

BOARD DUTIES AND RESPONSIBILITIES POLICY HANDBOOK

JACKSON COUNTY LIBRARY DISTRICT



SECTION 1: Overview	Page 3
SECTION 2: The Board	Page 3
2.1 Board Members	
2.2 Elections and Eligibility	
2.3 Oath of Office	
2.4 Board Officers	
2.5 Vacancies	
2.6 Board Member Authority	
SECTION 3: Board Meetings	Page 6
3.1 Required Meetings	
3.2 Notice	
3.3 Agenda	
3.4 Executive Sessions	
3.5 Special and Emergency Meetings	
3.6 Minutes	
3.7 Procedural Rules	
3.8 Order and Decorum	
3.9 Public Participation/Comment	
3.10 Virtual Attendance	
SECTION 4: Committees	Page 11
4.1 General	
4.2 Standing Committees	
4.3 Special Committees	
SECTION 5: Budget	Page 13
5.1 Governing Statutes	
5.2 Budget Process	
5.3 Budget Committee	
SECTION 6: Responsibilities	Page 14
6.1 Delegation	
6.2 Management	
6.3 Board Member Reimbursement	
SECTION 7: Ethics	Page 16
7.1 Governing Statutes	
7.2 Conflicts of Interest	
7.3 Prohibited Actions	
SECTION 8: Communications	Page 19
8.1 Communications with the Media	
8.2 Communications with District Staff	
8.3 Confidentiality	
SECTION 9: Board Member Development and Training	Page 20
9.1 General	
9.2 Minimum Requirements	
9.3 Board Member Orientation	
SECTION 10: Library Director Evaluation	Page 22
10.1 Evaluation Process	
Acknowledgement of Receipt and Compliance	Page 23

SECTION 1: OVERVIEW

Pursuant to a local election held on the 20th day of May 2014, the voters authorized the creation of the Library District to serve Jackson County. The organization is called the “Jackson County Library District,” hereafter referred to as “District”. Following its formation, the District assumed and performs functions as provided in Chapters 357 and 198 of Oregon Revised Statutes (ORS) and all other relevant state statutes that relate to Library Districts.

The purpose of the Board, on behalf of the people of Jackson County, is to see to it that Jackson County Library District: (1) Achieves appropriate results for appropriate persons at an appropriate cost; and (2) Avoids unacceptable actions and situations. As provided for in ORS 357.256, the District Board shall be the governing body of the District and shall exercise all powers thereof.

The District’s Board Governance Policies will not create any enforceable right, contract, employment agreement or expectation on the part of any person; and any deviation from a District policy will not in itself render any District action invalid, void or voidable, nor will such deviation constitute evidence of negligence. The Board may deviate from policy when to do so serves the public interest or avoids hardship as the Board may determine. Policies will comply with all applicable federal, state and local laws and regulations. If any policy or portion thereof is found to conflict with any local, state, or federal law or regulation, such policy or such portion thereof will be deemed void without further Board action.

The policies compiled in this guidebook represent the Board member duties and responsibilities of Jackson County Library District. Board member’s signature on the Acknowledgment and Agreement to Comply page of this manual (pg.22) constitutes Board member’s agreement to comply with the Board policies and guidelines stated herein.

SECTION 2: THE BOARD

2.1 Members of the Board

The Board of Jackson County Library District shall be comprised of five Board members, who are duly elected public officials serving a term of four years. Each Board member is charged with serving the best interests of the District, and will exercise and carry out the powers and authority granted by the Oregon Revised Statutes, including ORS Chapter 198 (Special Districts Generally), and those statutes outlined in the Principal Act for Jackson County Library District, ORS Chapter 357.

Within ORS Chapter 357, “Library Districts” are covered in ORS 357.216 to 357.286. Board members should be aware that other Oregon statutes also apply to the District. Each Board member shall serve an equal role on the Board, and the Board shall operate as a whole. Board members have no individual authority except that expressly delegated by the Board.

2.2 Elections and Eligibility

No person elected or appointed to the Board shall be sworn in unless such person meets the qualifications for office set forth in the District’s organic act (ORS Chapter 357). If questions exist regarding the eligibility of any candidate, the Board shall obtain an opinion from legal counsel prior to swearing in such person.

- a. Any elector residing within the District is qualified to serve as a District Board member (ORS 357.226).
- b. The boundaries of the District include all territory within Jackson County, Oregon.

- c. Current District employees may not serve as Board members (ORS 198.115).

The election of Board Members shall be conducted as provided by the District’s enabling statute (ORS Chapter 357) and ORS Chapter 255.

- a. Board members are elected at large by position number by the electors of the District (ORS 357.241). Board member positions are numbered 1 through 5. The candidate receiving the highest number of votes in each position shall be elected.
Position numbers are transferred to the successors of each Board member.
- b. Regular District elections are held in each odd-numbered year on the third Tuesday in May (ORS 255.335).
- c. Terms shall be staggered so that not all Board members start four-year terms at the same time.

2.3 Oath of Office

Each District Board member elected shall take an oath of office and shall hold office from July 1 following their election (ORS 357.236).

Board members appointed to fill a vacancy shall take an oath of office at a Board meeting prior to assuming the duties of the position.

The oath should be administered before a judge, notary, or other official authorized by Oregon law to hear oaths. Language of the oath shall substantially similar to the following:

“I, [NAME], do solemnly swear that I will faithfully perform the duties of the office of BOARD MEMBER of the JACKSON COUNTY LIBRARY DISTRICT to the best of my abilities; that I will abide by the rules, regulations, and policies of the JACKSON COUNTY LIBRARY DISTRICT; and that I will uphold the laws and the Constitutions of the State of Oregon and the United States of America.”

