

HOPKINSVILLE CHRISTIAN COUNTY PUBLIC LIBRARY BOARD OF TRUSTEES' BY-LAWS

ARTICLE I – AUTHORITY

The Hopkinsville Christian County Public Library (HCCPL) was created through an Interlocal agreement under KRS 65.210 and operates under Kentucky Revised Statutes, **Chapter 173**. It has as its legal basis the library laws of the Commonwealth of Kentucky.

ARTICLE II – BOARD MISSION

The purpose of this Board is to foster and promote library service for the people of Christian County. This shall consist of library service for the city and county and doing all things necessary to provide the best and most efficient library service.

ARTICLE III – BOARD OF TRUSTEES

Legal responsibility for the operation of the Hopkinsville Christian County Library is vested in the Hopkinsville Christian County Public Library Board of Trustees. The principal office shall be located at 1101 Bethel Street, Hopkinsville, Kentucky.

Section 1. Membership

The Board is composed of 10 appointed members, five members each by the Mayor of Hopkinsville and the Judge Executive of Christian County. Persons appointed by the Mayor of the City of Hopkinsville shall be residents of said city. Persons appointed by the County Judge Executive of Christian County shall be residents of said County but may reside in incorporated areas in the County, including the City of Hopkinsville. A non-voting representative from Fiscal Court and the City Council is also appointed, one each from the Mayor and Judge Executive.

The Board members must have a library card and be in good standing with the library. In varying degrees the following qualities are valuable and should be represented:

- Financial, legal and business experience
- Understanding of county interests, needs, and problems
- Knowledge of general social relations
- Good relations with the public

Section 2. Appointment and Term

- Members serve a term of four years.
- Except for filling unexpired terms, trustees may serve for two consecutive terms, after which they shall not succeed themselves for at least one year.
- Absence of a trustee from four regular monthly meetings of the Board during any one 12 month period of the trustee's term shall constitute automatic resignation from the Board. In the event a non-voting representative is absent from two regular monthly meetings, a letter of notification will be sent to the Mayor or Judge Executive. Notifications of absence from the board meetings should be sent to the Secretary prior to the meeting.

Section 3. Duties and Responsibilities

It is the duty of the Board of Trustees to “establish, equip and maintain libraries and do all things necessary to provide efficient library service.” To accomplish this, the Board of Trustees shall:

1. Employ a competent and qualified library director.
2. Determine and adopt written policies to govern the operation and program of the library.
3. Approve the budget and ensure that adequate funds are provided to finance the approved budget.
4. Have exclusive control of the expenditure of all monies collected, donated or appropriated for the library fund.
5. Understand the programs and services of the library in relation to community needs; be informed about public library standards and trends.
6. Be informed about local and state laws pertaining to libraries; actively support library legislation that will improve library programs and services.

7. Cooperate with other public officials and boards and maintain vital public relations.
8. Attend regional and state trustee meetings and workshops; affiliate with appropriate professional organizations. [KLA, KLTRT]
9. Shall report regularly to the governing officials and the general public.
10. Members of the Board shall not receive compensation for their services as a member of the Board, but shall be reimbursed for travel expenses incurred in the performance of their Board duties upon vouchers duly approved by the Board.
11. The Board is empowered to sue and be sued, complain and defend, purchase or lease real property or facilities; purchase, lease, occupy, modify, remodel or erect appropriate building for the use by the Library's and any branches that may be established by the Library; sell and convey real and personal property for and on behalf of the Library; receive gifts of real and personal property for the use and benefit of the Library. Any real property, personal property, or facilities gifted or transferred to the Board shall be held and controlled by the Board according to any conditions set forth in the terms of the deed, gift, devise or bequest of such property.

ARTICLE IV – OFFICERS

Section 1. Election

Officers of the Board of Trustees shall be elected from among the appointed trustees and shall be as follows: President, Vice-President, Secretary, and Treasurer. Elections shall be held biennially in September in odd numbered years. No name shall be placed in nomination without the consent of the nominee.

Section 2. Terms of Office

Officers shall be elected for a term of two years from the meeting at which they are elected and until their successors are duly elected. Officers may succeed themselves in office, provided that none serves more than two consecutive terms in the same office.

