

ORANGE COUNTY LIBRARY BOARD OF TRUSTEES
Orlando, Florida
By-Laws

ARTICLE I

Meetings of the Board of Trustees

Section 1. The regular meetings of the Orange County Library Board of Trustees (hereafter: Board) shall be held at least monthly at a time and place agreed upon by the Board, provided appropriate public notice is given.

Section 2. Special meetings shall be called by the President whenever in his judgment they may be necessary; or at the written request of two members of the Board, and with reasonable, and appropriate notice.

ARTICLE 2

Quorum

Section 1. Three members of the Board shall constitute a quorum for the transaction of business.

ARTICLE 3

Business

Section 1. All business shall be transacted in committee of the whole.

Section 2. The order of business at all regular meetings of the Board shall be as follows:

1. Call to order
2. Public presentation
(Public comments of items listed on the agenda will occur just prior to the Board's discussion and possible action of the agenda item. Public comment of items not listed on the agenda will occur at the end of the meeting agenda.)
3. Approval of minutes
4. Financial Statements
5. Statistics and Summaries
6. Action items
7. Discussion and possible Action items
8. Information
9. Report of Library Director/Chief Executive Officer

ARTICLE 4

Library Board

Section 1. Orange County Library Board of Trustees was created by the voters of the Orange County Library District upon approval of the Orange County Library District Act, at Referendum on September 9, 1980. The Board is appointed by the Orange County Library District Governing Board which is composed of the Board of County Commissioners of Orange County, Florida and one member appointed by the City Council of the City of Orlando, Florida.

Section 2. The Board has the following powers (from Orange County Library District Act, Section 6)

- (a) To manage, administer, operate, supervise, and maintain all library facilities, programs and functions for the benefit of the residents of the Orange County Library District.
- (b) To purchase, lease or otherwise acquire real and personal property, and generally to take all other actions regarding such property as may be necessary in the prudent management, operation and maintenance of district library services and facilities. However, all property, real or personal, acquired by the Board of Trustees from whatever source or by whatever means shall be deemed to be held in trust for the benefit of the residents of this district for library purposes. If the powers of the Board of Trustees under this Act are ever rescinded or dissolved for whatever reason, all rights, title and interest of the trustees in all property then owned by the trustees shall revert automatically to the Governing Board or its successor to be held in trust for the benefit of the residents of the district for library purposes.
- (c) To lease, grant, sell or otherwise convey real property upon approval of the Governing Board.
- (d) To dispose of personal property as necessary in the prudent management, operation and maintenance of the library services and facilities.
- (e) To employ personnel and to take all other actions consistent with generally accepted employment practices.
- (f) To retain attorneys, accountants, architects, engineers, and other consultants and professionals.

- (g) To accept gifts of money or property for the beneficial use of the residents of the district, and to act as trustees with full legal capacity to administer any money or property conveyed to the district in trust by any party, private or public, whether by will, deed or other instrument, or by any court of competent jurisdiction.
- (h) To contract with any county, city or other public body for the provision of library services within or outside of the district, provided that library services outside the district shall not be subsidized by the, ad valorem revenues of the district.
- (i) To apply for and accept any grant of money or property from any governmental body or private organization and to enter contracts incidental thereto.
- (j) To serve as agent for and to enter contracts in behalf of the Governing Board, but only to the extent expressly approved by the Governing Board.
- (k) To adopt and implement rules regulations, policies, and procedures for the management, operation and maintenance of library services and facilities in the district, and to set fees, fines and other charges in connection with such operations and services.
- (l) To contract, to receive and expend money, to sue and be sued, and generally to perform all other acts necessary or incidental to the express powers and duties granted or imposed by this act or by any instrument of trust.

Section 3. The Board has the following duties (from Orange County Library District Act, Section 7):

- (a) Each member of the Board of Trustees before entering upon his duties, shall take and subscribe the oath or affirmation required by the Constitution of the State of Florida. A record of each oath shall be filed with the Department of State and with the Orange County Comptroller.
- (b) The Board of Trustees shall comply with the budget and audit requirements per applicable sections of the Florida Statutes.
- (c) The Board of Trustees shall perform fully all duties prescribed by any trust instruments which may from time to time convey property to the trustees from the Governing Board or from other public or private persons or entities, but only to the extent that such trust instruments are not inconsistent with this act.
- (d) The Board of Trustees shall be bound by all covenants securing any revenue bonds issued from time to time by the Governing Board.

Section 4. The Board of Trustees may recognize ex-officio representatives to the Board from affiliated organizations or other government bodies.

Section 5. The Board of Trustees may authorize the expenditure of operating funds for the purpose of engaging legal counsel on behalf of the Board of Trustees or individual Trustees in matters pertaining to their official capacity.

Section 6. The Board recognizes that regular attendance at scheduled meetings is necessary for the expedient and informed transaction of business. Accordingly the Secretary will maintain attendance records and request the Governing Board remove a trustee if that trustee has not complied with City and County codes regarding attendance at Board meetings, regardless of whether such boards be operating or advisory. The City code shall apply to the City appointed trustee and the County Code to County appointed trustees. Applicable codes are as follows:

From City of Orlando, City Codes:

Attendance: ... If a Board member's absences exceed 25% of the scheduled Board meetings in a Fiscal Year, (Oct. 1-Sept. 30), the appointment is terminated.

