

**By-Laws of the
Board of Trustees of the
Lewis Egerton Smoot Memorial Library**

LEGAL REFERENCES

1. Section 42.1- 35 and 55.258.1 et seq., Code of Virginia, 1950, as amended.
2. Ordinance to Create the Board of Trustees of the Lewis Egerton Smoot Memorial Library for King George County adopted October 18, 1973, as amended February 5, 1976 (hereinafter referred to as "The Ordinance").
3. Instrument of Gift, between Ann H. Smoot and the Board of Supervisors of King George County, VA (hereinafter, "The Instrument").

Article I.

Pursuant to Sec. 2, G. of the Ordinance and Section 42.1-35 Code of Virginia, the Board of Trustees of the Lewis Egerton Smoot Memorial Library (hereinafter, "Trustees") adopt the following By-Laws.

Article II.

Sec. 1. The officers of the Trustees shall be a Chairman, a Vice-Chairman, and a Finance Officer. Their term of office shall be for one year coinciding with the fiscal year (July 1 through June 30). They shall be elected no later than a June meeting each year to take office July 1 and to remain in office until their successors are elected and qualified.

Sec. 2. The Chairman shall issue notice and preside at all meetings, appoint all committees, execute all documents authorized by the Trustees, serve as an ex-officio member of all committees, and generally perform the duties of that office.

Sec. 3. The Vice-Chairman, in the event of the absence or disability of the Chairman, or of a vacancy in that office, shall assume and perform the duties and functions of the Chairman. The Vice-Chairman will also chair one standing committee.

Sec. 4. In the event of a vacancy in both the offices of Chairman and Vice-Chairman, the Trustees, at a meeting to be called immediately by the Finance Officer, shall elect a Chairman and Vice-Chairman to fill the unexpired terms.

Sec. 5. The Finance Officer will manage the endowment and interface with the Library Director regarding budget matters and report to the Trustees, at least quarterly, the status of the endowment funds.

Article III. Meetings.

1. Sec. 2. H. of the Ordinance provides that the Trustees shall meet at least once each ninety (90) day period. Unless and until otherwise directed by the Board of Supervisors, the cited section shall be interpreted as requiring a meeting each calendar quarter.
2. Additional meetings may be held at any time at the call of the Chairman or Vice-Chairman, or at the call of any two (2) Trustees, provided notice thereof is given to each Trustee at least seventy-two (72) hours in advance of the meeting. A quorum attending meetings may by unanimous vote waive the requirements of notice of these meetings.
3. Pursuant to Ordinance Sec. 2. G, a majority of the currently serving Trustees shall constitute a quorum.
4. In the event a Trustee has two (2) unexcused absences from meetings within a rolling twelve month period, such absences shall be reported at the next meeting. The Trustees present may by a majority vote direct the Chairman to report such absences or other neglect of duty or misconduct upon the part of the subject Trustee to the Board of Supervisors for action pursuant to Sec. 2. F of the Ordinance and to request the appointment of a replacement Trustee.
5. Each Trustee shall maintain an active role on the Board and the committees on which they serve. An active roll is considered to mean missing no more than four meetings (either excused or unexcused) in a rolling 12 month period.
6. At least two months prior to the end of their appointment, each Trustee is responsible for contacting their designated Board of Supervisors representative to address their potential reappointment to the Library Board.
7. The order of business at all meetings of the Trustees shall be:

Roll Call

Disposition of minutes of previous meetings

Communications

Director's Report

Financial Report

Reports of other committees

Unfinished business

New and miscellaneous business

8. All meetings shall be conducted in accordance with Robert's Rules of Order.

Article IV. Adoption or amendment

1. A resolution to adopt or amend these By-Laws may be proposed and passed at any meeting of the Trustees but such adoption or amendment shall become effective only upon a favorable vote at the next meeting.

2. These By-Laws proposed on March 12, 1986 and adopted May 14, 1986 shall continue until revoked or amended pursuant to Sec. 1 above.
3. Hereby, Amended November 10, 2009 and adopted December 10, 2010.