Section 3. Vacancies

In the event of resignation or incapacity of the President, the Vice-President shall become the President for the unexpired portion of the term. Vacancies in offices other than President shall be filled for the unexpired term by vote at the next regular meeting after the vacancy occurs.

Section 4. Resignation, Removal and Vacancies

Any officer may resign from office at any time by giving written notice to the President. Such resignation shall be effective when the notice is delivered unless the notice specifies a future date; and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Any officer duly elected or appointed may be removed by a majority of a quorum of the eligible voting members whenever in its judgment the best interests of the Library would be served thereby.

Except as provided for in section 1.5.2, a vacancy in an office shall be filled by a vote of the Board, and the Trustee elected shall serve for the remainder of the term of the officer he or she replaces.

ARTICLE V – DUTIES OF OFFICERS

Section 1. President

The President of the Board shall:

1. Preside at all meetings of the board and is eligible to vote on all matters coming before the board when only six members of the Board are present or when there is an equal number of votes, for and against, concerning a particular motion.
2. Appoint all committees.
3. Execute all documents authorized by the Board.
4. Authorize calls for special meetings.
5. Sign official minutes of the library and applicable contracts.
6. Generally perform the duties of a presiding officer.

Section 2. Vice-President

The Vice-President of the Board shall:

1. Assist the President in directing the affairs of the Board and perform all duties of the President in the absence of the President at a regular or special meeting of the board. The Vice President shall serve as acting treasurer in the absence of the treasurer.

Section 3. Secretary

The Secretary of the Board shall:

1. Oversee the recording and safekeeping of true and accurate accounts of all proceedings of Board meetings.
2. Issue notices of all regular and special meetings.
3. Notify any trustee who has missed three regular meetings in any one year of his/her term.
4. Notify any trustee of his/her automatic resignation upon missing four regular meetings in any one year of his/her term.
5. Perform such other duties as are generally associated with the office of secretary.
6. Notify the appointing bodies of any vacancies.
7. Make regular reports on the progress of the Library Strategic Plan.
8. Oversee the selection and purchase of Library materials and supplies.
9. Provide for continuous and active public relations program.
10. Formulate and carry out plans for extending library resources to all parts of the county served.

The library director or a member of the staff may be designated by the Board to perform any or all of the above duties.

Section 4. Treasurer

The Treasurer of the Board shall:

1. Be in charge of the funds, securities and obligations belonging to the library. The treasurer shall assist in the preparation of a monthly report regarding the status of the Library's funds.
2. Ensure that proper records are kept, showing receipts and disbursements of the library, with vouchers in support thereof.
3. The Treasurer shall see that a financial report is prepared for each regular meeting of the Board.
4. All checks issued covering the disbursements of the Board shall require two signatures. Signers authorized by the Board shall include the Treasurer, (or in his/her absence the Vice-President [as acting treasurer]) and the Director.

ARTICLE VI – COMMITTEES

The Director shall be an ex-officio member of all committees with the exception of the Executive Committee. Minutes will be taken at committee meetings.

1. **Executive Committee**
The Executive Committee shall consist of the Officers of the Board.
2. **Finance and Investment Committee.**
There shall be Finance and Investment Committee shall consist of the Treasurer, the President and the Director.
3. **Policies Committee**
There shall be a Policies Committee of not less than three people appointed by the President.
4. **Building and Facilities Committee**
The Building and Facilities Committee shall consist of two people appointed by the President.
5. **Other Committees.**
There shall be such other committees as either the Board or President deem necessary, the Chairman and members to be appointed by the President. Such committees shall function until their purpose is fulfilled.
6. **Authority**
No committee of the Board, permanent or temporary, may bind the Board without its express approval. All committee recommendations shall be submitted to and acted upon by the Board at the next meeting, is possible and practical.

ARTICLE VII – MEETINGS

All Board meetings and all committee meetings will be held in compliance with Kentucky’s Open Meetings Act (KRS 61.805-61.850).

Section 1. Regular Meeting Time

The Board of Trustees will meet the 4th Monday of the month, 5:30 p.m. at the principal location, unless occasionally time and circumstance suggest otherwise.

