

BYLAWS OF THE BOARD OF TRUSTEES OF THE BELVEDERE TIBURON LIBRARY AGENCY

ARTICLE I PURPOSE

PURPOSE. The Board of Trustees ("Board") shall govern the Belvedere Tiburon Library Agency's ("Library Agency") policies, budgets, expenditures, construction, ownership, operation and/or maintenance of public library facilities in accordance with the 1995 Joint Powers Agreement for Belvedere Tiburon Library and 2016 Amendment thereto.

ARTICLE II OFFICES

PRINCIPAL OFFICE. As the location of the principal office of the Board must be within the city or town limits of Belvedere or Tiburon, the principal office shall be at the library, 1501 Tiburon Boulevard, Tiburon, California, 94920.

ARTICLE III TRUSTEES

SECTION 1- NUMBER OF TRUSTEES

The Board shall consist of seven (7) Trustees, three of whom shall be appointed by the Town of Tiburon, three of whom shall be appointed by the City of Belvedere, and a seventh Trustee who shall be designated an "at large" member and shall be recommended by the Reed Union School District Board of Trustees. The governing bodies of Belvedere and Tiburon shall approve the appointment of the at-large member.

SECTION 2- APPOINTMENT PROCESS

The City of Belvedere, Town of Tiburon and Reed Union School Board shall utilize an appointment process, which includes an advertised and open application opportunity for interested Belvedere and Tiburon residents to commence each year during the first week of April. The governing bodies of Belvedere and Tiburon shall make the appointments by June 30.

SECTION 3- REMOVAL OF TRUSTEES

Each Trustee shall be subject to removal and replacement at the pleasure of the appointing government body(ies). The at-large Trustee may be removed and/or replaced by action of the Reed Union School District and both councils.

SECTION 4- TERM

The terms of office for each Trustee shall be four (4) years commencing July 1 of the year of appointment. The terms of the Trustees shall be staggered so that no more than three (3) Trustees' terms expire during any one fiscal year. Trustees may be reappointed for one successive term of four (4) years at the discretion of the appointing authority.

SECTION 5- COMPENSATION OF TRUSTEES

Trustees of the Board shall not be compensated for their services, but the Board in its discretion may reimburse Trustees for actual expenses incurred in carrying out Board business

SECTION 6- TRUSTEE VACANCIES

A vacancy among Trustees because of death, resignation, removal, disqualification or any other cause shall be filled in the manner prescribed in the Bylaws for regular appointments to that office

ARTICLE IV LIBRARY DIRECTOR

SECTION 1- DUTIES AND RESPONSIBILITIES

The Agency Board shall select, appoint, and evaluate a Library Director who will be the Library's chief executive officer responsible for the day-to-day administration and operation of the Library in accordance with Library policies. The Director shall select, train and supervise paid and volunteer staff. The Library Director shall be primarily responsible for the selection of all library materials, services and programs in accordance with Library policies.

ARTICLE V

SECTION 1- PLACE OF MEETINGS

All Board meetings shall be held at the library, 1501 Tiburon Boulevard, Tiburon, California, 94920 unless otherwise specified in accordance with the Brown Act.

SECTION 2- REGULAR MEETINGS

Regular meetings of the Board shall be duly noticed to the community and held monthly. Meetings will normally be held on the 3rd Monday of each month, at 6:15PM unless otherwise determined by the Chair, in consultation with the members of the Board.

SECTION 3- SPECIAL MEETINGS

Special meetings of the Board may be called by the Chair or by a majority of Trustees of the Board. Written notice of the time and place of any such special meeting shall be delivered personally or by mail to each Trustee and to each local newspaper of general circulation, or radio or television station requesting notice in writing. This written notice must be received at least 24 hours before the specified time of the meeting. The notice shall specify the business to be transacted and the Board shall consider no other business.

SECTION 4- QUORUM

A majority of the authorized number of Trustees shall constitute a quorum for the transaction of business, except to adjourn as provided in section 5 of this Article. Every act or decision done or made by a majority of the members present at a meeting duly held at which a quorum is initially present may continue to transact business notwithstanding the withdrawal of members, if any action taken is approved by a least a majority of the required quorum for that meeting.

SECTION 5- ADJOURNMENT

A majority of the members present, whether or not constituting a quorum, may adjourn any meeting to another time and place. Telephone notice should be given to all Trustees not present at the meeting in which the motion to adjourn takes place.

SECTION 6- NOTICE OF ADJOURNMENT

Notice of the time and place of holding of an adjourned meeting need not be given, unless the meeting is adjourned for more than 24 hours, in which case notice of the time and place shall be given before the time of the adjourned meeting, in the manner specified in Section 3 of this Article.

