

# **Loomis Library Board of Trustees Bylaws**

**Adopted June 3, 2019**

## **Article I Identification**

This organization is the **Board of Trustees of the Loomis Library and Community Learning Center**, located in Loomis, California, established by the Loomis Town Council on February 14, 2017, according to the provisions of California Education Code Sections 18910-18927, and exercising the powers and assuming the duties granted to it under said code.

## **Article II Mission and Purpose**

The Board of Trustees of the Loomis Library and Community Learning Center (“Board”) serves as a representative of both the library and the community and is an advisory board of the Library. The Board shall therefore represent the interest of the community for relevant and quality services. It shall be the duty of the Board to determine and adopt written policies for the Board’s governance and the administration of the Library. In collaboration with the Community Engagement Librarian (“Librarian”), the Board shall establish goals and objectives and adopt written policies to govern the operation, use and services of the Library.

## **Article III Membership**

**Section 1. Appointments and Terms of Office.** Appointments and terms of office are as provided by the relevant subsections of the California Education Code Sections 18910-18927.

Trustees shall be chosen from the residents-at-large of the Loomis Basin area with reference to their fitness for such office, and their term of office shall be for a term of three (3) years. Trustees may serve two (2) consecutive three-year terms; after which, the trustee will step off the board for a period of one (1) year; after which the trustee may be appointed for another three (3) year term.

Vacancies in the Board shall be immediately reported by the Board to the Loomis Town Council and filled by appointment in like manner for the remainder of the term only. A Trustee may be removed for just cause in the manner provided by the bylaws of the Library Board of Trustees. No compensation shall be paid to Trustees.

**Section 2. Meeting Attendance.** Trustees shall be expected to attend all meetings except as they are prevented by a valid reason. Any Trustee who misses three (3) consecutive meetings without a valid reason is considered to have resigned from the Board of Trustees.

**Section 3. Removal.** The Board of Trustees may remove a Trustee at any time for any cause that interferes with the proper discharge of his/her duties as a member of the Board or that jeopardizes public confidence in the Trustee.

## **Article IV Officers**

**Section 1.** The officers of the Board shall be a Chair and a Vice Chair, and Secretary elected from among the appointed trustees at the Annual Meeting of the Board. No member shall hold more than one office at a time. No member shall be eligible to serve more than two consecutive terms in the same office. Vacancies in office shall be filled by vote at the next regular meeting of the Board after the vacancy occurs.

**Section 2.** Officers shall serve a one (1) year term from the Annual Meeting at which they are elected and until their successors are duly elected.

**Section 3.** Each year the Chair will rotate to the Vice Chair and a new Vice Chair will be selected by the Board.

**Section 4.** The Chair shall preside at meetings of the Board, authorize calls for 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 the office of chair. The Chair will include the Vice Chair in all activities as appropriate to prepare the Vice Chair for succession responsibilities.

**Section 5.** The Vice Chair, in the event of the absence or disability of the Chair, or of a vacancy in that office, shall assume and perform the duties and functions of the Chair.

**Section 6.** The Secretary will record all items of business, all motions (except those that were withdrawn), and the result of all votes taken. In coordination with the Librarian, prepare Meeting Minutes in time for review at the following quarterly Board Meeting.

## **Article V Meetings**

**Section 1. Regular Meetings.** The regular meetings shall be held the second Wednesday of February, May, August, and November.

**Section 2. Annual Meeting.** The Annual Meeting shall be held at the time of the regular meeting in FEBRUARY of each year. The purpose of the annual meeting is to elect officers, welcome new board members and acknowledge exiting board members.

**Section 3. Agendas and Notices.** Meeting agendas and notices shall indicate the time, date, and place of the meeting and indicate all subject matters intended for consideration at the meeting and be made public 72 hours prior to the meeting. Agendas and notices are sent out by the Town Clerk and shall be posted on a bulletin board in the library and on the Town of Loomis website.

**Section 4. Minutes.** Minutes of all meetings shall, at a minimum, indicate board members present, all items of business, all motions (except those that were withdrawn), and the result of all votes taken. Current board minutes shall be posted on a bulletin board in the library and on the Town of Loomis website.

