

BY-LAWS

BOARD OF TRUSTEES

CLEVELAND HEIGHTS-UNIVERSITY HEIGHTS PUBLIC LIBRARY

I.

NAME AND LOCATION

The name of the library shall be "Cleveland Heights-University Heights Public Library." Where and when appropriate in the publications of the library it shall be indicated that the Library District is the Cleveland Heights-University Heights City School District.

The main library shall be located at 2345 Lee Road in the city of Cleveland Heights.

II.

MISSION

“The Cleveland Heights–University Heights Public Library: Opening doors, opening minds.”

III.

MEMBERSHIP

Members of the Board of Trustees (“the Board”) are, by law, appointed by the Board of Education of the Cleveland Heights-University Heights City School District each for a term of seven years. It is the Board’s preference that no member serves for a second full term. Unexpired terms shall be filled by the Board of Education.

IV.

POLICIES

The Board of Trustees shall have all of the powers granted to it by law. The Board shall, in open meeting, determine and establish, in accordance with law, the basic policies of the library with respect to (a) the appropriation and budgeting of funds; (b) the establishment and maintenance of libraries and library services; (c) the acquisition, improvement, maintenance, insurance, use and disposition of properties; (d) the hiring, compensation and responsibilities of staff, and the personnel practices concerning librarians and other employees; (e) the selection, collection, lending and disposition of books and other library materials; and (f) the acceptance of gifts. The policies so determined and established by the Board shall remain in effect until changed or rescinded by further action of the Board and shall be administered by the library staff. The Director shall compile all operating policies established by the Board; prepare, keep current and distribute them to the Board and appropriate members of the library staff; and shall make them available to the general public.

V.

OFFICERS

A. Election

A nominating committee, appointed by the President, shall present a slate of officers to the Board at its regular meeting in January. Additional nominations may be made from the floor. The Board shall select from its membership a President, Vice President and a Secretary who shall serve for a term of one year. The President’s term will end December 31st and the Vice President will assume the President’s role until the regular meeting in

January. At the same meeting, the Board shall elect and fix the compensation of a Fiscal Officer who may be a member of the Board of Trustees and who shall serve for a term of one year. A Deputy Fiscal Officer, who may be a member of the Board of Trustees, shall also be elected to serve for one year. Each of said officers shall have such powers and duties as are prescribed by the *Ohio Revised Code* or by these By-laws or by special action of the Board from time to time to the extent that these By-laws or said actions are consistent with the laws of Ohio.

B. President

The President shall preside at all meetings of the Board. The President shall, in consultation with the Director and committee chairs, determine the agenda for each meeting and shall, with the consent of the Board, determine the order of business thereat. The President shall, with the Secretary, sign the minutes of each meeting of the Board. The President shall appoint all committees and committee chairs with the consent of the Board and shall serve as an ex-officio member of each committee. The President shall execute on behalf of the Board when approved by it all instruments of conveyance, assignment, transfer, contract, indebtedness or lease as, in order to be effective, must be executed by an officer or member of the Board other than or in addition to the Fiscal Officer. The President also shall execute all written reports, applications and statements that law or governmental regulations require to be executed and filed on behalf of the Board by an officer or member of the Board other than or in addition to the Fiscal Officer or Director.

C. Vice President

In the absence or unavailability of the President or the President's declination to act, the Vice President shall have all the powers and duties of the President, except as otherwise provided by law.

D. Secretary

The Secretary shall review and sign the minutes of the meetings of the Board and certificates evidencing resolutions or actions of the Board and, when required, shall attest to the signatures and authority of the President, Vice President, Fiscal Officer or Director and cosign instruments and writings executed by any of them. The Fiscal Officer shall be responsible for the safekeeping and preservation of the minutes and official records of the Board.

E. Checks

All checks paying out funds of the library shall be signed by the Fiscal Officer or Deputy Fiscal Officer of the Board and by the President or Vice President or Secretary of the Board.

VI.

