

ORDINANCE NO. _____

CREATING THE BOARD OF DIRECTORS

OF THE

ANNIE HALENBAKE ROSS LIBRARY

AND THE

BYLAWS

(AS EDITED AND AMENDED AS OF February 28, 2001)

(AS EDITED AND AMENDED AS OF JULY 25, 2007)

(AS EDITED AND AMENDED AS OF APRIL 22, 2009)

(AS EDITED AND AMENDED AS OF JUNE 21, 2010)

(AS EDITED AND AMENDED AS OF SEPTEMBER 2, 2019)

**ADOPTED BY SAID BOARD
AND APPROVED BY THE COUNCIL OF THE CITY OF LOCK HAVEN**

AN ORDINANCE PROVIDING FOR THE APPOINTMENT OF THE MEMBERS OF THE BOARD OF TRUSTEES AND FOR THE MANAGEMENT AND CONTROL OF THE ANNIE HALENBAKE ROSS LIBRARY.

WHEREAS, Annie Halenbake Ross, late of the City of Lock Haven, Pennsylvania, deceased has devised to the City of Lock Haven, certain buildings and premises situate on West Main Street for use as a Public Library and has bequeathed to the City certain securities, stocks, bonds, etc., the income to be used for maintenance of said Library.

AND WHEREAS, The Council of the City of Lock Haven desires that the management and control of the said Library and the bequest for the maintenance thereof be placed in the hands of a Board of Directors who shall have full control of said Library and the management thereof and who shall control the investment of the bequest and expenditure of the income thereof.

Be it therefore enacted by the Council of the City of Lock Haven and authority of the same hereby enacts it.

Section 1: The Library shall be known and designated as the “Annie Halenbake Ross Library.” The Library’s Branches shall be known and designated as “Renovo Area Library” and the “Friendship Community Library,” respectively.

Commented [TLG1]: Add in the names of the branches so that they're "official."

Section 2: The management and control of said Library shall be vested in a Board of Trustees comprised of 11 members, each of whom shall serve for a term of three years, seven of whom shall be appointed by the Council of the City of Lock Haven and four of whom shall be appointed by the Board of County Commissioners of Clinton County.

If a vacancy should occur by reason of the death, disqualification, resignation or removal of a member, a successor to fill the remainder of his or her term should be appointed by the governing body that he or she had represented on the Board.

Section 3: The Board of Directors shall have the power: to adopt By-Laws and rules regulating their organization and the conduct of said Library, subject to the approval and ratification of City Council, to employ such employees as may be deemed necessary for such purpose and to do all other things necessary and incident to the proper and successful management of said Library.

Section 4: The Board of Trustees shall have full control of the fund bequeathed by Mrs. Annie Halenbake Ross for the maintenance of said Library and shall make all investments and collect all interest and income from said investments, and expend the said income for the maintenance and support of said Library, the purchase of books, compensation of the Executive Director and librarians and such others employed for the assistance as may be necessary for the proper carrying on of said Library, and shall submit annual statements of all receipts and expenditures to the

Council of the City of Lock Haven and Board of County Commissioners of Clinton County.

The Board of Trustees shall annually report to the Council of the City of Lock Haven and to the Board of County Commissioners of Clinton County the manner of performing the duties of their appointment, the condition of said Library, the improvements and additions thereto and generally all matters of interest to the public in regard to the functioning of the Library.

- Section 5:** The members of the Board of Trustees shall serve without compensation.
- Section 6:** The Treasurer of the Board of Trustees shall give bond to be approved by the Board of County Commissioners of Clinton County and by the Council of the City of Lock Haven for the faithful performance of his or her duties, and the expense of obtaining the same shall be paid out of the income of the said bequest. (Amended by Ordinance #792, 1971)
- Section 7:** The Board of Trustees shall, in the first instance, spend a sufficient sum out of the principal of said bequest for the purchase of books and other necessary equipment for said Library not, however, to exceed the sum of \$5,000.00 set forth in the Will of Annie Halenbake Ross, deceased.

Thereafter, all expenditures of the income derived from said bequest shall be limited so that all times after said initial expenditures shall have been made, the principal sum of said bequest shall be kept intact and without diminution. (Amended by Ordinance #2, 1977)

BY-LAWS OF THE BOARD OF TRUSTEES OF THE ANNIE HALENBAKE ROSS LIBRARY

ARTICLE I

THE OFFICERS

The officers of the Board of Trustees (hereinafter called "the Board") shall consist of a President, Vice-President, Treasurer and Secretary, to be elected by the Board from their own number. The only exception permissible is that the Treasurer may be elected, if desired, outside the members of the Board. Each officer shall hold office until the next annual election and until his or her successor has been elected and has qualified.

