

## GENESEE DISTRICT LIBRARY BY-LAWS

### Article I - NAME AND PURPOSE

The name of this organization shall be the “Genesee District Library,” hereinafter referred to as the “Library.” Pursuant to the laws of the State of Michigan including the District Library Establishment Act. MCL 397.171 et seq. (the “Act”) the Genesee District Library Board (the “Library Board”) shall be the governing body of the Genesee District Library (the “District Library”). The purpose of the library shall be to provide informational, cultural, educational and recreational resources and services to the residents of Genesee County and through contract to other appropriate jurisdiction. Its duties shall be:

Section 1. Establish and maintain a public library for the service area in Genesee County established by the First Amended and Restated District Library Organizational Plan and Agreement dated July 3, 1997 (the “District Library Agreement”).

Section 2. Establish policies by which the District Library shall be administered.

Section 3. Employ a Library Director who will be administratively responsible for executing the policies of the Library Board and for directing all phases of operation of the District Library.

Section 4. Receive, invest, appropriate and approve the expenditures of all money that it shall be legally entitled to receive. Approve an annual audit conducted by a Certified Public Accountant (C.P.A.)

Section 5. Enter into contracts which affect the execution of the Library Board’s responsibilities.

Section 6. Purchase, lease and/or erect buildings, quarters and sites and to have control of all library property subject to the limitations contained in the District Library Agreement.

Section 7. Do any and all other things allowed by the Act and not limited by the District Library Agreement.

### ARTICLE II - GOVERNANCE

The Genesee District Library Board shall consist of eight members, four of which shall be appointed by the Genesee County Board of Commissioners and four of which shall be appointed by the Charter Township of Grand Blanc Board of Trustees.

Genesee District Library Board  
By-laws

- Section 1. The Genesee County Board of Commissioners and the Charter Township of Grand Blanc Board of Trustees each shall appoint two members for a four-year term beginning on September 1 of odd numbered years.
- Section 2. Library Board members shall continue to serve until they resign, are re-appointed, or until their replacements are appointed.
- Section 3. Library Board members shall attend all monthly and special board meetings and/or notify the director or chairperson of their absence. In the event that a Board member has three consecutive absences from regular or special board meetings, the appointing Board (either the Genesee County Board of Commissioners or the Charter Township of Grand Blanc Board of Trustees), may be notified, by the Library Board, of the Board member's violation of the By-laws and a request may be made to withdraw the appointment and appoint another individual.

### ARTICLE III - OFFICERS

- Section 1. At the September meeting the Board shall elect one of its members as chairperson, who shall hold office for one year and shall preside at the meetings of the Board, when present, appoint all committees, and generally perform the duties of a presiding officer. The Chairperson shall also represent the Library Board at all official functions necessitating a Library Board representative, unless this duty shall be otherwise delegated by the Chairperson.
- Section 2. At the same meeting the Board shall also elect for a one-year term a vice chairperson. The Vice Chairperson shall perform the duties of the Chairperson in the absence of the Chairperson.
- Section 3. At the same meeting the Board shall elect for a one-year term a treasurer who shall also be the chairperson of the finance committee. The Treasurer shall assure the receipt, investment payment and audit of all funds which the library is legally entitled to receive and expend. The treasurer shall not have the authority to personally invest any Genesee District Library funds. The treasurer along with the Finance Committee and Library Administration will review the performance of investments or banking institutions and report their findings to the Genesee District Library Board.
- Section 4. At the same meeting the Board shall elect a secretary for a one-year term that shall assure the maintenance of a true and accurate and account of all Library Board Proceedings. The Secretary shall transmit all official correspondence of the Library Board through the Executive Director.

#### ARTICLE IV – DUTIES OF OFFICERS

- Section 1. The Chairperson, when present, shall preside at all meetings, appoint all committees, and generally perform the duties of a presiding officer. The chairperson shall also represent the Library Board at all official functions necessitating a Library Board representative, unless this duty shall be otherwise delegated by the Chairperson.
- Section 2. The Vice Chairperson shall chair Library Board meetings and perform the duties of the Chairperson in the absence of the Chairperson.
- Section 3. The Treasurer shall also be the chairperson of the finance committee. The Treasurer shall assure the receipt, investment, payment and audit of all funds which the Library Board is legally entitled to receive and expend. The treasurer shall not have the authority to personally invest any Genesee District Library funds. The treasurer along with the Finance Committee and Library Administration will review the performance of investments or banking institutions and report their findings to the Genesee District Library Board. The Treasurer shall assure the receipt, investment payment and audit of all funds which the library is legally entitled to receive and expend.
- Section 4. The Secretary shall assure the maintenance of a true and accurate record and account of all Library Board proceedings. The Secretary shall transmit all official correspondence of the Library Board through the Executive Director or his/her designee.

#### ARTICLE V – TERM OF OFFICE

- Section 1. Officers shall be elected for a one-year term annually at the first meeting of the Library Board in September of even years or after appointments in odd years.
- Section 2. Upon the resignation of a Library Board Officer or inability to fulfill the duties of an officer, the Library Board shall elect an officer to fill the unexpired term of that Board Officer.