SECTION 7-CONDUCT OF MEETINGS

The Board shall utilize Rosenberg's Rules of Order in conducting its meetings. Meetings shall be held in compliance with the Brown Act.

SECTION 8- ABSENCE FROM MEETINGS

Trustees, as a matter of courtesy, shall notify the Chair of any anticipated absence from a scheduled meeting. If a Trustee misses more than 3 consecutive meetings the Agency may elect to advise the appointing jurisdiction accordingly.

SECTION 9- PARLIAMENTARIAN

The parliamentarian shall respond to questions from the Chair or any member of the Board or Library Staff regarding procedure and compliance with these bylaws or the JPA. If the meeting of the Library Board is staffed by a member of the Agency Counsel's office, that attorney shall be the parliamentarian; otherwise, the Library Director or his or her designee shall be the parliamentarian. The Chair shall maintain the authority to make final decisions regarding the conduct of the meeting in compliance with these bylaws. The Chair's decision may be overridden by a vote of the Board.

SECTION 10- PUBLIC COMMENT

Persons desiring to address the Board on any agenda item or on a new item during the Open Forum portion of the agenda should utilize the following procedures: obtain recognition from the Chair, clearly state name and address (optional), address all remarks to the point in question and to and through the Chair.

SECTION 11- MINUTES

Minutes shall be taken at all meetings of the Board. The Library Director or his or her designee shall record the minutes. The minutes for each meeting shall be transcribed and approved by the Board with any changes added by Trustees, at its next regular meeting. Copies of all approved minutes shall be available at the library office and posted on the Library's website.

SECTION 12- REGULATIONS

The Library Agency will adopt the "FPPC" (Fair Political Practices Commission) Conflict of Interest Code and all Trustees will file disclosure statements. The Library Agency shall keep at its principal office the original or copies of the Joint Powers Agreement, the Ordinance creating the Library District, and the Bylaws. Additionally, the Library Agency shall keep adequate and correct books and records of account and written minutes of the proceedings of its meetings. Each Trustee shall have the right at any reasonable time to inspect these books, records and documents.

SECTION 13- AGENDA

Trustees who wish to place an item on the next agenda should give the appropriate material to the Chair 5 days prior to the regular meeting, except in an emergency items may be placed on the agenda as allowed under the Brown Act. The agenda, supporting documents and minutes of the previous meeting shall be given to each Trustee at least 3 days prior to the meeting.

SECTION 14- RESPONSIBILITY TO VOTE.

Each member of the Board in attendance at a Board meeting has a responsibility to vote on each item presented to the Board for action, unless the member of Board recuses himself or herself or abstains from voting in accordance with the following:

14.A.RECUSAL.

If a member of the Board has a reasonable good faith belief that the member of Board is disqualified from voting on an item based on any law related to financial conflicts or bias (for example, California Government Code Sections 1090, 1126, or 87105), the member of Commission shall follow the following procedure:

A.1 Prior to the Board meeting, the member of the Board may confer with the Fair Political Practices Commission if there is any doubt as to whether recusal is required, and the member of Board shall notify the Library Director of the potential recusal as early as possible.

A.2 During the Board meeting, and immediately prior to the item being considered, the member of Board shall announce the intention to recuse himself or herself from

voting on the item, and disclose the basis for recusal in sufficient detail to be understood by the public.

A.3 Prior to the item being considered, the member of Board shall leave the meeting room until after discussion and action on the item is completed. The member of Board shall not vote on the item. Provided, however, if the item is on the consent calendar, the member of Board need not leave the meeting room as long as the Board member does not vote on the item.

A.4 The member of Board shall not use his or her official position to influence the Board or the Library Agency's action on the item.

A.5 The member of the Board shall not be counted as a member of the quorum of the Board for that item. In other words, for the purpose of counting votes for an item, a recusal by a member of Board shall be equivalent to an excused absence.

14.B. ABSTENTION.

If a member of the Board has any legitimate basis for not voting on a particular item), the member of Board may abstain from voting by complying with the following procedures:

B.1 Prior to the Board meeting, the member of Board shall notify the Library Director of the potential abstention as early as possible.

B.2. During the Board meeting, and prior to the vote on the item being considered, the member of Board shall announce the intention to abstain from voting on the item, and disclose the basis for abstention in sufficient detail to be understood by the public. Examples of legitimate bases for abstention include:

The member of the Board does not have sufficient information regarding the item under consideration (for example, the item was previously considered by the Board in the member's absence, and the member of Board did not have an opportunity to review the record of Board's previous consideration).