In the case of a vacancy occurring during the term of an officer, the members of the Board will hold a special election to fill that vacated officer position.

ARTICLE II THE COMMITTEES

There shall be seven standing committees, each to be appointed by the President, namely: an Executive Committee, a Committee of Library/Personnel; a Committee on Building and Grounds; a Committee on Technology; Committee on Finance; a Committee on Public Relations; and a Committee on Fundraising. Committees shall consist of no fewer than four (4) Trustees, except for the Public Relations Committee, which shall consist of two (2) Trustees.

Ad Hoc committees shall from time to time be appointed when ordered by the Board.

Commented [TLG2]: Changed from 6

Commented [TLG3]: added

Commented [TLG4]: Changed from "consist of five (5)"

Commented [TLG5]: Changed from "special."

ARTICLE III THE PRESIDENT

It shall be the duty of the President to preside at all meetings of the Board. The President or his or her designee shall co-sign with the Treasurer all drafts on the treasury for bills approved by the Board. The President will appoint the standing committees for the year and shall be an ex-officio member of all committees.

ARTICLE IV THE VICE-PRESIDENT

In the absence or inability of the President, all the duties of that office shall be delegated to the Vice-President.

ARTICLE V THE SECRETARY

It shall be the duty of the Secretary to record minutes as the permanent record of the meetings of the Board.

**ARTICLE VI
THE TREASURER**

The Treasurer shall act as general custodian of all moneys and funds of the Library, and shall keep an account of all incomes and expenditures. Said account shall always be open to the inspection of the Finance Committee and members of the Board. The Treasurer shall expend no money from the treasury, except in accordance with the appropriations designated by the Board. All drafts on the treasury are to be signed by both the Treasurer and the President of the Board, or their designees (which include only the Executive Director of the Library and the Finance Chair.) The Treasurer shall also present a full report to the Board at its regular monthly meeting.

The Treasurer shall obtain an annual professional audit and a complete audit report with its executive summary and, in conjunction with the members of the Committee of Finance, shall examine said audit report and executive summary and present their conclusions to the Board.

The Treasurer shall be bonded in such sum as shall be required in order to perform the duties required by that Office.

**ARTICLE VII
THE COMMITTEE ON LIBRARY/PERSONNEL**

The Committee on Library/Personnel shall make the necessary regulations for the use of the Library, subject to the approval of the Board, the Council of the City of Lock Haven and the Board of County Commissioners for Clinton County.

The Committee shall also be responsible for the Personnel Policy of the Library and shall meet whenever the Committee, the Board President or the Executive Director of the Library deems it appropriate to examine the current personnel policy for policy revisions. In the event that the Committee determines that any such revisions are necessary, the committee shall prepare the proposed revisions, for presentation and possible approval by the Board.

Employees shall be hired and terminated in accordance with the personnel policy as adopted by the Board.

No employee shall serve as a member of the Board of Trustees.

**ARTICLE VIII
EXECUTIVE COMMITTEE**

The Executive committee shall have authority to make decisions on behalf of the full board, but will only do so in emergencies. The Executive Committee shall meet only as necessary. The committee shall consist of five (5) members: the Board President, Board Vice President, Board Secretary, Board Treasurer and one other member of the Board.

**ARTICLE IX
THE COMMITTEE ON BUILDING AND GROUNDS**

The Committee on Building and Grounds shall have charge of the building by attending to the warming, cooling, lighting, ventilating, cleaning, repairing, and maintaining the building itself and the general condition of the premises. This Committee shall verify that the property in

Commented [TLG6]: Should be getting things like the room rate change to the city and county for approval.

Commented [TLG7]: New section outlining duties of the Executive Committee. All other Roman numerals have been changed to reflect the changes.

the care of the Board is at all times well insured. The Executive Committee shall inform the Board and Director of all decisions within five days.

**ARTICLE X
THE COMMITTEE ON FINANCE**

The Committee on Finance shall monitor the reports, bills and expenditures connected with the Library as disclosed by their designated representative, the Treasurer.

The Chair of the Committee on Finance, in conjunction with the Treasurer, shall keep a record of all bills approved, and when called upon the Board shall state the condition of the funds.