COMMITTEES

A. Standing and Special Committees

1. The standing committees of the Board shall be: (a) Executive; (b) Planning and External Relations; (c) Operations; and (d) Personnel. There shall be in addition such special committees as the Board shall from time to time determine to be advisable. The President of the Board shall be an ex-officio member of each committee, and the chair of each committee shall be a member of the Board appointed by the President with the consent of the Board. Each committee shall have such ex-officio members, if any, as the Board may from time to time determine. Such members shall be appointed as the Board shall provide and need not be members of the Board.
2. Except by the express approval or action of the Board no committee shall have (a) more than three members of the Board, not including the President of the Board, or (b) authority to make any decision upon any matter, business or policy, within the power or responsibility of the Board itself. Any report or recommendation of a committee to the Board shall be deemed advisory only, and no member of the Board,

whether or not a member of the committee, shall be bound or controlled by any action, report or recommendation of a committee.

3. Because there exists the potential for a quorum of the full Board to be present, all committee meetings shall have written notice posted and distributed in accordance with Article VIII, Section A, of these *By-laws*. These committee meetings shall be open to the public in accordance with Section 121.22 of the *Ohio Revised Code*.
4. It is recommended that no Trustee serve more than five (5) years on the same standing committee

B. Executive Committee

The Executive Committee is responsible for overseeing the effective operation of the Board of Trustees; directing and coordinating the work of the Planning and External Relations Committee and the Operations Committee and making appointments to them; setting Trustee performance standards; and designing and conducting the recruitment, interview process and orientation of new Trustees. The Executive Committee shall be chaired by the President and shall consist of the chairs of the Planning and External Relations Committee and the Operations Committee.

C. Planning and External Committee

The Planning and External Relations Committee is responsible for working closely with the Director and management staff in designing a planning process that fully meets the needs of the library; adopting the annual planning calendar; overseeing implementation of the annual planning process; preparing, reviewing and publicizing statements of the library's values, vision and mission, as well as the strategic directions, plans, and services of the library; and reviewing grant applications.

D. Operations Committee

The Operations Committee is responsible for working closely with the Director, Fiscal Officer and management staff in designing a process for monitoring and assessing library performance— both fiscal and programmatic; overseeing the performance monitoring process and reporting program and fiscal performance to the full Board; reviewing audit reports, serving as the library's "audit committee" for the purposes of the annual audit and preparation of the library's *Comprehensive Annual Financial Report*, working with the Director, Fiscal Officer and management staff on corrective actions, and keeping the Board briefed on progress; overseeing the buildings and grounds activities; reviewing the planning documentation for the library's tax budget and annual appropriations and recommending action to the full Board; and reviewing requests for proposals and participating in the awarding of contracts.

E. Personnel Committee

The Personnel Committee is responsible for working closely with the Director, Fiscal Officer and Human Resources Manager to oversee the personnel activities of the library specifically salaries and benefits; and at least annually negotiating performance targets with the Director and Fiscal officer and coordinating the evaluation of the Director's performance, as well as the Fiscal Officer's performance. The President will appoint a chair and two additional members, one from each committee, who are not on the Executive Committee.

VII.

DIRECTOR AND DEPUTY DIRECTOR

A. Director

The Board shall appoint and fix the compensation of the Director who shall be the chief administrator and the librarian of the library. The Director shall have full charge of the administration and operations of the library in accordance with the objectives and policies adopted by the Board and under the direction and review of the Board.

The Director shall be held responsible for the care of all buildings and equipment, for public relations, for the employment and direction of the library staff, for the selection, acquisition and disposition of books and non-book materials within the annual appropriations adopted by the Board and subject to the general policies from time to time adopted by the Board. The Director shall keep the Board informed as to the program needs, building needs, the desirable expenditures of library funds and any special achievements or problems requiring action by or approval of the Board. The Director shall present at each meeting a report concerning the work of the library and submit for consideration with recommendations all matters requiring action by the Board, and, to that end, shall consult with the President and chairs of the standing committees as to the agenda for each meeting of the Board. The Director shall attend all Board meetings except those Executive Sessions at which the Director's appointment, salary or evaluation is to be discussed or decided.

The Director shall serve at the discretion of the Board. His or her employment shall be governed by the *Human Resources Manual* of the Board of Trustees. It is preferred that the Director possess a master's degree in library and information science from an institution accredited by the American Library Association, and is eligible for an Ohio Certified Public Librarian credential.

