

## PASO ROBLES Library Board of Trustees

### BYLAWS

#### ARTICLE I - THE BOARD

##### Section 1: Name of Board

The name of the Board shall be the Paso Robles Library Board of Trustees (hereinafter referred to as the "Board").

##### Section 2: Purpose

A free public library is hereby established in and for the City of El Paso de Robles in accordance with the provisions of Title 2, Chapter 2.12 of the Municipal Code of the City of El Paso de Robles. The Board of Trustees derives its general authority and powers under the Education Code Sections 18900-18965 of the Laws of the State of California.

The Board shall be advisory to the City Council, advising on matters concerning the library. Members of the Board represent the people living within the library's jurisdiction and provide valuable feedback regarding community need and the development of library policy and potential programs and services.

The duties and responsibilities of the board of library trustees include:

- (a) To advise city council and city manager in those matters pertaining to the city library.
- (b) To know and interpret library services to the community and seek community involvement in and financial support of the library program.
- (c) To assist in the development of a program for the extension and improvement of library services, resources, and facilities.
- (d) To determine and set, with the assistance of the librarian, library rules, regulations, and policies not otherwise within the purview of city council or city manager.
- (e) To annually review the proposed library budget before its submittal to the city council with the aim of assisting the city in providing the community with constantly improving library services.
- (f) To keep abreast of library trends and standards by participating in trustee's meetings and workshops in affiliation with the state and national associations.
- (g) To encourage the giving of bequests and gifts to, or for the benefit of, the library.
- (h) To be familiar with and be able to interpret local and state laws and actively support library legislation.
- (i) To review appeals according to the Library's Request for Reconsideration policy.
- (j) To do and perform any and all other acts and things necessary and proper to carry out the provisions of California Education Code Section 18900 and following, as may be requested by the city council.

(Ord. No. 977 N.S. § 1, 1-3-2012)

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## Section 3: Membership

Board members are appointed by and serve at the pleasure of the City Council.

- a. Total Membership—Total membership of the Board shall be five members, as defined in paragraph (b) below.
- b. Membership Categories and Qualifications  
To be eligible for membership on the Board, a person must be either a:
  - (1) Resident: To qualify under this category, the person must either own or occupy a residential dwelling located within the City.
  - (2) Business Owner: To qualify under this category, the person, or the legal entity, which the person represents, must present satisfactory evidence of ownership and operation of a business within the City.
  - (3) Representative of Existing Community Organization: To qualify under this category, the person must be appointed to serve as a representative member by an existing nonprofit corporation or association of persons and/or entities which has its headquarters or a site office within the City or has a substantial number of constituents who are persons and/or entities who reside or conduct business in the City formed for the purpose of serving the community and generally recognized by persons within the City as a Paso Robles community organization.
  - (4) Other: Non-residents may be considered/appointed so long as a majority of the Advisory Body are residents as provided in Section 3.a.1-3 above.
- c. Open Membership. Criteria and selection for membership shall not discriminate based upon sex, race, religion, creed, color, age, marital status, national or ethnic origin, or any other classification protected by law or classification protected by any local codified or adopted policy.
- d. City Residency. The city council shall make all appointments to the board of trustees and the trustees shall serve at the pleasure of city council. All citizens and residents of the city shall be eligible for such appointment as well as up to two trustees from the county who in the judgment of the city council have special qualifications or experience relevant to services on the library board of trustees. Vacancies shall be filled by appointment for the unexpired term in the same manner as the full-term appointments are made. (Ord. No. 977 N.S. § 1, 1-3-2012)
- e. Term of Appointment. A member's regular term of appointment shall be three years, starting the first meeting in July of each year.  
  
No person shall be eligible for appointment for more than three consecutive three-year terms, exclusive of prior appointment to fill an unexpired term of office.
- f. Membership on only One Board/Committee. Appointees shall serve on only one City Council Advisory Body/Commission at any one time. Board members acknowledge that serving on multiple Advisory Body Commissions may lead to forfeiture under the incompatibility of office doctrine.
- g. Member Code of Ethics. Board members shall adhere to the City Council's Code of Ethics (Appendix A), and any binding authority that controls, including State law and Fair Political

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Practices Commission regulations. In addition, Board members are to act for the long-term benefit of the community as a whole, not for personal benefit or the benefit of an organization or group they may belong to or that nominated them. In addition, Board members will complete AB 1234 training if required.

## **Section 4: Conflict of Interest**

Board members shall refrain from using their position to unduly influence the deliberations or decisions of the City Council or other City commission, board, or Board and shall act in accordance with any binding authority that controls, including State law and Fair Political Practices Commission regulations. Board members should reach out to the City Attorney's Office with questions regarding compliance with this section.