The Committee on Finance shall annually, or more frequently, examine the securities for investment and make such recommendations thereon to the Board, as the Committee deems appropriate or as requested by the Board.

The Committee, in conjunction with the Treasurer, shall present a complete annual financial statement to all governing bodies of the Library.

The Committee, in conjunction with the Treasurer, shall prepare an annual budget for the fiscal operation of the Library and present it to the Board for its review and approval.

The Committee, in conjunction with the Board, shall appoint a yearly Ad Hoc committee to review the annual audit.

Commented [TLG8]: Ad Hoc committee for the audit added.

**ARTICLE XI
THE COMMITTEE ON TECHNOLOGY**

The Committee on Technology shall determine the appropriate computer equipment and operating systems necessary and sufficient for the current functioning of the Library and for the services offered to its patrons; Maintenance schedules and upgrades of equipment and for budgetary needs and grants available. All recommendations made by the Committee shall be subject to the approval of the Board.

**ARTICLE XII
THE COMMITTEE ON PUBLIC RELATIONS**

The Committee on Public Relations shall assist Library staff and volunteers in promoting programs, activities and events. Through the issuance of regular, timely and informative information, the Committee will strive to promote a positive image of the Library, broaden the public's knowledge of and support for the Library, and gain recognition of the Library's importance to the people of Clinton County, with the ultimate goal of increasing both financial and volunteer contributions.

**ARTICLE XIII
THE COMMITTEE ON FUNDRAISING**

The Committee on Fundraising shall be tasked with soliciting contributions to support the overall financial health of the Library. The Committee will evaluate fundraising ideas and avenues and, with the help of other Trustees, staff and volunteers, oversee fundraising endeavors. The Committee shall also strive to identify potential grant opportunities, investors and other revenue sources.

**ARTICLE XIV
THE EXECUTIVE DIRECTOR OF THE LIBRARY**

The Board shall hire the Executive Director of the Library. Under the governance and with the guidance and support of the Board, the Executive Director shall have oversight of the operation of the Library and its employees. The Executive Director shall be responsible for the care and safety of the Library's books and all other public property contained therein.

The Executive Director shall carry out his or her responsibilities as designated by the job description, shall provide an annual report to the Board at the annual meeting in March; shall be bonded in such sum as shall be required for the faithful discharge of the duties of the office; and shall be removable at the discretion of the Board.

**ARTICLE XV
THE ANNUAL MEETING**

The annual meeting of the Board, designated in part, for the election of officers, shall be held on the first Wednesday in March of each year, at a time to be set by the Board.

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**ARTICLE XVI
REGULAR MEETINGS**

Regular meetings shall be held on the first Wednesday of each month at a time set by the Board for the year, unless otherwise specified by the adjournment motion at the previous meeting. A quorum shall consist of a majority of voting members for the transaction of business at each Regular Meeting.

Commented [TLG10]: Changed from fourth

There shall be no Regular Meetings in the months of July and December. The November meeting shall be held on the first Wednesday following Thanksgiving.

Commented [TLG11]: Changed from August

Commented [TLG12]: To be kept or removed based on action of the Board at next meeting.

**ARTICLE XVII
SPECIAL MEETINGS**

Special Meetings shall be called at the request of the President or any two Trustees, and a written notice thereof shall be given to each Trustee not less than one day before the requested Special Meeting. The written notice shall state the object of the Special Meeting and no business shall be transacted at said meeting except such as is stated in the written notice.

**ARTICLE XVIII
MANNER OF VOTING**

Each motion presented before the Board shall be voted on by the Trustees in at least one of the following manners of voting: the most common procedure of calling for the vocal ayes and nays, and/or a roll call of ayes and nays, and/or a secret ballot.

Any Trustee may request, in the form of a motion, that the manner of voting be changed from or added to the most common procedure of calling for vocal ayes and nays. This motion must be approved or denied before the vote on the motion under consideration.

A simple majority shall decide the outcome of each motion made. The President shall be allowed to vote only in the case of a tied vote, providing that the motion under consideration is not designated to determine the actions of or on the President.

ARTICLE XIX E-VOTING

Conducting board business, specifically as it relates to business and personnel decisions, using electronic or E-voting is acceptable in the period between regularly scheduled Board meetings. E-voting should only be employed for the time sensitive issues or in emergency situations, as determined by the Board President after consultation with either the Director or another Board member who was responsible for bringing the issue to the table.

The following guidelines and procedures apply when using E-voting.

