

CURRENT as of January 25, 2024
AUDUBON REGIONAL LIBRARY BOARD OF COMMISSIONERS
BYLAWS

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Article I: Name and Location

The official name of the Board of Commissioners is Audubon Regional Library Board of Commissioners, hereinafter referred to as the “Board”. There shall be three branches of the Audubon Regional Library, with one each located in Jackson and Clinton, in East Feliciana and one branch in Greensburg, St. Helena Parish. The Clinton branch shall serve as the administrative office.

Article II. Purpose of Board of Commissioners

Section 1. Library Mission Statement: Audubon Regional Library is a service institution that seeks to inform, educate, entertain and culturally enrich the lives of all people from early childhood to senior citizens, through the use of books, other materials, technological resources and professional services.

Section 2. Purpose: The Board Of the Audubon Regional Library, working with the Library Director and staff, shall plan and work towards a common goal of providing library service of the highest quality to every resident of East Feliciana and St. Helena Parishes. This service shall be consistent with modern methods to the extent financial and economic conditions allow. The Board of Commissioners will endeavor continually to improve services and material collections for the benefit of its constituency.

Article III. Board Organization

Section 1. Board of Commissioners: A Board of Commissioners of 6 members, three members each from East Feliciana and St. Helena, appointed by the respective parish Police Jury shall manage the affairs of the Library. The Presidents of the Police Juries shall be ex officio, a member of the Board of Commissioners and shall have full voting rights. The Presidents of the Police Juries shall have the right to designate another member of the Police Jury of the Parish to serve in his/her place and stead on the Library Board. However, the presence of the Police Jury President or his/her designee shall not count toward quorum. (LAR.S. 25:214).

Section 2. Terms of Office: Trustees shall be appointed to serve for a term of 5 years. The ex officio member may serve the term of their elected position. Board members shall serve without pay. Vacancies of the Board shall be filled for the un-expired term by the appointment of the new member by the appropriate Police Jury.

Section 3. Limitation of Liability: A trustee shall not be individually liable for any act or omission resulting in damage or injury, arising out of the exercise of his/her judgment in the formation and implementation of policy while in office, provided he/she was acting in good faith and within the scope of his/her official functions and duties, unless the damage or injury was caused by his/her willful or wanton misconduct (LA R.S. 42:1101 et seq. Chapter 15).

Section 4. Code of Governmental Ethics: Trustees shall be governed by the State of Louisiana Code of Governmental Ethics (LA R.S. 42:1101 et seq. Chapter 15).

Section 5. Removal of Board Members: A trustee may not be removed except for “*Just Cause*”. Although “*Just Cause*” has not been specifically defined by law, it is loosely interpreted as conduct that “impairs the efficiency of the public service and bears a real and substantial relation to efficient and orderly operation of the public service (AG Opinion 80-1594-A; LA R.S. 25:215). Lack of interest by such as nonattendance at meetings may be considered “*Just Cause*”.

Section 6. Vacancies: In the event of a vacancy on the Board, the Board may send recommendations (s) for replacement to the appropriate Police Jury.

Article IV. Officers of the Board

Section 1. Officers of the Library Board: Officers of the Library Board shall be President, Vice-President and Secretary/Treasurer. The Library Director shall be the Secretary and may serve as Treasurer.

Section 2. Resignation: Any Officer who chooses to resign should do so by written notice to the Board. Resignations shall take effect on the date of receipt of such notice or at a specified later time.

Section 3. Vacancies: Vacancies in offices shall be filled for the un-expired term by the appointment of the new member by the governing authority.

Section 4. Duties of Officers: Duties of Officers shall be as follows:

a. President

1. Presides at all meetings
 2. Appoints all committees
 3. Certifies payment of all bills
 4. Signs documents as necessary
 5. Authorizes calls for meetings and sets the agenda
 6. Sees that orders, policies and resolutions of the Board are carried out
 7. Serves as chairperson of the Executive committee and appoints 2 members to serve
 8. Serves as the official spokesperson for the Board
 9. Is responsible for clarifying goals of the Director
- Generally performs the duties as required of a head official

b. Vice-President The Vice-President presides in the absence of the President and exercises the President’s functions and may, upon the request of the President, take over any duties the President is unable to perform. In the event that the President resigns or fails to be reappointed, the Vice President automatically steps up as President. A Vice President will be elected at the next meeting.

