



Volume I – Board Organization

Chapter 1: Board Bylaws

Chapter 2: Board Members

**JACKSON DISTRICT LIBRARY
BOARD OF TRUSTEES
BYLAWS**

**ARTICLE I
NAME AND LOCATION**

1.1 Authority. This organization was formed by an Agreement between the City of Jackson, Michigan and the County of Jackson, Michigan, dated January 1, 1978 (the "Agreement"), as amended. For purposes of these Bylaws, the City of Jackson and the County of Jackson may each be referred to as a Participating Municipality in accordance with Section 2 of the District Library Establishment Act, Michigan Compiled Laws Annotated §397.171 et seq. (the "Act"). The language of the statutes used is as it exists on the date of the revised Bylaws.

1.2 Name. In accordance with terms of the Agreement, this organization shall be called the Jackson District Library.

1.3 Purposes. The Jackson District Library Board of Trustees (the "Board of Trustees" or "Board") shall govern operations of the Jackson District Library as specified herein and with such power and authority to perform those acts, tasks, and functions described herein and permitted or required by the Agreement and the Act.

1.4 District Served. The Jackson District Library shall serve all that territory located in the jurisdictional limits of the County of Jackson, Michigan as such limits may exist from time to time, or such other boundaries as may be determined by the voters.

1.5 Dissolution. The Jackson District Library may be dissolved and assets of the Jackson District Library distributed in accordance with the Agreement and applicable provisions of the Act.

**ARTICLE II
POWERS AND DUTIES; FISCAL AUTHORITY**

2.1 Powers and Duties. The Board of Trustees shall have the power and authority to do and perform the following acts, tasks and functions as described in Sec. 12 of the Act, MCL 397.182:

- a. Establish, maintain, and operate a public library for the District;
- b. Appoint and remove officers from among its "Board Members";
- c. Appoint and remove a Library Director and Library employees, and set their compensation, unless otherwise delegated as permitted by law;
- d. Purchase, sell, convey, lease or otherwise acquire or dispose of real or personal property including, but not limited to, land contracts and installment purchase contracts;
- e. Erect buildings;
- f. Supervise and control Jackson District Library property;

- g. Enter into a contract to receive library-related service from or give library-related service to a library or a municipality within or without the District (MCL 397.182 sect 12(1));
- h. Adopt bylaws and regulations, not inconsistent with the Act, governing the Board of Trustees and the Jackson District Library;
- i. Propose and levy upon approval of the electors as provided in the Act, a tax for support of the Jackson District Library;
- j. Borrow money pursuant to the District Library Financing Act (1988 P.A. 265, MCL 397.281 to 397.290);
- k. Issue bonds pursuant to 1988 P.A. 265, MCL 397.281 to 397.290;
- l. Accept gifts and grants for the Jackson District Library; and
- m. Do any other thing necessary for conducting the Jackson District Library service, the cost of which shall be charged against the Jackson District Library Fund.
- n. Perform all the powers enumerated under the District Library Financing Act
- o. Perform all the powers and duties otherwise permitted by law.

2.2 Fiscal Authority. Money for the Jackson District Library shall be paid to the Board of Trustees and deposited in a fund designated as the Jackson District Library Fund. The Board of Trustees shall have exclusive control of the expenditure of money deposited in the Jackson District Library Fund, including the authority to prepare budgets and final authority as to the expenditure of such funds. The Board of Trustees shall prepare and publish an annual budget in accordance with the Uniform Budgeting and Accounting Act, being Act No. 2 of the Public Laws of Michigan of 1968, as amended. The Board of Trustees shall be responsible for establishing the approval process for all financial expenditures.

2.3 Fiscal Year. The fiscal year for the Jackson District Library shall be the annual period commencing January 1 and ending the following December 31 of each year.

