

1 AMENDED BYLAWS

2 FOR

3 THE SAN MATEO COUNTY LIBRARY JOINT POWERS AUTHORITY

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5 The County of San Mateo and certain cities within the County of San Mateo have entered into a  
6 Joint Powers Agreement establishing the Library Joint Powers Authority (hereinafter referred to as the  
7 “Library JPA”). The Library JPA hereby adopts the following Amended Bylaws for the purpose of  
8 providing for the orderly conduct of its affairs.

9 ARTICLE I.

10 NAME.

11 The name of the separate entity established by the Joint Powers Agreement is the “San Mateo  
12 County Library Joint Powers Authority” and may be referred to as the “Library JPA.” The Library  
13 JPA is charged with the governance of the San Mateo County Free Public Library system pursuant to  
14 the Joint Powers Agreement.

15 ARTICLE II.

16 PURPOSES.

17 The Library JPA shall have the purposes established by the Joint Powers Agreement  
18 (“Agreement”), including, without limitation: ~~In addition the JPA shall:~~

- 19  
20 A. Authorize the submission of applications for federal, state, local, and private grants and  
21 approve acceptance of such grants as are received, and allow for the delegation of this  
22 responsibility to the Library Director.  
23  
24 B. Advise the County concerning the job performance of the Library Director and concerning  
25 any issues regarding the Staff and Services Agreement between the Library JPA and the  
26 County.  
27  
28 C. Act in an advisory capacity to each City Council and the Board of Supervisors in all matters  
29 pertaining to public library services and the services of the library system.  
30  
31 D. Make appointments to advisory boards and other groups with which the Library JPA is  
32 affiliated ~~including the Peninsula Library System Advisory Board.~~  
33  
34 E. Consult with support groups and citizens on development of private donations, and the  
35 development and delivery of library services, and cooperate in the formalization of such  
36 groups into one or more affiliated non-profit corporations with tax exempt status.  
37  
38 F. Accept contributions, or authorize the Library Director to accept contributions, of money or  
39 property to the Library system and make appropriations in accordance with any limitations  
40 imposed by the contributors on the appropriate distribution and use of such gifts, and the  
41 Library JPA budget.  
42

1 ARTICLE III.

2 MEMBERS; GOVERNING BOARD.

3 Governing Board membership shall be as established by the ~~Joint Powers~~ Agreement.

4 A. If both the member and the alternate as described in the ~~JPA~~ Agreement will be absent, the  
5 City Council or Board of Supervisors may designate a substitute for that meeting and notify the  
6 Library JPA, in written notice to the Library Director, of the designation.

7 B. Members are expected to attend all meetings of the Board. A member, or designated  
8 representative, who is unable to attend a given meeting, shall give advance notice of his/her  
9 inability to attend to the Board Chair or to the Library Director.

10 C. If any member, or designated representative, fails to attend three consecutive meetings, the  
11 Chair will notify the City Council or Board of Supervisors to encourage future participation.

12 D. The Governing Board may appoint such committees as may be necessary from time to time.  
13 The Governing Board shall appoint a Personnel and Operations Committees in accordance with  
14 the ~~Library JPA~~ Agreement.

15 E. Members of the Governing Board and the designated representatives shall comply with  
16 State and Federal conflict of interest laws and regulations.

17 ARTICLE IV.

18 OFFICERS.

19 A. The Governing Board will elect a Chair and Vice Chair annually not later than June. Voting  
20 shall be public. The Chair and Vice Chair shall be voting members of the Governing Board. New  
21 officers shall assume office the first day (July 1) of the next Fiscal Year.

22 B. It shall be the duty of the Governing Board Chair to preside at the meetings of the Governing  
23 Board, call special meetings when necessary and to perform other duties as ordinarily pertain to  
24 the office of Chair. The Chair shall set the agenda in conjunction with the Library Director and  
25 the Operations Committee Chair.

26 C. The Vice Chair shall have all the powers and duties of the Chair in his or her absence.

27 D. The term of office for the Chair and Vice Chair shall commence as stated in paragraph A  
28 above, and run for a period of one year. No person shall hold the same office for more than two  
29 consecutive terms.

30 E. Nomination for officers shall be made from the floor. Nominations shall be made by voting  
31 members of the Governing Board only. Nominations and election of the Chair shall precede  
32 nominations and election of the Vice Chair.

33 F. A special election shall be called by the Governing Board if the Chair and/or Vice Chair is  
34 unable to serve a full term of office. The newly elected member shall serve the remaining term  
35 of that office and this remaining term shall be considered a term in determining consecutive  
36 terms.

1 G. All officers shall serve without compensation.

2 H. The Chair or Vice Chair may be removed from office at any time by majority vote of the  
3 Governing Board.

4 ARTICLE V.

5 STANDING OPERATIONS COMMITTEES; OFFICERS.

6 A. Operations Committee.

7 1. The Operations Committee will be comprised of the Chief Executive Officer of each city  
8 which is a Party, or his/her designee, and the representative designated by County.