- c. Secretary (Library Director)
 - 1. Issues notices of all meetings
 - 2. Following consultation with the President, prepares the agenda for all Meetings
 - 3. Maintains a true and accurate account of all proceedings of all meetings
 - 4. Sees to publication of the proceedings of all meetings
 - 5. Maintains general custody of the minutes and other records of the Board
 - 6. Upon authorization of the President, notifies the appointing body of any vacancies on the Board

- d. Treasurer
 - 1. Shall be responsible for all Library funds
 - 2. Shall, upon authorization of the President, pay out said funds
 - 3. Shall maintain accurate financial records, observing standard and sound governmental accounting procedures as agreed upon with the Board
 - 4. Shall prepare appropriate financial reports which reflect the Library's true and accurate financial status and distribute same to each trustee for each regular Board meeting
 - 5. Shall prepare a Quarterly Statement of income and expenditures to be provided to each trustee
 - 6. Shall prepare the Annual Budget and statement of income and expenditures to be provided to each trustee

Article V. Meetings of the Board of Commissioners

Section 1. Regular meetings of the Board shall convene at the library branches on a rotating basis. These meetings shall take place at 5:00 PM on the third Wednesday of the following months: January, March, May, July, November, and December. Officers will be elected at the December meeting. The place of these regular meetings shall be at the Administrative office unless so notified. Notice of all regular Board meetings shall be emailed or hand delivered by the Secretary to all trustees at least five (5) days before the meeting date. All meetings shall be open to the public as required by law, except when the Board declares an Executive Session. Meeting notices shall be posted on the entrance door of the three branches at least 24 hours before the meetings (LA R.S. 42:4.1 et seq.). If a regular ARL meeting cannot be held due to the lack of a quorum, another meeting must be scheduled within two weeks. Any member who misses three (3) consecutive meetings will be removed from the board so a replacement can be appointed to fill their vacancy. Audubon Regional Library shall permit any trustee with a recognized ADA-qualifying disability to request electronic attendance for meetings, provided a medical certificate is submitted. Such members can participate electronically via a secure videoconferencing platform.

Section 2. Special Meetings: Special meetings may be called by the President, or at the written request of three appointed members, for the transaction of business as stated in the call for such meeting. A notice of the special meeting shall be sent to each trustee not less than 24 hours before the meeting. Meeting notices shall be posted on the entrance door of the three branches at least 24 hours before the meeting.

Section 3. Election of Officers: The Board shall elect officers for the next year at the regular December meeting.

Section 4. Budget Presentation: The budget presentation would be presented at the November meeting instead of the October meeting.

Section 5. Quorum: A Quorum for the transaction of business shall consist of two thirds of the appointed trustees that is four of the six members of the Board.

Section 6. Voting: Trustees shall vote viva voce, not by proxy, poll, secret balloting, nor by any other means, which would circumvent the intent of the open meeting law (LA R.S. 42.5). Trustees attending electronically due to a disability recognized by the Americans with Disabilities Act shall count toward a quorum and may participate and vote in meetings, (LA R.S. 42:17.2.1(A)).

Section 7. Resolutions and Orders: A majority of the votes of trustees present at meetings shall be necessary for the adoption or passage of any resolution or order.

Section 8. Order of Business: The order of business at regular meetings of the Library Board shall be as follows:

1. Call to Order
2. Approve Agenda
3. Calling of the Roll
4. Approval of Minutes
5. Financial Business
6. Unfinished Business
7. New Business
8. Director Report
9. Public Comment
10. Location and Time of next meeting
11. Adjournment

Article VI. Committees

The President may appoint special committees for the study and investigation of special problems or for the performance of special tasks, such committees to serve until the completion of the work for which they were appointed.

Article VII. Powers and Duties of the Board of Commissioners

Section 1. Powers: The Board shall have the authority to establish rules and regulations governing the conduct of its business. The Board shall conduct its business and that of the Library in accordance with laws set forth in Louisiana Revised Statutes.