## **Section 5: Termination of Membership**

Membership in the Board shall terminate if:

- a. The member shall not be, or shall no longer be, a member of that membership category from and for which he or she was elected or appointed;
- b. The member shall have acted in violation of Section 9 of Article III of these Bylaws;
- c. The member shall have served three consecutive full terms; or
- d. The member shall have acted in violation of the adopted Code of Ethics (Appendix A), any other applicable adopted City policy or State law, or for similar cause.

## **Section 6: Removal of Members**

A member may be removed by an affirmative vote of a majority of the City Council, if, after a hearing, it is found and determined that any one of the grounds for termination specified in Section 5 of Article I exists.

## **Section 7: Resignation**

Any Board member may resign at any time by giving written notice to the Chairperson, who shall forward such notice to the Board and the City Council. Board members shall endeavor to submit written notice at least ten (10) days before the planned effective date whenever possible. Any such resignation will take effect upon receipt or upon a date specified therein. The acceptance of such resignation shall not be necessary to make it effective.

## **Section 8: Filling of Vacancies**

In the event of a vacancy on the Board, the City Council shall select an individual to fill such vacancy as soon as reasonably practicable. New members shall meet the qualifications set forth in Section 3 (b) of Article I.

## **Section 9: Remuneration**

Members shall serve without pay except for reimbursement for travel expenses to meetings outside of the City, if any.

## **Section 10: Liaisons**

In addition to the five Board members, two members of the City Council (appointed by the Mayor and confirmed by the full City Council), as well as the City Librarian and Director of Community Services, shall

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be non-voting Liaisons. The purpose of the Liaisons shall be to facilitate the work of the Board, by serving as a two-way conduit of information between the Board and their respective City organizations.

## **ARTICLE II – OFFICERS**

### **Section 1: Officers**

The officers of the Board shall consist of a Chairperson and a Vice Chairperson, who shall be elected in the manner set forth in Section 6 of this Article II.

### **Section 2: Chairperson**

The Chairperson shall preside at all meetings of the Board, and may submit such agenda, recommendations, and information at such meetings as are reasonable and proper for the conduct of the business affairs and policies of the Board. The Chairperson may sign documents necessary to carry out the business of the Board.

### **Section 3: Vice-Chairperson**

The Vice Chairperson shall perform the duties of the Chairperson in the absence or incapacity of the Chairperson. In the event of the death, resignation, or removal of the Chairperson, the Vice Chairperson shall assume the Chairperson's duties until such time as the Board shall elect a new Chairperson.

### **Section 4: Secretary**

The City Librarian or designee shall be the Secretary. The Secretary shall be responsible for noticing meetings, creating the agenda, and keeping the minutes and other official records.

### **Section 5: Additional Duties**

The officers of the Board shall perform such other duties and functions as may from time to time be required by the Board, these Bylaws, or other rules and regulations, or which duties and functions are incidental to the office held by such.

### **Section 6: Election**

The Chairperson and Vice Chairperson shall initially be elected from among the members of the Board at the Board's first regular meeting. Thereafter, the Chairperson and Vice Chairperson shall be elected annually from among the members of the Board. Officers of the Board shall hold office until their successors are elected and in office. Any such officer shall not be prohibited from succeeding themselves.

### **Section 7: Removal of Officers**

Upon an affirmative vote by a majority of the members of the Board present at a regular or special meeting of the Board at which a quorum is present, the Chairperson or Vice Chairperson may be removed from office, and a successor elected pursuant to Section 8 of this Article II.

### **Section 8: Vacancies**

Should the offices of the Chairperson or Vice Chairperson become vacant, the Board shall elect a successor from among the Board members at the next regular or special meeting, and such office shall be held for the unexpired term of said office.

## ARTICLE III – MEETINGS

### Section 1: Regular Meetings

The Board shall meet a least once monthly (*either in person or virtually, depending on any public health restrictions resulting from a pandemic or other event, consistent with State law*) on a regular recurring day/time/place which will be determined at the annual reorganization meeting when the chairperson is selected. A notice, agenda, and other necessary documents shall be delivered to the members by email and with a link posted on City's website at least 72 hours prior to any regular meeting.

### Section 2: Special Meetings

Special meetings may be held upon call of the Chairperson or Secretary, or an affirmative vote by a majority of the members of the Board present at a regular or special meeting of the Board at which a quorum is present, for the purpose of transacting any business designated in the call, after notification of all members of the Board by written notice personally delivered or by email at least twenty-four (24) hours before the time specified in the notice for a special meeting. At such special meeting, no business other than that designated in the notice shall be considered.