9 ~~B.~~ 2. The Operations Committee shall be responsible for advising the Library Director and  
10 Library Governing Board on budget and operational issues of the library system.

11 ~~C.~~ 3. The Operations Committee shall elect a Chair and Vice Chair from among its members  
12 annually.

13 ~~D.~~ 4. It shall be the duty of the Operations Committee Chair to preside at the meetings of the  
14 Operations Committee, call special meetings and set the agenda in conjunction with the Library  
15 Director.

16 ~~E.~~ 5. The Operations Committee Vice Chair shall have all the powers and duties of the Chair in  
17 his or her absence.

18 ~~F.~~ 6. The term of office for the Operations Committee Chair and Vice Chair shall commence on  
19 July 1 and be for a period of one year. No person shall hold the same office for more than two  
20 consecutive terms.

21 ~~G.~~ 7. Nomination for officers shall be from the floor. Nominations shall be made by members  
22 of the Operations Committee only. Nominations and election of the Chair shall precede  
23 nominations and election of the Vice Chair.

24 ~~H.~~ 8. The Operations Committee may appoint ~~such other~~ sub-committees as may be necessary  
25 from time to time.

26 B. Personnel Committee.

27 1. The Personnel Committee shall consist of: the Governing Board Chair and Vice-Chair; the  
28 County Board of Supervisors' member of the Governing Board (if such member is not serving  
29 as Chair or Vice-Chair); the County Representative; and the Chair of the Operations Committee  
30 (or Vice-Chair if the County Representative is serving as Chair of the Operations Committee).

31 2. The Personnel Committee shall perform the following functions:

32 a. Serve as a forum for dispute resolution resulting from the Staff Services  
33 Agreement, or other matters involving services provided to the Library JPA by County  
34 staff.

35 b. With input from the full Governing Board, conduct performance reviews  
36

1 of the Library Director and make recommendations to the County as the final authority.

2 c. Initiate and conduct a recruitment and selection process for Library  
3 Director, in consultation with the Governing Board.

4 ARTICLE VI.

5 MEETINGS.

6 A. The Governing Board shall establish by resolution the date, time and place for regular Library  
7 JPA meetings. The Governing Board may call for or set special meetings as deemed necessary. The  
8 Ralph M. Brown Act shall control the notice, agenda, action and open/closed session requirements for  
9 Governing Board meetings.

10 ARTICLE VII.

11 CONDUCT OF BUSINESS.

12 A. Except as otherwise provided in these Bylaws, or by a majority vote of those present, Roberts  
13 Rules of Order, Revised, shall constitute the parliamentary authority for the Library JPA  
14 Governing Board and Operations Committee.

15 B. For all meetings, the Governing Board and Operations Committee may use a consent calendar  
16 containing items generally non-controversial in nature. Any Governing Board or Operations  
17 Committee member, staff or member of the public may request that an item be taken from the  
18 consent calendar and voted on separately.

19 C. The Governing Board agenda order of business may be revised by the Chair with the  
20 concurrence of the Board.

21 D. The public shall have an opportunity to speak on any Governing Board agenda item. The  
22 Chair, with the concurrence of the Board, may set parameters for the nature and length of any  
23 comments.

24 ~~E. Action may be taken on items not appearing on the posted agenda only in compliance with~~  
25 ~~provisions of the Ralph M. Brown Act.~~

26 ~~E~~. The Library Director shall prepare or cause to be prepared such reports, studies and  
27 recommendations as may be requested by the Board to assist in the conduct of business, including  
28 financial reports.

29 ~~G~~. The Library Director shall be responsible for the maintenance of agendas, records of action  
30 taken, and other records and files pertaining to Board business.

31 ARTICLE VIII.

32 ADOPTION OF BUDGET; PROCEDURES.

33 Consistent with the Agreement, ~~F~~ the budget for the Library JPA will be adopted annually by the

1 Governing Board. Preliminary study sessions or special meetings will be established by the Chair as  
2 needed. Governing Board members may request the Chair to call such sessions or meetings. A  
3 preliminary budget shall be prepared by the Library Director and reviewed and approved by the  
4 Operations Committee and presented to the Governing Board for approval prior to July 1 each year. A  
5 revised final budget shall be prepared and presented to the Governing Board for approval prior to October  
6 15 each year.

7 ARTICLE IX.

8 ~~ADOPTION AND AMENDMENT OF BYLAWS.~~

9 ~~A. These Bylaws shall become effective upon affirmative vote of a majority of the Governing~~  
10 ~~Board.~~

11 ~~B~~ The Bylaws may be amended by a majority two-thirds vote of the Governing Board. Proposed  
12 amendments shall be proposed in writing and distributed to all members at least five (5) days prior to  
13 the meeting at which they are to be considered. The Governing Board shall vote on the proposed  
14 amendment at the soonest practicable regular meeting date.

15 ARTICLE X.

16 CONFLICT BETWEEN BYLAWS AND JOINT POWERS AGREEMENT

17 ~~A.~~ In the event of a conflict between these Bylaws and the ~~Joint Powers~~ Agreement, the latter  
18 shall prevail.