

BY-LAWS FOR THE BOARD OF TRUSTEES
JACKSON-MADISON COUNTY LIBRARY

Article I

Identification

This organization is the Board of Trustees (Board) of the Jackson - Madison County Library, located in Jackson, Tennessee, established by the City of Jackson and County of Madison according to the provisions of Title 10 of the Tennessee Code Annotated (TCA.) Libraries, Archives and Records: Chapter 3, Libraries in Counties, Cities and Towns, and exercising the powers and assuming the duties granted to it under said statute. The public library shall be under the control, management and supervision of a Board of Trustees composed of seven (7) members who shall serve without pay or compensation for terms of three (3) years.

ARTICLE II

Membership of Board of Trustees

Section 1. Appointments and terms of Office.

Appointments and terms of office are as provided by the relevant sections of Title 10 TCA., Chapter 3.

New members shall be recommended by the Board to the appointing officials to fill vacancies. Membership shall be limited to two consecutive terms, with past members eligible for reappointment after a three-year interval. A term shall be for three years, from July 1 to June 30.

New members shall be informed of their responsibilities as Board members by the Board Chair and Library Director. Upon motion and majority vote, members missing three consecutive meetings without good cause shall be asked for their resignation. Upon receipt of such resignation, the Board shall direct that the appointing authority be advised of the vacancy and request that the vacancy be filled by a new appointment.

Section 2. Ex-Officio Members

In addition to the Library Director, other ex-officio members invited to attend all regular monthly Board meetings are the Director of the Hatchie River Regional Library System; the President of the Friends of the Library, or designate; the President of the Library Foundation, or designate; and, the liaisons from the Madison County Commission and the Jackson City Council.

Section 3. Committees

Board committees shall consist of two (2) or more members and shall be standing committees or ad hoc committee(s). The Board Chair will serve as ex-officio of each committee.

Standing committees shall include Budget and Finance, Planning and Policy, Building and Grounds.

Members of Standing Committees shall serve from the time of their appointment until the yearly organizational meeting of the Board, typically the first Board meeting of each fiscal year, July.

Ad hoc committees for the study and investigation of special issues and for such short-term task(s) as the nomination of new members and/or officers shall be appointed by the Chair, to serve until the completion of the work for which appointed.

Board committees shall have power only to advise the full board, unless the Board shall specifically authorize a committee to act on behalf of the Board.

All committees shall have an active Board member as chair.

SECTION 4. Duties of the Board of Trustees

A Legal responsibility for the operation of the Jackson/Madison County Library is vested in the Board of Trustees. Subject to state and federal law, the Board has the power and duty to determine rules and regulations governing library operations and services.

B. The Board shall select, appoint and supervise a properly certified and qualified librarian to serve as Director.

C. The Board shall approve the library budget and working with the local government entities, seek to secure adequate funding to finance the approved budget.

D. The Board shall have exclusive control of the expenditure of all moneys collected, donated, or appropriated for the library capital improvement fund and shall audit and approve all library expenditures. The Board, however, shall consult with the Boards of the Friends of the Library and The Library Foundation, prior to the expenditure of any moneys collected by those groups.

E. Board shall supervise and maintain buildings and grounds, as well as regularly review various physical and building needs, to see that they meet the requirements of the total library program.

F. Attend regular and special meetings of the Board.

G. Study the general trends of librarianship and participate in the planning, goals and priorities of the library.

H. Maintain good relations with local governments and secure the library's position in overall governmental organization and support.

I. The Board shall approve and submit the required annual report to Jackson City Council and the Madison County Commission.

SECTION 5. Conflict of Interest

A. Board members may not in their private capacity negotiate, bid for, or enter into a contract with the Jackson/Madison County Library in which they have a direct or indirect financial interest.

B. 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 interest.

C. A Board member may not receive anything of value that could reasonably be expected to influence his or her vote or other official action.

