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# By-Laws of the Library Board

THE LIBRARY OF VIRGINIA

Revised September 24, 2018

## BY-LAWS OF THE LIBRARY BOARD

### ARTICLE I

The **Library Board** hereafter referred to as the "Board" is constituted by Title 42.1 of the *Code of Virginia (1950)*, as amended, and governed specifically by that Title, and generally by the laws of Virginia.

### ARTICLE II

The Board shall appoint the Librarian of Virginia to serve at its pleasure. The Librarian of Virginia shall perform the duties provided for by Article 2 of Chapter 1 of Title 42.1 of the *Code of Virginia*, and otherwise as requested by the Board. The Board may enter into an employment agreement with the Librarian of Virginia. The Board shall annually evaluate the performance of the Librarian of Virginia in accordance with policies and procedures established by the Board, and may authorize a discretionary bonus to be paid to the Librarian of Virginia based on such performance appraisal.

### ARTICLE III OFFICERS

1. The Board shall elect annually from its own number the following officers:
  - a. Chair
  - b. Vice Chair
2. The Chair shall:
  - a. perform those duties incumbent upon him/her under the provisions of the Acts of the General Assembly relating to the Board and The Library of Virginia (the "Library") and under these By-Laws;
  - b. preside at all meetings of the Board and **Executive Committee**, call attention to such matters as require official action, and be an ex-officio member of all Board Committees and be an ex-officio member of The Library of Virginia Foundation Board;
  - c. cause the accounts of the Library to be audited by a certified public accountant or by the State Auditor of Public Accounts annually or more often at his or her discretion;

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- d. with the consent of the Board appoint all **Standing** and **Special Committees** and designate the Chair of each, with the exception of the **Executive Committee**; and
  - e. serve as the Board's representative to convey the views and policies of the Board to the Librarian of Virginia and to help bring to the Board the views and agenda of the Librarian of Virginia as to the needs of the Library, the opportunities for improved service to the Commonwealth, and other matters of interest to the Board; further, to see that the meetings and agendas of the Board and its Committees are responsive to the mission of the Board and to the needs of the Library as perceived by the Librarian of Virginia.
3. In the absence or inability of the Chair to act, the Vice Chair shall preside at the meetings of the Board and **Executive Committee** and discharge the other duties and functions of the Chair. The office of Vice Chair shall be an auxiliary office for the purpose of permitting the Chair to delegate to the Vice Chair specific responsibility to relieve the Chair of various duties and functions with which, in the Chair's discretion, it is appropriate for the Vice Chair to assist.
  4. The Librarian of Virginia shall be Secretary of the Board and shall perform all official duties belonging to that position. The Secretary shall keep, or cause to be kept, in a separate book, neat and accurate records of the proceedings of all matters of the Board and of all of its Committees. The Secretary shall give due notice of all meetings.
  5. The funds and securities of the Library shall be kept in the custody of such officer of the Commonwealth of Virginia as may be required by the regulations of the Commonwealth, provided that they are consistent with the laws of Virginia. Special funds created or donated for special purposes may be kept and administered as may be determined by the Board or **Executive Committee** consistent with the purpose and conditions which attach to them.

#### **ARTICLE IV** **COMMITTEES**

(See Addendum A for Duties)

1. With the advice and consent of the Board, the Chair shall appoint annually the following **Standing Committees**, which shall be advisory to the Board, and designate the Chair of each:
  - a. **Archival, Collections, and Records Management Services Committee**
  - b. **By-Laws Committee**
  - c. **Education, Outreach, and Research Services Committee**
  - d. **Legislative and Finance Committee**
  - e. **Public Library Development Committee**
2. The **Executive Committee** of the Board shall appoint a **Nominating Committee** annually with the approval of the Board and designate its Chair.

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3. The Chair of each Committee shall be a Board member. All members of the **Executive Committee, Legislative and Finance Committee** and the **Nominating Committee** shall be Board members. But in the case of all other Committees, membership may include non-Board members. No Committee shall consist of fewer than four persons.
4. The **Executive Committee** shall consist of no fewer than five members, including the Board Chair (who shall be Chair of the Committee), the Vice Chair and such other Board members as the **Nominating Committee** may recommend and the Board elect. The immediate past Chair shall be a member of the **Executive Committee**, provided that person is still on the Board.
5. Between meetings of the Board, the **Executive Committee** may exercise all the powers vested in and perform all the duties imposed upon the Board. Nevertheless, the **Executive Committee** shall not act in contravention to any express directive given it by the Board. At or before each meeting of the Board, the Board members shall be furnished regular reports of the actions of the **Executive Committee** since the previous meeting of the Board so that they may remain informed as to the affairs of the Library.