Section 2. Duties: Duties of the Board shall be as follows:

- a. To elect a President, Vice-President, and Treasurer, whose duties shall be those customarily exercised by such Executive Officers.

- b. To select and employ a Library Director who will serve as the Secretary to the Library Board.
- c. To approve the employment of additional staff
- d. To approve the salary structure, compensation and pay plan, and benefits of library employees
- e. To review and approve the Library's Annual Budget and to oversee the administration of Library funds
- f. To oversee the operations and services of the Library
- g. To establish Policies of the Library
- h. To acquaint themselves with State laws and local ordinances pertinent to the operation of a library
- i. To avail themselves of opportunities to learn about public libraries and to improve their skills as keepers of a public trust

Article VIII. The Library Director

Section 1. The Board shall select a Library Director, who shall serve at the pleasure of the Board and whose performance the Board shall evaluate annually.

Section 2. The Director shall be considered the executive officer of the Library and shall have the responsibility for the administration of the Library and shall carry out the policies adopted by the Board.

Section 3. The Director shall be held responsible for the care of the buildings, grounds and equipment, for the efficiency of services and operations and for expenditures as authorized by the annual budget.

Section 4. The Director shall have the authority to manage, coordinate, supervise and evaluate the work of all employees of the library.

Section 5. The Director shall attend all Board meetings, except in case of an Executive Session when the Director may be asked to retire. In such cases, a trustee shall be appointed to act as Secretary.

Section 6. The Director shall inform the Board of occurrences in or about the Library considered out of the ordinary.

Article IX. Parliamentary Authority

The rules contained in the current edition of *Roberts Rules of Order, Newly Revised* shall govern the Board in all cases in which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Board may adopt.

Article X. Amendments

These bylaws may be amended at any regular meeting by a majority vote (of the quorum present), provided the proposed amendment was presented in one meeting and stated in the call of the next meeting.

ARL Board Approved Revisions

Article V, section 1 revised 1/11/07 (Thursday meeting), rev. 5/8/2008 (months of meetings)

Article V, section 1 revised 10/10/09 to 4 meetings a year from 6 (now March, July, Oct Dec)

Article IV, section 4:a4, spelling revisions 7/9/2019

Article IV, section 4: d5, changed to “Quarterly Statement”

Article V, section 1 revised 7/9/2019 to Regular Meetings of the Board shall be designated during the December meeting for the following year. The place of regular Board meetings shall be at the Administrative office unless so notified. Notice of all Board meetings shall be emailed or hand delivered

Article V, section 9 Order of Business updated to reflect current 2019 agenda format

Article VII, section 2a, revised 7/9/2019 Secretary/treasurer changed to Treasurer.

Article VII, section 2b revised 7/9/2019: added “who will serve as Secretary.”

Article VII, section 2j deleted 7/9/2019 revised by deleting “term limits” for Board Member officers.

Article VIII, section 3 and 4 revised 7/9/2019 capitalization corrections.

Article III, section 6: deleted 02/04/2023: In the event of a vacancy on the Board, the Board may send recommendations (s) for replacement to the appropriate Police Jury. Approved 10/20/2022

Article V, section 1: inserted 02/04/2023: Six (6) meetings a year: January, March, May, July, November & December. Officers will be elected at the December meeting. Approved 10/20/2022

Article V, section 1: revised 02/04/2023 If a regular ARL meeting cannot be held due to the lack of a quorum, another meeting must be scheduled within two weeks. Approved 10/20/2022

Article V, section 1: revised 02/04/2023 Any member who misses three (3) consecutive meetings will be removed from the board so a replacement can be appointed to fill their vacancy. Approved 12/15/2022

Article V, section 1: replaced 02/04/2023: The budget presentation would be presented at the November meeting instead of the October meeting. Approved 10/20/2022

Article V, section 1: revised 12/14/2023: Incorporated compliance with Louisiana ACT No. 393. Approved 12/13/2023

Article V, section 1: revised 01/25/2024: Regular meetings will occur on the third Wednesday of designated months at rotating library locations. Approved 01/24/2024