ARTICLE III BOARD MEMBERSHIP

3.1 Composition. In accordance with the Act and the Agreement, the Board of Trustees shall consist of seven (7) Board Members appointed by the Jackson City Council and the County of Jackson Board of Commissioners. Three of the Board Members shall be appointed by the Jackson City Council and three shall be appointed by the Jackson County Commission; the seventh shall be appointed alternately at the end of each term by the City Council and the County Commission. An appointment for the office of Board Member shall be in accordance with the requirements of Sections 8 (MCL 397.178) and 9 (MCL 397.179) of the Act.

3.2 Terms. Board Members shall serve terms of four years each, except that Board Members appointed to fill unexpired terms shall serve only for the balance of the unexpired terms unless thereafter reappointed by the County or City to a full term. Board Members shall serve until the appointment and qualification of their successor.

3.3 Charge and Responsibilities of Board Members. The responsibility of a Board Member is to set policy and direction for the Library. Board Members should commit themselves to respecting and working with other Board Members as part of a team.

3.4 Attendance. Board Members are expected to attend all meetings of the Board of Trustees. In the event of extenuating circumstances requiring a Board Member to be absent from a regularly scheduled meeting, the Board Member must notify the President of the Board in advance. If the President cannot be reached, the Library Director should be notified. Under special circumstances requiring absence for an extended period of time, a Leave of Absence may be granted to any Board Member upon written request stating the reason(s) and subsequent approval by the full Board of Trustees.

3.5 Vacancies. A vacancy shall occur on the Board of Trustees in the event any Board Member is removed from office by the governor pursuant to Section 10 of Article V of the Michigan Constitution 1963, resigns, dies, is convicted of a felony, ceases to be a resident of the District, ceases to become a resident of the Participating Municipality that appointed the Board Member or for such other reason as permitted by law.

- a. Resignation from the Board of Trustees shall be by written letter submitted to the President of the Board of Trustees. The resignation shall be effective upon receipt of such notice by the President.
- b. Filling vacancies. (MCL 397.179 Sec. 9). A vacancy of a Board Member shall be filled for the unexpired term by the Participating Municipality that appointed the Board Member whose position is vacant. The Secretary/Treasurer shall notify the City and/or County when there is an opening (vacancy) on the Board.

3.6 Compensation. The Board of Trustees may compensate Board Members for attending official meetings of the Board or committees of the Board and shall include the amount of compensation, if any, in the annual budget. Compensation shall not exceed \$30.00 per Board Member per meeting. A Board Member shall not be compensated for attending more than 52 meetings per year. The Board of Trustees also may reimburse a Board Member for necessary expenses that the Board Member incurs in the performance of official duties.

3.7 Conflict of Interest and Commitment. No member of the Board of Trustees shall benefit financially from the Board Member's membership on the Board, or have a conflict of interest recognized by law. If a Board Member believes he or she may have conflict of interest, the Board Member must report such conflict to the Board President and Library Director to determine whether a conflict of interest exists.

3.8 Execution of Contracts. The Board of Trustees may in any instance designate one or more Board Members to execute contracts and other instruments on behalf of the Board, and such authority may be general or confined to specific transactions. The Board of Trustees may also ratify any execution. When the execution of any instrument has been authorized without specifying the executing officers or agents, the President, Vice President, Secretary/Treasurer of the Board of Trustees may execute such

instrument on behalf of the Jackson District Library, and any of the foregoing officers may delegate such authority in writing to the Library Director.

ARTICLE IV OFFICERS

4.1 Elected Officers. The Board of Trustees shall elect a President, Vice President, and Secretary/Treasurer at the Annual Meeting. Officers shall be currently appointed and voting members of the Board of Trustees.

4.2 President. The President shall:

- a. Preside at all meetings of the Board of Trustees, following the proper order of business as hereinafter provided.
- b. Appoint all standing and ad hoc committees and the chairs of such committees, subject to approval by the Board.
- c. Call special or emergency meetings of the Board as may herein be provided.
- d. As a member of the Board, the President may speak, deliberate, or vote on any matter that comes before the Board unless there is a conflict of interest. Notwithstanding parliamentary rules, the President may move or second the motion of any issue that comes before the Board.
- e. Perform such other duties as may be prescribed by District Library law or by any action to the Board of Trustees.

