

**PONTIAC PUBLIC LIBRARY BOARD OF TRUSTEES
BYLAWS AMENDMENT RESOLUTION**

At a duly constituted meeting held on December 21st, 2023, the following amendments were adopted by the Pontiac Public Library Board of Trustees:

WHEREAS, the Pontiac Public Library Board of Trustees (the "Board"), has previously adopted the Bylaws of the Pontiac Public Library Board of Trustees (the "Bylaws");

WHEREAS, the Board desires to amend the Bylaws by combining Article II, Section 2 with Article III, Section 7, and to omit redundant text, and to clarify that all days referenced in the Bylaws are calendar days;

WHEREAS, the Board desires to amend the Bylaws to clarify its role as a unit, pursuant to the Michigan Public Library Trustee Manual, and to remove specific Bylaws in whole or in part that are inconsistent with the Michigan Public Library Trustee Manual;

WHEREAS, the Board desires to amend the Bylaws to clarify that the Board Treasurer will work with the library financial advisor to fulfill their responsibilities as Treasurer, and to add the Vice-Chair of the Board as an additional alternate check signer, and to clarify that only expenditures paid by check require two (2) signatures, and to ensure that the Bylaws are consistent with Pontiac Public Library financial procedures established by the Board;

WHEREAS, the Board desires to amend the Bylaws to clarify what is expected of Board officers regarding ethical conduct, and to grant the Board the power to remove officers from their position who are found to be in violation of the Bylaws, and/or policies adopted by the Board, and/or the Michigan Open Meetings Act;

WHEREAS, the Board desires to amend the Bylaws to establish how the Board will appoint committees and subcommittees;

WHEREAS, the Board desires to amend the Bylaws to remove specific Bylaws in whole or in part that are inconsistent with the Michigan Open Meetings Act;

NOW, THEREFORE, BE IT RESOLVED: That the Pontiac Public Library Board of Trustees hereby adopts the Amended Bylaws attached hereto as Exhibit A.

I, the undersigned, hereby certify that the foregoing is a true copy of the Resolution adopted by the Pontiac Public Library Board of Trustees at a meeting of said Board held on the aforementioned date, and that said Resolution is in full force and effect.

Dated: December 21st 2023

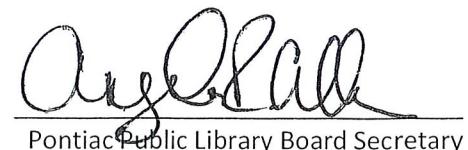

Amy O'Fallon
Pontiac Public Library Board Secretary

Exhibit A:
(Copy of Amended Bylaws)

Bylaws of the Pontiac Public Library Board of Trustees

Article I – Name and Purpose

Section 1 – The Board, as established under PA164, shall be known as the Pontiac Public Library Board of Trustees.

Section 2 – The purpose is to operate and provide library services in the City of Pontiac, to hold, safely keep and invest at its discretion such funds of property as it may receive as legatee or devisee, gift or in any other manner, and to use said monies or properties for the uses intended or required, and to exercise such powers and authority as provided by 1877 PA164 and its amendments to the laws of the State of Michigan.

Article II – Membership

Section 1 – Membership shall consist of six (6) elected trustees.

Section 2 – In the event of a vacancy, the Board shall appoint a resident of the City of Pontiac who is approved by a majority vote of the trustees present and voting at a meeting in which a quorum is present. Vacancies shall be filled for the unexpired portion of the term within 60 calendar days of a regular meeting of the Library Board after such vacancy occurs. Public notice of the Board Trustee vacancy shall be made within 7 calendar days of the vacancy (i.e. marque, newspaper, website). Applicants shall apply within 14 calendar days of the public announcement. A Board approved interview instrument shall be utilized and the interview shall be conducted by the Board Chairperson, the Vice Chairperson and a community representative within 14 calendar days after the applicants are submitted.

Section 3 – The Pontiac Public Library Board of Trustees can only act as a whole. The Board's power and authority is only valid when exercised as a unit. Individual trustees may not act alone, nor speak for the Board, unless authorized by the board. The Board chairperson has no more authority than another member unless it is expressly given by the Board at an official meeting.

Article III – Officers

Section 1 – The officers of the Board of Trustees shall be a Chairperson, Vice Chairperson, Secretary and Treasurer.

Section 2 – The Chairperson shall preside at all meetings of the Board, authorize calls for special meetings, and generally perform the duties of a presiding officer. The Chairperson shall retain all privileges of any member.

Section 3 – The Board shall hold a special or regular monthly meeting in January following the November quadrennial election to elect its officers by majority vote.

Section 4 – The Vice Chairperson shall preside at any Board meeting at which the Chairperson is not present.

Section 5 – The Secretary of the Board shall be responsible for maintaining an accurate and permanent account of the proceedings of the Board meetings. A draft of the Board meeting minutes shall be posted within 8 days of the Board meeting in compliance with state law.

