



GRANVILLE  
P U B L I C  
L I B R A R Y

**Library Bylaws**

Board approved: 1/2012

Revised: 2/2013, 2/2014

**Bylaws of the Granville Public Library Association Board of Trustees**

**Article I. Name and Location**

**I Section A. The Library Board**

This organization shall be called the Granville Public Library Association Board of Trustees. Its mailing address shall be:

Granville Public Library Association Board of Trustees  
217 East Broadway  
Granville, OH 43023

**I Section B. The Library**

The library shall be called the Granville Public Library Association located at:  
217 East Broadway / Granville, OH 43023.

**Article II. Mission Statement**

To serve as a core component of the Granville community by offering a dynamic program of library resources and services in a welcoming environment, facilitated by the latest advances in instructional technology and a staff educated in the best practices of its profession.

**Article III. Membership**

The Granville Public Library Association is organized as an association library. The library's Board of Trustees consists of nine members appointed by its membership through a voice vote at the Board's annual organization meeting in January. The nominee receiving the greatest number of votes is elected to the Board.

**III Section A. Tenure and Qualifications**

Each library trustee is appointed to a three year term. Appointments are staggered such that no more than three trustees' terms are scheduled to expire in the same year. Tenure is limited to two consecutive three year terms. Trustees having completed two consecutive three year terms are ineligible for election or appointment to the Board for a period of two years. Should an individual be appointed to serve out the

remaining term of a resigning trustee, that individual will be up for election to his or her first three year term the following January at the Board's annual organization meeting.

All trustees must be residents of the Granville Exempted Village School District. All library trustees serve without compensation; however, they may be reimbursed for expenses incurred by them in the performance of their duties. In general, trustees are guided in the performance of their duties by the most recent edition of the *Ohio Public Library Trustees' Handbook*.

### **III Section B. Attendance**

The insight and attention of each trustee is a valuable asset to the board and the library. Therefore, regular attendance is expected.

### **III Section C. Filling Vacancies**

The Nominating Committee of the Board of Trustees shall recommend to the full board candidates to fill a vacant trustee position. As stated in Article III, trustees will be selected from among the nominees by a voice vote of the board. Whenever any vacancy shall occur among the trustees, the remaining trustees shall constitute the trustees of the library until such vacancy is filled so long as the number of trustees is not less than seven as outlined in the library's Articles of Incorporation.

### **III Section D. Trustees Emeritus**

The trustees may, by majority vote at a regular meeting at which a quorum exists, elect one or more former trustees as Trustee Emeritus. A Trustee Emeritus shall hold office for a term of three years and is limited to two consecutive terms. A Trustee Emeritus has no voting privileges, shall not be counted in determining whether a quorum is present at any meeting, and may not hold office, but may participate in all functions, activities, and discussions of the board, and may advise the board on all matters.

## **Article IV. Duties and Powers of the Board**

The Board of Trustees shall have all the powers and duties granted to it by law. 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, use, 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.

The policies approved by the board shall remain in effect until changed or rescinded by further action of the board. These policies shall be administered by library staff. 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.

The Board of Trustees shall be responsible for hiring the library director and appointing 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.

In order to speak with a consistent voice, all news of board actions or statements by the board released to the media shall be made by the board president or library director speaking for the board. No one 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.

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. The Granville Public Library Association will provide reasonable coverage to indemnify trustees in the performance of their duties.

## **Article V. Officers of the Board**

At the annual organization meeting in January the board shall elect from its membership a president, vice-president, and secretary, each of whom shall serve a term of one year, commencing immediately upon election and continuing to the election of officers at the next annual organization meeting.

No board member shall hold more than one office at a time.

Vacancies in office shall be filled by vote at a regular meeting of the board as soon as possible after the vacancy occurs.

### **V Section A. President**

The president shall preside at all meetings of the board; authorize calls for any special meetings; appoint all committees, with the consent of the board; execute all documents authorized by the board; and perform all other duties generally associated with that office.

### **V Section B. Vice President**

If the president is absent or unavailable, or declines to act in the capacity of his or her office, or if the office of president is vacant, the vice-president shall have all the powers and duties of the president except as otherwise provided by law.

