

(For introduction on February 16, 2023 and passage at the next regular meeting of the Board of Library Trustees pursuant to the requirements of Article XVII of the Regulations of the Board of Trustees)

**CLEVELAND PUBLIC LIBRARY**

**Board Meeting**

February 16, 2023

**RESOLUTION TO AMEND AND UPDATE THE REGULATIONS OF THE BOARD OF LIBRARY TRUSTEES**

WHEREAS, The Board of Library Trustees of the Cleveland Public Library has adopted Regulations governing the procedures of the Board of Trustees, which were revised on November 19, 1947, September 19, 1962, October 26, 1966, February 19, 1970, December 16, 1971, January 20, 1972, September 21, 1972, November 15, 1973, December 19, 1974, December 18, 1980, March 13, 2012, September 18, 2014, and November 19, 2015; and

WHEREAS, The Board of Library Trustees has determined that it is necessary to amend and update various sections of its Regulations in order to clarify certain of the Board's duties and procedures as shown in Exhibit A to this Resolution; now therefore be it

RESOLVED, That this Resolution be placed on the Board agenda at the next regular meeting of the Board of Library Trustees at which time the Board of Trustees may vote on its passage, as required by Article XVII of the Regulations, which states that no amendment of the Regulations shall be finally acted upon until the next regular meeting after the same shall have been proposed.

## REGULATIONS

### CLEVELAND PUBLIC LIBRARY REGULATIONS OF THE BOARD OF TRUSTEES

(All articles reviewed February 16, 2023)

(Revised November 19, 1947 and November 19, 2015, March 16, 2023)

(Amended September 19, 1962, October 26, 1966, February 19, 1970, December 16, 1971, January 20, 1972, September 21, 1972, November 15, 1973, December 19, 1974, December 18, 1980, February 16, 2012, September 18, 2014, March 16, 2023)

ARTICLE I. Regular meetings of the trustees shall be held on the third Thursday of each month or such other time as the Board may determine. The regular meeting held in the month of January of each year shall be the annual meeting of the trustees. (Amended October 26, 1966) There shall be a minimum of 10 regular meetings per year. (March 16, 2023)

ARTICLE II. Special meetings shall be called by the president or any two trustees, and the business to be transacted shall be stated in the call therefore.

ARTICLE III. For the purpose of transacting any business a quorum shall be a majority of the full membership.

ARTICLE IV. The officers of the Board of Trustees shall be a president, vice president, and secretary who shall serve for a term of one year. At the annual meeting the trustees shall elect, for a term of one year, a fiscal officer, who shall be treasurer of the Library funds. The Board shall also appoint one assistant to the fiscal officer, who shall be known as the deputy fiscal officer.

#### ARTICLE V.

(a) The president shall preside at all meetings. She/he shall appoint all committees except the nominating committee, which shall be elected by the Board members. The chairperson of all other committees will be designated by the president. She/he shall perform such other duties as by custom are incident to this office. She/he may also, at his or her discretion, by virtue of his or her office, be a member of all committees with power to exercise all functions belonging to other committee members.

(b) The vice president shall, in case of the absence or disability of the president, or in the case of the president's resignation or demise, or at the request of the president, assume and perform any and all duties which the president is authorized to exercise.

(c) The secretary shall cause to be kept a true and accurate record of all things done at meetings of the Board of Trustees through the preparation of minutes. Minutes shall be furnished to each trustee promptly after such records are prepared. The secretary shall cause to be safely kept in permanent form the records of all meetings, and all papers and documents relating to the business of the Board, which she/he shall deliver, on the termination of his or her office, to his or her successor. She/he shall, at all meetings of the Board, present all matters relating to the business affairs of the Library which have come to his or her attention. She/he shall perform such other duties as the Board may, from time to time, prescribe or direct, and such as are customarily performed by persons holding the office of secretary. In the absence or disability of the president and vice president, the secretary may exercise all of the powers entrusted to those officers, but only for the period of their absence or actual disability

(d) The fiscal officer of the Board shall be the treasurer of the Library funds and shall deposit all funds of the Library in depositories designated by the Board and shall draw all necessary checks and vouchers for the disbursement of funds of the Library pursuant to appropriations made by the Board, which shall become valid when signed by the president and fiscal officer. Except as set forth in Article XII of these Regulations, no monies credited to the Library in the excess of \$5,000 shall be paid out except on a check signed by the fiscal officer of the Board of Library Trustees having jurisdiction over said monies, and the president, or vice president, or secretary in that order, if available, and if none of them is available any one of the remaining Board members, in order of seniority on the Board. She/he shall, at each regular meeting, present to the Board a report showing the financial position of the Library in such form and with such detail as the Board may, from time to time, prescribe. She/he shall perform such other duties as the Board may prescribe or direct, and such as are customarily incident to the office of the treasurer.

In the event of the absence of the fiscal officer, the deputy fiscal officer shall have all powers and duties of the fiscal officer and shall sign as deputy fiscal officer.

ARTICLE VI. Copies shall be retained of all official correspondence of any of the trustees, relative to the affairs of the Library, and such copies, with all letters received, contracts, bills, receipts, vouchers, reports, and books of accounts, shall be preserved and kept in the rooms of the Library in places whence they shall be kept unless scheduled for destruction in accordance with the applicable record retention schedule.