#### ARTICLE VI- COMMITTEES

- Section 1. Ad hoc Committees of the Library Board shall be appointed by the Library Board Chairperson and shall exist until their specified purpose is completed. Library Board approval of all members of all committees shall be required.
- Section 2. The Library Board Chairperson may serve as an ex-officio member of all Library Board committees. The Library Director or his/her designee shall serve as

Genesee District Library Board  
By-laws

resource person to all Library Board Committees and shall attend all committee meetings.

Section 3. The committees of the Library Board shall consist of four standing committees: Personnel, Finance, Marketing, and Policy.

Section 4. As follows, all committees of the Library Board shall consist of no more than three Library Board members. Except as otherwise provided herein, a committee shall convene on the call of its chairperson. A majority of the members of the committee present shall constitute a quorum for transaction of business at any meeting of the committee. The members and chairperson of each standing committee herein provided shall be nominated by the Library Board Chairperson, and approved by the Library Board, at the annual meeting of the Library Board, or as needed. The vote of a majority of the members of a committee present at a meeting at which a quorum is present shall constitute the action of the committee. The following standing committees shall have the powers and responsibilities as prescribed.

- a. Personnel Committee – The committee shall review periodically current and long-range personnel requirements for the effective administration of the Library’s programs and develop plans for effective utilization of the staff in connection with such administration, and make appropriate recommendations to the Library Board with respect thereto.
- b. Finance Committee – The committee shall review the budgets and accounts and make appropriate recommendations to the Library Board with respect thereto.
- c. Marketing Committee – The committee shall assist the administration in preparation and implementation of a marketing plan for the library and make appropriate recommendations to the Library Board with respect thereto.
- d. Policy Committee – The committee shall periodically review all policies of the District Library and any additions and make appropriate recommendations to the Library Board with respect thereto.

Section 5. All committee meetings will be held as public meetings, unless meeting in a closed session is allowed under the Open Meetings Act. MCL 15.21 et seq. All Library Board members will receive notification of committee meetings.

## ARTICLE VII - MEETINGS

Genesee District Library Board  
By-laws

- Section 1. A regular meeting of the Library Board shall be held monthly on the third Monday at 5:30 p.m. In the event that the dates and times are changed, the media and others will be notified in a timely fashion.
- Section 2. An agenda for meetings shall be established by the Library Board Chairperson and the Library Director, and shall be mailed to all Library Board members at least five days before the meeting.
- Section 3. Public comments will be limited to 5 minutes per person or group and 30 minutes per subject, if possible.
- Section 4. Special meetings of the Library Board may be called by the Chairperson or upon written request of four members to the presiding officer with a copy to the Director for the transaction of business stated in the call of the meeting. A notice of all special meetings shall be posted at District Library Headquarters.
- Section 5. Library Board members and Genesee County media shall be notified by the Library Director at least five days before all meetings.
- Section 6. Telephone conference calls among board members, if a quorum of the board members are participating in such a call, fit within the definition of a “meeting” subject to the Michigan Open Meetings Act. Members of the Board may participate in Board meetings via conference calls for urgent matters only, excluding closed session discussion, as long as the meeting is properly noticed, and telephone participation is conducted using a speaker phone that allows all those physically present at the meeting to hear any comments made by the conference call participants, and allow those participants to hear what is being said by those physically present at the meeting. “Urgent matters” are matters upon which the board must act which are time sensitive, so that it is not reasonably feasible to reschedule a board meeting, and that and that a quorum of the board will not be available unless phone participation is allowed.

#### ARTICLE VIII – QUORUM AND RESOLUTION ADOPTION

- Section 1. A quorum for the transaction of Library Board business shall consist of five members of the Library Board.
- Section 2. Adoption of all resolutions and business shall require the affirmative vote of five members of the Library Board.
- Section 3. Telephone Conference calls among members of a governmental body within the definition of “meeting” are subject to the Michigan Open Meetings Act and ARTICLE VIII, Section 6 of this document.

## ARTICLE IX – ORDER OF BUSINESS FOR REGULAR MEETINGS

- A. Call to Order
- B. Roll Call
- C. Approval of Consent Agenda:
  - Minutes
  - Financial Reports
  - Correspondence
- D. Public Comments
- E. Board Reports
- F. Library Reports
- G. Old Business
- H. New Business
- I. Board Comments or Requests for Information
- J. Adjournment

## ARTICLE X - PARLIAMENTARY AUTHORITY

Section 1. Rules contained in Robert Rules of Order, latest edition, shall govern the proceedings of the Library Board in all cases not inconsistent with these By-laws or Michigan Compiled Laws.

## ARTICLE XI - AMENDMENTS

Section 1. These By-laws may be amended at any meeting of the Library Board provided the amendment was stated in the call for the meeting, and the text of the amendment was mailed to all Library Board members at least five days before the meeting.

Section 2. All amendments to these By-laws must be approved by a quorum of the Library Board as set forth in these By-laws.

Genesee District Library Board  
By-laws

Adopted: February 20, 1980

Revised: October 20, 1982; January 27, 1986; November 29, 1989, September 21, 1992,  
November 21, 2005, April 18, 2011