#### **ARTICLE V** **MEETINGS, ELECTIONS, AND QUORUMS**

1. There shall be no fewer than four, nor more than twelve, regular meetings of the Board held each operating, year, with the number, date, place and time to be fixed by the Board.
2. The Board shall hold its annual meeting in June. The **Executive Committee** shall meet at the direction of the Chair or of three members of the Committee.
3. Special meetings of the Board may be called at any time by or at the direction of the Chair or upon the written request of five members of the Board.
4. The election of Board officers and Board members to subsidiary or ancillary bodies shall take place at the annual meeting with terms of office commencing at the conclusion of the meeting. Officers and Board members to subsidiary or ancillary bodies elected at special elections shall serve until the next annual election or until their respective successors are elected and take office.
5. ARTICLE III, Section 3.2.(i) of the *By-Laws of The Library of Virginia Foundation* provides that the two Library of Virginia Board Directors of the Foundation Board shall be members of The Library of Virginia Board who have been nominated by The Library of Virginia Board and elected by the Board of Directors of The Library of Virginia Foundation. Nominations

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to fill any vacancies among The Library of Virginia Board Directors to The Library of Virginia Foundation Board shall be made as they occur by majority vote of The Library of Virginia Board.

6. A majority of the members of the Board shall constitute a quorum of all Board meetings. A majority of the members of any Committee shall constitute a quorum thereof.
7. The conduct of Board meetings shall conform to the applicable requirements of the Virginia Freedom of Information Act and be governed by the most recent edition of *Robert's Rules of Order*.

#### **ARTICLE VI** **POLICIES**

1. The Board may, from time to time, designate certain policies of the Board as official policies, with any policies so designated by the Board to be set forth on Addendum B attached hereto.
2. Before any policy may be designated, amended, or revoked as an official policy of the Board,
  - a. the intent to so designate, amend, or revoke such policy must be announced at or before the Board meeting which last occurs prior to the Board meeting at which such action is proposed to be taken;
  - b. notice of any designation, amendment or revocation must be mailed to the Board at least ten (10) days prior to the Board meeting at which the action is proposed to be taken; and
  - c. the quorum requirement necessary to amend these By-Laws shall be necessary for the adoption of any designation, amendment or revocation of such policies.
3. If any Board policy has been embodied in a regulation, then the procedures set forth in the Administrative Process Act and the Virginia Register Act shall exclusively apply, and this Article VI shall be inapplicable to any such policy.

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**ARTICLE VII**  
**AMENDMENTS**

These By-Laws may be amended by a vote of at least two-thirds of the members of the Board then in office provided the proposed amendment or the substance thereof shall be mailed with the notice to all members of the Board at least ten days prior to the meeting at which the action is taken.



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Mark E. Emblidge, Chair  
The Library of Virginia Board



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Sandra Gioia Treadway, Secretary.  
The Library of Virginia Board

**Adopted by the Library Board on April 8, 2014, at a meeting at the Library of Virginia in Richmond, Virginia.**

**THE LIBRARY OF VIRGINIA**

*June 18, 2008*

**BY-LAWS OF THE LIBRARY BOARD**

**ADDENDUM A**

**THE LIBRARY BOARD COMMITTEES AND DUTIES**

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**ARCHIVAL, COLLECTIONS, AND RECORDS MANAGEMENT SERVICES COMMITTEE**

The **Archival, Collections, and Records Management Services Committee** shall:

- (a) work with the Executive Management Team to assess the needs of the Library of Virginia's collection development, conservation-preservation, online collection, collection processing, description, and maintenance programs;
- (b) review the Collection Development Policy and other policies regularly to determine what revisions, if any, are needed to meet the mission of the Library of Virginia;
- (c) assist in determining adequate levels of support funding and report same to the Board for budgetary consideration and financial pursuit;
- (d) advance public understanding of the role and importance of the archival, printed, and special collections;
- (e) monitor needs for conservation and preservation of archival materials, printed materials, artwork, newspapers, and other collections owned by or entrusted to the care of the Library of Virginia;
- (f) review, evaluate, and report to the Board at regular intervals the status of those Library programs funded wholly or partially by Special Funds, such as, the Circuit Court Records Project, and the Virginia Newspaper Project;
- (g) periodically, review compliance issues related to the Virginia Public Records Act and make recommendations for improvements in records management policies and procedures;
- (h) monitor changes in technology that may have an impact on the management of public records and agency collections; and
- (i) monitor conditions under which archival materials and records are housed.

