

**BY-LAWS OF THE
APPALACHIAN REGIONAL LIBRARY BOARD**

ARTICLE I – PURPOSE

Section I.1. The purpose of the Appalachian Regional Library Board (ARLB) is to serve as the governing body of the Appalachian Regional Library (ARL) as defined by the *Counties of Ashe, Watauga, and Wilkes, North Carolina, Interlocal Agreement for the Appalachian Regional Library System*, June 2012.

Section I.2. The Appalachian Regional Library Board is charged with perpetuating excellent library and information services to the residents of the areas included within the jurisdiction of the member counties in compliance with NCGS §153A-270 and Chapter 160A, Article 20, Part 1.

ARTICLE II – MEMBERSHIP

Section II. 1. The membership of the ARLB shall consist of twelve (12) members, four (4) each appointed by the Boards of County Commissioners of Ashe County, Watauga County, and Wilkes County as follows:

Section II. 2. Appointments by the County Commissioners shall be in August **with the effective date as of** the annual meeting of the ARLB in September and shall be made for four (4) year terms so that only three (3) terms of the twelve member board expire in any year, one member from each of the three counties.

Section II. 3. No individual will be appointed to more than two (2) consecutive terms.

Section II. 4. In the event of a vacancy on the ARLB, the County Commissioners shall appoint a new member to serve the remainder of the unexpired term. Board members who are appointed to fill unexpired terms are eligible to be appointed for one (1) additional full term. If the new member is fulfilling an unexpired term for less than 24 months, that member is eligible to serve two (2) consecutive full terms. All board members shall serve until their successors have been appointed.

Section II. 5. Members missing two (2) consecutive regular meetings shall be notified by the Secretary regarding their absences and requested to show reasonable cause for such absences. A member missing three consecutive regular meetings without just cause shall be deemed to have resigned from the ARLB. Notification shall be provided by the Chair of the ARLB to the Commissioners who shall replace the resigned member at the next regular scheduled meeting of the Commissioners. Such replacement shall be for the unexpired term of the resigned member.

Section II. 6. The Regional Director and County Librarians shall be non-voting members of the ARLB.

ARTICLE III – POWERS AND DUTIES

Section III. 1. The ARLB shall be delegated the power to adopt such bylaws, rules, and regulations for its own guidance and for the government of the library as may be necessary and in conformity with law.

Section III. 2. The ARLB shall be delegated the power to adopt policies for the regional library system's administration and operation.

Section III. 3. The ARLB shall be delegated the power to select, appoint, remove, determine salary and other terms of employment of a regional library director (the ARL Director), and delegate to that person executive powers. The ARL Director shall:

- a. Have a valid North Carolina Public Librarian Certificate;
- b. Be the chief executive and administrative officer of the ARL System and function in accordance with the approved policies and by-laws of the ARLB;
- c. Be an ex-officio member of every committee;
- d. Be responsible for (1) the appointment and termination of management staff, in consultation with the ARLB; (2) the efficiency of the ARL services to the public; (3) providing an orderly, functional library environment; (4) **the operation of the ARL** under the fiscal conditions set forth in the annual budget; (5) the supervision of the acquisition of materials.
- e. Prepare, in consultation with the finance officer and budget committee, a preliminary budget for the ARLB approval and adoption; notify local appointing boards of the expiration of Trustee's appointment and suggestions, if any, of a replacement; and with the assistance of the Chairman, shall provide a new Trustee with an orientation of duties and responsibilities; and
- f. Prepare, in consultation with the Chairman, meeting agendas; make regular reports to keep the ARLB fully informed about operation, activities, gifts, problems and progress of all libraries in the ARL; and perform other duties as required by the ARLB.

Section III. 4. The ARLB shall develop and approve an annual budget which shall:

- a. Be administered under the provisions of NCGS Chapter 159 and be subject to an independent audit **pursuant to NCGS§159-7(10)** in that the ARL is a local governmental agency, with all state funds administered by the regional library and expended throughout the region as described in 07 NCAC 02I.0202.

