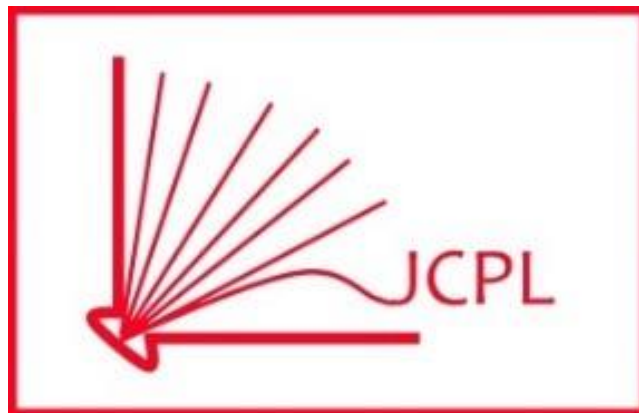


Jackson County Public Library

**Master Policy Manual**

As Approved by the  
Library Board of Trustees



**Section 1**  
**Board of Trustees**

## **Bylaws**

### **ARTICLE I:**

**Section 1:** The name of the organization shall be known as the Jackson County Public Library Association.

### **ARTICLE II:**

**Section 1:** The objectives of the Library Board are to provide free public services to all residents of Jackson County in accordance with Chapter 10, Article 1, Section 1 through 11 of the Code of West Virginia (as amended) and regulations of the West Virginia Library Commission and local ordinances.

**Section 2:** The Jackson County Library provides materials in a wide variety of formats to meet the informational, educational, cultural, and recreational needs of the citizens of Jackson County. Materials are purchased, organized, maintained, and made readily available by qualified personnel, Library trustees and staff are committed to quality and excellence in the fulfillment of this mission.

### **ARTICLE III: Board of Trustees**

**Section 1:** The Board of Trustees shall consist of five members appointed by the Jackson County Commission.

**Section 2:** Such Trustees shall hold office for five years from the first day of July following their appointment.

**Section 3:** Vacancies on the Board shall be immediately reported by the Board to the governing authority and filled by appointment and if for an unexpired term for the remainder of the term only.

**Section 4:** No compensation shall be paid or allowed by any Trustee. Board members shall be reimbursed for extraordinary expenses incurred in the performance of library board functions after prior authorization by the Board.

#### **ARTICLE IV: Duties**

**Section 1:** Board of Trustees shall manage and control the public library system.

**Section 2:** The Board of Trustees shall enact such policies as will prenote the objectives and mission of the Board and encourage use of the library's services, resources, and programs.

**Section 3:** The Board shall approve annually a budget for library services to be submitted to the appropriate governing officials and funding agencies.

**Section 4:** The Board shall explore ways of increasing the library's income through new sources of income or better presentations to funding agencies.

**Section 5:** The Board shall select and appoint a County Librarian who meets the qualifications of the West Virginia Library Commission for Certification of Librarians, and in other respects appears to be highly qualified for the position.

#### **ARTICLE V: Officers**

**Section 1:** Board officers shall be elected at the annual meeting in July and shall be as follows:

- President
- Vice-President
- Treasure
- Secretary

Officers shall hold office for one year and shall be eligible for re-election. In case of a vacancy of an office the Board shall elect an officer at its first regular meeting to fill that office.

**Section 2:** The President of the Board shall preside at all meetings, appoint all committees, authorize calls for the special meetings, and generally perform all the duties of a presiding officer. In the absence of the President, the Vice-President shall preside.

**Section 3:** The Board President and/or Treasurer shall have charge of all funds and income, shall sign all checks on the accounts at the authorization of the Board, and shall regularly report on the state of the funds.

**Section 4:** The Library Director will act as Secretary in the absence of the Board Secretary. Secretary for the Board shall keep a true and accurate account of all proceedings of the Board meetings as follows:

- Issue notices of all regular meetings
- And on authorization of the President, issue notices of all special meetings
- Have custody of the minutes and other records of the Board,
- And notify the governing authority of any vacancies on the Board.