With the approval of the majority of the Board and unless prohibited by law, the President may delegate any of these responsibilities to the Library Director.

4.3 Vice President. The Vice President shall assume the duties of the President in his or her absence. In the event of resignation, removal, disability, or death of the President, the Vice President shall assume the office of President for the unexpired portion of the vacated term. With the approval of the majority of the Board and unless prohibited by law, the Vice President may delegate any of these responsibilities to the Library Director.

4.4 Secretary/Treasurer. The Secretary/Treasurer shall assure the maintenance of a true and accurate record and account of all Library Board proceedings; be responsible for notifying appointing bodies of any vacancies of the Library Board; shall transmit and retain (for the time period required by law) all official records of the Library Board; and assure the receipt, investment, payment and audit of all funds which the Library Board is legally entitled to receive and expend. With the approval of the majority of the Board and unless prohibited by law, the Secretary/Treasurer may delegate any of these responsibilities to the Library Director.

4.5 Terms of Office. Officers shall be elected for a one-year term annually at the Annual Meeting of the Library Board. The officers-elect shall take office upon election and serve until the following year's Annual Meeting. Except for the office of President, upon a vacancy in an office, the Library Board shall appoint an officer to fill the unexpired term of that Board officer.

4.6 Vacancies. In the event of the death, resignation, removal, or the Board Member ceases to be a member of the District Library Board, vacancies in any office shall be filled by the Board of Trustees at its next regular meeting following the occurrence of a vacancy, except for the office of President, in which case the Vice President shall immediately assume the duties of the office for the unexpired term. A successor Vice President shall be elected to fill any vacancy so created in that office.

4.7 Resignation; Removal. Resignation from office shall be by written letter submitted to the President of the Board of Trustees and shall be effective when submitted to the President. Any officer may be removed with or without cause by the vote of two-thirds (2/3) of the members of the Board of Trustees then in office at any regular or special meeting.

ARTICLE V MEETINGS

5.1 Annual and Regular Meetings. The annual meeting of the Board of Trustees shall be the first meeting of each new calendar year. At the annual meeting, the Board of Trustees shall determine the schedule of regular meetings of the Board of Trustees for the upcoming year. Within ten (10) days following the annual meeting, a notice shall be posted in a public place setting forth the dates, times and places of all regular meetings scheduled for the ensuing year. (MCL 15.265(2)) If there is a change in the schedule of regular meetings, there shall be posted within 3 days after the meeting at which the change is made, a public notice stating the new dates, times, and places of the regular meetings for that year.

5.2 Special Meetings. Special meetings may be called by the President, Library Director or at the written request of any two (2) or more Board Members. Public notice of special meetings of the Board of Trustees shall be given as required by law.

5.3 Agenda for Regular Meetings. The order of business shall be, but is not necessarily limited to, unless amended by the Board at any regular meeting, the following:

- a. Call to Order
- b. Consent Agenda
 1. Minutes
 2. Gifts and Donations
 3. Personnel Actions
- c. Public Comment
- d. Current Bills
- e. Financial Reports
- f. Committee Reports
- g. Director's Report
- h. Old Business
- i. New Business

- j. Communications
- k. Adjournment

5.4 Quorum. No official business shall be conducted without a quorum of the Board being present at the meeting. For all meetings, both regular and special, four (4) members of the Board of Trustees shall constitute a quorum for the transaction of business. There will be a roll call for attendance at the beginning of each meeting and the minutes will reflect the late arrival and/or early departure time of a Board Member.

5.5 Voting. Each Board Member shall have one vote on any question being considered.

All Board Members present at a Board meeting are expected to vote on all issues unless the Board Member has declared a valid conflict of interest per Section 3.7.

5.6 Rules of Procedure.

- a. The proceedings of the Library Board shall be governed by Michigan's Open Meetings Act (Public Act 267 of 1976). All other situations that arise during the proceedings will be resolved by generally accepted parliamentary procedures assuming such procedures are not inconsistent with these Bylaws or Michigan State Statutes.