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### **BY-LAWS COMMITTEE**

The **By-Laws Committee** shall

- (a) review and recommend changes to the By-Laws of the Library of Virginia Board.

### **EDUCATION, OUTREACH, AND RESEARCH SERVICES COMMITTEE**

The **Education, Outreach, and Research Services Committee** shall

- (a) work with the Executive Management Team to assess the needs of the Library of Virginia’s public services activities, including reference, research, interlibrary loan, and circulation, and advise on major policy changes in these areas;
- (b) work with the Executive Management Team to assist in the development and implementation of policies to reach target audiences for the dissemination of Library publications and to promote awareness of exhibits, special events, and programs;
- (c) review and advise on educational outreach initiatives and assist in developing strategies to improve their effectiveness and reach across the state;
- (d) assist in planning to improve the Library’s customer service and review satisfaction with service delivery on an ongoing basis;
- (e) assist in determining adequate levels of support funding for the Library’s publishing, education, and public service activities and report same to the Board for budgetary consideration and financial pursuit; and
- (f) monitor changes in technology which may have an impact on service delivery and outreach.

### **EXECUTIVE COMMITTEE**

The **Executive Committee** shall

- (a) meet as directed by the Board or to address an emergency situation, and
- (b) evaluate the operations at the Library of Virginia;
- (c) annually evaluate the performance of the Librarian of Virginia.

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### **LEGISLATIVE AND FINANCE COMMITTEE**

The **Legislative and Finance Committee** shall

- (a) work with the Librarian of Virginia and designated library staff to
  - (i) formulate the thrust of legislation and funding affecting libraries in the Commonwealth, and
  - (ii) determine fiscal needs for the Library of Virginia programming and service patterns;
- (b) meet with members of the Executive and Legislative branches of state government, when needed, to articulate the need for legislation and appropriations to implement services at the Library of Virginia and library services throughout the Commonwealth, and
- (c) monitor changes in technology which may have an impact on its duties.

### **LIBRARY OF VIRGINIA FOUNDATION COMMITTEE**

The two-person **Library of Virginia Foundation Committee** will be made up of those members nominated by the Library Board to serve on the Library of Virginia Foundation Board.

The committee will fulfill a liaison function between the two boards and will identify for the Foundation those needs of the Library requiring Foundation support. The members of this committee shall serve staggered three-year terms.

### **PUBLIC LIBRARY DEVELOPMENT COMMITTEE**

The **Public Library Development Committee** shall

- (a) work with the Director of the Library Development and Networking Division to identify service patterns and public library trends;
- (b) monitor federal and state funding;
- (c) establish and maintain suitable criteria for evaluating proposals submitted for federal funds and criteria for state funding;
- (d) support legislation for state aid to public libraries and identify same to the **Legislative and Finance Committee**;

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- (e) focus attention on geographic areas of the Commonwealth where public library services should be provided or improved;
- (f) work with local officials and citizen's groups in an effort to establish new libraries in communities across the Commonwealth, and advise said communities on fund raising and library funding;
- (g) support needs for all new technology, including *Infopowering the Commonwealth* and *Find It Virginia*;
- (h) regularly review, evaluate, and report to the Board the status of the systems for interlibrary cooperation and networking in the Commonwealth;
- (i) recommend to the Board those measures which are designed to promote cooperation with networking;
- (j) recommend to the Library Board actions necessary to meet the requirements of Title 42.1 of the *Code of Virginia* for Networking; and
- (k) monitor changes in technology which may have an impact on its duties.

### **LIBRARY REPRESENTATIVES OF AFFILIATED ORGANIZATIONS**

**Virginia Library Association**

**Friends of the Virginia State Archives Liaison**

**THE LIBRARY OF VIRGINIA**

**ADDENDUM B**

**THE LIBRARY BOARD OFFICIAL POLICIES**

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**LIBRARY OF VIRGINIA RESOLUTION  
REGARDING PUBLIC ACCESS TO THE INTERNET:  
NOTICE TO PATRONS REGARDING OBSCENITY AND CHILD PORNOGRAPHY**

**WHEREAS** the possession and distribution of obscene materials (see *Code of Virginia*, Section 18.2-374 *et seq.*) and child pornography (see *Code of Virginia*, Section 18.2-374 *et seq.*) are both illegal in the Commonwealth of Virginia;

**AND WHEREAS** such illegal materials may be available on the Internet and may be accessed by patrons at public library terminals;

**AND WHEREAS** the *Code of Virginia*, Section 42.1-1(4) authorizes the Library of Virginia to furnish to Virginia's public libraries "assistance, advice and counsel as to the best means of establishing and administering such libraries and collections";

**AND WHEREAS** proper library administration requires that electronic access by library patrons to obscene materials and/or child pornography be in no way facilitated;

**THEREFORE, BE IT RESOLVED** that it is the policy of the Library of Virginia that local and regional libraries shall make available to patrons adequate notice through written policies or postings which remind patrons that no library terminal shall be used to access such illegal materials.

