



Bylaws of the Charleston County Public Library Board of Trustees

Approved by the Board of Trustees on June 23, 2022

INTRODUCTION

The Charleston County Public Library Board of Trustees was created by law to act as the citizen control or governing body of the library system in Charleston County, S.C. Legal responsibility is vested in the Library Board, which is the policy-making body of the organization.

The board's responsibilities include hiring, supervising and evaluating a director; cooperating with the director in formulating all library policies and regulations; promoting library interests; supporting the mission of the library; procuring funds adequate for an excellent library program consistent with national and state public library standards and reflecting the needs of the citizens of Charleston County; oversight of library funds and library-owned property; cooperating with other public agencies; and general oversight of the library as a whole.

ARTICLE I: AUTHORITY

The Board of Trustees of the Charleston County Public Library was created by Ordinance #304 passed by the Charleston County Council on May 15, 1979, pursuant to Act 564, S.C. Code of Laws, 1978. The Board of Trustees derives its authority from that ordinance and is vested with the powers enumerated therein.

ARTICLE II: APPOINTMENT, ATTENDANCE, RESIGNATION AND REINSTATEMENT

- a. Terms of office. The Charleston County Public Library system is overseen by a Board of Trustees consisting of eleven members appointed by the Charleston County Council for staggered terms of four years, beginning January 1 and ending December 31 and until successors are appointed and qualify.
- b. Vacancies. Vacancies are filled in the manner of the original appointment for the unexpired term. To the extent feasible, members may be appointed from all geographical areas of the county, reflecting the demographics of the County of Charleston, and the specific talents and skills needed on the board.
- c. Friends of the Library liaison. One member of the Charleston Friends of the Library is designated as board Liaison, to attend regularly scheduled board meetings and provide monthly updates but shall not possess voting privileges.
- d. Attendance. A record of board attendance is reflected in the minutes of each meeting.
 1. Absences. If a board member is absent from three (3) scheduled meetings in a rolling 12-month period, the chair will notify the board member and also County Council.
 2. If a board member is unable to attend a meeting in person due to unplanned circumstances, the board member may attend a public meeting virtually with the following conditions:
 - i. All provisions of FOIA are met.
 - ii. The board member presiding over the meeting is physically present at the meeting place.
 - iii. Board member(s) attending virtually can hear all public, staff, and board member comments, and can be heard by those attending by any means.
 - iv. Once the meeting is convened, all communications between and among those attending electronically or in person must be audible to all in attendance.

- v. Any board member wishing to attend virtually is to notify the chair and the executive director as soon as possible and preferably 24-hours prior to the meeting start time.
 - vi. A board member is limited to virtual attendance at three (3) scheduled meetings in any 12-month rolling period.
3. Leave of absence. A board member may request a leave of absence once during an appointed term. The board member will notify the chair and submit a written request to County Council.
 4. Resignation. Any board member may resign by written notice to the Chair and to County Council.
 5. Reinstatement. A board member who has resigned may, upon their written request to County Council, be reinstated.
- e. Term limit. A board member may not serve more than two 4-year consecutive terms but is eligible for reappointment after a period of two years of absence from the board. A board member may fill a vacant partial term prior to serving the two full 4-year consecutive terms.

ARTICLE III: OFFICERS

Officers of the Board of Trustees consist of a chair, a vice chair, a secretary, and a treasurer, to be elected annually at the June meeting and who take office July 1. Board members interested in running for an office should submit their names to the nominating committee no later than May 1 to appear on the slate of officer nominees. If an election is delayed beyond July 1, officers will continue until the election is held, after which new officers will take office immediately.

- a. Chair. The chair presides at all meetings, appoints committees, serves as ex-officio member of the committees, and performs other duties as the Board of Trustees may direct. The chair executes instructions of the Board of Trustees.
- b. Vice chair. The vice chair performs the duties of the chair in the latter's absence and performs other duties as the Board of Trustees or Chair may direct.

- c. Secretary. The secretary is be responsible, with assistance of library staff, for recording of all proceedings of the board; reviews and reads the minutes of each meeting; transacts correspondence; and performs other duties as required by the Board of Trustees. The Chair executes any required legal documents.
 - 1. The secretary keeps an account of the attendance of all trustees. The secretary notifies the Chair of any board member with three (3) absences during any rolling, 12-month period.
- d. Treasurer. The treasurer, in collaboration with the Director, names a designated staff member or members to supervise the receipt and disbursement of all monies according to the approved annual budget and documented donation funds.

ARTICLE IV: COMMITTEES

The officers listed in Article III constitute the Executive Committee, which along with non-officer Trustees, subject to authority granted in the ordinance, adopts rules for the oversight of the Charleston County Public Library system. Standing committees include the following:

- a. Finance Committee. Comprised of three board members appointed by the chair. The Finance Committee plans, executes, and evaluates the acquisition of supplemental funds in addition to those provided by the county and the state to operate the county library system.
- b. Nominating Committee. Comprised of three board members who are not officers, appointed by the chair. The Nominating Committee presents a slate of officer nominees one month before the June meeting for the board's June vote. If vacancies occur during the year, the Nominating Committee will meet and present the nominee(s) at the next board meeting.
- c. Ad hoc committees will be formed as needed.

