

INTRODUCTION  
ORGANIZATION/GOVERNANCE  
BYLAWS – BOARD OF TRUSTEES

**ARTICLE I NAME**

This organization shall be called the Board of Trustees of the North Little Rock Public Library System of North Little Rock, Arkansas, existing by virtue of the provision of the laws of the State of Arkansas, and exercising the powers and authority and assuming the responsibilities delegated to it under the said statute.

**ARTICLE II BOARD OF TRUSTEES**

Section 1. GENERAL POWERS.

The business and affairs of the library shall be managed by its Board of Trustees.

Section 2. NUMBER, TENURE AND QUALIFICATIONS.

The number of Trustees of the Board shall be seven (7). Terms shall be for five (5) years. The absence of any Trustee from three (3) consecutive meetings of the Board, without due explanation of absence, shall render his or her office as Trustee vacant. Vacancies on the Board shall be filled by the Mayor with the approval of the City Council, and sworn by a Municipal Judge of the City. Any trustee may succeed himself or herself in office.

**ARTICLE III MEETINGS**

Section 1. ANNUAL MEETING.

The annual meeting of the Trustees shall be held in November of each year, at the hour of 5:30 p.m., for the purpose of electing officers and for the transaction of such other business as may come before the Board.

Section 2. REGULAR MEETINGS.

Regular meetings shall be held in January, March, May, July, September, and November, with the date and hour set by the Board at its annual meeting.

Section 3. SPECIAL MEETINGS.

Special meetings of the Board of Trustees may be called by or at the request of the President or any four (4) Trustees. The person or persons authorized to call special meetings of the Board of Trustees may fix the place for holding any special meeting called by them.

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Section 4. NOTICE.

Notice of any special meeting shall state the purpose of the meeting and shall be given at least 48 hours previous thereto by written notice delivered personally or electronically to each trustee at their address on file with the Secretary of the Board (see Section 6, Article IV of these by-laws). Any Trustee may waive notice of any meeting. The attendance of a Trustee at a meeting shall constitute a waiver of notice of such meeting, except where a Trustee attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

Section 5. ORDER OF BUSINESS

The order of business for regular meetings shall be as follows:

- 1) Roll call of members
- 2) Public comments
- 3) Acceptance or revision of previous minutes
- 4) Financial Report
- 5) Statistical Report
- 6) Committee Reports
- 7) Unfinished Business
- 8) New Business
- 9) PR/Correspondence
- 10) Announcements
- 11) Board Member comments
- 12) Adjournment

Section 6. CONDUCT OF MEETINGS

Proceedings of all meetings shall be governed by *Robert's Rules of Order*.

Section 7. QUORUM

A majority of the number of Trustees fixed by Section 62-2 of the North Little Rock City Code shall constitute a quorum, being the number four (4) for the transaction of business at any meeting of the Board of Trustees, but if less than such majority is present at a meeting, a majority of the Trustees present may adjourn the meeting without further notice.

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Section 8. MANNER OF ACTING

The act of the majority of the Trustees present at a meeting at which a quorum is present shall be the act of the Board of Trustees.

Section 9. ACTION WITHOUT A MEETING

Any action that may be taken by the Board of Trustees at a meeting may be taken without a meeting if consent in writing, setting forth the action so to be taken, shall be submitted to the Secretary before such action by all of the Trustees.

Section 10. VACANCIES

Any vacancy occurring in the Board of Trustees will be filled by the Mayor of the City of North Little Rock, Arkansas, with confirmation by the City Council, unless otherwise provided by law. A Trustee appointed to fill a vacancy shall be elected for the unexpired term of their predecessor in office. Temporary appointments may serve six (6) month terms.

Section 11. PRESUMPTION OF ASSENT

A Trustee of the Library who is present at a meeting of the Board of Trustees at which action on any matter is taken shall be presumed to have assented to the action taken unless their dissent shall be entered in the minutes of the meeting or unless they shall file their written dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof or shall forward such dissent by registered mail to the secretary of the Board of Trustees immediately after the adjournment of the meeting. Such right to dissent shall not apply to a Trustee who voted in favor of such action.

**ARTICLE IV OFFICERS**

Section 1. NUMBER

The officers of the Board of Trustees shall be a President and a Vice-President, each of whom shall be elected by the Board of Trustees. The Director of the Library shall serve as the Secretary-Treasurer. Such other officers and assistant officers as may be deemed necessary may be elected or appointed by the Board of Trustees.

Section 2. ELECTION AND TERM OF OFFICE

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The officers of the North Little Rock Public Library Board of Trustees to be elected by the Board of Trustees shall be elected annually by the Board at its annual meeting. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be. Each officer shall hold office until their successor shall have been duly elected and shall have qualified or until their death or until they shall resign.

Section 3. PRESIDENT

The President shall be the principal elected officer of the Board of Trustees and subject to the control of the Board of Trustees. When present, the President shall preside at all meetings of the Board of Trustees, appoint all committees and serve as an ex-officio voting member of all committees. The President may sign, with the Secretary or any other proper officer of the Board of Trustees thereunto authorized by the Board, any instrument the Board of Trustees has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Trustees or by these by-laws to some other officer or agent of the Trustees, or shall be required by law to be otherwise signed or executed; and in general shall perform all duties incident to the office of president and such other duties as may be prescribed by the Board of Trustees from time to time.

Section 4. VICE-PRESIDENT

In the absence of the President or in the event of the President's death, inability or refusal to act, the Vice-president shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice-president shall perform such other duties as from time to time may be assigned by the President or by the Board of Trustees.