2.4 Board Officers

The Board shall elect annually, from among its members, officers as prescribed by the Principal Act of Jackson County Library District. Officers have the general powers and duties outlined below:

President – The President of the Board shall preside at Board meetings and shall prepare or confer with the Vice President, Secretary, and Executive Assistant on preparation of the meeting agenda. The President is charged with conducting meetings, preserving order and ensuring that Board practices conform to Board policies and Oregon Revised Statutes. They may call special meetings according to Oregon Public Meetings Law and shall sign official District documents on behalf of the Board (when authorized to do so by a majority of the Board). They should also, when authorized to do so by a majority of the Board, be the source of contact for the District’s general counsel attorney on behalf of the District. The President has the same right as other members of the Board to move, second, debate and vote.

Any decision of the President or other presiding officer at the meeting may be overridden by a majority vote of the Board.

Vice-President – In the President’s absence, the Vice-President shall act as President pro tempore, and shall have the powers and duties of the President of the Board as prescribed by District polices.

The President will appoint a Board member to preside at meetings where the President and Vice President are not present. If the President has failed to appoint a Board member to preside, and if

the Vice President is not present then the remaining members of the Board will elect a Board member to preside at the meeting.

Secretary – In accordance with Oregon Revised Statutes, the Library Director shall serve as the Secretary of the District. (ORS 357.226). The Secretary shall be responsible for ensuring that accurate minutes of Board proceedings are taken, transcribed, and distributed to each Board member in a timely manner for review prior to approval. The Secretary shall maintain properly authenticated official minutes in chronological order and on file in the District’s records permanently. The Library Director may delegate any of the Secretary’s duties to staff.

Officer nominations and elections

- a. Nominations for President and Vice-President shall be taken from the floor during the first regular meeting in July.
- b. The candidate receiving a majority of votes cast shall be elected.
- c. The President and Vice-President shall serve for one year or until their successors are elected. Their term of office shall begin upon election.
- d. Neither the President nor the Vice President shall serve more than two consecutive years in those offices, unless additional terms are approved by a majority of the Board.
- e. Any officer elected by the Board may be removed from office by a majority vote of the Board when, in their judgment, the best interest of the District would be served thereby.

2.5 Vacancies

Vacancies on the Board due to resignation or incapacity to serve are to be filled by the remaining members of the Board in accordance with ORS 198.320.

If a Board member should resign from the Board before their term is up, the vacancy shall be filled by appointment decided by majority vote of the Board. If the Board cannot agree on an appointment, or there is not a quorum available to do so, the Board of County Commissioners for Jackson County will appoint a replacement. The appointed replacement shall serve until the next regular election of Board members.

The Board may, at its discretion, grant a leave of absence for up to three months in the event of illness or other extenuating circumstances.

2.6 Board Member Authority

- a. **Representative of the District:** If a Board member appears before another governmental agency or organization to give a statement on an issue relevant to the District, that member must state whether the statement reflects personal opinion, is the official position of the District, or both. Additionally, if the Board member is representing the District, they must support and advocate for the official District position on the issue.
- b. **Governing District:** The Board shall not, to the extent possible, involve itself in the day-to-day operations of the District. Without prior approval of the Board, no member may interfere with or engage in District operations, including programs, maintenance, personnel management, administration, enforcement of facility rules, planning, training, or other daily operations and responsibilities of the Library Director. If the Board sees a need for an exception and asks a Board member to become involved in District operations, the Board will clearly state in writing the Board member’s operational duties/functions, and the Board President and Library Director shall agree to said arrangement prior to the Board member commencing involvement.

Board member conduct and expectations are more fully outlined in Section 7 (Ethics).

SECTION 3: BOARD MEETINGS

3.1 Required Meetings

Board members' attendance at meetings is expected. At minimum a quorum of the Board shall discuss, deliberate and take action as appropriate on all agenda items. A majority of the Board (3 members) shall constitute a quorum.

All Board meetings and work sessions shall be conducted in accordance with Oregon Public Meetings Law as described in ORS 192.610 to 192.690. It is the intent of the public meetings law that decisions of governing bodies be arrived at openly.

All Board meetings shall be held within the geographic boundaries of the District, except for training sessions held without any deliberative action. No meeting shall be held in any place where discrimination on the basis of race, creed, color, sex, age, national origin, or disability is practiced. All meetings shall be held in locations which are accessible to the handicapped.

All meetings of the Board shall be open to the public except as otherwise provided by Oregon Public Meetings Law. The day and time of regular Board meetings shall be set by motion annually during the regular meeting in July. The Board may cancel or reschedule the date or dates of regular meetings as it deems fit, subject to the notice provisions of the Oregon Revised Statutes.

All public meetings of the District Board shall also allow for remote attendance by anyone who wishes to attend in such a manner. Board Members may participate in meetings via teleconference, videoconference, web conference, or other technologies allowing synchronous communication among members. Notice and opportunity for public access shall be provided when meetings are conducted by electronic means.

3.2 Notice

Public notice for all meetings of the District, including executive sessions, shall be provided in the following manner:

- a. Notice of the time, place, and principal agenda topics shall be given for all meetings as soon as is feasible. Notices shall be sent to Board members, local media, persons who have requested notice in writing, and any persons who the District knows may have a special interest in a particular action, unless such notification would be unduly burdensome or expensive.
- b. The agenda shall also be posted on the District's page on the library website.
- c. Notice for meetings to be held in executive session shall be given in the same manner as notice for other meetings set forth above, except that the notice need only indicate the general subject matter to be considered at the executive session and the statutory basis for convening an executive session.

3.3 Agenda

The Board President, Vice President, Library Director, and Executive Assistant will prepare an agenda for each regular Board meeting, special meeting, or executive session. The agenda shall specify all matters scheduled to come before the Board at the meeting, under the following headings:

1. CALL TO ORDER
2. ROLL CALL AND INTRODUCTIONS

3. PROCLAMATIONS
4. AGENDA AMENDMENTS AND APPROVAL
5. CONSENT AGENDA
6. ORAL REQUESTS AND COMMUNICATIONS FROM AUDIENCE (see section 3.9)
7. PRESENTATION AND REPORTS
8. PUBLIC HEARING (if any)
9. UNFINISHED BUSINESS
10. NEW BUSINESS
11. COMMITTEE AND BOARD MEMBER REPORTS
12. ADJOURNMENT

Board members may request items to be placed on an agenda through the Board President, Library Director, or Executive Assistant. Agenda suggestions by Board members should be made at least five days in advance of meeting. The agenda and any attachments thereto, including any Manager's or financial reports, shall be made available to Board members and to the public at least three days prior to each regular Board meeting.