B. Deputy Director

The Board shall approve the appointment of the Deputy Director who shall be the assistant to the Director and shall be responsible for such duties as may be delegated by the Director in accordance with the policies established by the Board. In the absence or unavailability of the Director, the Deputy Director shall act for and perform the functions of the Director. It is preferred that the Deputy Director shall possess a master's degree in library and information science from an institution accredited by the American Library Association, and is eligible for an Ohio Certified Public Librarian credential.

C. Fiscal Officer

The Board shall approve the appointment and fix the compensation of the Fiscal Officer who shall be the treasurer of the library funds. Before assuming the duties, a bond shall be executed in an amount and with a surety to be approved by the Board, payable to the Board and conditioned for the faithful performance of the official duties required of the Fiscal Officer. All moneys received by the Fiscal Officer for library purposes shall be immediately placed in a depository designated by the Board. The Fiscal Officer shall keep an account of the funds credited to the Board upon such forms as are prescribed and approved by the Auditor of the State of Ohio and shall render a statement to the Board monthly showing the revenues and receipts from whatever sources derived, the disbursements and the purposes for such disbursements, and the assets and liabilities of the Board, and the relation of the several items of the foregoing to the budget. Within thirty (30) days of the end of each fiscal year, the Fiscal Officer shall submit to the Board a complete financial statement showing the receipts and expenditures in detail for the entire fiscal year. In the absence or unavailability of the Fiscal Officer, the Deputy Fiscal Officer shall act for and perform the functions of the Fiscal Officer for which duties the Deputy Fiscal Officer shall have executed a bond in an amount and with a surety set by the Board of Library Trustees.

D. Evaluation

On an annual basis, the Board of Trustees shall evaluate the job performance and compensation of the Director and the Fiscal Officer. The Director shall evaluate the performance of the Deputy Director annually.

VIII.

MEETINGS

A. Time and Notice

1. Regular meetings of the Board shall be held at any of the four location of the library, at 6:30 P.M., on the third Monday of those months established each year at the Board's annual meeting, or at such other time or place as shall be agreed upon by the Board. Special meetings of the Board may be called at any time by

vote of the Board or by the President or Vice President. The annual meeting of the Board shall be held on the fourth Monday in January, or at such other time as shall be agreed upon by the Board, and shall be the regular meeting of the Board that month. At this meeting, the Board shall elect officers and fiscal officers. The oath of office shall be taken by the newly appointed Board member, the Fiscal Officer and the Deputy Fiscal Officer.

2. Written notice of each meeting of the Board together with an agenda statement of the purposes of the meeting shall be mailed or otherwise delivered by the Fiscal Officer to each member of the Board, at the address designated by the member, at least one (1) week before a regular meeting and two (2) days before a special meeting; provided that any member of the Board may waive notice to himself either by his attendance at the meeting at the time for which it is called or by a signed written waiver of the notice.
3. Posted notice. The Fiscal Officer shall cause a written notice of the time and place of each Board meeting and committee meeting to be posted on a prominent bulletin board in each of the four libraries at least 24 hours before the meeting, except that in the event of an emergency requiring immediate official action the notice shall be posted promptly after the meeting is called. Each posted notice of a special meeting of the Board shall state the purpose or purposes of the meeting. Whenever the place or time of a Board meeting is changed, the Fiscal Officer shall cause a written notice of the change or adjournment, including the new time and place of the meeting, to be promptly placed on the same bulletin boards. No notice of a meeting so posted shall be removed until the meeting is either concluded or cancelled.
4. Requests for Notice to News Media
 - a. Any news medium may request and receive advance notification of any special meeting or meetings of the Board by filing with the Fiscal Officer a written request for such notice, indicating whether notice is desired of all special meetings or of which kind or kinds of special meetings, and including the name of the requesting medium, the mailing address or e-mail address to which notices are to be sent, and the name and the telephone number of the person (and alternate, if any) to whose attention the written notification may be given either during or outside of business hours. By filing with the Fiscal Officer the news medium may cancel or from time to time modify its filed request, or the names, addresses and telephone numbers thereon.
 - b. A public body shall not hold a special meeting unless it gives at least twenty-four hours' advance notice to the news media that have requested notification, except in the event of an emergency requiring immediate official action. In the event of an emergency, the member or officer of the Board calling the meeting shall notify the news media that have requested notification immediately of the time, place, and purpose of the meeting.
 - c. The Fiscal Officer shall maintain and keep up to date a file or list of all news media requests filed under (a) above, and shall cause a written notice of the time, place and purpose of each special meeting to be mailed or delivered to the news medium as requested at such time and in such manner as will provide for its receipts at least 24 hours before the meeting.
5. Notice to Other Persons