### Section 3: Adjourned Meetings

Any meeting of the Board may be adjourned to another meeting date, time, and place without the need for notice requirements of a special meeting, provided the adjournment adheres to the Ralph M. Brown Act (Gov. Code §54950 et seq.), and indicates the date, time, and place of the adjourned meeting. Board members absent from the meeting at which the adjournment decision is made shall be notified by staff of the adjourned meeting.

### Section 4: All Meetings to be Open and Public

All meetings of the Board shall be conducted in Paso Robles, at a location accessible to the public (either in person or virtually, depending on any in-person meeting restrictions resulting from a pandemic or other event). All persons shall be permitted to attend except as otherwise provided by law.

### Section 5: Posting Agendas/Notices

The Secretary shall post an agenda for each regular Board meeting or a notice for each special Board meeting containing the time and location of the meeting together with a brief description of each item of business to be transacted or discussed at the meeting consistent with State law. Agendas/notices shall be posted outdoors at the Paso Robles City Library at least 72 hours in advance of each regular meeting and at least 24 hours in advance of each special meeting. The Secretary shall maintain a record of such posting.

### Section 6: Right of Public to Appear and Speak

At every regular meeting, members of the public shall have an opportunity to address the Board on any matter within the Board's subject matter jurisdiction. Public input and comment on matters on the agenda, as well as public input and comment on matters not otherwise on the agenda, shall be made during the time set aside for public comment; provided, however, that the Chairperson may direct that public input and comment on matters on the agenda be heard when the matter regularly comes up on the agenda. The Chairperson, with the consent of the Board, and consistent with any Board policies or guidelines, may limit the total amount of time allocated for public discussion, applied uniformly to each individual speaker.

At every special meeting, members of the public shall have an opportunity to address the Board only on a matter agendaized for that special meeting.

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## **Section 7: Non-Agenda Items**

Matters brought before the Board at a regular meeting that had not been placed on the agenda of the meeting shall not be acted upon by the Board at that meeting unless action on such matters is permissible pursuant to the Ralph M. Brown Act (Gov. Code §54950 et seq.). Those non-agenda items brought before the Board that the Board determines will require Board consideration and action, and where Board action at that meeting is not so authorized, may be placed on the agenda for a future meeting at the discretion of the Board, once a City staff report concerning the matter is prepared.

## **Section 8: Quorum**

The powers of the Board shall be vested in the members thereof. Three members (a majority) then in office shall constitute a quorum for the purpose of conducting the Board's business, exercising its powers, and for all other purposes, but less than that number may adjourn the meeting until a quorum is obtained. An affirmative vote by a majority of the members of the Board present at a regular or special meeting of the Board at which a quorum is present shall be required for approval of any question brought before the Board.

## **Section 9: Absences**

~~Members shall notify the Secretary or Chairperson in advance of a meeting if they will not be able to attend. If a member is absent for four meetings in a term, whether regular or special, such absences shall result in the termination of the membership of the absenting member.~~

Members shall notify the Secretary or Chairperson in advance of a meeting if they will not be able to attend. If a member shall be absent from more than 25% of the meetings per year, whether regular or special, such absence shall result in the termination of the membership of the absenting member.

## **Section 10: Method and Order of Business**

All business and matters before the Board shall be transacted in conformance with the City Council's established practice.

## **Section 11: Action Minutes**

Minutes of the Board shall be prepared in writing by the Secretary and approved by the Board at the next regular meeting. The approved minutes of the Board documenting the Board's actions shall be forwarded to the City Council following each meeting. The approved minutes of each meeting shall be made available on the City's website and filed in the official book of minutes of the Board.

## **Section 12: Reports and Recommendations to City Council**

Reports or recommendations of the Board to the City Council, to the extent contemplated by the Board's purpose and responsibilities, shall be prepared in writing by the Secretary following every regular meeting and presented to the City Council during a public meeting once the Secretary or designee has prepared a report identifying key facts, options, analysis of the options, fiscal impact, and recommendations, and the report has been reviewed by the City Manager. Reports may also be prepared following a special meeting, at the request of the Board.

The Chair, or the Chair's designee, at the direction of a majority of the Board at a meeting at which a quorum is present, may also make verbal reports to the City Council on any issue within the Board's purview. The verbal report may be agendaized as a presentation item by the staff liaison or the Chair or Chair's designee may make a brief verbal report as part of the general public comment portion of the meeting.

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## **Section 13: Reports to the Community**

The Board, assisted by staff, shall also report to the community each time it reports to the Council. In addition, the reports shall seek to elicit questions or feedback from the broadest feasible cross section of the community. To these ends, a variety of media may be used, including, as appropriate, newsletters, social media, utility bill stuffers, the City's website, etc.

## **ARTICLE IV - REPRESENTATION BEFORE PUBLIC BODIES OTHER THAN THE CITY COUNCIL**

The Chairperson or designee may make official representations on behalf of the Board before public bodies other than the City Council at the direction of the Board and with the affirmative vote of a majority of the City Council.