Board members should make every effort to ensure that agenda items they wish to be considered are submitted in a timely manner in advance of the meeting. However, a Board member *may* also move to add an item to the agenda at the beginning of a meeting, subject to Board approval. If approved by the Board, item will be added to agenda to be considered as the last item under New Business.

The Board may place certain items on a Consent Agenda and approve them as one action. Any Board member may request to remove an item from the Consent Agenda for discussion, modification and individual approval.

3.4 Executive Sessions

The Board may convene an executive session *only* for the specific statutorily authorized reasons outlined in ORS 192.660. Executive sessions shall be noticed in the same manner as regular Board meetings, and must include the specific authorizing statute under which the meeting is allowed. An executive session may be called as part of a regular, special, or emergency Board meeting provided proper notice has been given. The Board may also call a separate meeting that is exclusively an executive session.

Executive sessions are closed to the public, but the Board may, at its discretion, invite persons not part of the Board to attend executive sessions. Media cannot be excluded from an executive session, with the exception of sessions regarding labor negotiations. The presiding officer will instruct members of the media present in executive session not to report or disclose matters discussed at the session.

Board members, staff, media representatives, and other persons present shall not discuss or disclose executive session proceedings outside of the executive session without prior authorization of the Board as a whole.

Executive sessions may not be held for the purpose of taking any action or making any final decision.

3.5 Special and Emergency Meetings

- a. Special Meetings: If a need arises to address, deliberate, or take action on a given topic and cannot wait until the next regular Board meeting, the Board may convene a special meeting to address the issue. Special meetings may be held at the request of the President or any three

members of the Board. If the President is absent from the District, special Board meetings may be held at the request of the Vice-President.

- b. Special meetings are open to the public and require a minimum of 24 hours' notice. The agenda for a special meeting shall only include the particular item for which the special meeting is being called, and the meeting shall address *only* that agenda item, and then adjourn.
- c. Emergency Meetings: At the request of persons entitled to call special meetings, the Board may convene an emergency meeting with less than 24 hours' notice. An emergency exists where there are objective circumstances that create a real and substantial risk of harm to the District if action is delayed.

Notice must be appropriate to the circumstances and should include a reasonable attempt to contact the media and other known interested persons. The caller(s) of the meeting shall state the reasons for calling it and why it could not be delayed. An emergency meeting shall relate only to the urgent items in question and does not permit consideration of any additional District business.

- d. Study Sessions: Study sessions of the Board may be called by the President or any members of the Board. Subjects discussed at a study session shall be limited to the agenda items, and no final decisions shall be made during a study session. A study session may be held in conjunction with a regular meeting or a special meeting. Final action may be taken at a regular or special meeting held in conjunction with a study session or at the next regular or special meeting.

3.6 Minutes

Written minutes shall be taken at all Board meetings and meetings of Board-appointed committees of three or more Board members. Meeting minutes are not expected to be a verbatim transcript of the proceedings, and shall comply with ORS 192.650 by, at minimum, containing the following:

- a. Name of Board members and staff present;
- b. All motions, resolutions, orders, measures and ordinances proposed and their disposition;
- c. The result of any votes, including the names of each Board member and how they voted;
- d. The substance of the discussion on any matter; and
- e. Reference to any document discussed at the meeting.

Meeting minutes may be amended as necessary. Upon receipt and review of the minutes, Board members may submit any corrections or additions to the Executive Assistant so that a corrected copy may be issued to the Board and public prior to the next meeting for Board approval. The Board must authorize any changes to the meeting minutes.

The Board Secretary is responsible for ensuring that accurate minutes are taken, distributed to Board members, and made available to the public within a reasonable time after Board approval. The Secretary shall also keep official copies of properly authenticated minutes, in chronological order, on file with the District permanently.

Tape or video recordings of meetings are not required, but may be utilized at the Board's discretion, and will be subject to the same permanent retention requirement. Minutes of an executive session will be kept and retained separately. Such minutes are generally not considered public records.

3.7 Procedural Rules

To ensure focused and efficient meetings, the Board will adhere to the following procedures and meeting protocol. In the event a parliamentary procedure issue is not addressed by this policy, the

Board shall use the latest edition of Robert's Rules of Order to decide such issue. The more informal Procedures for Small Boards excerpted from Robert's Rules may be followed at the discretion of the Board.

a. Motions - General

1. All Board members have the right to make motions, discuss questions, and vote on any issue before the Board.
2. Board member motions will be clearly and concisely stated. The President will state the name of the Board members making the motion and the second.
3. The President will repeat the motion prior to a Board vote.
4. Motions for withdrawal of a motion, agenda order, roll call vote or point of order do not require a second.
5. A motion on which a second is not made but where discussion begins is deemed seconded by the member beginning the discussion. Motions requiring a second and not receiving such will die.
6. Discussion of a motion is open to all Board members wishing to address it. A member must be recognized by the President prior to speaking on the motion.
7. The President may ask for a voice vote, but a roll call vote should be taken on all final decisions. All members will vote on each motion unless legally disqualified. A member abstaining from a vote must state the basis for any conflict of interest or other disqualification. The Executive Assistant will maintain a record of the votes.
8. The President will announce the results of any vote. Board members may explain their votes but must do so succinctly.
9. Ties: A motion receiving a tie vote fails.
10. Withdrawal: A motion may be withdrawn by the motion maker at any time without consent of the Board.
11. Table: a motion to table is not debatable and precludes any amendment or further debate. If the motion carries, the item may only be taken from the table by adding it to a future agenda for continued discussion.
12. Postpone: A motion to postpone may be made to either postpone to a certain date or to postpone indefinitely. A motion to postpone to a certain date is debatable and amendable. A motion to postpone indefinitely is a motion to reject without a direct vote and is debatable and not amendable.
13. Amendment: A motion to amend may be made to a prior motion that has been seconded but not voted on. Amendments will be voted on first, prior to the motion being amended (or not amended) and voted on. Motions to adjourn, table, take from table, reconsider, for point of order and agenda order may not be amended.
14. Call for Question: A motion calling for the question ends debate on the item and is not debatable. A second is required, and each Board member who wishes it should have one opportunity to speak before the motion is called. Once called, the President will inquire if any objection is raised. If there is an objection, the matter will be put to vote and either pass with a majority vote or fail. Debate may continue if the motion fails.
15. Reconsideration: When a motion has been decided, a Board member *who voted with the majority* may move for reconsideration. A motion for reconsideration may only be made at the meeting at which the motion was approved.

