

Lebanon-Laclede County Library

Bylaws of the Board of Trustees

Article I

Organization

The District was formed as permitted by Section 182.291 in the Missouri Statutes and shall be called the "Lebanon-Laclede County Library District."

Article II

Purpose

The purpose of the Lebanon-Laclede County Library District is to provide library services to the residents of Laclede County, Missouri. The Library Board of Trustees represents the Library both to the people and the governing officials. Its primary responsibility is to establish policy. The Board members shall represent the entire Lebanon-Laclede County Library District and have their responsibilities fixed by Chapter 182 of the Revised Statutes of the State of Missouri, and other applicable laws. Such statutes shall serve as a basis for establishing policies that reflect the needs of the Library District and provide efficient, effective, and informative services.

Article III

Board of Trustees

Section 1: Number of Qualifications The Board of Trustees of the Library shall be composed of nine members, four of whom shall reside within the city limits of Lebanon and shall be appointed by the Mayor of Lebanon, and five of whom shall be appointed by the Laclede County governing body. Appointees shall be residents of Laclede County. No member of the Board shall be an elected or appointed official of the City or Lebanon or Laclede County (Ref. Section 182.170) nor an officer from the Library Foundation or Friends of the Library. No member of the Board shall receive compensation as such. No person shall be employed by the board of library trustees or by the librarian who is related within the third degree by blood or by marriage to any trustee of the board. (Ref. Section 182.190).

Section 2: Term of Office Trustees shall be appointed for a period of three years which shall commence on July 1. Appointments for a vacancy in an unexpired term shall be made only for the unexpired portion of that term. Board members will serve a maximum of three consecutive full terms and shall not be eligible for further appointment to the board until two years after the expiration of the third term (Ref. Section 182.190). The City-County Library District shall be under the

control and supervision of a Board of Trustees of nine members. If the population of the county is larger than that of the city, the county governing body shall appoint five members of the Library Board. If the population of the county is less than that of the city, the county governing body shall appoint four members of the Library Board. If the population of the city is larger than that of the county, the mayor of the city shall appoint five members to the Library Board. If the population of the city is less than that of the county, the mayor shall appoint four members to the Library Board. The population of the county shall be determined minus the population of the city. (Ref. Section 182.291.3)

Section 3: Conflict of Interest Any individual in a position of authority for the District, such as a trustee, officer, or other authorized agent of the District, stands to financially benefit, or personally gain otherwise, from a decision made in such capacity, including a benefit to oneself, an immediate family member, or associated business.

3.1: Disclosure and Reporting An individual covered by this conflict of interest is required to disclose the existence of a conflict of interest, or possible conflict, must disclose such in written correspondence to Board Offices and District Manager.

A Trustee may raise a point of order during a publicly noticed proceeding to raise concern of a potential conflict with the full Board of Trustees.

Any constituent of the District of party to the business matter/conflict in question may raise concern in writing to the Board of Trustees or to the District Manager, in person or via mail to Lebanon-Laclede County Library District, 915 South Jefferson Avenue, Lebanon, MO 65536.

3.2: Determination The Board of Trustee Officers shall determine whether the conflict of interest exists. During the time of Board deliberation on the matter, the individual raising the conflict concern, as well as the subject of the conflict, may present any evidence or rebuttal. The individuals involved with the possible conflict of interest must leave the room (if in-person, the individuals must leave the room. If virtual, the individuals must be placed in a virtual waiting room), while the Board determines the presence of such conflict.

If the conflict of interest allegation is sustained, or found to be true, then the Trustee or Officer in question must recuse themselves from business related to any transaction or activity pertaining to the conflict.

3.3: Violations If the Board of Trustees has reasonable cause to believe an individual covered under this Conflict of Interest Policy has failed to disclose actual or potential conflicts of interest, the Board must inform the individual of the basis for such belief and afford the individual an opportunity to explain the failure to disclose.

If the Board of Trustees determines the individual has failed to disclose an actual or potential conflict after hearing the individual's response and upon further investigation, the Board of Trustees should take appropriate disciplinary and corrective actions.

Section 4: Resignations, Vacancies Any resignation or vacancy which occurs in the unexpired term of a Trustee shall be filled by appointment by the Mayor of Lebanon, if the vacancy occurs in a seat appointed by the Mayor of Lebanon, or by the Laclede County governing body, if the vacancy occurs in a seat appointed by the Laclede County governing body. A letter of resignation shall be sent, by the resigning Trustee, to the President of the Board, with a copy to the Director of the Library. The President or Secretary shall immediately notify the respective governing body of the vacancy, with a request for an appointment for the unexpired term.(Ref. Section 182.190 and 182.430).