ARTICLE VII. The Board shall appoint a Director of the Library for a term of one to five years and fix his or her compensation. She/he shall execute the duties as hereinafter provided. **The board shall complete an annual review of the Director's performance and deliver feedback with an established timeline of any actions. (Amended March 16, 2023)**

ARTICLE VIII. There shall be three standing committees of the trustees: namely, a Committee on Finance and Audit, a Committee on Human Resources, and a Committee on Community Services.

The Board may, from time to time, authorize the appointment of such other committees as it shall deem expedient for the purpose of investigating any matter relating to the business of the Library and reporting thereon to the Board. The president may, in the interim between meetings of the Board, appoint committees to perform like functions. Any committees created hereunder shall continue to perform the duties assigned to them until discharged by action of the Board.

Each committee shall consist of a minimum of three members and no greater than five members. The majority of the members of a committee shall constitute a quorum for that particular committee. If a quorum of members is present at a meeting of a committee, then that committee may vote on whether to recommend acceptance of a resolution to the Board. Such vote shall be conducted by taking a roll call of the committee members present. Reports of these committees shall be presented to the trustees by the chairperson or acting chairperson of each committee, unless otherwise ordered.

ARTICLE IX. The Committee on Finance and Audit shall meet the third Tuesday of each month a regular board meeting is scheduled. To the Committee on Finance and Audit shall be referred all matters relating to the Library budget and Library funds, loans, financing, real estate, claims, and contracts and settlements over a certain amount to be determined by resolution of the Board. When deemed advisable by the trustees, this committee shall be instructed to consult with the Committee on Human Resources and the Committee on Community Services regarding such financial factors as may be involved in any matters in the hands of these committees. All recommendations of this committee to the full Board shall be subject to a roll call vote of the trustees at the next regular meeting.

ARTICLE X. To the Committee on Human Resources shall be referred all matters relating to the personnel of the Library, professional, and otherwise. These matters shall include the appointment, remuneration, and duties of the Director, the committee to report its recommendation thereon to the trustees. This committee shall likewise recommend to the trustees the appointment, remuneration, duties, and termination of all other employees of the Library, after consultation with the Director of Human Resources. This committee shall likewise recommend to the trustees such rules and regulations regarding personnel matters as it may deem advisable. The rates of compensation for all employees of the Library shall be recommended by this committee to the full Board and fixed by the trustees. All recommendations of this committee shall be subject to a roll call vote of the trustees.

ARTICLE XI. To the Committee on Community Services shall be referred all matters relating to public services, the Library's strategic plans, and service facilities and properties of the Library, their construction, maintenance, and extension. All recommendations of this committee to the full Board shall be subject to a roll call vote of the trustees.

ARTICLE XII. No disbursement of money shall be made unless an appropriation **therefore** has been previously authorized by resolution of this Board. Disbursements shall be made upon a check signed by the Board President, Vice President or Treasurer, and the fiscal officer, or by direct deposit of funds by electronic transfer if the payee provides a written authorization designating a financial institution and an account number to which the payments are to be credited, and provided the Board President, Vice President or Treasurer and the fiscal officer sign the order authorizing the electronic fund transfer.

ARTICLE XIII. The Director shall be the chief executive officer of the Library, and shall supervise its administration, subject to such rules as may be adopted by the trustees. At each regular meeting of the Board, the director shall submit a report showing all matters and things done under her/his supervision since the last meeting of the Board, with such data and detail as may be necessary to enable the Board to understand the condition of the Library and all important steps taken to promote its objects and purposes. She/he shall also, from time to time, present to the Board such further information and data relating to the Library as it may request. She/he shall attend all meetings of the Board and take part in its deliberations, and shall recommend such action as she/he deems calculated to promote the best interests of the Library. At the close of each year she/he shall submit to the Board a general report setting forth the state of the Library, together with recommendations and suggestions for its improvement and development, which report shall be in a form suitable for printing and public distribution.

ARTICLE XIV. Pursuant to the provisions of Sec. 5705.28 of the *Revised Code*, the benefits of the service of the Cleveland Public Library shall be and hereby are extended on equal terms to all the inhabitants of Cuyahoga County.

ARTICLE XV. The order of business at regular meetings of the trustees shall be as follows:

1. Presentation and approval of Minutes as published
2. Communications

3. Report of Committees in the order named in ARTICLE VIII
4. Report of Special Committees
5. Old Business (previously introduced)
6. New Business (initiated in the present meeting)
7. **President's Report**
8. Report of Director and approval
9. **Public Comments**
10. Adjourn (Amended December 19, 1974 and **March 16, 2023**)

ARTICLE XVI. Parliamentary Authority. The rules contained in the current edition of *Roberts Rules of Order* will serve together with the *Rules and Regulations* of the Board of Trustees of Cleveland Public Library in matters not provided for within the Regulations of the Board already adopted, and where they are not inconsistent with any special rules of order of the Board.

ARTICLE XVII. No amendment of these regulations shall be finally acted upon until the next regular meeting after the same shall have been proposed. The trustees may temporarily suspend any or all rules and regulations in force by its authority, except this Article XVII, by a unanimous vote of all trustees present and the vote on such suspensions shall be taken by yeas and nays and entered on the records.