Any person who wants to obtain reasonable advance notification of Board meetings at which any specific type of public business is scheduled to be discussed may file with the Fiscal Officer a written request stating the person's name, address, telephone number or numbers, or e-mail address, at which the person can be reached during or outside business hours and stating the specific type of public business the discussion of which is the person's concern. The person must supply a stamped, self addressed envelope or envelopes in which the requested notice can be mailed unless an email address has been provided. Any such persons may likewise file with the Fiscal Officer a modification or cancellation of such a request. It shall be the duty of the Fiscal Officer to comply with each such request by mailing to the person in the file, stamped, self addressed envelope, or via e-mail, advance notice of each Board meeting of the type stated in the request. Such mailing shall be made immediately after the time and place of the meeting are fixed by

the Board or the officer calling the meeting. If the type of business with which the requesting person is concerned is included in the agenda of the meeting, the mailed notice of the meeting shall include a copy of that agenda.

6. Executive Session

The Board may hold an executive session only after a majority of a quorum of the Board determines, by a roll call vote, to hold such a session at a regular or special meeting or a committee meeting. The purpose(s) for holding such an executive session shall be as specified in Section 121.22(g), as amended, of the Ohio Revised Code and the purpose(s) shall be included in the motion to hold the session.

7. Certification

- a. The Fiscal Officer shall maintain a record of the date and manner, and time if pertinent under these *By-laws*, of all notices and notifications given or attempted to be given under these *By-laws*, and of those persons or entities to whom such notifications were given or unsuccessfully attempted to be given, and copies of proofs of publication of any notification or notices published thereunder.
- b. At the commencement of each meeting, the Director or Fiscal Officer shall submit a certificate of compliance with these *By-laws* as to notice and notification. A reasonable attempt at notification shall constitute notification in compliance with these *By-laws*. Such certificate shall be conclusive upon the Board of Library Trustees as to the facts set forth herein.

B. Quorum

Four persons, a majority of the full membership of the Board, shall constitute a quorum for the transaction of business. In the absence of a quorum those present may adjourn the meeting, until a quorum is present. Members unable to attend a regular or special meeting of the Board shall notify the Fiscal Officer in advance.

C. Order of Business

The business conducted at any special meeting of the Board shall be limited to the purposes stated in the written notice of such meeting, unless the transaction of other business shall be approved by all of the members present at the meeting. In general, the agenda of each regular meeting shall include the roll call and certification of notification; acceptance of minutes; comments from the audience; reports from the various standing committees of the Board; and reports from the President and Director. The order of business of each meeting of the Board shall be determined by the President or presiding officer consistently with any expressed desires of a majority of the members of the Board present at the meeting.

D. Report

At least one (1) week before each regular meeting of the Board, the Fiscal Officer shall mail or otherwise deliver to each member of the Board, at the address designated by the member, the following reports in such form as the Board may from time to time request or the laws of Ohio shall require:

Agenda
Minutes of the previous meeting;
Monthly Financial Report;

A copy of each monthly financial report shall be appended by the Fiscal Officer to the minutes of the next regular meeting following the date of the report. At that meeting the President shall inquire of the members present whether there are any questions or objections to the reports or to the payments or actions therein reported. The monthly financial report will be approved by a roll call vote of the Board.

Any member not present at the meeting when a report is considered may at the first regular meeting at which he is thereafter present voice any objection the member may have to any such report or to a payment or action reported

therein. The member's objection shall be entered in the minutes of the meeting, but such objection shall not invalidate or otherwise affect the previous approval of such report, payment and action, unless by motion, resolution and roll call the Board shall otherwise decide. Any report to which an addition, amendment, correction or objection is made at the meeting to which it is submitted shall be approved only by motion or resolution and vote of the Board.