Section 5: Removal The mayor or other proper official, by and with the consent of the legislative branch of the city or county government, may remove any trustee for misconduct or neglect of duty. (Section 182.180). Any Board member who misses four (4) consecutive meetings without good cause during a calendar year will be deemed as resigning their position unless extreme circumstances warrant a review by the Library Board. At that time, the appropriate authorities will be notified to seek a new member to the Board. The Board Secretary shall maintain an ongoing attendance record.

Section 6: Officers The officers of the Board shall be a President, Vice-President, a Secretary, and a Treasurer. Ref: Section 182.060.1 RSMo.

Section 7: Election and Terms of Officers At the regular meeting in September of each year, the Board shall nominate and elect, from its members, a President, Vice President, Secretary, and Treasurer, to assume office January 1. No person shall be nominated or hold more than one office at a time. Officers so elected shall hold office for a term of one year or until their respective successors are elected and qualified. Any member completing a full term of office as an officer may be reelected to a second term. No member shall be reelected to any office for more than two consecutive terms. Ref: Section 182.060.1 RSMo.

Section 8: Board Officer Vacancy Any vacancy occurring in any of the elected offices of the Board of Trustees shall be filled by nomination and election at the next regular meeting of the Trustees. Trustees elected to office to fill any such vacancies shall hold office until the next regular election of officers.

Section 9: Duties of President It shall be the duty of the President to preside at all meetings of the Board and to appoint all committees not otherwise provided for. The President shall perform all duties provided by law, shall be the chief executive of the Library Board and in general do all things customarily provided by said office, and shall be ex-officio member of all committees of the Board.

Section 10: Duties of Vice-President In case of absence, inability, or refusal to act by the President, then the duties of that office, as above provided, shall devolve upon the Vice President. In case a vacancy occurs in the office of the President, then, in such event, the Vice-President shall perform all functions of the President until a successor for the unexpired term is elected. In the event of absence of both the President and Vice President, or the inability or refusal of both of them to act for any cause, the duties of the President shall devolve upon the Secretary and further to the Treasurer.

Section 11: Duties of Secretary The Secretary shall be responsible for all official correspondence of the Board and shall keep a permanent record of the proceedings of the Board. The Secretary shall be charged with the responsibility of giving notices required by Chapter 610 RSMo. (open meetings law) and these bylaws, and to perform such other duties as, from time to time, the Board may direct. The Secretary may delegate their duties, as the person may desire, and as may be approved by the Board, to a recording Secretary. The recording Secretary may or may not be an employee of the District, but in performing such duties shall be considered within the direct employ of the Board, and shall serve at its pleasure. Such delegation shall in no way, however, relieve the Secretary from responsibility for the performance of statutory duties.

Section 12: Duties of Treasurer The Treasurer shall be responsible for the supervision of all financial matters pertaining to the Library. The Treasurer shall delegate normal supervision of financial duties to the Director of the Library District, who shall present to the Board, at its regular meetings, a complete financial report. The Treasurer shall oversee the investment of funds belonging to the Library District and shall ensure that they are invested consistent with the provision of Section 182.80.

RSMo., including later amendments to that statutory section, or any other applicable statutory provisions. In the absence of the Treasurer, the President may certify to the State Librarian the annual tax income and rate of tax or the appropriation for the Library. Ref. Section 181.060.3 RSMo.

Section 13: Executive Board An Executive Board shall be comprised of the President, Vice President, Treasurer, and most recent Past President. The Executive Board shall meet as needed.

Section 14: Duties of the Board of Trustees The Board of Trustees shall:

1. Determine the policies under which the Library will operate.
2. Select and appoint the Library Director.
3. Advise in the preparation of the budget, approve it, and make sure that adequate funds are provided to finance the approved budget. The approved

budget shall be made available to the members of the governing bodies of the city and the county 60 days before the beginning of each fiscal year.

4. Through the Library Director, 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.

5. Receive gifts to the Library.

6. Study and support legislation which will bring about the greatest good to the greatest number of libraries.

7. Cooperate with other public officials and boards and maintain vital public relations.

8. Consider and, if appropriate, enter into cooperative service agreements authorized by statute.

9. Attend Board Meetings regularly. Yearly attendance will be reported to the appropriate appointing bodies during the presentation of the annual report. The Board Secretary shall maintain an ongoing attendance record.

10. Individually provide a written Conflict of Interest Statement documenting any business with which s/he is associated, which shall be reported annually to the auditor. Ref: Section 182.291.7(3) RSMo., Section 182.301 RSMo., Section 182.291 RSMo., Section 182.060 RSMo., and Section 105.452 RSMo.