D. Each Board member will annually sign a Code of Ethics Statement.

ARTICLE III

Officers

SECTION 1. Election of Board Officers

The Chair shall appoint a nominating committee during the May meeting of the Board. The nominating committee shall present its list of nominees at the June Board meeting, at which time the officers of the Board shall be elected for the next year. All Board officers shall assume their duties as of July 1, following their election. The Board shall elect a Chair, Vice-Chair, and Treasurer.

SECTION 2. Duties of Board Officers

A. The Chair shall preside at all meetings, appoint all committees, authorize special meetings, certify all bills approved by the Board, and perform general duties of the presiding officer.

B. 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 until the chair returns or a new Chair is elected. The Vice-Chair, on an as needed basis, serves as a joint signee on all checks drawn on library funds.

C. The Secretary shall be a Board appointed position, held by the Director of the Library. The Secretary shall keep a true and accurate account of all Board meetings; shall be responsible for maintaining those records on a permanent file at the library; shall issue notices of all Board meetings; shall, at the direction of the Board, notify the appointing officials of any vacancies on the Board; and, shall perform such other duties as are generally associated with the office of Secretary.

D. The Treasurer, and the Library Director, with the Chair or Vice-Chair as alternates, shall be responsible for signing all checks drawn on library funds. The Treasurer shall also attend, along with the Director, budget sessions of the appropriate city and county committees as the designated representative of the Board.

ARTICLE IV

Meetings

SECTION 1. Regular Monthly Meeting

The regular monthly meeting of the Board shall be on the fourth Wednesday of each month at 3:30 P.M. at the library, or at such other time, and place designated by a simple majority of the Board. Special meetings may be called by the Chair or by a simple majority of the members. Written notices stating the time, place and purpose of such special meeting shall be given at least two days prior to such meeting; and, only the stated purpose shall be addressed at such special meeting. The November and December Meeting will be combined and will be held on the first Wednesday of December annually.

SECTION 2. Transaction of Business

A quorum for the transaction of business shall consist of a simple majority of the members of the Board. A majority of two-thirds (2/3) vote of those present is required for approval of all items. Meeting participation by Board Members via video conferencing will be allowed and vote will be recognized.

SECTION 3. Parliamentary Rules

Robert's Rules of Order, latest revised edition, shall govern the parliamentary procedures of meetings.

SECTION 4. Regular Meeting Order of Business

The order of business at regular meetings shall be as follows:

- A. Call to order.
- B. Approval of minutes of previous meeting.
- C. Approval of statistical and financial reports.
- D. Director's report.
 1. Correspondence
 2. Staff notes and/or reports
- E. Regional Library Director's report.
- F. Committee reports.
- G. Unfinished business.
- H. New business.
- I. Adjournment.

ARTICLE V

Library Director

SECTION 1. Duties

The Director shall be appointed by the Board and shall be responsible for the administration of the library and its services. The Director shall be considered the Chief Operating Officer (COO) of the library under the direction and review of the Board, and subject to the policies established by the Board.

- A. The duties of the Director shall be:
1. Attend all meetings of the Board, except those at which the Director's performance, tenure or salary is discussed.
 2. Appoint all staff personnel, subject to limitations of the of the budget and/or as instructed by the Board.
 3. The Director shall have the authority to dismiss any staff personnel for good cause according to the approved policies for dismissal, subject to a procedural review by the Board.
 4. Select books, materials and equipment for purchase.
 5. Recommend policies and tentative budgets to the Board.
 6. Act as liaison between the Board and the library staff.
 7. Represent the Library at meetings of the Jackson City Council, the Madison County Commission and in other official capacities.
 8. In the Director's capacity as Secretary of the Board, shall keep an accurate record of monies received and disbursed, and shall report on such funds at regular Board meetings.

ARTICLE VI

Amendments

SECTION 1. Procedure for Amendment of By-Laws

These By-Laws may be amended at any regular meeting of the Board, by a two-thirds (2/3) majority vote of the total members of the Board present and voting. Written notice shall be provided at least ten days prior to the meeting at which an amendment is to be voted on. Such notice shall include a complete copy of the proposed amendment .