## **ARTICLE VI: Meetings**

**Section 1:** The Jackson County Public Library Board of Trustees shall meet on the fourth Thursday of each month at the Library, with each branch serving as the meeting site on alternate months.

**Section 2:** An annual meeting shall be held at the time of the regular monthly meeting for the month of July.

**Section 3:** Special meetings may be called by the president or upon written request of three members for the transaction of business stated in the call for the meeting.

**Section 4:** Meetings are to be open to the public per WV Code §6-9A-3.

§6-9A-3. Proceedings to be open; public notice of meetings.

Except as expressly and specifically otherwise provided by law, whether heretofore or hereinafter enacted, and except as provided in section four of this article, all meetings of any governing body shall be open to the public. Any governing body may make and enforce reasonable rules for attendance and presentation at any meeting where there is not room enough for all members who wish to attend.

**Section 5:** Robert's Rules of Order (Revised) shall govern this Board in all cases in which they are applicable and in which they are not in conflict with these bylaws.

## **ARTICLE VII: Quorum**

**Section 1:** A quorum for the transaction of business shall be a simple majority of the Board Members.

## **ARTICLE VIII: Committees**

**Section 1:** Special committees for the study and the investigation of special problems may be appointed by the president to serve until they have completed the work for which they were appointed.

## **ARTICLE IX: Order of Business**

**Section 1:** The order of business is listed below:

1. Call to Order
2. Consent Agenda:
  - a. Approval of previous meeting's minutes
  - b. Financial Report
  - c. Circulation Report
3. Public Forum
4. Old business
5. New business
6. Adjourn

## **ARTICLE X: Librarian**

**Section 1:** The Library Director and is the Boards executive officer and shall have sole charge of administering the library under the Boards direction and review.

**Section 2:** The Library Director shall be held responsible for the care of the buildings and equipment, for employing and directing the staff, for the efficiency of the library's service to the public, and for operating the library under the financial conditions set forth in the annual budget. The Library Director shall keep exact accounts of all moneys received from fines and other sources and report the amounts to the Board at its regular meetings. The Library Director shall attend all Board meetings except those at which his/her appointment or salary is to be discussed or decided.

## **ARTICLE XI: Amendments**

**Section 1:** These bylaws may be amended by three-fourths of the members present at any regular Board meeting that has a quorum, provided that the amendment was stated in the call for the meeting which was made available to the members at least one week before the meeting.

## **Conflict of Interest Policy**

### **ARTICLE I: Purpose**

The purpose of the conflict-of-interest policy is to protect the tax-exempt organizations interest, Jackson County Public Library, when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director if the Jackson County Public Library or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable WV and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

### **ARTICLE II: Definitions**

- 1.) Interested Person-** Any director, principal officer, or member if a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.
  
- 2.) Financial Interest-** A person has financial interest if the person has, directly or indirectly, through business, investment, or family;
  - a. An ownership or investment interest in any entity with which the Jackson County Public Library has a transaction or arrangement.
  - b. A compensation arrangement with the Jackson County Public Library or with any entity or individual with which the Jackson County Public Library has a transaction or arrangement, or
  - c. A potential ownership or investment in, or compensation arrangement with, any entity or individual with which the



Jackson County Public Library is negotiating a transaction or arrangement. Compensation includes direct and indirect remuneration, as well as, gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict if interest exists.

### **ARTICLE III: Procedures**

- 1.) **Duty to Disclose** – In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.
  
- 2.) **Determining Whether a Conflict of Interest Exists** – After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.
  
- 3.) **Procedures for Addressing the Conflict of Interest**
  - a. An interest person may make a presentation at the governing board or committee meeting but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

- b. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c. After exercising due diligence, the governing board or committee shall determine whether the Jackson County Public Library can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest the governing board or committee shall determine a majority vote of the disinterested directors whether the transaction or arrangement is in the Jackson County public library's best interest for its own benefit and whether to enter into the transaction or arrangement.