- b. Members of the public may address the Board at any of its meetings, as provided for in the Open Meetings Act. Public comment shall be provided for in the agenda. Individuals may speak for not more than three (3) minutes. Modification of these times may be approved by vote of the Board.

**ARTICLE VI
COMMITTEES**

6.1 Designation of Committees. The following standing committees shall serve the Board of Trustees: (1) Finance Committee; (2) Facilities Committee; (3) Personnel Committee and (4) Executive Committee. In addition, the Board of Trustees may establish such special committees and subcommittees from time to time as it shall deem necessary or appropriate.

6.2 Committee Functions. The Board of Trustees shall define the powers and responsibilities of all committees and subcommittees. All committees and subcommittees, whether standing or special, shall serve in an advisory capacity to the Board of Trustees. No committee or subcommittee shall have authority to take final action with respect to any matter. Each committee shall present recommendations for deliberation and action by the Board of Trustees in accordance with Section 6.5 and the Board shall be free to reject, accept or modify the committee's nonbinding recommendations.

6.3 Committee Members; Chairpersons. Subject to the approval of the Board of Trustees, the President shall appoint the committee chairpersons and other members of standing and special committees from a list of proposed committee members

prepared in consultation with the Library Director. All appointments to standing committees shall be consistent with membership requirements described in Section 6.6 of these Bylaws. Committees may, but need not, be composed solely of members of the Board of Trustees. However, the committees shall not consist of a quorum of the Board of Trustees. Any committee member appointed by the Board of Trustees and any committee chairperson may be removed by a majority vote of the Board of Trustees with or without cause at any time. Individuals appointed by the Board of Trustees to serve on standing and special committees shall make every effort to attend scheduled committee meetings. Upon invitation by the committee chairperson, individuals other than appointed committee members may attend committee meetings.

6.4 Call and Notice of Committee Meetings. Committees and subcommittees shall meet in accordance with a schedule established by the committee or subcommittee and with such frequency as they deem appropriate to effectively discharge their functions, or as required by these Bylaws or by Board resolution. Reasonable notice of the meetings of any committee or subcommittee shall be given to the members thereof. The chairperson of any committee or the President may call a special meeting of any committee. Notice of the time and place of a special meeting of the committee shall be given to each committee member in advance of the meeting by any means, including mail, telephone, facsimile transmission, or e-mail, which can be reasonably expected to provide the committee members with actual advance notice of the meeting. Notice shall also be provided in accordance with the requirements of the Open Meetings Act, unless such committee is determined not to be a "public body" as defined by the OMA.

6.5 Meetings of Committees. A quorum for a committee meeting shall be the majority of the members appointed and serving but shall also consist of a least one (1) Board Member appointed to the committee. At each meeting of the Board of Trustees, each committee chairperson shall deliver a verbal report to the Board of Trustees with respect to activities of the Committee since the last Board meeting, unless a written report is required by the Board President. Any committee may submit a written report to the Board in lieu of the verbal report described herein.

6.6 Charge and Responsibilities of Standing Committees.

6.6.1 Finance Committee. The Finance Committee shall consist of three (3) Trustees, the Library Director, and such other persons, including members of the Library staff and members of the public having expertise in matters within the scope of the committee's duties, as the Board may deem appropriate. The Budget and Finance Committee shall (i) make recommendations to the Board on the adoption of the annual budget; (ii) review long-term plans for capital expenditures and make recommendations to the Library Director and the Board; (iii) review and advise the Board on financial policies and financial matters, such as insurance requirements, banking relationships, accounting practices, investment policies, internal controls, borrowings, millage and election issues and other similar matters; (iv) develop the basis for the operating millage proposal to be submitted to the electors of the Jackson District Library;

and (v) provide the necessary data to enable the Board to select financing for new buildings and properties, the amount and form of such financing, and procedures for approval of proposed financing by electors, if required.

