed Meeting Notice - The Board may reschedule or recess a regular meeting by majority vote. If a regular meeting is rescheduled, or if the schedule of the regular meetings is changed, the notice of such change must be posted in accordance with the provisions of P.A. 267 of 1976, as amended.

Section 3. SPECIAL MEETINGS/NOTICE – The President may call a special meeting with notification given to all Board members. The Board may also call a special

meeting by request of a majority. Notice of a special meeting shall include the purpose for which the meeting has been called and also state whether the meeting may include consideration of other library matters in accordance with the provisions of P.A. 267 of 1976, as amended. The Board may recess a special meeting by majority vote.

Section 4. CLOSED MEETINGS - The Board may call a closed meeting by a two-thirds (2/3^{rds}) roll call vote of the members of the Board present at the meeting. Presence at the meeting can be in person or by conference telephone or any similar communications equipment through which all persons participating at the meeting can communicate with each other. Closed meetings may be called only for the purposes set forth in P.A. 267 of 1976, as amended.

Section 5. ANNUAL MEETINGS - The annual meeting shall be held immediately prior to the time of the regular meeting in January. The purpose of the annual meeting shall be for election of officers; set the dates, times and places for all regular meetings; and the designation of depositories for library funds in the ensuing year.

Section 6. QUORUM - A quorum for the transaction of business at any meeting shall consist of a majority of the members serving on the board.

Section 7. VOTING - 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 not move or second a proposal before the Board. Unless a vote is unanimous, those who voted yes or no will be recorded.

Section 8. MINUTES - Minutes of all meetings of the Board are required to be kept and must contain at least the following information: date, time, place, members present, members absent, decisions made, purposes for which a closed meeting is called and all roll call votes taken.

Minutes of the public meetings are subject to the following rules regarding public inspection:

- A. Proposed minutes must be available for public inspection not more than eight (8) business days following the meeting.
- B. Approved minutes must be available for public inspection not later than five (5) business days following the meeting at which they are approved.

ARTICLE IV

LIBRARY DIRECTOR

Section 1. APPOINTMENT - The Library Director shall be appointed by the Board and shall be considered the executive officer of the library.

Section 2. DUTIES The Library Director shall have sole charge of the administration of the library under the direction and review of the Board. Among other things the Library Director shall be responsible for:

1. the care of the building and equipment;
2. the employment and direction of the staff;
3. efficient library service to the community;
4. support of Board and its committees;
5. representation of the library in community organizations; and
6. the operation of the library under the financial conditions set forth in the annual budget.

The Library Director shall attend all regular and annual meetings of the Board and other meetings as the Board shall direct. The Library Director shall submit to the Board a written annual report of the state of the library no later than March of each year.

ARTICLE V COMMITTEES

Section 1. APPOINTMENT AND TERM – At the February board meeting the President shall appoint one or more members to all standing committees. The President may be appointed to committees.

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

The creation of committees and the appointment and removal of members thereto are subject to Board confirmation.

Section 2. DUTIES - All committees shall make a progress report to the library board.

Section 3. POWERS - A committee shall have only advisory powers unless, by majority vote of the Board, it is granted specific power to act.

ARTICLE VI FINANCE

Section 1. FISCAL YEAR - The fiscal year of the library shall be January 1 through December 31.

Section 2. DEPOSITORIES - All funds of the library shall be deposited in financial institutions which are members of the Federal Deposit Insurance Corporation or Securities Investor Protection Corporation. The library may maintain a safe deposit drawer for the purpose of safeguarding library documents.

Section 3. APPROVED SIGNATURES - The Library Director and all board members may be authorized to sign on all library accounts.

Section 4. REQUIRED SIGNATURES - Two approved signatures shall be required on all checks exceeding \$1,000, unless the check is needed to correct a payroll error, and written withdrawals from library accounts.

Section 5. BONDING - All persons having access to or major responsibilities for the handling of library funds shall be bonded.

Section 6. DISBURSEMENTS – Prior to disbursement, the Board, by majority vote, shall approve all disbursements of library funds in accordance with Board adopted financial procedures.

Section 7. BUDGET - The Director shall be responsible for the presentation to the Board no later than July of each year of a preliminary budget for the maintenance and operation of the library for the ensuing fiscal year. The Board shall adopt a preliminary budget for presentation to the electorate at a public hearing. Following the public hearing, the Board shall adopt by resolution a final operating budget for the ensuing fiscal year.

Section 8. TAX CERTIFICATION - The Board shall certify to the Clerk and Mayor of the City of Rochester Hills, on or before the first Monday of September in each year, the amount of money necessary for the support and maintenance of the library for the ensuing year not exceeding one (1) mill on the dollar of the taxable property of the City.

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Section 9. AUDIT - The Board shall authorize the annual or special audit of all library accounts by an independent certified public accountant.

Section 10. INDEMNIFICATION - In the event of civil or criminal action brought against the Board as a whole, a Board member, or the library director, acting within the scope of the Board or library director's authority, the cost of legal representation will be paid by the Library. In the event of a judgment for damages being awarded in a civil or criminal suit, the Library shall provide indemnification for Board members and the library director.

ARTICLE VII STATUTORY AND PARLIAMENTARY AUTHORITY AND AMENDMENTS

Section 1. STATUTORY AUTHORITY

Statutory authority is provided through the provisions of Public Act 164 of 1877, as amended, and by the laws of the State of Michigan.

Section 2. PARLIAMENTARY AUTHORITY - The rules contained in Roberts Rules of Order Newly Revised shall be the parliamentary authority governing all meetings of the Board in all cases to which they are applicable and in which they are not inconsistent with these Bylaws or procedural rules adopted by the Board.

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 a quorum of the Board shall be present and two-thirds of those present shall so approve.

Section 4. AMENDMENTS - The Bylaws may be amended by a two-thirds (2/3rd's) vote of the members of the Board provided written notice of the proposed amendment shall have been provided to all members at least ten days prior to the meeting at which such action is proposed to be taken. Amendments shall become effective immediately following the approval of the Board.