- b. Include the separate budgets of each member county library, with the understanding that funds appropriated by each separate member county will be spent for that county, **including** an agreed upon amount paid by each member county for the materials, salaries, and operating expenses which shall be sent to the ARL Finance Officer in monthly or quarterly payments as negotiated by the ARL Finance Officer and the member county; and
- c. Include a specified amount of funding for each library's operating costs with gifts, special memorials, endowment and trust income, and appropriations for capital outlay earmarked for the designated purpose.

Section III. 5. The ARLB shall be delegated the power to appoint a regional library finance officer (the ARL Finance Officer) who shall:

- a. Ensure expenditure of funds consistent with the budget adopted by the ARLB;
- b. Report directly to the ARL Director and the ARLB; and
- c. Attend and report at all meetings of the ARLB.

Section III. 6. The ARLB shall be delegated the power to assure compliance with all applicable State and Federal laws and eligibility for the receipt of State and Federal funds.

Section III. 7. The ARLB shall be delegated the power to make recommendations to the member counties concerning the construction and improvement of the physical facilities of the libraries within the region; however, construction and maintenance of the physical facilities within each member county shall be the responsibility of that county unless the ARLB negotiates and the member counties approve a collaborative effort.

Section III. 8. The ARLB shall make regular reports related to services and operations to the governing body of each member county as conveyed by approved reports of the ARL Director.

Section III. 9. The ARLB shall obtain an annual independent audit of ARL accounts consistent with generally accepted accounting principles, and submit a copy of the audit to the State Library of North Carolina and to the finance officer of each member county.

Section III. 10. The ARLB, staff, employees, or other agents shall not have the authority to incur any debt, obligation, liability, or other expense, not otherwise provided for in its existing appropriations, which would purport to place any liability for such debt upon the member counties without an express vote of approval from each member county's Boards of Commissioners approving such indebtedness.

ARTICLE IV – OFFICERS

Section IV. 1. The officers of the ARLB shall be the Chairman, Vice-Chairman, Secretary and such others as the Board may authorize.

Section IV. 2. Officers shall be elected at the annual meeting in September. They shall assume office at the close of said meeting and shall continue in office for one year, or until their successors are duly elected and assume office.

Section IV. 3. Chairman: The Chairman shall preside at all meetings; shall appoint all committees and be, ex-officio, a member thereof. He shall certify all actions approved by the board; shall authorize calls for and set the time and place for special meetings. He shall act in coordination and cooperation with the Director in all matters concerning the ARL.

Section IV. 4. Vice-Chairman: The Vice-Chairman shall preside during the absence or disability of the Chairman and shall assume and discharge all duties of the Chairman.

Section IV. 5. Secretary: The Secretary shall ensure that there shall be a true, accurate, and complete account of all proceedings of Board meetings. He/she shall assure that the minutes are prepared and mailed to each member of the ARLB as soon as possible after each meeting. He/she shall also ensure a record is kept of attendance of all meetings as well as a complete list of the trustee names, addresses, telephone numbers, and expiration of their appointment. He/she shall ensure the secure retention of all records and reports; and shall perform other such duties as pertain to the office.

ARTICLE V – MEETINGS/QUORUM

Section V. 1. The ARLB shall meet bimonthly, beginning in January, on the third (3rd) Thursday at a time and place designated by the Chairman. Special meetings may be called by the Chairman, or by a majority of the members with 48 hours notice. Emergency meetings may be called by the Chairman or Vice-Chairman because of generally unexpected circumstances that require immediate consideration (in accordance with NC Open Meetings Statutes, G.S. § 143-318.9 et seq).

Section V. 2. All meetings of the ARLB shall be open to the public unless designated as closed meetings under NC Open Meetings Statutes.

Section V. 3. A majority of members at a meeting shall constitute a quorum. Each member shall have one (1) vote. The presiding officer shall vote only in case of a tie. A simple majority vote by the members, a quorum being present, shall constitute the action of the ARLB.