6.6.2 Facilities Committee. The Facilities Committee shall consist of three (3) Trustees, the Library Director, and such other persons, including members of the Library staff and members of the public having expertise in matters within the scope of the committee's duties, as the Board may deem appropriate. The Facilities Committee is responsible for monitoring the long-range upkeep and maintenance of the facilities, negotiating contracts and agreements with the townships and villages, monitoring branch development and assessment, working with the Personnel Committee to ensure the safety and welfare of our customers and staff, and making recommendations to the board regarding facilities.

6.6.3 Personnel Committee. The Personnel Committee shall consist of three (3) Trustees, the Library Director and such other persons, including members of the Library staff having expertise in matters within the scope of the committee's duties, as the Board may deem appropriate. The Personnel Committee is responsible for monitoring and reviewing personnel actions, making recommendations to the Board regarding personnel and performing additional duties specifically delegated by the Board.

6.6.4 Executive Committee. The Executive Committee shall consist of the officers of the Board. This committee may exercise any power and perform any function granted by the Board of Trustees.

6.7 Special Committees. The Board President may create committees as deemed necessary with appointments to the committees confirmed by the Board. Members of these committees may include Board Members, administration, staff, and/or members of the community at large. All special committees shall disband when they have completed the work for which they were appointed or upon board action.

ARTICLE VII LIBRARY DIRECTOR

7.1 Appointment. The Director of the Jackson District Library shall be appointed by the Board.

7.2 Duties and Authority of the Library Director. The Library Director shall act as the Board's designee in performing and managing the day-to-day affairs of Library administration, under the authority and review of the Board. The Library Director shall also perform any duty that has been lawfully delegated to the Director by the Library Board.

**ARTICLE VIII
MISCELLANEOUS**

8.1 Immunity. Board Members and committee members shall possess all the immunity granted by law.

8.2 Insurance. The Board of Trustees may purchase and maintain liability insurance to indemnify and protect the Board of Trustees and the individual trustees, officers, committee and subcommittee members, employees, volunteers and agents of the Board of Trustees and the Jackson District Library (the "JDL Agents") against any liability asserted against the Jackson District Library and the JDL Agents and incurred by such individuals in any such capacity or arising out of such status with respect to the Jackson District Library, whether or not the Jackson District Library would have power to indemnify the person against such liability under these Bylaws or the laws of the State of Michigan.

8.3 Indemnification. To the fullest extent allowed by law and upon Board approval on a case by case basis, members of the Board may be indemnified and held harmless from any cost or loss, including counsel fees, incurred as the result of legal action or threatened action arising out of Board Members', or due to any action taken in an actual good faith belief that such action was lawful and appropriate. In all respects consistent with the foregoing, members of the Board are given the same indemnification as is applicable to Library Staff pursuant to policy adopted by the Board.

8.4 Amendments. These Bylaws may be amended by the Board of Trustees upon a majority vote of the Trustees voting at a meeting for which notice was duly provided and at which a quorum is present, provided that no amendment shall be adopted which is inconsistent with the Agreement or the Act. Amendments shall become effective immediately upon approval by the Board of Trustees unless the Board specifies an alternative effective date.

Approved by the Jackson District Library Board of Trustees


Secretary

Bylaws revised and adopted December 13, 2012.

BOARD OF TRUSTEES 2021

Term/Appointment	Board Member & Address
Term Exp. 02/02/21 City Appointed 08/12/14	JACQUELINE L. BARBER
Term Exp. 12/16/2024 County Appointed 12/16/2020	BARBARA DAME
Term Exp. 12/31/21 County Alt. Appointed 12/2017	WILLIAM C. JORS (Bill)
Term Exp. 12/31/21 County Appointed 12/31/17	SHANE A. LaPORTE
Term Exp. 08/23/21 City Appointed 12/13/18	ERIK LYMAN
Term Exp. 08/23/23 City Appointed 08/24/19	BEVERLEY G. McGILL (Bev)
Term Exp. 12/17/23 County Appointed 12/17/2019	STEPHEN RAJZER

Updated 1/4/2021