### **V Section C. Secretary**

The secretary shall preside at board meetings in the absence of the president and vice-president. The secretary shall keep, or cause to be kept, a true and accurate record of meetings of the board. Although not technically the board's secretary, the library's director is ultimately responsible for ensuring that full and accurate minutes of the board's meetings are produced.

## **Article VI. Board Meetings**

### **VI Section A. Meeting Types**

The board may hold meetings of several different types as described in the *Ohio Public Library Trustees' Handbook*. The board will hold an organization meeting in January of each year to elect officers,

appoint a fiscal officer, and perform other administrative tasks. The organization meeting may be part of a regular board meeting.

### **VI Section B. Public Notice of Board Meetings**

At its organization meeting in January, the board shall establish, by rule, the method for notifying the public and the news media of the various board meetings that may be held throughout the year. Members of the public or news media who wish to be notified when a particular subject will be discussed at a meeting should inform the library director of their interest. The director will then make arrangements to give advance notice by e-mail or phone prior to the scheduled meeting; members of the public who wish to be notified by postal mail should provide the director with self-addressed, stamped envelopes for that purpose.

### **VI Section C. Agenda**

The regular meeting agenda is prepared at least two working days before the upcoming regular board meeting. It is prepared by the director in consultation with the board president.

### **VI Section D. Quorum and Rules of Proceedings**

A majority of the trustees in office at the time shall constitute a quorum. Lack of a quorum will automatically adjourn a board meeting. Meetings of the board will follow parliamentary procedures as outlined in *Roberts Rules of Order*, latest edition, when not inconsistent with these bylaws.

Except when a larger majority is required by law or by a superseding library policy (as in the case of the Statement of Investment Policy), an affirmative vote of the majority of trustees present at a meeting at which a quorum exists shall be necessary to approve any action before the board. The president may make or second a proposal before the board, may participate fully in discussions, and may vote upon all proposals. Each board member shall have one vote.

### **VI Section E. Suspension of Rules**

Any rule or resolution of the board, whether contained in these bylaws or otherwise, may be suspended temporarily in connection with the business at hand, but such suspension, to be valid, may be done only at a meeting at which a quorum exists and a majority of the quorum agrees to the suspension.

### **VI Section F. Executive Session**

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.

### **VI Section G. Public Participation**

Time is set aside on each regular meeting agenda for public participation from the audience. 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, the board president may limit by time the comments of each public participant and will do so by announcing the time limit at the beginning of the meeting, and applying the time limit equally to all participants. The board president may also limit the public comment to only those subjects appearing on the meeting agenda. The board

president will do so by announcing the subjects at the beginning of the meeting and applying this limitation to all participants.

## **Article VII. Committees**

The standing committees of the board shall be the External/Advancement Committee, the Internal/Operations Committee, the Nominating Committee, the Finance Committee, and the Records Commission. Ad hoc or temporary committees may be appointed and charged with specific tasks by the board president as required; such committees are automatically dissolved upon completion of the assigned tasks. Trustees and other committee members are appointed to committees by the president with the consent of the board. Committees serve an advisory role and make recommendations to the board; a committee has no other power, unless, by suitable action of the board, it is granted a specific power to act. All committee actions are subject to approval by a majority of the board. In general, committees will work in conjunction with the director and fiscal officer.

### **VII Section A. External/Advancement Committee**

This committee is responsible for all externally facing functions, including development, marketing, communications, alternative revenue, public relations, and levy. Composition is one chair, two board members, three outside committee members, and one staff member.

### **VII Section B. Internal/Operations Committee**

This committee is responsible for all internally facing functions, including strategic planning, building and grounds, legal, library collections, technology infrastructure, personnel, and art acquisition. Composition is one chair, two board members, two outside committee members, and one staff member.

### **VII Section C. Nominating Committee**

This committee is responsible for board development, officer nominations, slate presentation, and committee assignments. Composition is one chair, two board members, and one staff member.

### **VII Section D. Finance Committee**

This committee is responsible for ensuring the financial stability of the organization. Composition is one chair, two board members, one outside committee member, and one staff member.