ARTICLE VI – COMMITTEES/DUTIES

Section VI.1. There shall be four (4) standing committees (Budget; Governance; Personnel; and Services) of three members, with one member coming from each county. The Chairman may appoint an ad hoc committee. This ad hoc committee shall have a specific purpose and time in which to act, and will cease to exist when their specific purpose is completed.

Section VI. 2. Budget Committee: The Budget Committee develops and recommends budget and budget changes to the ARLB. The budget committee members review expenditures, audit reports and recommend changes to the ARLB. The format of all budget reports shall be at the discretion of the Budget Committee. The Budget Committee will present a budget report to the ARLB members at each bi-monthly meeting. The Budget Committee shall perform other duties as assigned by the Chairman.

Section VI. 3. Governance Committee: The Governance Committee develops, recommends, and reviews by-laws, contracts, policy statements, procedures, regulations, and changes thereto. The Governance Committee will report to the ARLB members at each bi-monthly meeting. The Governance Committee shall perform other duties as assigned by the Chairman.

Section VI. 4. Personnel Committee: The Personnel Committee develops, reviews, and recommends all personnel policies, job descriptions and classifications to the ARLB. The Personnel Committee will review the Director's work plan, make recommendations about the Work Plan, solicit input for his or/her evaluation from ARL Board members, and compile a draft document for review and approval by the ARLB. The Personnel Committee will review and recommend, before the fact, the appointment or termination of the Finance/Personnel Manager and the County Librarians. The Personnel Committee will report to the ARLB at each bi-monthly meeting. The Personnel Committee shall perform other duties as assigned by the Chairman.

Section VI. 5. Services Committee: The Services Committee reviews the services provided by the libraries. The Services Committee will recommend new services and/or changes in existing services to the ARLB. The Services Committee will report to the ARLB at each bi-monthly meeting. The Services Committee shall perform other duties as assigned by the Chairman.

Section VI. 6. Officers and Meetings: Each standing committee shall select one member to serve as Chairman. The standing committees may select a time and place for their meetings as required. (To conserve time, it is recommended that standing committees meet prior to the regular bi-monthly meeting.)

ARTICLE VII – ORDER OF BUSINESS

Section VII. 1. The order of business of regular meetings shall be determined in advance by the Chairman, using Roberts Rules of Order, Newly Revised, as a guide. A copy of

the agenda is to be distributed to the members prior to the meeting. Additions or deletions to the agenda may be made by a majority vote of the members present.

ARTICLE VIII – AMENDMENTS/PARLIAMENTARY AUTHORITY

Section VIII. 1. ARLB by-laws and policies may be amended by a 3/4th majority vote (9) at a regular bimonthly meeting provided that a copy of the proposed amendment is furnished to each Board member ten (10) days prior to the scheduled meeting.

Section VIII. 2. Roberts Rules of Order, Newly Revised, when not in conflict with these by-laws, and NC Open Meetings Statutes, G.S. § 143-318.9 et seq., shall govern the proceedings of the ARLB.

Section VIII. 3. These by-laws were revised as a result of the adoption of the Appalachian Regional Library Interlocal Agreement by Ashe, Wilkes and Watauga Counties, June 2012, and were adopted by the ARLB on the 21st day of March, 2013.

ARTICLE IX – DEFINITIONS

Section IX. 1. As used in these by-laws the following terms are defined:

ARL: The Appalachian Regional Library

ARLB: The Appalachian Regional Library Board of Trustees

Commissioners: The elected Commissioners of Ashe, Watauga, and Wilkes Counties

Counties: Ashe, Watauga, and Wilkes Counties

County Manager: The County Managers of Ashe, Watauga, and Wilkes Counties

Director: The Regional Director of the Libraries of the ARL

County Librarians: The County Librarians in the three Counties

Finance/Personnel Manager: The ARLB manager of Finance and Personnel