#### **4.) Violations of the Conflict-of-Interest Policy**

- a. If the governing board or committee has a reasonable cause to believe a member has failed to disclose an actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- b. If, after hearing the members response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

## **ARTICLE IV: Records of Proceedings**

The minutes of the governing board and all committees with board delegated powers shall contain:

- a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, an action taken to determine whether a conflict of interest was present, and the governing boards committee's decision to whether a conflict of interest is in fact existed.
- b. The names of the persons who were present for the discussions and the votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement and record of any votes taken in connection with the proceedings.

## **ARTICLE V: Compensation**

- a. A voting member of the governing board who receives compensation, directly or indirectly from the Jackson County Public Library for services is precluded from voting on matters pertaining to that member's compensation.
- b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Jackson County Public Library for services is precluded from voting on matters pertaining to that members compensation.
- c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or

indirectly from the Jackson County Public Library, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

- d. Physicians who receive compensation from the Jackson County Public Library, whether directly or indirectly or his employees of an independent contractors, are precluded from membership on any committee whose jurisdiction includes compensation matters. No physician, either individually or collectively, is prohibited from providing information to it in committee regarding physician compensation.

## **ARTICLE VI: Annual Statements**

Each director, principal officer, and member of a committee with governing board delegated PowerShell an only sign a statement which affirms such person:

- a. Has received a copy of the conflicts of interest policy,
- b. has read and understands the policy,
- c. has agreed to comply with the policy, and
- d. understands the Jackson County Public Library is a charitable an in order to maintain its federal tax exemption and must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

## **ARTICLE VII: Periodic Reviews**

To ensure that Jackson County Public Library operates in a manner consistent with charitable purposes and it does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic review shall, at a minimum include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on a competent survey information, and the result of arm's length bargaining.
- b. Whether partnerships, joint ventures, an arrangement with management organizations conform to the Jackson County public libraries written policies, are properly recorded, reflect reasonable investments or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or an excessive benefit of transaction.

## **ARTICLE VIII: Use of Outside Experts**

When conducting the periodic reviews as provided for article VII, the Jackson County Public Library may, but need not, use outside advisers. If outside experts are used, there you shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

## Open Governmental Proceedings

### **WV §6-9A-3. Proceedings to be open; public notice of meetings.**

- a. except as expressly and specifically otherwise provided by law comma weather heretofore enacted and accept as provided in Section 4 of this article, all meetings of any governing body shall be open to the public.
- b. Any governing body may make an enforce reasonable rules for attendance and presentation at any meeting where there is not enough room for all members of the public who wish to attend.
- c. This article does not prohibit the removal from a meeting of any member of the public who is disrupting the meeting to an extent that an orderly conduct of the meeting is compromised: *Provided*, that persons who desire to address the governing body may not be required to register to address the body more than 15 minutes prior to the time scheduled meeting is to commence.
- d. Times each governing body shall promulgate rules by which the date, time, place and agenda of all regularly scheduled meetings and the date, time, place, and purpose of all special meetings are made available, and advance to the public and the news media.
- e. Each governing body of the executive branch of the state shall electronically file a notice of each meeting with the Secretary of State for publication on the secretaries of state's website.
  1. Each notice shall state the date, time, place and purpose of the meeting.
  2. Each notice of a special meeting or a regular meeting shall be filed in a manner to allow each notice to appear on the Secretary of State's website at least five days prior to the date of the meeting.
  3. When calculating the days, the day of the meeting is not to be counted if a meeting notice is filed anytime other than during the Secretary of State's regular

business hours, the date of the filing will be considered the next business day.

- f. The Secretary of State shall retain copies of all notices filed for 10 years.
- g. the Secretary of State may promulgate procedural rules of governing the electronic filing of meeting notices.
- h. In the event of an emergency a governing body may call an emergency meeting.
  - 1. The governing body of a state executive branch agency shall electronically file a notice for an emergency meeting of the Secretary of State, as soon as practicable prior to the meeting. Any other governing body shall notice an emergency meeting in a manner in which is consistent with this article and the ethics Commission committee on open governmental meetings opinions issued pursuant to the authority of section 10 of this article, as soon as practicable prior to the meeting.
  - 2. The emergency meeting notice shall state date, time, place and purpose of the meeting and the facts and circumstances of the emergency.
- i. Upon petition by any adversely affected party any court of competent jurisdiction may invalidate any action taken at any meeting for which notice did not comply with the requirements of this section.