E. Public Participation

The Board welcomes residents attending Board meetings. Those wishing to address the Board are asked to limit their remarks to no more than five minutes and that their name and address be included since Board meetings are tape-recorded and are a matter of public record. Because agendas are set in advance, no discussion of a presenter's topic will take place at that meeting. However, the Board will give careful consideration to residents' concerns and will respond.

F. Voting

Except when a larger vote is required by law, all actions of the Board shall require the affirmative vote of a majority of the full membership of the Board. When a motion is made and seconded to adopt a resolution authorizing the purchase or sale of real or personal property or the appointment of an officer or the payment of any debt or claim or the contracting or incurrence of any obligation or the payment of money or the transfer of property or the adoption of the annual budget or appropriation, or upon the request of any member of the Board, the Fiscal Officer of the Board shall call the roll of the members of the Board and enter in the minutes of the meeting the names of those voting "aye," of those voting "nay," and of those abstaining.

G. Rules of Order.

Where not otherwise governed by law or these *By-laws*, the proceedings of the meetings of the Board shall be in accordance with *Roberts Rules of Order* as currently revised and published at the time of the meeting.

H. Records of the Library - Public Information

It shall be the policy of the Board of Library Trustees of the Cleveland Heights-University Heights Public Library to place copies of the minutes of all regular and special Board meetings for the past year on the library's web site, after approval by the Board. The official copies of the minutes, and any appended documents, including financial reports, shall be maintained by the Fiscal Officer.

A reasonable effort will be made to make an audio recording of all regular and special Board meetings, which will be stored by the Fiscal Officer for a period of one year. These recordings are considered public records. Recordings will not be made during those times when the full Board has adjourned into an executive session.

All documents that are public records shall be available for review and inspection, during normal business hours, by any person upon reasonable request to the Fiscal Officer. Upon request, copies of public records will be mailed at a reasonable cost. The *Public Records Policy* of the Board of Library Trustees shall govern such requests.

Official reports of the Board required by the *Ohio Revised Code* and the Auditor of the State shall be maintained in the Business Office and available to the public upon request to the Director provided that viewing these records does not infringe on privacy rights of individuals.

Copies of the Policies of the Board of Library Trustees are available to the public on the library's web site. The adopted Position Descriptions and Salary Schedules of the library staff shall be available to the public and the staff in each library building.

The annual report of the President and Director shall be cataloged and made a part of the library's reference collection. These are also made available on the library's web site. Working papers of committees and correspondence received by the Board of Library Trustees, are not considered public documents.

IX.

FINANCES

A. Introduction

The Cleveland Heights-University Heights Public Library shall comply with the Federal, State, County and local requirements regarding the finances of the library. This includes receipt, expenditures and investment of funds, preparation and presentation of budgets, bank depositories, insurances, contracts, records and reports, and bidding. The election and duties of the Fiscal Officer and the Deputy Fiscal Officer are stated in Article VII, Sections C, of these *By-laws*.

B. Authorization to Classify Funds Received as Active, Interim or Inactive

The Fiscal Officer of the library is authorized, upon receipt of funds of the library, to determine the extent to which the needs of the library reasonably require that such funds be classified as active funds. If not so designated, the Fiscal Officer is authorized to classify such funds as either interim or inactive. When so classified, such funds may be deposited in an authorized depository or qualified investment, provided that any such deposit or investment shall be in compliance with the authorizing resolutions of this Board for deposit or investment of interim or inactive funds.

C. Authorization to Transfer Inactive, Interim and Active Funds and to Invest or Reinvest Funds

Upon maturity of any funds of this library held as interim or inactive funds, the Fiscal Officer of the library is authorized to determine the extent to which (a) the needs of the library reasonably require that such funds be transferred to the status of active funds; (b) the extent to which such funds may remain as interim or inactive funds; and (c) to deposit, invest or reinvest any such funds remaining as interim or inactive funds in an authorized depository or other qualified investment provided that any such deposit, investment or reinvestment shall be in compliance with the authorizing resolutions of this Board for deposit or investment of interim or inactive funds.

D. Investment Policy

The Investment Policy of the Cleveland Heights-University Heights Public Library is a part of the appendix of the *Service and Administration Policies*.