16. **Adjournment and Recess:** Any meeting of the Board may be continued or adjourned with a motion and majority vote of the Board members present. A motion to adjourn will be in order at any time except while a vote is being taken or when made as an interruption of a member who is speaking. Upon the request of a Board member, a short recess may be taken during a Board meeting.
17. **Control of Meeting:** The presiding officer shall have the authority to keep order and impose reasonable restrictions necessary for the orderly and efficient conduct of a meeting. Persons who fail to comply with such reasonable regulations or who otherwise disturb the meeting may be asked to leave, and upon failure to do so, may be treated as a trespasser.

3.8 Order and Decorum

Board members will assist the Board President in preserving order and decorum during Board meetings and will not delay or interrupt proceedings. Board members will comply with any ruling of the President or Board, and the following rules will be observed to maintain order and decorum during meetings:

- a. Board members will review necessary information, including the agenda and meeting materials, before meetings, and will come to meetings prepared.
- b. Any Board member desiring to be heard will request to the President to be heard. Board members will be given an opportunity to speak at least once on any pending motion or agenda item. Once recognized, the speaker will confine their remarks to the subject under consideration.
- c. When speaking on behalf of the Board or District, Board members will represent the Board's official position, not their own personal opinion.
- d. Board members will be open and candid and should be succinct in stating their views. Board members should focus on a single issue or topic at any one time and allow one another to finish speaking without interruption.
- e. Board discussions are to focus on District issues; Board members should avoid becoming involved with non-District issues not relevant to the current discussion.
- f. Board members should keep discussions moving and adhere to established time limits on discussions.
- g. Board members will refrain from criticizing or berating each other, staff, or members of the public.

3.9 Public Participation/Comment

In order to foster an atmosphere of cooperation and transparency, and in order to best serve the interests of the community, every regular meeting will include an opportunity for public comment. Public comment and public hearing testimony will follow these guidelines:

- a. Every person desiring to speak will first address the presiding officer and, upon recognition, will give his or her name and address. When giving testimony during a public hearing, individuals will confine their comments to the issue under consideration.
- b. The regular Board meeting agenda will provide an opportunity for public comments on items that will not be the subject of a public hearing. This portion of the meeting will be restricted to no more than twenty minutes, unless extended by the presiding officer.
- c. Speaker's comments will be limited to three (3) minutes. This time limit may be extended or reduced for each speaker or each subject at the discretion of the presiding officer.

- d. Speakers should not repeat their own or other's prior statements.
- e. Each comment should provide new information not previously considered by the Board to that individual's knowledge.
- f. All questions and discussion by members of the audience will be directed to the presiding officer. Direct discussion between members of the audience and Board members or employees is permitted only at the discretion of the presiding officer.
- g. Any member of the public attending a Board Meeting may be required to leave for any conduct deemed disorderly by the Board, including the failure to present comments or testimony in a manner courteous to the Board, its staff, and members of the audience. Before any person is requested to leave a Board Meeting for disorderly conduct, that person will be given a warning by the presiding officer to cease the conduct.
- h. At the discretion of the Board President, members of the public may be required to sign-up to comment or testify, prior to the beginning of the meeting. Such sign-up may be required when controversial issues will be discussed, or when many individual speakers are anticipated.

3.10 Virtual Attendance

The Board will delegate a Board member or staff attendee responsible to set up the device(s) at the meeting, start the virtual meeting, monitor any remote attendees, technical issues, etc., and end the feed upon adjournment of the Board meeting. The presiding officer will have the same authority for control of the meeting for virtual attendees as addressed in Section 3.7 (17). Virtual attendees will have the same opportunity for public comment as in-person attendees, and are subject to the same guidelines and procedures for doing so.

SECTION 4: COMMITTEES

4.1 General

The Board may establish committees to assist the Board to govern more efficiently and, in some cases, to comply with the requirements of state law. A Board committee is not designed to do staff work. Committees shall be used to investigate, deliberate, analyze, and make recommendations with regard to special issues. Committees are a subsidiary of the Board, and shall report their work to the Board on a regular basis.

The Board shall annually review the work of each committee and determine which committees will be reappointed and which committees will be abandoned as no longer necessary. The Board shall appoint the chairperson and members of each committee, and each will serve a term of one year. The Board may fill vacancies on a committee and may remove a member from a committee at any time without cause.

Committees established by the Board are advisory in nature and shall have only the powers specifically delegated to it by the Board. Committees and their members have no authority to represent the District's official position on any matter except by express and explicit approval of the Board for such.

The purpose and responsibilities of each committee shall be included in writing as part of the committee's charter. All committees shall submit their charters and annual work plans to the Board annually for review and approval.

The committee chair shall convene all meetings of the committee or a majority of the committee members may call a committee meeting. The committee chair will be expected to lead the committee

just as the Board President is expected to lead the Board. The chair is accountable for ensuring the productivity of the committee.

Minutes shall be kept of committee meetings. When committees make recommendations to the Board for action, such recommendations shall be made in the form of a motion at a Board meeting. All meetings of Board committees are subject to the Oregon Public Meetings Law.

Although committees can have countless names, they all fall into one of two categories: standing or special.