### **WV §6-9A-3. Exceptions**

- a. The governing body of a public agency may hold an executive session during a regular, special, or emergency meeting, in accordance with the provisions of this section. During the open portion of the meeting, prior to convening an executive session, the presiding officer of the governing body shall identify the

authorization under this section for holding the executive session and present it to the governing body and to the general public, but no decision may be made in the executive session.

- b. An executive session may be held only upon a majority affirmative vote of the members president of the governing body of a public agency. A public agency may hold an executive session an exclude the public only when a close section is required for any of the following actions:
  1. to consider acts of war, threatened attack from a foreign power, civil insurrection or riot;
  2. to consider:
    - a. matters arising from the appointment, employment, retirement, promotion, transfer, demotion, disciplining, resignation, discharge, dismissal or compensation of a public officer or employee, or a perspective public officer or employee unless the public officer or employee or perspective public officer or employee requests an open meeting; Or
    - b. for the purpose of conducting a hearing on a complaint, charge or grievance against the public officer or employee, unless the public officer or employee requests an open meeting. General personnel policy issues may not be discussed or considered in a closed meeting. Final action by a public agency having the authority for the appointment, employment, retirement, promotion, transfer, demotion, disciplining, resignation, discharge, dismissal or compensation of an individual may be taken in an open meeting;
  3. To decide upon disciplining, suspension or expulsion of any student in any public school or public college or University, unless the student requests an open meeting;
  4. To issue, effect, deny, suspend or revoke a license, certificate registration under the laws of the state or any political subdivision,



- unless the person seeking license, certificate or registration or whose license, certificate or registration was denied, suspended or revoked requests an open meeting;
5. To consider the physical or mental health of any person, unless the person requests an open meeting;
  6. to discuss any material the disclosure of which would constitute an unwarranted invasion of an individual's privacy such as any records, data, reports, recommendations or other personal material of any educational, training, social service, rehabilitation, welfare, housing, relocation, insurance and similar program or institution operated by a public agency pertaining to an specific individual admitted to or served by the institution or program, the individuals personal and family circumstances;
  7. to plan or to consider an official investigation or a matter relating to a crime prevention or law enforcement;
  8. to develop security personnel or devices;
  9. to consider matters involving or affecting the purchase, sell or lease of property, advanced construction planning, the investment amount of public funds or other matters involving commercial competition, which if made public, might adversely affect the financial or other interest of the state of a political subdivision:  
*Provided*, That the information relied on during the course of deliberations on matters involving commercial competition are exempt from disclosure under the open meetings requirement of this article only until the commercial competition has been finalized and completed: *Provided, however*, That information not subject to release pursuant to the West Virginia Freedom of Information act does not become subject to disclosure as a result of executive session;
  10. To avoid the premature disclosure of an honorary degree, scholarship, prize or similar award;
  11. nothing in this article permits a public agency to close a meeting that otherwise would be open, merely because an agency attorney

is a participant. If the public agency has approved or considered a settlement in a closed session, and the terms of the settlement allow disclosure, the terms of that settlement shall be reported by the public agency and entered into its minutes within a reasonable time after the settlement is concluded;

12. to discuss any matter which, by express provision of federal law or state statute or rule of court is rendered confidential, or which is not considered a public record within the meeting of the Freedom of Information act as set forth in article 1, chapter 29 B of this code.

### **WV §6-9A-3. Minutes**

Each governing Body Shop provide for the preparation of written minutes of all its meetings. Subject to the exceptions set forth in this Section 4 of this article, minutes of all meetings except Sept minutes of executive sessions, if any are taken, shall be available to the public within a reasonable time after the meeting and shall include, at least, the following information:

1. The date, time and place of the meeting;
2. the name of each member of the governing body present and absent;
3. all motions, proposals, resolutions, orders, ordinances and measures proposed, the name of the person proposing the same and their disposition; And
4. The results of all votes and, upon the request of a member, pursuant to the rules, policies or procedures of the governing board for recording roll call votes, the vote of each member by name.