E. Use of Special Funds

1. Building and Repair Fund. The use of the Building and Repair Fund shall be limited to major planned expenditures or emergency repair expenditures, each of which shall be individually submitted to the Board for approval. Each fiscal year, a transfer from the unexpended General Fund appropriation to the Building and Repair Fund may be approved by the Board. Such transfers require a two-thirds affirmative vote of the full membership of the Board.
2. Technology Fund. The use of the Technology Fund shall be limited to expenditures that further this library's automation and technology plans, each of which shall be individually submitted to the Board for approval. Each fiscal year, a transfer from the unexpended General Fund appropriation to the Technology Fund may be approved by the Board. Such transfers require a two-thirds affirmative vote of the full membership of the Board.
3. Anne Bauer Staff Development Fund. This fund, created by late community resident Larry Bauer in memory of his mother, is used specifically to support the library's staff development programs. In general, expenditures shall come only from interest on the principal or from other monetary gifts made to the fund unless such expenditure is specifically approved by the Board.

4. Memorial Fund. This Fund is established to hold monies donated to the library specifically in memory of, or to honor, someone. Expenditure of funds from the Memorial Fund shall follow the requests of those donating the funds.
5. LSTA (Library Services and Technology Act) Grant Fund. This Fund is established to hold monies received for the State Library of Ohio for accepted LSTA grants. The Board must accept and approve all LSTA grant monies received.
6. Unclaimed Check Fund. This Fund is established as a trust and agency fund to hold unclaimed monies resulting from outstanding checks. Library checks become “stale” 60 days after being issued. Annually monies from these unclaimed checks will be transferred to the Unclaimed Check Fund. Outstanding checks remaining unclaimed for more than five years shall revert to the General Fund.
7. Other Funds. Other funds may, from time to time, be created by the Board of Library Trustees to hold monies designated for certain purposes. These Funds are maintained for only a specific amount of time and the Fund shall be eliminated at the end of the year in which monies are completely expended.

F. Approval of General Fund Expenditures

The Board's General Fund Annual Appropriation Resolution empowers the Fiscal Officer to expend the funds required for the operation of the library. However, the following shall be submitted individually to the Board for prior approval:

1. Non-recurring or initial expenditures in excess of \$10,000.00;
2. Recurring expenditures in excess of \$10,000.00 that have increased by 20% or more over the prior year;
3. When contracting with new vendors with terms/costs that exceed \$50,000/year, at least three proposals/quotes will be obtained, unless it is determined that there is only one vendor that specializes in this type of good or service. Exceptions include telecommunications services, proprietary software systems and support agreements, library materials and legal services for library administration;
4. Reassignment or creation of responsibilities that results in the addition of salaried staff positions; Any special circumstances, at the discretion of the Director and/or Fiscal Officer.

G. Authorization of Petty Cash

The Fiscal Officer is authorized to keep in the vaults of the library office an amount not to exceed the cash reserve amount established by Section 135.17 of the *Ohio Revised Code*.

X.

CONSTRUCTION CONTRACTS BIDDING AND AWARDS

Upon the approval of working drawings and specifications for any project governed by Ohio Revised Code Section 3375.41, the Board of Trustees for the Cleveland Heights-University Heights Public Library (the "Board") will solicit bids as required by Ohio Revised Code Section 3375.41. Unless otherwise directed in the advertisement notice, bids shall be sent to the Administration office of the library at the time and date specified in the notice. In accordance with Ohio Revised Code Section 153.54, each bid will be accompanied by the bid security in the form of a bond for the full amount of the bid or a cashier's check or letter of credit equal to ten percent (10%) of the bid. The advertisement will state that the Board reserves the right to reject any or all bids.

The architect, construction manager or other authorized individual designated by the Board will prepare the advertisements, bid forms, bid bond forms, performance and payment bonds and forms of agreement between the board and the successful bidder(s). Upon receipt, the bids will be opened publicly and entered in the minutes of the Board. The architect, construction manager or authorized individual will assist the Board and library personnel in analyzing the bids.

Ohio Revised Code Section 3375.41 governs the Board's competitive bidding and states that bids for library construction "shall be opened at the next meeting of the board...." However, the Board can determine it to be in the library's best interest to provide for the public opening, and reading of such bids by the Fiscal Officer of the Board, immediately after the time for filing such bids has expired, and not wait until the next scheduled meeting of the Board. All bids will be tabulated and a report of such tabulation will be provided to the Board at its next meeting. At that time, a decision shall be made as to which bid, if any, to accept.