4.2 Standing Committees

A standing committee exists from one year to the next, and is typically charged with a continuing function. The standing committees of the Jackson County Library District are as follows:

1. Policy Committee: The Policy Committee works with the Library Director and staff to develop and revise necessary policies related to the governance and operations of the District. Policies shall serve as guiding principles for Board members, staff, and patrons.
2. Facilities Committee: The Facilities Committee works with the Library Director and staff to increase the useful life of the buildings and their systems, ensure the safety of library patrons and capital equipment, and create and maintain welcoming spaces that support the District's service priorities.
3. Advocacy Committee: The Advocacy Committee works with the Library Director and staff to stay abreast of local, state, and national legislation that might impact library services; develop talking points about the impact of library services in Jackson County; and promote the library in the community at large.
4. Finance Committee: The Finance Committee works with the Library Director and staff to provide oversight of the District's finances and ensure that the District is operating within its established policies regarding fiscal management.
5. Data and Metrics Committee: The Data and Metrics Committee ensures that the JCLD staff and Board have the tools and statistics needed to make data-driven decisions that impact the budget and strategic plan. The Committee ensures that data collected and presented to the Board and the State is accurate and submitted on time.
6. JCLD/JCLF Relationship Committee: The Relationship Committee will ensure that the District and Foundation work together to further the mission of Jackson County Library District (District). The Committee will oversee the relationship between the two entities, including providing direction to the Library Director and Jackson County Library Foundation (Foundation) Executive Director to set priorities and goals for the Executive Director.
7. Executive Committee: The Executive Committee consists of the officers of the Board. Its only purpose is to advise the Board President, when needed, and to assist the Board President, Secretary, and Executive Assistant in developing each Board meeting agenda.

4.3 Special Committees

A special committee is formed to perform a specific task. It comes together, performs the task, gives its final report, and then ceases to exist. The special or ad hoc committees of the Jackson County Library District are as follows:

1. Strategic Planning: The Strategic Planning Committee is activated every five years, at which time a new chairperson and members are appointed. The committee works with the Library Director to develop a five-year strategic plan that assures the library's services and activities

reflect the District's mission; set priorities; show measurable progress; and provide a strong foundation for decision making.

2. Any other committee as needed.

SECTION 5: BUDGET

5.1 Governing Statutes

The Board will be responsible for reviewing and approving the annual budget. The process for preparing and approving the District's annual budget is more fully described in the Local Budget Laws for Oregon, ORS Chapter 294. Board members will familiarize themselves with these statutes and with Local Budgeting Manual published by the Oregon Department of Revenue.

5.2 Budget Process

The Local Budgeting Manual will be the primary reference for all budgeting issues, but for purposes of this policy manual, the process is summarized as follows:

1. The Board appoints a budget officer (ORS 294.331)
2. The Board appoints a budget committee consisting of all Board members plus an equal number of electors of the District (ORS 294.414).
3. Vacancies on the budget committee are filled by appointment of a majority of the Board.
4. The budget officer prepares (or supervises preparation of) a budget message, explaining the proposed budget and any significant changes to the District's fiscal policy or financial position, and a proposed budget to present to the budget committee.
5. The budget officer gives public notice of the budget committee meeting as required by ORS 294.401.
6. The budget committee meets, and the budget officer delivers the budget message. The committee will meet thereafter as needed to revise and complete the budget. At least one meeting must provide the opportunity for questions and comments from any interested person. (ORS 294.426)
7. The budget committee considers the budget and any comments made by the public and makes any changes. Once satisfied the budget committee, by motion, second, and majority vote, approves the budget and the amount or rate of any relevant tax. The approval/results of the vote are recorded in the minutes of the meeting. (ORS 294.428)
8. The budget committee schedules a hearing, and the budget officer publishes a summary and Notice of Budget Hearing and Financial Summary 5 to 30 days before the scheduled hearing (ORS 294.448).
9. The Board will hold one or more budget hearings on the date specified by notice, to listen to public testimony on the budget approved by the committee. (ORS 294.453).
10. The Board adopts the budget, makes appropriations, imposes and categorizes taxes. The Board may make changes to the approved budget before it is adopted. (ORS 294.456)
11. The Board certifies taxes to the county assessor.

Upon submission of the budget to the Board, the budget committee has completed its duties as required and no further meetings of the budget committee shall take place prior to the next budget cycle unless the Board directs otherwise. It should be noted that budget committee members are public officials as defined in Oregon's Ethics Laws for Public Officials, and are subject to conflict of interest disclosure and other ethics requirements.

5.3 Budget Committee

As required by state law, the Budget Committee works with the Library Director and staff to develop a plan for the coordination of revenue and expenditures for the District's fiscal year. Requirements in ORS 294.414 regarding membership on the Budget Committee are listed below:

- a. The Budget Committee shall consist of five members of the Board and five appointed electors within the District.
 1. Committee members shall be residents of the District.
 2. Neither District employees nor persons having a contractual relationship with the District may serve on District committees as public members.
 3. A member of the public may not simultaneously serve on more than two District committees or one District advisory committee, nor may a member of the public simultaneously serve as chair on two District committees, except relative to service on the budget committee.
 4. Candidates for committees will complete a Board-approved application and statement of interest.
 5. The District will give public notice of committee vacancies.
 6. Board members may suggest persons for committee membership who have demonstrated interest and knowledge in the committee's area of responsibility.
- b. Budget Committee members shall serve for three years. Their terms shall be staggered so that as nearly as possible one third of the terms of the appointed members shall end each year.
- c. Appointed members may not receive any compensation for their service on the committee.
- d. A vacancy on the Budget Committee shall be filled by the Board for the unexpired portion of the term of the vacant position as soon as practicable.

SECTION 6: RESPONSIBILITIES

Governing Boards have both legal and fiduciary responsibilities and this is true for the Jackson County Library District's Board of Directors. The Board's primary fiduciary duties are the duty of care and the duty of loyalty. The duty of care requires that individual Board members inform themselves, prior to making a decision, of all material information reasonably available to them. The duty of loyalty requires that individual Board members always act in the best interest of the District and never in their own best interest.