### **VII Section E. Records Commission**

The Records Commission shall consist of the Board of Trustees, the fiscal officer, and the director. The commission shall meet at least once every twelve months and shall be responsible for overseeing the library's compliance with the Ohio Records Law as described in Chapter 149 of the *Ohio Revised Code*.

## **Article VIII. Library Director**

The board shall hire and fix the compensation of the library director. The director shall have full charge of the administration and operations of the library in accordance with the objectives and policies adopted by the board and under the direction and review of the board. The library director has the authority to administer, and is responsible for, the care of all buildings, furnishings, and equipment; for the employment and direction of library staff; for the selection, acquisition, and disposition of library materials; and for maintaining excellent library service.

The director shall serve at the discretion of the board. His or her employment shall be governed by the language of his or her contract and/or the policies of the library as adopted by the Board of Trustees.

### **Article IX. Fiscal Officer**

The board shall appoint and fix the compensation of the fiscal officer. 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 with 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 shall serve at the discretion of the board and is appointed for a one-year term at the annual organization meeting of the Board of Trustees. His or her employment shall be governed by the language of his or her contract and/or the policies of the library as adopted by the Board of Trustees.

### **Article X. Ethics**

The Board of Trustees subscribes to the statement of principles promulgated by the American Library Trustee Association as listed below, and is bound by the applicable statutes of the Ohio Ethics Law and the rulings of the Ohio Ethics Commission.

#### ETHICS STATEMENT FOR PUBLIC LIBRARY TRUSTEES

- Trustees in the capacity of trust upon them, 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.

Adopted by the Board of Directors of the American Library Trustee Association, July, 1985.

Adopted by the Board of Directors of the Public Library Association, July, 1985.

Amended by the Board of Directors of the American Library Trustee Association, July, 1988.

Approval of the amendment by the Board of Directors of the Public Library Association, January, 1989.

## **Article XI. Conflicts of Interest**

The Board of Trustees requires that the following procedures be followed in any case in which the library is considering entering into a transaction or arrangement that might benefit the private interest of an officer, trustee, or employee of the library or might result in a possible excess benefit transaction:

In any case in which an officer, trustee or employee has a financial interest in a proposed arrangement or transaction (i.e., is an "interested person"), the interested person shall disclose to the Board of Trustees or other person or committee considering the arrangement or transaction the fact of the financial interest and all material facts. A person is considered to have a financial interest if he/she has, directly or indirectly through business, investment or family, any of the following:

- an ownership or investment interest in any entity with which the library has a transaction or arrangement;
- a compensation arrangement with the library or with any entity or individual with which the library has a transaction or arrangement; or
- a potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the library is negotiating a transaction or arrangement. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

After the interested person has disclosed his/her financial interest and all material facts, and after the Board, committee or other decision-maker has discussed the information with the interested person, the interested person shall leave the meeting while the determination of a conflict of interest is made. If the decision-making body determines that an actual conflict of interest exists, the interested person may make a presentation concerning the proposed transaction or arrangement but must leave the meeting during any discussion and vote. If appropriate, the chairperson of the Board or decision-making committee may appoint a disinterested person or committee to investigate, or an individual decision-maker may on his/her own initiative investigate, alternatives to the proposed transaction or arrangement. After exercising due diligence, the decision-making individual, committee or Board shall determine whether the library can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest and, if that is not feasible, shall determine by a majority vote of disinterested members (if a committee or the Board) or individually by the disinterested decision-maker, whether the transaction or arrangement is in the library's best interest, is fair and reasonable, and whether it should be entered into.

A trustee or voting member of any committee with responsibility for compensation matters who receives compensation, directly or indirectly, from the library for services is precluded from voting on matters pertaining to that trustee or member's compensation, but is not precluded from providing information to the decision-making body regarding compensation.

## **Article XII. Amending of Bylaws**

The Internal/Operations Committee shall review these bylaws when necessary and recommend changes to the board.

These bylaws may be amended at any board meeting by the affirmative vote of a majority of the full membership of the Board of Trustees provided that a notice of the proposed amendment shall have been included in the agenda for the meeting.

**Article XIII. Indemnification**

Members of the Board of Trustees are covered by the library's Commercial General Liability Coverage, including their liability resulting from either institutional or individual lawsuits.