From Orange County, Ordinance #91-21

Attendance: Any advisory board member who is absent from three (3) consecutive meetings or twenty-five percent (25%) of the regular scheduled meetings in a calendar year shall be replaced.

Section 7. Retiring Board members may be elected by a unanimous vote of the members present to the position of Trustee Emeritus. Emeritus/Emerita Trustees are invited to attend and participate in meetings of the Board and act in an advisory capacity but are not entitled to vote.

ARTICLE 5

Officers of the Board

Section 1. The officers of the Board shall consist of a president, a vice president and a secretary/treasurer, each of whom shall be elected for a term of one year at the first regular meeting in each fiscal year. The officers shall serve for one year or until successors are elected. In case of a vacancy in the office of president, the vice-president shall fill the office of president. In the case of vacancy in the office of vice president or treasurer, the Board shall elect a member to fill the unexpired term.

Section 2. The president shall preside at the meetings of the Board and perform such duties as the Board may direct.

Section 3. The vice president shall perform the duties of the president in the absence or unavailability of the president.

7/10/1999

Amended January 9, 2003

Section 4. The secretary/treasurer shall see that all proceedings of the Board are recorded faithfully.

ARTICLE 6

Committees of the Board

Section 1. Standing Committees. The president shall have the power to establish standing committees to act in all advisory capacity to the Board. Standing committees are: Personnel, Finance, Planning, and Marketing. Terms for appointees top these committees are for one year, unless otherwise stated at the time of appointment. A standing committee should be made up of at least on member of the Board and other members of the public. Committee appointments will be approved by the Board.

Section 2. Advisory Committees: Ad hoc advisory committees may be established at the suggestion of the president and with the approval of the Board. Each ad hoc advisory committee will be made up of at least one Board Member. Members of the public may be appointed to the committee with the approval of the Board. Terms for the committee and the appointees are to be determined at the time the committee is created and the appointments are made.

Section 3. Members of the public who may agree to serve on an advisory committee must agree to abide by the Standard Rules of Conduct set forth in Chapter 112.313 of the Florida Statutes.

ARTICLE 7

Expenditures

Section 1. All expenditures shall be reviewed and approved by the Library Director / Chief Executive Officer, or someone designated by the Library Director / Chief Executive Officer. The Library Director / Chief Executive Officer shall have compiled monthly a summary of expenditures which shall be submitted to the Board for review.

Section 2. No individual member of the Board may authorize purchases or enter into contracts on behalf of the Library except when expressly authorized by the Board to do so.

ARTICLE 8

The Library Director / Chief Executive Officer

Section 1. The Library Director / Chief Executive Officer serves at the pleasure of the Board and is responsible to the Board.

Section 2. The Library Director / Chief Executive Officer shall have responsibility to employ, supervise and terminate employees of the Library.

Section 3. The Library Director / Chief Executive Officer shall have supervisory charge, control and management responsibility of the library facilities, as well as all the employees in and about the same; shall draw up rules and regulations for work of library employees, assigning duties to each.

Section 4.

- (a) The Library Director / Chief Executive Officer shall be held directly responsible for the care and preservation of the property in charge of the Board; the quality and efficiency of the library services; the accuracy of records; the reliability of the Library's accounts and resources; the enforcement of rules; the cleanliness and good condition of the facilities, grounds, and sidewalks, the proper heating, lighting, and ventilation of the facilities; and proper performance of any duty the Board may require.
- (b) The Library Director / Chief Executive Officer shall attend the meetings of the Board and provide minutes of the meetings.
- (c) The Library Director / Chief Executive Officer shall make regular reports of the operations of the library.
- (d) The Library Director / Chief Executive Officer shall have the payrolls properly prepared based on accurate reports of time of the employees and shall be responsible for the prompt payment of employer and employee taxes thereof.
- (e) The Library Director / Chief Executive Officer shall prepare an annual report, showing operations of the library and its departments during the preceding year.
- (f) The Library Director / Chief Executive Officer may designate a subordinate to perform the duties of the Library Director / Chief Executive Officer during his absence.
- (g) The Library Director / Chief Executive Officer shall provide for orderly and prudent investment of such Library monies as are available beyond current needs. Reports on investments shall be included with such financial reports as the Board requires.

ARTICLE 9

Section 1. Roberts Rules of Order shall govern in the parliamentary procedures of the Board.

ARTICLE 10 Amendments

Section 1. Amendments to these by-laws may be made by 4/5 vote of the entire Board at any meeting provided at least 72 hours prior written notification has been given concerning such item.

Signed:

Ronald A. Harbert
Corbin M. Sarchet III
Jacquelyn Perkins
Jacob V. Stuart
Laura E. Santos

Date: July 8, 1999

Amended by the Board: January 9, 2003