It is the responsibility and right of Board members to participate in Board meetings and vote on District matters as part of the Board. The most important activity of the Board in performing this responsibility is the formulation and interpretation of District policies because policies are the tools that the Board uses to fulfill its legal and fiduciary responsibilities. To this end, the Board shall establish policy, reserving to itself all authority and responsibility not directly assigned to other District officers and personnel.

The primary responsibility of the Board is to make policy-level decisions for the District, and to hire, evaluate and manage the District's chief executive officer, the Library Director. Adopting policies that provide for effective oversight of management is a primary responsibility of the Board. Management of the daily operations of the District and management of the staff is the responsibility of the Library Director.

6.1 Delegation

No individual Board member may direct or order a staff member on any matter that relates to the daily operations or administrative activities of the District unless expressly authorized by the Board. No individual Board member may order, direct, or conduct any review of personnel records of any staff member or any other record that is exempt under Public Records law unless expressly authorized by the Board.

If any Board member should be delegated by the Board to exercise any administrative authority for the District, that direction shall be in writing and shall state the express purpose for which authority is being granted and for what duration, and any such appointment shall be agreed upon between the Board and the Library Director. Any Board communications relative to District business must be directed to the Board President, who will then communicate the question, request, or concern to the Library Director.

Board members have no individual powers separate from the powers of the Board and have no authority to act individually without delegation of authority from a quorum of the Board. Likewise, no individual Board member may speak for or on behalf of the Board or District, except as authorized to do so by official Board action as recorded in the official minutes, guidelines, or policies of the District. If a Board member acts without authority from the Board, the individual can be exposed to personal and District liability.

6.2 Management

The Board shall be responsible for the following supervisory duties:

A. Library Director:

1. Hire the Library Director.
2. Define the duties and responsibilities of the Library Director.
3. Approve the plan, form and amount of Library Director's compensation, to include salary, benefits, bonuses, vacation, travel, etc.
4. Evaluate the Library Director annually.
5. Provide advice and consultation to management on matters within the purview of the Board's responsibilities.
6. With the assistance of legal counsel, engage in any necessary disciplinary action as relates to the Library Director, up to and including termination.

B. Financial:

1. Approve contracts for professional services required by and for the Board, and any other contracts binding the District.
2. Approve the form and amount of reimbursement for Board members.
3. Approve specific important projects.
4. Review and approve the annual budget.
5. Review and approve any employee benefit plans.
6. Monitor the finances of the District and otherwise acting as fiduciary, setting policy or taking action to ensure the fiscal integrity of the organization.
7. Select the District's independent municipal auditor and annually approve the audit report.

C. District Plans and Objectives:

1. Become familiar with and abide by all laws and policies governing the operation of the District.
2. Approve any significant departure from established plans or policy.

3. Review and approve major changes in the District's organization or structure.
 4. Develop and approve strategic plans for growth and development of the District.
 5. Ensure that program objectives are assigned to the proper planning or implementing subgroups or committees.
 6. Receive, discuss and take action on committee or other planning body recommendations.
 7. Pass District resolutions.
- D. Compliance and Legal
1. Select legal counsel and consultants for the District.
 2. Request advice from legal counsel as needed. Requests to legal counsel for advice requiring legal research may not be made by a Board member without the concurrence of the Board. Before requesting research or other action by legal counsel, the Board should, if appropriate, consult with the Library Director to determine if the request or action can be accomplished cost-effectively. Outside a Board meeting, the Board should make requests of legal counsel through the Library Director, with the exception of issues related to performance of the Library Director.
 3. Ensure that the District is in compliance with all federal, state, and local laws.

6.3 Board Member Reimbursement

Board members may be reimbursed for actual and reasonable expenses incurred in the performance of their duties (ORS 357.460) based on current federal rates.

Reimbursable expenses pertain only to the Board member and do not include the spouse, children, other relatives or companions. Reimbursable expenses include:

1. Transportation;
2. Lodging;
3. Meals;
4. Registration fees for conferences, conventions and seminars; and
5. Other actual and necessary expenses related to the official business of the Board member as deemed appropriate.

Board members should exercise good judgment so as to avoid unnecessary District expense and should not undertake any Board business that will generate reimbursable expenses without the express approval of the Board.

Board members will be reimbursed for eligible expenses upon completion of the relevant assignment, within a reasonable amount of time after submittal of documentation of expenses. Expenses are subject to review by the Board and, if deemed unreasonable, may be declined for reimbursement.

SECTION 7: ETHICS

In its work together, the Board always shall seek the best outcomes for the District, its users, and its taxpayers. The members of the Board shall listen carefully to one another and strive to hear the best elements of a suggestion. Members should respond to communications from fellow Board members in a timely manner. The Board shall seek to create an atmosphere where differences of opinion are expressed freely. Members will be candid, clear, and careful to avoid what might appear to be public

criticism of a fellow Board member. The Board shall involve each other in discussions they have about the District to ensure that everyone is able to make informed decisions.

According to the Oregon Government Ethics Law (ORS 244.020), persons elected or appointed to a governing body of a public body are considered to be “public officials,” irrespective of whether the person is compensated for the services. Consequently, any person who is elected or appointed to serve on the Jackson County Library District Board of Directors is considered a “public official” for purposes of ORS Chapter 244.

7.1 Governing Statutes

As public officials and public representatives of the District, Board members are expected to conform to the expected high standards of ethical conduct, including but not limited to the following:

Board members will review and observe the requirements of the Oregon Ethics Law Guide for Public Officials, and all requirements of the Oregon Revised Statutes governing ethics for public officials, ORS 244.010 to 244.390. The Oregon Government Ethics Commission publishes and updates a guide for public officials that helps to explain in understandable terms the requirements of Oregon Government Ethics law and the Oregon Government Ethics Commission’s interpretation of those requirements. The Guide for Public Officials and any related legislative updates are available online at [State of Oregon: Oregon Government Ethics Commission](#).