- A. A motion is made by the Board President to all Board members and the Director using e-mail. This e-mail should have a return response required back to the Board President. Care should be exercised so that no one other than Board members and the Director receives this e-mail.
- B. The voting period is to last a total of five (5) days following the receipt of the motion: three (3) days to read and discuss and two (2) days to vote.
 1. Discussion to be carried out using “reply all.”
 2. Voting should be reply (not “reply all”) directly to the President.
- C. A simple majority of the number of voting members if the Board constitutes a quorum and that same majority number is necessary for successful completion of E-voting by the Board. If the quorum is not met, the E-votes submitted will be disqualified and the motion does not carry.
- D. The Board President will communicate the results of the vote to all Board members and the Director immediately following the vote tally.
- E. Should the E-voting procedure encounter any problems, the President may choose to call a special meeting of the Board to resolve the issue.
- F. The results of an e-vote shall be reported at the next board meeting and shall be made part of the official minutes.

Commented [TLG13]: Added.

ARTICLE XX MANNER OF MAKING EXPENDITURES

All proposed expenditures of money, except current and incidental expenses should be referred to the proper Committee for consideration and report thereon, unless otherwise ordered by the Board.

ARTICLE XXI APPOINTMENT, TERMS OF SERVICE, SALARIES AND DISCHARGE OF EMPLOYEES

The Board shall hire or terminate employees in accordance with the Personnel Policy as adopted by the Board. The Board shall fix salaries of employees annually and promotions may be made for efficiency, faithfulness to one’s duties and responsibilities, quality of teamwork and cooperation, evidence of leadership, length of service, and/or other sufficient cause(s) as

determined, from time to time, by the Board. The employment, compensation and discharge of all employees of the Library shall be considered only in an executive session of the Board.

All communications by employees of the Library, other than grievance issues, addressed to the Board, shall be transmitted through the Executive Director, in his or her absence, through the Secretary of the Board. If the employee communications to the Board concern the Executive Director, or in turn, the Secretary of the Board, then the Chair of the Library/Personnel Committee shall transmit said communications to the Board.

ARTICLE XXII THE USE OF THE LIBRARY BUILDING AND GROUNDS

The Library building and grounds shall be used for no other purposes than those of a public library, including but not limited to the following: provide materials, technology, programs and room and land uses that will serve to educate, inform, entertain and/or preserve the heritage of the community said Library is designed to serve.

ARTICLE XXIII ABSENCES FROM ATTENDANCE AT REGULAR BOARD MEETINGS

In any one calendar year, three (3) unexcused absences from Regular Board meetings shall be grounds for the removal of a Member of the Board. Excused absences must be obtained from the Executive Director, the President of the Board or, from whoever shall serve in the President's place for the Regular Meeting about to be missed.

A Trustees' appointment to the Board may be terminated on these grounds upon a majority vote of the remaining members of the Board. Following an affirmative vote to remove a Trustee, the Board shall request the governing body who appointed said Trustee to then appoint a successor to complete the remaining term of the removed Trustee.

ARTICLE XXIV AMENDMENT OF BY-LAWS

These By-Laws may be altered, amended or repealed by the majority vote of the Board, subject to the approval of the Council of the City of Lock Haven. No such action by the Board shall be taken except at a Regular Meeting that is subsequent to the Regular Meeting at which such action was proposed.

ADOPTION AND APPROVAL

The following bodies have adopted or approved these amended versions of both the Ordinance creating the Board of Trustees and the By-Laws of the Board of Trustees of the Annie Halenbake Ross Library.

Adopted by the Directors of the Annie Halenbake Ross Library, May 14, 1910.

W. P. Hopkins, Secretary

Approved by City Council, May 17, 1910.

C. E. Oberheim, City Clerk

EDITED AND AMENDED AS OF FEBRUARY 28, 2001

EDITED AND AMENDED AS OF JULY 25, 2007

EDITED AND AMENDED AS OF APRIL 22, 2009
EDITED AND AMENDED AS OF JUNE 21, 2010
EDITED AND AMENDED AS OF JULY 12, 2019

The Board of Trustees of the Annie Halenbake Ross Library
Adopted on this date – March 24, 2010
Signed by Germaine H. Weaver, President Board of Trustees

The Council for the City of Lock Haven
Approved on this date June 21, 2010
Signed by Richard P. Vilello, Mayor, City of Lock Haven

Commented [TLG14]: Added date amended place holder. Will update to the actual date of amendment once it's complete.