Section 5. SECRETARY-TREASURER

The Secretary-Treasurer of the Board of Trustees shall be the Executive Director of the Library and shall keep the minutes of the proceedings of the Board of Trustees in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these by-laws or as required by law; be custodian of the permanent records of the Board of Trustees; keep a register of the post office address of each trustee which shall be furnished by such trustee; and sign with the President any instrument the Board of Trustees has authorized to be executed. The Secretary-Treasurer also shall have charge and custody of and be responsible for all funds received by the North Little Rock Public Library System of North Little Rock, Arkansas; receive and give receipts for moneys due and payable to the Library from any source whatsoever, and deposit all such moneys in the name of the Library in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of Article V of these by-laws; and in general perform all of the duties incident to the office of Secretary-Treasurer and such other duties as from time to time may be assigned by the President or by the

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Board of Trustees. The Secretary-Treasurer shall be bonded under the authority of the City of North Little Rock.

**ARTICLE V CONTRACTS, LOANS, CHECKS AND DEPOSITS**

Section 1. CONTRACTS

The Board of Trustees may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Board of Trustees, and such authority may be general or confined to specific instances.

Section 2. LOANS

No loans shall be contracted on behalf of the Board of Trustees of the North Little Rock Public Library of North Little Rock, Arkansas without a majority vote of the Board of Trustees of the North Little Rock Public Library of North Little Rock, Arkansas and a resolution signed by the President and Secretary/Treasurer of the Board of Trustees of the North Little Rock Public Library of North Little Rock, Arkansas.

Section 3. CHECKS, DRAFTS, ETC.

All checks, drafts or order for payment of money in the name of the North Little Rock Public Library shall be signed by such officer or officers, agent or agents of the Library and in such manner as shall from time to time be determined by resolution of the Board of Trustees.

Section 4. DEPOSITS

All funds of the North Little Rock Public Library not otherwise employed shall be deposited from time to time to the credit of the Library in such banks, trust companies, or other depositories as the Board of Trustees may select.

**ARTICLE VI COMMITTEES**

Section 1. APPOINTMENT

The President may appoint committees of one or more members each for such specific purposes as the business of the Board may require from time to time. The committees shall be considered to be discharged upon the completion of the purpose for which it was appointed and after the final report is made to the Board.

Section 2. REPORTS

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All committees shall make a progress report to the Library Board at each of its meetings.

Section 3. POWERS

No committee will have other than advisory powers unless, by suitable action of the Board, it is granted specific power to act.

Section 4. BUDGET COMMITTEE

A budget committee may be appointed by the President on an annual basis which shall consist of three (3) members, with the President being one of the three (3) members of this committee. The budget committee may work with the Executive Director to prepare the annual budget, review long-range plans, suggest revisions to the budget when needed, and review the budget as needed.

Section 5. AUDIT COMMITTEE

The audit committee will consist of all Trustees who are authorized to sign checks on the accounts of the North Little Rock Public Library. Members of the audit committee are bonded under the General Liability Coverage of the City of North Little Rock (as are all the Trustees) under the provision...”the Named Insured shall include any official, trustee, director, officer or employee of the Named Insured while acting within the scope of their duties...” BASIC COVERAGE LIMITS: Employee fidelity and Faithful Performance Bonds...\$50,000 each occurrence.

Section 6. NOMINATING COMMITTEE

A nominating committee may be appointed by the President prior to the annual meeting which will present a slate of officers to be elected at the annual meeting. Additional nominations may be made from the floor.

**ARTICLE VII EXECUTIVE DIRECTOR AND STAFF**

The Board shall appoint a qualified executive director who shall be the executive and administrative officer of the Library on behalf of the Board and under its review and direction. The Director shall present to the Board the appointment and specify the duties of other employees at the regular meeting following such appointment and shall be held responsible for the proper direction and supervision of the staff, for the care and maintenance of library property, for an adequate and proper selection of materials and resources in keeping with the stated policy

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of the Board, for the efficiency of library service to the public, and for its financial operation within the limitations of the budgeted appropriation.

**ARTICLE VIII FISCAL YEAR**

The fiscal year of the Board of Trustees shall begin on the first day of January and end on the last day of December in each year.

**ARTICLE IX WAIVER OF NOTICE**

Unless otherwise provided by law, whenever any notice is required to be given to any member of the Board of Trustees under the provisions of these by-laws or under the provisions of Arkansas Statute 19-3202 or Municipal Ordinance No. 5761 of the City of North Little Rock, Arkansas, dated November 21, 1984, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

**ARTICLE X GENERAL**

Section 1. An affirmation vote of the majority of all members of the Board present at the time shall be necessary to approve any action before the Board. The President may vote upon and may move or second a proposal before the Board.

Section 2. These by-laws may be amended by the majority vote of all members of the Board provided written notice of the proposed amendment shall have been mailed to all members at least five (5) days prior to the meeting at which such action is proposed to be taken.

Section 3. Any rule or resolution of the Board, whether contained in these by-laws or otherwise, may be suspended temporarily in connection with business at hand, but such suspension, to be valid, may be taken only at a meeting at which at least six (6) of the members of the Board shall be present and four (4) of those present shall so approve.

**APPROVED: January 11, 2016**

**REVISED: November 15, 2021**

**REVISED: January 17, 2023**

**NORTH LITTLE ROCK PUBLIC LIBRARY SYSTEM  
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**ATTEST:**

NORTH LITTLE ROCK PUBLIC LIBRARY SYSTEM

Rev. 1.17.2023

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**Crystal Gates**  
**Executive Director**  
**Board of Trustees Secretary/Treasurer**