ARTICLE V: MEETINGS AND THE ORDER OF BUSINESS

Regular meetings of the Board of Trustees take place monthly, except July and December. The time and day of meetings will be decided each year by October 31 for the following year. A board

retreat is planned annually. Special meetings may be called by the chair and/or at the written request of three trustees. These meetings may be held in person or virtually.

- a. Notice. Notice shall be given to each board member and to members of the media and public that is consistent with the S.C. Freedom of Information Act.
- b. Quorum. Six trustees constitute a quorum for the transaction of business.
- c. Agenda. An agenda for board meetings is prepared by the director in cooperation with the chair and is provided to the members of the board in advance of the meeting.
 1. All matters submitted for board consideration, excluding emergency matters and matters not originating with a trustee, will first be reviewed by the director and chair who shall determine whether the matter requires reference to internal library administration or reference to the Board of Trustees for proper disposition.
 2. Matters that require board consideration may first be referred for recommendation by a standing committee or an ad hoc committee, as deemed appropriate by the chair, before presenting to the board. Policy amendments, new policies, or any other matters, as the chair determines, require a first and second reading prior to a board vote.
- d. Order of business. The order of business for board meetings will be determined by the chair. Required agenda items include, but are not limited to, a Freedom of Information announcement and report; a Public Comment period; and consideration and action on minutes of the previous meeting and action taken.
- e. Parliamentary procedure. The latest edition of Robert's Rules of Order will govern parliamentary procedures at board meetings.
- f. Open meetings. All meetings of the Board of Trustees, except those in executive session, are open to anyone who may wish to observe the proceedings.
- g. Public comment. Non-board members who wish to address the Board will be given the opportunity in a public comment period, for which time will be designated on the agenda. Public comments are limited to three minutes. Public speakers must sign a civility statement and adhere to the Code of Conduct Policy of the Charleston County Public Library.

ARTICLE VI: VIRTUAL MEETINGS AND VIRTUAL ATTENDANCE

Section 30-4-20(d) of the South Carolina Freedom of Information Act (FOIA) defines a meeting as a convening of a quorum of a public body in person or by means of electronic equipment (virtual).

Except in a situation of declared national, state, or county emergency, which includes and impacts Charleston County, and special meetings, the Board of Trustees meets in public with a quorum physically present at the meeting place.

In a situation of declared emergency where it is not possible, safe, or prudent for trustees to meet in person, all trustees may attend a board meeting entirely virtually.

Should an emergency exist where electronic methods of communication are not operational or are available to a limited number of county residents, trustees who are able may meet in person or virtually to make any necessary emergency decisions regarding library operations and/or expenditures. Such an emergency meeting will be documented by minutes which are approved and shared with other trustees and the public at the earliest opportunity once the emergency has passed.

In any emergency, board authority is vested as follows in any case where a quorum is unable to meet: Chair; Vice chair; Secretary; Treasurer; non-officer with longest tenure of board service; any other trustee.

ARTICLE VII: LIBRARY DIRECTOR AND STAFF

The Board of Trustees hires as library director someone whose qualifications and credentials meet the certification requirements of the South Carolina State Library.

- a. Duties. The library director carries out policies adopted by the Board of Trustees and the County administration, and is responsible for the employment and direction of staff, for maintenance and security of library buildings and equipment, for the strategic offering of

library services to the public, and for the operation of the library according to the approved annual budget.

- b. Regular reports. The library director shall make regular reports on library operations and activities to the Board of Trustees.
- c. Authority. All employees of the library are subject to the provisions of the S.C. Code of Laws, Section 4-9-30(7).
- d. Annual evaluation. The Board of Trustees annually evaluates the performance and effectiveness of the director based on the job description, strategic plan, and a contract, if there is one, with the director.

ARTICLE VIII: FINANCIAL MATTERS

The fiscal year of the Charleston County Public Library ends on June 30 of each year.

- a. Financial limitations. No committee, board member or employee of the library has any authority to make a contract or incur any indebtedness or liability in the name of, or on behalf of, the Board of Trustees without the board's authority and approval, except in a declared emergency.
- b. No compensation. No members of the board will receive compensation for the performance of their duties.
- c. Annual budget. An operating budget prepared by the library director will be approved by the Board of Trustees prior to its submission to County Council.
- d. Annual audit. A professional external audit of all financial transactions is made at the end of each fiscal year, and the report submitted to the board, to the county, to the S.C. State Library, and, if needed, to the appropriate federal agency.

ARTICLE IX: GIFTS

All monetary gifts to the library shall be deposited in financial institutions as designated by the Board of Trustees. All gifts of property, money or securities shall be held or disposed of as may be directed by the board. Such direction shall be upon decisions made by a majority of the board

members, which in their judgment will be most beneficial to the Charleston County Public Library system.

ARTICLE X: STRATEGIC PLANNING

The board engages in strategic planning as deemed necessary. Each year, the board shall prepare its goals and objectives for the year. The board reviews and evaluates the plans as carried out annually. At the end of any strategic planning cycle the completed plan shall be reviewed and evaluated.

ARTICLE XI: AMENDMENTS

Amendments may be made by a majority of members (six or more) at any regular meeting of the Board of Trustees, provided one month's written notice has been given to the trustees regarding the proposed amendment and the language thereof.