Article IV

Meetings of the Board of Trustees

Section 1: Regular Meetings The regular meetings of the Board of Trustees shall be held at the designated location at such time as the Board may designate by resolution.

Section 2: Notice of Meetings Notice of regular meetings will be given to every member of the Board at least three days before the date of said meeting. Meeting notices shall also be publicly posted in the Library entry in accordance with Section 610.010 et. seq. RSMo (the Open Meetings Sunshine Law).

Section 3: Special Meetings The President of the Board may, and at the request of three members of the Board shall, call a special meeting of the Board of Trustees, stating the object of said meeting. One day or more prior notice shall be given to the Trustees of any such special meeting. No business shall be transacted at said special meeting except as stated in the call thereof, without the unanimous

consent of all members of the Board. Public notice of the meeting shall be posted as soon as possible.

Section 4: Executive Session/Meetings The Board may enter closed executive session by a majority vote. The reasons for going into closed session should be announced 24 hours in the posted agenda prior to voting to close the meeting, except for an emergency. A roll call vote of any action taken in public session must be entered into the minutes.

Only those items allowed by law and designated in the motion closing the meeting may be discussed during an executive session/meeting. There should be nothing else discussed other than the stated purpose of the closed session. What is said in closed session stays in closed session - both verbally and in writing. This means the nature of closed/non-public discourse should not be made public (so, please do not include this in any closed session minutes.

Closed session minutes need to reference it is allowed as per under RSMo 610.010, and needs to be limited in nature. List only the title or brief description of the matter discussed.

The vote of each Trustee on the motion closing the meeting shall be recorded individually in the minutes.

The Library Director is the custodian of all Trustee meeting minutes. The closed session minutes need to be kept permanently (GS021). Losing minutes would be highly suspect, and would violate state law. For closed session, those minutes need to be readily available for public inspection (if requested) within 72 hours.

Section 5: Public Hearing The Library Director shall prepare a Budget and present it at the August Public Hearing for the following Fiscal Year-January 1 to December 31.

Section 6: Quorum A simple majority of the current appointed Board shall constitute a quorum for the transaction of business at all meetings of the Board. In the event that a quorum shall not be present, then a majority of those present may adjourn said meeting until a time and place certain and specified at the time of said adjournment. No other notices of such adjournment shall be required.

A Trustee may attend by electronic communication as a fully participating member, providing that such arrangements are made prior to the meeting and in accordance with such policies and procedures as the Board may, from time to time, establish. Participation in the meeting in this manner shall constitute presence for the purposes of establishing a quorum at each meeting.

Section 7: Public Records All meetings, records, votes, actions and deliberations of this body shall be open to the public unless otherwise provide by law. All

minutes of the Lebanon-Laclede County Library District shall be considered open records, except records of closed sessions and other records allowed to be closed by law. All records allowed to be closed under the law are hereby designated as closed records. Such records may only be converted to open records by specific Board action regarding the specific record at issue or the category of records at issue. If certain records are required to be made public after the passage of time or after certain events, they shall be made public at the required time by the Library Director or the Board Secretary. The Library Director is the custodian of the records. Ref: Chapter 610 RSMo.

Article V

Library Director

Section 1: Employment, Evaluation, and Compensation of the Library Director The Board of Trustees shall retain powers of hiring, evaluating, remunerating, and disciplining the Library Director. Annual evaluations of the Director shall be conducted by the Board of Trustees at the end of the calendar year. References in these Bylaws or other District policies to the supervisor or Director shall refer to the Board as a whole when applied to the Library Director.

Section 2: Duties of Library Director The Director shall be the chief executive officer of the Library District and shall serve at the pleasure of the Board of Trustees. The position shall:

1. Be responsible for the execution of the orders and policies adopted by the Board.
2. Have authority to hire employees for all positions authorized by the Board.
3. Attend all Board and committee meetings, serving ex-officio, except those at which the appointment, salary, or performance of the Director is to be discussed or decided.
4. Perform such other duties as the Board, by resolution, may direct from time to time.
5. Have the option to attend national and state Library meetings. Actual and necessary expenses incident to these activities shall be paid by the District.
6. Keep or cause to be kept the financial records and accounts according to generally accepted accounting standards.
7. At the March Board meeting of each year, the Library Director will make a report to the Board stating the condition of the Library and its services as of the 31st day of December of the preceding fiscal year.

8. Be the custodian of all keys to the building and rooms.

9. Not have the power to enter into contracts of employment or other contracts on behalf of the Board of the District, except as expressly directed by the Board.