Section 6 – The Treasurer, in conjunction with the library financial advisor, shall be responsible for reviewing Library expenditures in accordance with the annual budget established by Board action and report monthly on the state of the funds at each Board meeting. The Treasurer shall sign and issue checks along with the Chairperson. In the event the Treasurer and/or the Board Chairperson is unable to do so, the Vice Chairperson and the Library Director shall be alternate signees. Two signatures are required for all expenditures paid by check including capital improvements and technology. The Board must approve all purchases and expenses over \$2,500 which are outside of the approved budget. All electronic transactions must include the original receipt which shall be available for review by the Board.

Section 7 – Officers of the Pontiac Public Library Board of Trustees are expected to serve with high standards of ethical conduct, act in a manner that promotes public confidence in their impartiality, and avoid impropriety and the appearance of impropriety in all activities. Officers of the Board are also expected to abide by Board bylaws, all policies adopted by the Board, and the Michigan Open Meetings Act. Any officer elected or appointed by the Board found to be in violation of the Board's bylaws, policies, or the Open Meetings Act may be removed from their position at any time on the approval of two-thirds of the Board members present and voting at any regular meeting in which a quorum is present. In the event of an officer's removal from their position by the Board, the Board will immediately conduct nominations from the floor to fill the position.

Article IV – Meetings

Section 1 – The Library Board shall hold regular monthly meetings.

Section 2 – Public Notice of all meetings of the Library Board shall be posted in advance of such meetings, pursuant to the Michigan Open Meetings Act, Michigan Compiled Laws Public Act 267 of 1976, as amended.

Section 3 – A quorum shall consist of a simple majority of members serving in order to transact business.

Section 4 – Special meetings may be called by the Chairperson or upon written request of two Trustees to the Chairperson provided that eighteen hours of notice is given of the time and purpose of the special meeting. Notice of such meeting shall be posted for the general public at least eighteen hours prior to such meeting. The Chairperson shall call the meeting or delegate the responsibility to the Secretary. No business may be conducted at a special meeting except the business specified in the notice of the meeting.

Section 5 – Unless a change is approved at any meeting the order of business at each regular meeting shall consist of the following: Call to Order; Moment of Silence; Approval of Agenda; Public Comments; Approval of last meeting’s minutes; Special Presentation: Library Staff; Financial Report; Treasurer’s Report; Director’s Report; Chairperson’s Report; Action Items; Old Business; New Business; Board Member Comments; Adjournment.

Board Meeting Attendance

1. Board of Trustee members shall report their absence from a Board of Trustees Meeting at least twenty-four (24) hours prior to a regular meeting or special meeting.
2. Any anticipated absence should be reported to the Chairperson of the Board, and/or the Vice Chairperson of the Board.
3. Notification must be made by either telephone, cell phone or email. Text messages and voicemail are not acceptable.

Article V – Committees

Section 1 – In most matters, the Board shall act as a committee of the whole, but standing, special, select, or ad hoc committees created for specific purposes may be constituted as decreed necessary for the effective operation of the Board or for the study and investigation of special issues. These committees shall act in an advisory capacity and make periodic reports to the Board as required. A committee shall be considered discharged upon completion of its assignment and a final report to the Board.

Section 2 – Membership on special, select or ad hoc committees of the Board may be open to Board and non-Board members at the discretion of the Board. Committees or subcommittees with non-Board members among their membership shall act only in an advisory capacity to the entire Board. The Pontiac Public Library Board of Trustees shall use the ‘nominations from the floor’ method as defined in Robert’s Rules of Order to appoint all committees and subcommittees.

Article VI – Director

Section 1 – The Board shall appoint a Library Director with appropriate professional credentials and qualifications who shall be the administrative officer of the Board under the direction and review of the Board.

Section 2 – As chief administrator, the Director is responsible for Library services and resources offered to the community; materials collection; for the operation of the Library under the discretion of the Board as set forth in the Board’s projected budget; for the employment and direction of the staff; for the care of the facilities and equipment; and for reporting to the Library Board and administering the policies established by the Board.

The Library Director, unless excused, shall attend all meetings of the Library Board and shall prepare and present a monthly report of all expenditures and a preliminary draft of the budget and an annual report for Board approval.

The Library Director is authorized to make expenditures for the general operation of the Library system in accordance with the Library Board's purchase policies. The Director shall not be authorized to transfer title or assets without the approval of the Library Board.

Article VII – Parliamentary Authority

The rules contained in the then current edition of Robert's Rules of Order shall govern the Board in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the Board may adopt.

Article VIII – Amendments

These Bylaws may be amended on the approval of two-thirds of the Board members present and voting at any regular meeting, provided the amendment is recommended by the Committee of Bylaws and is read at two consecutive regular meetings to include the meeting at which the vote is taken.

Adopted by resolution December 21st, 2023