Section 2. Special Meetings

Special meetings may be called by the President, or upon the written request of three [3] members for the transaction of business stated in the call for the meeting.

Section 3. Notification

Notice of all meetings shall be given by the Secretary or designee to all members at least three [3] days before the meeting with an agenda for the meeting.

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.

Section 4. Minutes

Minutes of all meetings shall, at a minimum, indicate members present, all items of business, all motions (except those that were withdrawn), and the result of all votes taken. Minutes may be revised and/or approved only at the Board of Trustees’ regular monthly meeting. Official board meeting documents will be maintained at the principal office.

ARTICLE VIII – QUORUM AND VOTING

A quorum for the transaction of business shall consist of six members of the Board. If there is no quorum all necessary business shall be transacted and approved at the next meeting.

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.

ARTICLE IX – FISCAL YEAR

The fiscal year shall be from July 1 to June 30.

ARTICLE XI – LIBRARY DIRECTOR

The Library Director shall be considered the executive officer of the library and shall:

1. Have sole charge of the administration of the library under the direction and review of the board.
2. Be responsible for:
 - a. care of the buildings and equipment.
 - b. employment and direction of the staff.
 - c. quality of the library's service to the public.
 - d. operation of the library under the financial conditions set forth in the annual budget.
3. Attend all Board meetings and report on the progress of the Library
4. Prepare agenda for board meetings, in consultation with President, for board meetings.
5. Recommend needed policies for board action.
6. Carry out the policy of the library as adopted by the board.
7. Oversee financial reports and bookkeeping.
8. Make regular reports on the progress of the Library Strategic Plan.
9. Oversee the selection and purchase of Library materials and supplies.
10. Provide for continuous and active public relations program.
11. Formulate and carry out plans for extending library resources to all parts of the county.
12. Ex-officio member of all committees except the Executive Committee.
13. Be certified under the provisions of KRS 171.240 to 171.300.

ARTICLE XII – ORDER OF BUSINESS AND AGENDA ITEMS

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

- Call to order
- Comments from the public
- Approval of minutes
- Approval of treasurer's report
Regional librarian's report

The agenda should include the following:

- Unfinished business
- New business
- Treasurer's reports
- Library Director's report
- Regional Librarian's report
- Committee reports
- Adjournment

ARTICLE XIII – ADVISORY BOARD

As authorized by KRS 173.490[1], the Board of Trustees may appoint an advisory board. Members of the advisory board may be appointed annually for one [1] year terms from July 1 to June 30 of the following year. The advisory board, if appointed, shall consist of not less than two [2] and not more than five [5] members. Duties of the advisory board shall be as directed by the Board of Trustees.

ARTICLE XIV – AMENDMENTS

These bylaws may be amended 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 sent to all members at least ten days prior to the meeting at which such action is proposed to be taken.

ARTICLE XV – INDEMNIFICATION OF DIRECTORS AND OFFICERS

The library shall indemnify, to the extent that they are not otherwise covered by insurance, each of its directors, trustees and trustees who are officers, who was or is a party or is threatened to be made a party to any civil, criminal, administrative or investigative (other than an action by or in the right of the library) by reason of the fact that he is or was a director or trustee of the library, or is or was serving at the request of the library as a director, trustee, employee, or agent of another library, corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding if he acted in good faith and in a manner he reasonably believed to be in, or not opposed to, the best interests of the library, and with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful.

Except as provided herein below, any such indemnification shall be made by the library only as authorized in the specific case upon a determination that indemnification of the director or trustee is proper in the circumstances because he has met the applicable standard of conduct set forth above. Such determination shall be made by the Board of Trustees by a majority vote of a quorum of trustees.

Expenses (including attorneys' fees) incurred in defending a civil or criminal action, suit, or proceeding may be paid by the library in advance of the final disposition of such action or proceeding if authorized by the Board of Trustees and upon receipt of an undertaking or agreement by or on behalf of the director or officer to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the library.

To the extent that a director or trustee has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to above, or in defense of any material claim, issue or matter therein, he shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him in connection therewith, without any further determination that he has met the applicable standard of conduct set forth above.

*Approved May 8, 1985
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