The Ohio Revised Code 3375.41 states that a board of library trustees may accept "none but the lowest responsible bid...." The Board hereby adopts the following procedures for accepting and rejecting bids.

CONSTRUCTION CONTRACTS BIDDING AND AWARDS BIDDING REQUIREMENTS

Whenever the Board determines to let a contract for bid pursuant to R.C. 3375.41, the Board shall award the contract to the lowest responsible bidder in accordance the following policies and procedures:

- A. A bidder shall be considered responsible if his/her or its proposal responds to bid specifications in all material respects and contains no irregularities or deviations from the specifications which would affect the amount of the bid or otherwise give the bidder a competitive advantage.
- B. In considering whether a bidder is responsible, the Board shall consider all relevant factors including the experience of the bidder, the bidder's financial condition, conduct and performance in previous contracts, the bidder's facilities and management skills, and the bidder's ability to execute the contract properly. Although the Board's determination of the question of whether the bidder is responsible must include the above stated factors, the determination is purely within the discretion of the Board.
- C. Any apparent low bidder or bidders found not to be responsible shall be notified in writing of that finding and the reasons for it by the Director/Fiscal Officer of the Board. Such notification shall be sent by certified mail to the address set forth in the bid proposal by the bidder within a reasonable time of the determination. "Apparent low bidder" or "bidders" are those bidders who bid at a level below the bidder determined to be the lowest responsive and responsible bidder.
- D. A written protest may be filed with the Director or Fiscal Officer by any apparent low bidder or bidders. Such protest must be received within five (5) days of receipt of the notification required in subparagraph (C) above. Notification shall be deemed received upon mailing by the Board and/or its agents and employees. The postage meter date and/or cancellation by the United States Postal Service, whichever is applicable, and/or the latest date shall be presumed to be the date of mailing.
- E. Upon timely receipt of a protest or protests by an apparent low bidder or bidders, the Fiscal Officer or his or her designee or authorized representative, shall meet with such bidder or bidders who have timely protested. At such meeting the protesting apparent low bidder or bidders may present evidence or arguments concerning the issue of whether such bidder or bidders are responsible. The Board, and/or its designee or authorized representative, reserves the right to place reasonable limitations upon the presentation of such arguments or evidence. The Board, and/or its designee or authorized representative, at its discretion, may allow representation of one or more of the parties by an attorney or designee.
- F. Such meeting shall be scheduled within a reasonable time and at the convenience of the library. All participants will be sent written notice of the date and time of the meeting. The failure of any apparent low bidder to attend the meeting in person shall constitute a waiver of such bidder's right to protest the Board's determination of responsibility or responsiveness.
- G. If no request for a meeting is received within five (5) days of notification, then the prior determination of the Board shall become final. If, however, any apparent low bidder timely requests a meeting, then the Board's award shall not become a final contract award until the Board, by resolution, either affirms or reverses its earlier

determination. Such affirmance or reversal shall occur subsequent to the meeting with the low or lowest bidders who have timely requested such meeting. For the purpose of determining whether the decision has occurred subsequent to the meeting, any determination with respect to bidders who have failed to appear at their scheduled meeting shall be deemed to have occurred subsequent to the meeting.

XI

MEDIA INQUIRY

The President of the Board of Library Trustees shall be the official spokesperson for the Board.

Inquiries from the news media that are received by other members of the Board should be referred to the President.

Individual members of the Board should refrain from responding to inquiries from the news media regarding Board or administrative issues.

The President of the Board will respond only to matters involving official Board action. Inquiries relating to administrative matters will be referred to the Director and/or the Marketing and Community Relations Manager.

XII.

CONFLICT OF INTEREST

No member of the Board of Trustees shall have any pecuniary interest in any contract entered into by the Board (*Ohio Revised Code, 3375.35*).

This Board of Trustees subscribes to the tenets contained in "A Statement of Ethics for Library Trustees" of the American Library Trustee Association (attached).

XIII.

AMENDMENTS

These *By-laws* may be amended at any meeting by the affirmative vote of a majority of the full membership of the Board of Trustees, provided that a notice of the proposed amendment shall have been given with the notice of the meeting.