**Section 5. Special Meetings.** Special meetings may be called at the direction of the Chair and shall be called at the written request of two (2) members, for the transaction of business as stated in the call for the meeting. Except in cases of emergency, at least 48 hours notice shall be given. In no case may less than two hours notice be given.

**Section 6. Quorum.** A quorum for the transaction of business at any meeting shall consist of three (3) members of the Board present in person.

**Section 7. Open Meetings Law Compliance.** All Board meetings and committee meetings shall be held in compliance with the Brown Act.

## **Article VI Committees**

**Section 1. Standing Committees.** Committees shall be appointed by the Chair and shall make recommendations to the Board as pertinent to Board meeting agenda items.

**Section 2. Ad Hoc Committees.** Ad hoc committees for the study of special Issues shall be appointed by the Chair, with the approval of the Board, to serve until the final report of the work for which they were appointed has been filed. These committees will be made up of at least one board member and a consulting committee member, and may also include staff and public representatives, as well as outside experts. [Examples of possible ad hoc committees are Hiring Committee and Strategic Plan Committee.]

**Section 3.** No committee shall have other than advisory powers.

## **Article VII Duties of the Board of Trustees**

**Section 1.** As the Loomis Library and Community Learning Center is a department under the Town of Loomis, the Board has responsibility for policy setting, but does not have responsibility for ~~the budget or~~ the direct oversight of the Librarian. The Library Staff and the Town's Finance Director are responsible for developing the annual budget. As the fiduciary body for the organization, the board ensures that the budget reflects the overall strategic direction and advances the long-term fiscal health of the organization.

**Section 2.** The Board has authority for developing and implementing the policies that govern library services. The Board works with the library administration in planning and goal setting for the library.

**Section 3.** Members of the Board are encouraged to become members of the Friends of the Loomis Library.

**Section 4.** Individually and collectively, Board members should act as advocates of libraries and present the library point of view to elected legislators and community leaders.

**Section 5.** Once a year, the Board is encouraged to plan a meeting with the Friends of the Loomis Library to discuss mutual goals.

## **Article VIII**

### **Community Engagement Librarian Library Director**

The **Community Engagement Librarian Library Director** (“Librarian”) shall be hired by the Town of Loomis and report to the Town Manager. The Librarian shall be considered the executive officer of the library and subject to the policies established and approved by the Town of Loomis. The Librarian is the liaison between the Town and the Board. The Librarian shall act as technical advisor to the Board. The Librarian will attend all Board meetings (but may be excused from closed sessions) and shall have no vote.

## **Article IX**

### **Conflict of Interest**

**Section 1.** Board members may not in their private capacity negotiate, bid for, or enter into a contract with the Loomis Library and Community Learning Center in which they have a direct or indirect financial interest.

**Section 2.** A board member shall withdraw from Board discussion, deliberation, and vote on any matter in which the Board member, an immediate family member, or an organization with which the Board member is associated has a substantial financial interest.

**Section 3.** A board member may not receive anything of value that could reasonably be expected to influence his or her vote or other official action.

**Section 4.** While board members are encouraged to be members of the Friends of the Loomis Library, a supporting organization, Loomis Library Trustees may not hold officer positions simultaneously on both boards or hold any other official town office that could pose a potential conflict of interest to the Loomis Library Board of Trustees operations.

## **Article X**

### **General**

**Section 1.** 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 Chair may vote upon and may move or second a proposal before the Board.

**Section 2.** These bylaws may be amended at any regular meeting of the Board by majority vote of all members of the Board, provided written notice of the proposed amendment shall have been mailed to all members at least ten days prior to the meeting at which such action is proposed to be taken.

**Section 3.** These bylaws shall be reviewed every two (2) years to insure they continue to be relevant to the actual practices of the Board of Trustees.

**Article XI**  
**Bylaws**

**Section 1.** The board shall review the Bylaws on a periodic basis to verify their continued appropriateness and to assess what might be missing. Bylaws formalize the board's structure and practices. The board's needs evolve over time, as do the external circumstances within which the library and the board function. When appropriate, the board will ask the Town's attorney to verify the bylaws are in compliance with the state statutes.

Adopted by the Board of Trustees of the Loomis Library and Community Learning Center, on the 3<sup>rd</sup> day of June, 2019.