



Staff Report

October 8, 2019

TO: Honorable Mayor and Members of the Town Council
FROM: Sarah Comstock, Community Engagement Librarian
DATE: August 31, 2019
RE: Loomis Library Board of Trustees Bylaws

Recommendation

Approve Resolution adopting the Loomis Library Board of Trustees Bylaws.

Issue Statement and Discussion

Since the formation of a Library Board in March 2017, the Board has had no official bylaws. This wait was partially due to the uncertain nature of the operations and management. While the library was under control of the Friends of the Library, the Board of Trustees served a different purpose than it does now that the Town oversees the library's management.

The Loomis Library Board of Trustees Bylaws outline the mission and purpose of the board, as well as rules surrounding membership, officers, meetings, committees, and duties. The relationship between the Library Board of Trustees and the Community Engagement Librarian is also outlined and defined, ensuring that the roles and responsibilities of both positions are clear to both parties.

With this document, the members of the Library Board of Trustees should gain a better understanding of their role as it relates to both the Board of Trustees and the Loomis Library and Community Learning Center.

CEQA Requirements

None.

Financial and/or Policy Implications

None.

Attachments

- A. Resolution
- B. Loomis Library Board of Trustees Bylaws

TOWN OF LOOMIS

RESOLUTION NO. 19 -__

**A RESOLUTION OF THE TOWN COUNCIL OF THE TOWN OF LOOMIS
ADOPTING THE LOOMIS LIBRARY BOARD OF
TRUSTEES BYLAWS**

WHEREAS, the Loomis Library Board of Trustees have no official bylaws; and

WHEREAS, a set of written bylaws outline mission, purpose, and rules for the Board of Trustees and its members; and

WHEREAS, bylaws will help members of the Library Board of Trustees gain a better understanding of their role as it relates to both the Board and the Library;

NOW, THEREFORE, IT IS HEREBY RESOLVED that the Town Council of the Town of Loomis does hereby adopt the Loomis Library Board of Trustees Bylaws (Exhibit A).

PASSED AND ADOPTED this 8th day of October, 2019 by the following vote:

AYES:
NOES:
ABSENT:
ABSTAIN:

Mayor Tim Onderko

ATTEST:

Town Clerk

Exhibit A

Loomis Library Board of Trustees Bylaws

Adopted August 26, 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.

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.

Section 2. Meeting Attendance. Trustees shall be expected to attend all meetings except as they are prevented by a valid reason.

Section 3. Removal. A Trustee may be removed at any time by a majority vote of all the town councilmembers.. No compensation shall be paid to Trustees..

**Article IV
Officers**

Section 1. The officers of the Board shall be a Chair and a Vice Chair, elected from among the appointed trustees at the Annual Meeting of the Board. No member shall hold more than one office at a time. 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, 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.

Article V Meetings

Section 1. Regular Meetings. The regular meetings shall be held the quarterly on 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 August 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 24 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. The noticing of meetings, content and posting of agendas, and conduct of all meetings shall be held in compliance with the Ralph M. Brown Act (the “Brown Act”, Government Code Section 54950 *et seq.*); in the event of an apparent conflict, the requirements of the Brown Act control over these by-laws.

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.

- A) **Library Consulting Committee:** Appointed by the Loomis Town Council, the Library Consulting Committee consists of members of the community with special skills, knowledge and expertise, to assist and support the Library Board of Trustees. Members of the Library Consulting Committee are non-voting members. The Library Consulting Committee shall attend all board meetings, and participate in Library activities, as appropriate.

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 less than a quorum of the Board.

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.

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

The Community Engagement Librarian (“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.

Section 5. As public officials, board members are subject California conflict of interest laws including but not limited to the Political Reform Act (Government Code Sections 81000 *et seq.*) and Government Code Section 1090 *et seq.*

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 from time-to-time by action of the Town Council. The Board may recommend changes to these bylaws 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.

Recommended by the Board of Trustees of the Loomis Library and Community Learning Center, on the 3rd day of June, 2019. Adopted by the Town Council on _____.