The member of Board is concerned about the perception of personal or financial conflict even if there is no reasonable good faith belief of a required disqualification (e.g., an effect on the financial interest of a relative [other than a spouse or

dependent of the member of Board]).

Any member of Board who abstains from voting on an item shall be counted as a member of the quorum of the Board, and the member shall be counted as acquiescing to the vote of the majority of those members voting on the item; provided, however, that member shall not be entitled to make a motion or make a second on the item, and that member shall not be entitled to make a motion for reconsideration.

14.C. RULE OF NECESSITY.

A member of the Board who is recused from acting on an item pursuant to Section 14A, may be authorized to vote on that item if the member's participation is found to be "legally required" (as defined by California Government Code Section 87101). The fact that a member's vote is needed to break a tie does not make participation "legally required".

ARTICLE VI OFFICERS

SECTION 1- OFFICERS

The officers of the Board shall be Chair, Vice-Chair/Secretary, and Treasurer. At the discretion of the Board, an employee or citizen volunteer may fill the position of Treasurer.

SECTION 2- ELECTION OF OFFICERS

The officers of the Board shall be chosen by the Board to serve for a term not in excess of one (1) year unless otherwise decided by five members or more of the Board. Elections shall take place at the first regular meeting of the Board held in July and the terms of the officers shall commence as of the date of the first regular meeting in July. The Chair of the Board shall not succeed him/herself unless otherwise decided by five or more Board members.

SECTION 3- SUBORDINATE OFFICERS

The Board may appoint such other officers as the business of the Board may require, each of whom shall hold office for such period, have such authority and perform such duties as are provided in the Bylaws or as the Board may from time to time determine.

SECTION 4- RESIGNATION OF OFFICERS

Any Officer may resign at any time by giving written notice to the Board. Any resignation shall take effect at the date of the receipt of that notice or at any later time specified in that notice; and, unless otherwise specified in that notice, the acceptance of the resignation shall not be necessary to make it effective.

SECTION 5- VACANCIES IN OFFICES

A vacancy in any office because of death, resignation, removal, disqualification or any other cause shall be filled in the manner prescribed in these Bylaws for regular appointments to that office.

SECTION 6- CHAIR OF THE BOARD

The Chair of the Board shall preside at meetings of the Board and exercise and perform such other powers and duties as may from time to time be assigned to him or her by the Board or prescribed by the Bylaws.

SECTION 7- VICE-CHAIR

In the absence or disability of the Chair, the Vice-Chair shall perform all the duties of the Chair, and when so acting shall have all the powers of, and be subject to all of the restrictions upon, the Chair. The Vice-Chair shall have such other powers and perform such other duties as from time to time are prescribed by the Board, by the Bylaws, or by the Chair. When the Vice-Chair is absent, the Chair shall appoint a temporary Vice-Chair to assume those duties.

SECTION 8- TREASURER

The Treasurer of the Library Agency shall be bonded and shall deposit all money and other valuables in the name and to the credit of the Library Agency with such depositories as the Board may designate, shall disburse the Library Agency's funds as the Board may order, shall render to the Chair and Board, when requested, an account of all transactions and the financial condition of the Library Agency, and shall have such other powers and perform such other duties as the Board may prescribe.

ARTICLE VII COMMITTEES

SECTION 1- COMMITTEES

The Board may designate one or more Committees, ad-hoc or standing, to serve at the pleasure of the Board.

ARTICLE VIII RECORDS AND REPORTS

SECTION 1- FINANCIAL STATEMENTS

Financial Statements shall be prepared monthly prior to the regular meeting of the Board. The monthly financial statements shall set forth the financial activity of the time period preceding the month in which the regular meeting is held and shall include a summary of financial activity for the fiscal year to date plus a balance sheet setting forth to the extent practicable the financial status of the Library Agency as of the last day of the month prior to the regular meeting. Copies of all financial information and minutes shall be made available to the City of Belvedere, the Town of Tiburon, and the Reed Union School District.

SECTION 2- ANNUAL BUDGET

The Board with the Treasurer shall prepare an annual budget using a July 1 through June 30 fiscal year. The Board shall adopt the budget after publication and public hearings.

ARTICLE IX AMENDMENTS

SECTION 1- AMENDMENT BY BOARD

These Bylaws may be amended by the vote of a majority of the Board.

ARTICLE X COORDINATION WITH BELVEDERE-TIBURON

SECTION 1 - REPORT TO CITY/TOWN COUNCILS

At least once annually an oral report shall be given to the Belvedere City Council, the Tiburon Town Council and the Reed Union School District on the status of the Library Agency by a member or members of the Board of Trustees.