Liability for violation of Oregon’s Ethics Laws for Public Officials is personal to the public official. It is not covered by the District’s liability coverage, and the costs of investigation and any penalty issue are the responsibility of the Board member.

Oregon Government Ethics law also applies to relatives of public officials including a spouse, parent, stepparent, child, sibling, stepsibling, son-in-law, daughter-in-law of the public official, or of the public official’s spouse. Any individual for whom the public official has a legal support obligation, or who benefits financially from the public official’s employment with the public entity, is also covered by the law.

7.2 Conflicts of Interest

Board members are strictly prohibited from using a position in public office for private financial gain. Board members must give public notice of any actual or potential conflict of interest at a public Board meeting, and such notice will be reported in the meeting minutes. The disclosure shall be repeated and recorded in the meeting minutes in each instance where the matter is discussed.

ORS Chapter 244 identifies and defines two types of conflicts of interest: An **actual** conflict of interest and a **potential** conflict of interest. A public official is met with a conflict of interest when participating in official action which could or would result in a **financial** benefit or detriment to the public official, a relative of the public official or a business with which either is associated.

- A. Potential Conflict of Interest: Exists when a decision being deliberated by the Board *could* result in financial gain or avoidance of financial loss to the Board member, a relative of the Board member, or a business owned by the Board member or a relative of the Board member. A potential conflict must be disclosed, but the Board member may still participate in the discussion and vote on the issue.
- B. Actual Conflict of Interest: Exists when a decision by the Board *will* result in a financial gain or avoidance of financial loss to the Board member, a relative of the Board member, or a business

owned by the Board member or a relative of the Board member. An actual conflict must be disclosed and the Board member may not participate in discussion of the matter or vote on the issue.

Evaluation of Potential Conflict of Interest

The Board President shall review the information relating to any potential conflict of interest and shall take one of the following actions as they deem appropriate:

- Finding that no conflict or potential conflict exists;
- Finding that a conflict or potential conflict exists and that the situation resulting in such conflict should cease or not be permitted to proceed; or
- Referring the actual or potential conflict of interest to legal counsel for consideration.

In all cases, the decision and/or recommendation shall be recorded in the meeting minutes.

7.3 Prohibited Actions

In representing the best interests of the District and its constituents, and in avoidance of pursuing individual agendas, Board members will refrain from:

- a. Disclosing confidential information or making use of special knowledge or information before it is made available to the general public.
 1. Board Members shall not use or attempt to use confidential information gained through their positions as public officials for financial gain.
 2. "Confidential information" is any information that is not generally available to the public. The obligation to keep such information confidential shall continue after the cessation of a Board Member's term on the District Board of Directors.
- b. Promoting relatives, clients or employees for Boards and commissions without making appropriate disclosures.
- c. Seeking employment of relatives with the District without making appropriate disclosures.
- d. A public official (or a relative, or a business of the public official) may not receive a gift valued at greater than \$50 from any one source in a calendar year from any individual or organization with a legislative or administrative interest in the public body, i.e., that does business with or that wishes to do business with the Library District.
 1. A "gift" is "something given to a public official, or a relative of the public official, when there is no payment, or payment is for a discounted price, and the opportunity (gift) is not available to others who are not public officials on the same terms or conditions."
 2. "Legislative or administrative interest" means an economic interest, distinct from that of the general public.
- e. Taking an action that benefit special interest groups at the expense of the District as a whole.
- f. Any other action or request for preferential treatment that places the interests of the Board member, a Board member's relatives, associates, co-workers, clients or friends above the best interests of the District.

SECTION 8: COMMUNICATIONS

8.1 Communications with the Media

Any official position or comment by the Board to any media representative or outlet shall be provided or authorized by the Board President and/or the Library Director. Any other communication with the

media by Board members shall be considered unauthorized and shall not represent the official position of the District.

8.2 Communication with Staff

The Board will respect the separation between policymaking and administration (Board and Library Director functions respectively) as outlined in Section 6.1 (Delegation), by observing the following communication policies with respect to District staff:

- A. The Board will work with the District staff as a team in the spirit of mutual respect and support.
- B. Outside of Board meetings, Board members will not attempt to influence a District employee or the Library Director, or advocate for a certain outcome in regard to personnel matters, purchasing issues, the award of contracts or the selection of consultants. However, Board members discussing these matters with staff outside of Board meetings in a *non-coercive* manner is appropriate.
- C. Board members will, wherever possible, limit individual contact with District staff to the Library Director, management staff, and designated staff for requests that concern the relevant matter or matters, so as not to influence staff decisions or recommendations, interfere with their work performance, undermine manager authority or prevent the Board as a whole from receiving information. The Library Director will determine the most effective way to respond to Board requests.
- D. When expressing criticism to staff, either at a public meeting or through other communication, Board members will be professional and mindful of the role, expertise, and responsibility of staff members.
- E. Any written materials or information requested of staff by Board members will be submitted to the entire Board and include a notation stating who requested the information.
- F. The Board President will refer comments or questions regarding District personnel or administration to the Library Director. The Library Director may, at their discretion, reply to the inquiry directly or instruct the appropriate staff member to do so.

8.3 Confidentiality

- A. Board members will keep all written materials provided to them on matters of confidentiality under law in complete confidence to ensure that the District position is not compromised. No mention of the information read or heard should be made to anyone other than the Board members, Library Director, or legal counsel.
- B. All public statements, information or media releases relating to a confidential matter will be handled by the Library Director, legal counsel, or designated Board member.
- C. Unless required by law, no Board member may make public the discussions or information obtained in executive session. The Board may censure a Board member who discloses confidential information or otherwise violates this policy.

SECTION 9: BOARD MEMBER DEVELOPMENT AND TRAINING

9.1 General

Board members are encouraged to attend relevant educational and professional conferences and seminars as well as conferences and seminars that deal with issues relevant to or being faced by the District. The District's budget will include adequate resources for Board development. Any proposed training or attendance at any conference or training event must be authorized by the Board.