/S/ Nolan T. Yelich  
Secretary to the Library Board

September 16, 1998

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**LIBRARY OF VIRGINIA RESOLUTION  
REGARDING ACCESS TO THE INTERNET IN PUBLIC LIBRARIES IN VIRGINIA;  
PREVENTION OF HARM TO MINORS**

**WHEREAS** there is an increasing concern in the public library community that minors may be harmed by materials available through the Internet;

**AND WHEREAS** the public policy of The Commonwealth as stated in Section 18.2-390, *et seq.* of the *Code of Virginia* is to insulate minors from materials that may be harmful to them;

**AND WHEREAS** it is the policy of the Library of Virginia to preserve for all patrons the right to read, while at the same time advancing the family's right in each library community to determine, for itself, what information may be age-appropriate for minors;

**AND WHEREAS** most public libraries do currently or in the near future plan to furnish Internet access to adults and to minors alike;

**AND WHEREAS** the *Code of Virginia*, Section 42.1-1(4) authorizes the Library of Virginia to furnish to Virginia's public libraries "assistance, advice and counsel as to the best means of establishing and administering such libraries and collections";

**AND WHEREAS** the issue of electronic access to the Internet by minors strongly implicates issues of collection development and proper library administration;

**AND WHEREAS** the Library of Virginia Board is mindful that minors' access to electronic information is a controversial topic which implicates sensitive and important constitutional issues involving freedom of speech and fundamental parental prerogatives;

**AND WHEREAS** unfettered access by minors to the Internet may subject them to materials which are harmful to minors (juveniles) within the meaning of Section 18.2-390 *et seq.* of the *Code of Virginia*, and that preventing such exposure in public libraries serves a compelling state interest;

**THEREFORE, BE IT RESOLVED** that it is the policy of the Library of Virginia that each local and regional library board shall adopt acceptable use policies for Internet access which minimize harm to minors by providing either for (a) parental consent before minors are furnished unfettered access to the Internet or (b) other measures which the local or regional library board determines are appropriate to minimize harm to minors.

/S/ Nolan T. Yelich  
Secretary to the Library Board

September 16, 1998

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**LIBRARY OF VIRGINIA RESOLUTION**

**POLICY ON ELECTRONIC PARTICIPATION IN LIBRARY  
BOARD MEETINGS**

*September 24, 2018*

**WHEREAS** it is the policy of the Library Board that individual Library Board members may participate in meetings of the Library Board by electronic means as permitted by Virginia Code

§ 2.2-3708.2.

**AND WHEREAS** this policy shall apply to the entire membership and without regard to the identity of the member requesting remote participation or the matters that will be considered or voted on at the meeting.

**THEREFORE, BE IT RESOLVED** whenever an individual member wishes to participate from a remote location, the law requires a quorum of the Library Board to be physically assembled at the primary or central meeting location, and there must be arrangements for the voice of the remote participant to be heard by all persons at the primary or central meeting location. A member who is unable to attend the meeting due to a temporary or permanent disability or other medical condition or due to a personal matter and wishes to participate in the meeting electronically must so notify the chair of the Library Board and the Office of the Librarian of Virginia on or before the day of the meeting.

**BE IT ALSO RESOLVED** that the Library Board must take action to approve or disapprove each such request for participation through electronic means to ensure compliance with this policy. The disapproval of any request must be recorded in the meeting minutes with specificity.

**BE IT ALSO RESOLVED** that for any approved requests the reason that the member is unable to attend the meeting and the remote location from which the member participates shall be recorded in the meeting minutes. If the reason for the electronic participation is due to a personal matter (not a temporary or permanent disability or other medical condition) the nature of the personal matter must be identified with specificity.

**BE IT ALSO RESOLVED** that such participation by a member due to a personal matter shall be limited to two meetings each calendar year.

/S/ Sandra G. Treadway  
Secretary to the Library Board

September 24, 2018

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