Nothing in this article shall limit the ability of members of the Board to speak before the City Council or any other public body as an individual, provided the member states he or she is not representing or speaking on behalf of the Board.

## **ARTICLE V – SUB-Committees**

The Board may establish any standing and/or special sub-committees consistent with State law it deems necessary consistent with, and to fulfill, its stated purpose as established in Article I, Section 2 of these Bylaws.

## **ARTICLE VI – AMENDMENTS**

These Bylaws may be amended upon an affirmative vote by a majority of the City Council.

## CODE OF ETHICS

### PREAMBLE

The residents and businesses of Paso Robles are entitled to have fair, ethical, and accountable local government. Such a government requires that:

- ▶ Public officials comply with both the letter and spirit of the laws and policies affecting operations of the government;
- ▶ Public officials be independent, impartial, and fair in their judgment and actions;
- ▶ Public office be used for the public good, not for personal gain; and
- ▶ Public deliberations and processes be conducted openly, unless legally confidential, in an atmosphere of respect and civility.

To this end, the Paso Robles City Council has adopted this Code of Ethics to encourage public confidence in the integrity of local government and its operation.

### PUBLIC INTEREST

Advisory Body and Commission Members will work for the common good of the people of Paso Robles and not for any private or personal interest, and they will endeavor to treat all persons, claims, and transactions in a fair and equitable manner.

Advisory Body and Commission Members shall comply with the laws of the nation, the State of California, and the City in the performance of their public duties.

### CONDUCT

Advisory Body and Commission Members are expected to exercise a duty of care in carrying out their responsibilities, which includes devoting sufficient time to carefully review and fully understand the matters that come before them.

Advisory Body and Commission Members shall act with civility towards all and shall refrain from abusive conduct, personal charges, or verbal attacks upon the character or motives of others.

Advisory Body and Commission Members shall perform their duties in accordance with the processes and rules of order established by the City Council.

Advisory Body and Commission Members shall inform themselves on public issues; listen attentively to public discussions before the body; and focus on the business at hand.

Advisory Body and Commission Members shall base their decisions on the merits and substance of the matter at hand.

Advisory Body and Commission Members shall publicly share substantive information that is relevant to a matter under consideration that they may have received from sources outside of the public decision-making process.



## CONFLICT OF INTEREST<sup>1</sup>

Advisory Body and Commission Members shall not use their official positions to influence government decisions in which they have a financial interest, or where they have an organizational responsibility or personal relationship that would present a conflict of interest under applicable State law.

In accordance with the law, members shall timely file with the City Clerk a Statement of Economic Interests (Form 700) and, if they have a conflict of interest regarding a particular decision, refrain from participating in that decision, unless otherwise permitted by law.<sup>2</sup> Advisory Body and Commission Members shall participate biennially in Ethics Training seminars as required by state law.

Advisory Body and Commission Members shall not take advantage of services or opportunities for personal gain, by virtue of their public office, which are not available to the public in general. They shall refrain from accepting gifts, favors, or promises of future benefits that might compromise their independence of judgment or action or give the appearance of being compromised.

Advisory Body and Commission Members shall respect and preserve the confidentiality of information provided to them concerning the confidential matters of the City. They shall neither disclose confidential information without proper legal authorization, nor use such information to advance their personal, financial, or other private interests.

Advisory Body and Commission Members shall not use public resources (such as City equipment, staff, and facilities) not available to the public for private gain or personal purposes.

No Advisory Body or Commission Member shall appear before the body on which that member serves to advocate on behalf of or to represent the private interests of third parties.

Advisory Body and Commission Members shall represent the official policies and positions of the Advisory Body if authorized by the Advisory Body. When presenting their personal opinions and positions, members shall explicitly state they are doing so in their personal capacity, and not as a representative of the Advisory Body or the City.

Advisory Body and Commission Members shall refrain from using their position to unduly influence the deliberations or decisions of City commissions, boards, or committees.

## POLICY ROLE

Advisory Body and Commission Members shall respect and adhere to the Council-Manager structure of Paso Robles City government as provided in State law and the Municipal Code.

Advisory Body and Commission Members shall support the maintenance of a positive and constructive environment for residents, businesses, and City employees.

## COMPLIANCE & ENFORCEMENT

Advisory Body and Commission Members themselves are primarily responsible for ensuring they understand and meet the ethical standards set forth herein.

<sup>1</sup> State laws governing conflicts of interest are written to ensure that actions are taken in the public interest. These laws are complex and fact dependent. Advisory Board Members should notify the City Manager if they have a question about the conflict-of-interest rules or should consult with the Fair Political Practices Commission for guidance in advance.