9.2 Minimum Requirements

All Board members will be required to complete certain curricula as recommended by the Jackson County Library District. The curricula shall consist of the following minimum criteria, but the Board may add additional Board training requirements or recommendations as needed:

- A. Attend an SDAO Board Training once per year.
- B. Attend a library-focused conference (state or national) at least every two years.
- C. Read and be familiar with Oregon Ethics Guide for Public Officials.
- D. Read and be familiar with the Local Budgeting Manual published by the Oregon Department of Revenue.
- E. Read and be familiar with all Board policies and duties outlined herein.

9.2 Board Member Orientation

The Board, through its staff, shall cooperate impartially with candidates for the Board and provide them with information about Board policies, administrative regulations, and other aspects of the operation of the District.

The Board and its staff shall assist each new member-elect and appointee to understand the Board's role, functions, policies, and procedures before they take office.

- a. New members shall be invited to attend and participate in public Board meetings prior to being sworn in.
- b. New members shall be invited to meet with the Board President, Library Director, Assistant Directors, and other key District personnel to discuss the services each performs for the District.
- c. The Library Director shall provide material pertinent to Board operations and District meetings, and will respond to questions regarding such material. Each member will be provided with the following resources, in either print or digital format:
 - Copies of the District's formation documents; current policies and procedures; Strategic Plan; insurance policies; last two (2) adopted budgets; and last three (3) financial statements.
 - A summary of current Board committees and ad hoc task forces, including an annual meeting and event calendar.
 - Contact information for Board members and an organizational chart with contact information for key personnel.
 - Copies of the Library Director's contract and job description.
 - Links to minutes and Board Packets from past meetings, available on the District's website.
 - A copy of ORS Chapter 198 (power and authority of Oregon special Districts) and ORS Chapter 357 (principal act governing Oregon library Districts).
 - A copy of the *Special Districts Association of Oregon (SDAO) Special District Board Member Handbook* (summarizes Oregon's Ethics Laws and Public Meetings Laws).
 - A copy of the *Local Budgeting in Oregon* supplement to the Local Budgeting Manual.

- A copy of the latest revision of the *Standards for Oregon Public Libraries*, published by the Public Library Division of the Oregon Library Association.
 - A copy of *The Complete Library Trustee* handbook published by the American Library Association United for Libraries Division.
 - Copies of all such documents as the attorney[s] for the District may recommend with respect to any pending claims or lawsuits.
 - Such other materials as the Board or Library Director deem appropriate.
- d. Each Board Member will also be responsible for completing mandatory trainings required for all District personnel.

SECTION 10: LIBRARY DIRECTOR EVALUATION

The Jackson County Library District Board of Directors (“The Board”) employs the Library Director as the Chief Executive Officer of the District. The Library Director reports to The Board and is responsible for the day-to-day operations of the Library District. The Board has the authority and responsibility to administer the annual evaluation process of the Library Director, as outlined in their contract.

As the Chief Executive Officer of the District, the Library Director shall carefully and diligently, in accordance with standards of judgment and discretion reasonably expected, exercise and fulfill those powers, duties, and responsibilities as set forth in their position description. In their performance, they should give due attention to all District rules, regulations, and policies and shall see that the conduct of affairs of the District are in accordance with state, federal and other laws.

The Board and Library Director shall mutually define the District goals and performance objectives for the Library Director. Both parties will determine what is necessary for the proper operation of the District and attainment of the District’s strategic objectives. The annual goals and objectives will be drafted by the Library Director and approved by the Board.

10.1 Evaluation Process

The Board will conduct an annual evaluation of the Library Director as outlined in this policy:

- A. The evaluation tool(s) shall be mutually agreed upon by The Board and the Library Director and align with the Library Director’s position description.
- B. The Board shall contract with a third-party consultant (“Consultant”) to administer the evaluation process.
- C. The Library Director shall complete a self-evaluation form and submit it to the Consultant.
- D. The evaluation shall involve The Board and the Library Director, and Board members shall individually evaluate the Library Director.
- E. The Library Director’s direct reports will be asked to provide feedback to the Consultant, who will collate the data, uphold anonymity, and include as part of the overall annual review process. Other Library staff may be included in the process, depending on the established goals and objectives of the year.
- F. The Board shall be provided with the following documents to aid in the evaluation process:
 - a. Director’s contract
 - b. Director’s position description
 - c. Previous year’s evaluation

- G. The Consultant shall summarize and consolidate The Board evaluations into one mutually-agreed-upon final evaluation.
- H. The final draft of the annual evaluation will be presented to the Library Director by the Consultant. Included with the annual evaluation will be scored areas and written comments from the evaluators' feedback.
- I. The annual evaluation will be reviewed and discussed in executive session meetings, unless the Library Director requests that it be conducted in an open meeting.
- J. As part of the annual evaluation process, The Board will work with the Library Director to establish goals and objectives for the next year. The Board and Library Director will confirm the date for a future Board meeting at which the Library Director will present the next year's goals and objectives for consideration and approval by The Board.
- K. The Board will determine if a market salary review is necessary and identify the external source to be contracted with in order to obtain a market salary survey for the Library Director's position. Any proposed increase to the Library Director's salary shall take into consideration market salary details, the District's budget and other responsibilities, and the overall results from the annual evaluation. The Board will approve any increase to compensation in an open meeting before a wage increase is authorized and paid to the Library Director



Jackson County Library District

BOARD POLICIES RECEIPT ACKNOWLEDGMENT FORM

I am a duly elected Board member of the Board of Jackson County Library District, and hereby acknowledge that I have been provided a copy of the Board Duties and Responsibilities Manual, and that it contains important information regarding my role as a Board member. I have read and understand the policies contained in the Manual and have asked the currently presiding Board President or President tempore for clarification of any information that I did not understand or had further questions regarding.

By my signature below, I agree to observe and comply with all policies and guidelines contained in the manual.

Board Member's Name (Print)

Board Member's Signature

Date