10. Be the custodian of the records. The custodian shall provide access to and, upon request, furnish copies of public records within the time period provided by statute except in those circumstances authorized by statute. The fees to be charged for access to or furnishing copies of records shall not exceed 10 cents per page for paper copies 9 by 14 or smaller, plus an hourly fee for duplicating time not to exceed the average hourly rate of pay for clerical staff of the public governmental body. Research time may be billed at actual cost.

Records include Board of Trustee Minutes, Financial Reports, and Employee Records.

Disclosure of library records not required--exceptions.

182.817. Notwithstanding the provisions of any other law to the contrary, no library or employee or agent of a library shall be required to release or disclose a library record or portion of a library record to any person or persons except:

(1) In response to a written request of the person identified in that record, according to procedures and forms giving written consent as determined by the library; or

(2) In response to an order issued by a court of competent jurisdiction upon a finding that the disclosure of such record is necessary to protect the public safety or to prosecute a crime.

Retention of Records

The Custodian of Records shall maintain the records according to Missouri Statutes 182.817, 109.200 through 109.210 and 109.310 and 610.023.1, 610.026 and 610.028.2 after the date of the document. However, there is no need to dispose of records if there is room for their storage. The Custodian is authorized to regularly dispose of records that have met their full retention criteria without seeking further case-by-case approval from the Board, with exceptions made for records pertaining to major personnel issues, major contracts, active audits, investigation, or litigation. Ref. Section 182.075.3 RSMo., Section 182.110 RSMo., and Section 182.296.2 RSMo.

Article VI

Committees

Section 1: Committees There shall be such standing and special committees as the Board may, from time to time, by resolution, provide. Unless otherwise provided in the resolution creating any such committee, the same shall consist of three members of the Board and shall be appointed by the President annually.

Section 2: Meetings All committees shall be subject to call of their respective chairs. A majority of the members of each committee shall constitute a quorum. Reasonable notice of all committee meetings shall be given, by the chair, to all committee members and the Board President. Public notice of committee meetings shall be given if required by Section 610.010 et See RSMo.

Article VII

Order of Business

The order of business at all regular meetings of the Board shall be as follows: (1) Roll Call, (2) Approval of Minutes, (3) Reports, (4) Unfinished Business, (5) New Business, (6) Adjournment.

The foregoing order of business may be suspended or varied at any meeting by agreement of a majority of those present.

Article VIII

Parliamentary Law

In all matters of procedures not specifically covered herein, the Board shall be guided by the rule of reason. The Trustees, through a simple majority, may require that meetings be conducted according to Robert's Rules of Order.

Article IX

Indemnification

The Lebanon-Laclede County Library District will defend, indemnify, and hold harmless any one or all of the Trustees of the of the District for any mistake of judgment or other action taken in good faith by the Trustees in performance of their statutory duties, unless resulting from willful negligence or bad faith. The foregoing right of indemnification shall be in addition to, and not exclusive of, all rights to which such Trustee may be entitled.

The Board, at its discretion, may authorize the purchase of a policy or policies of insurance covering the District and the Board, its members, Library Director, and the Library employees. The insurance shall indemnify any or all persons pursuant to this bylaw, and shall contain such terms and conditions as the Board may

deem appropriate to the extent and in the manner permitted by law. Ref: Section 182.810 RSMo.

Article X

Professional Services

Section 1: Legal Services The Board may, at its discretion, authorize a qualified attorney-at-law to represent the Board in legal matters.

Section 2: Accounting Services An audit of all accounts of the District shall be made at least annually by a certified public accounting firm appointed by the Board and shall be a part of the annual report submitted to the appropriate governing bodies.

Section 3: Investment Services The Board of Trustees of the Library District may invest funds of the District as it deems appropriate, subject to the following limitations. No Library funds shall be used to purchase stock in a corporation. The Board may invest the funds in either open time deposits for ninety days or certificates of deposit in a depository selected by the Board, if the depository has deposited securities under the provisions of Sections 110.010 and 110.020 RSMo; or in bonds, redeemable at maturity at par, of the state of Missouri, of the United States, or of any wholly owned corporation of the United States; or in other short-term obligations of the United States. No open time deposits shall be made or bonds purchased to mature beyond the date that the funds are needed for the purpose for which they were received by the District. Interest accruing from the investment of funds in such deposits or bonds shall be credited to the Library District fund from which the money was invested. Ref: Section 182.800 RSMo.

Article XI

Amendments

These by-laws may be amended, effective immediately, in whole or in part, at any regular or special meeting, after not less than seven days prior written notice of any such proposed amendment shall have been given to all members of the Board and upon the affirmative vote of a majority of all members of the Board present at the meeting.

Approved 06/14/05

Revised 01/19/10

Revised 08/16/11

Revised 06/16/20

Reviewed 12/19/23

Revised 07/21/26

Revised 08/18/26