

## BYLAWS OF THE LIBRARY ADVISORY COMMISSION OF THE CITY OF PALO ALTO

**Adoption and Purpose.** The Library Advisory Commission of the City of Palo Alto (“Commission”) desires to prepare Rules and Regulations and ByLaws to facilitate the proper, fair and efficient discharge of its responsibilities. Accordingly, the Commission hereby adopts these ByLaws which shall govern the conduct of Commission activities on and after May 27, 1999.

### **SECTION 1. Creation; Duties of Commission.**

The Commission is created pursuant to Chapter 2.24 of the Palo Alto Municipal Code, and shall perform any duties imposed upon it by ordinances of the City of Palo Alto, applicable state or federal law, or as requested by the City Council of the City of Palo Alto.

### **SECTION 2. Officers.**

- 2.0 The officers of the Commission shall consist of a Chairperson, Vice Chairperson, and a Secretary.
- 2.1 The offices of Chairperson and Vice Chairperson shall be filled by election of members of the Commission from among their members, and persons so elected shall serve for a term of one year, or until their successors are elected. Chairperson and Vice-Chairperson may serve as officers for up to two years in the same office. The election shall be held at the first Commission meeting conducted on or after May 1 of each calendar year. In the event that either office becomes vacant during the regular term, the Commission shall elect a member to serve the remainder of the term.
- 2.2 The Director of Libraries, or the Director’s designee, shall serve as Secretary of the Commission.
- 2.3 The duties of the officers of the Commission shall be as follows:
  - 2.3.1 It shall be the duty of the Chairperson to preside over all meetings of the Commission, to appoint committees and to serve as an ex-officio member of all committees so appointed, to call special meetings of the Commission as provided by law and to designate the time and place of such meetings, to sign documents and correspondence in the name of the Commission, and to represent the Commission before the City Council, its committees, and such other groups and organizations as may be appropriate. The Chairperson may

designate another member to act in his or her stead. The Chairperson shall have the same voting rights as other members of the Commission.

2.3.2 It shall be the duty of the Vice Chairperson to assist the Chairperson and to preside over meetings of the Commission during the Chairperson's absence.

2.3.3 It shall be the duty of the Secretary to keep a record of all the meetings of the Commission, to accept and file in the name of the Commission documents and correspondence addressed to it, and to present all such correspondence to the Commission.

### **SECTION 3. Committees.**

The Chairperson may appoint special committees as required or desired, consistent with the procedures established by the city council policies and procedures. Normal term is for six months.

### **SECTION 4. Quorum.**

Three members of the five member Commission shall constitute a quorum for doing business. A quorum is needed to take action. When there is no quorum at the commencement of or at any time during a meeting of the Commission, the Chairperson or Vice Chairperson, or in such officers' absence any Commission member, shall adjourn the meeting, or if no Commission member is present, the Secretary shall adjourn the meeting.

### **SECTION 5. Meetings.**

5.0 Regular meetings of the Commission shall be held bimonthly on the fourth Thursday of each month except November and December when the meeting shall be on the third Thursday. Regular meetings shall be held at 7:00 pm at the City Hall Conference Room, 250 Hamilton Ave., Palo Alto, or other location in Palo Alto as necessary.

5.1 Special meetings may be called at any time by a majority of the Commission members present and voting at a regular meeting. In addition, a special meeting may be called by the Chairperson or by a majority of the members of the Commission, in accordance with the procedures for calling special meetings set forth in the California Government Code, §54950 et seq. (Ralph M. Brown Act, hereinafter referred to as the "Brown Act"). Notice of any special meeting shall be provided in the manner required under the Brown Act, and no business other than that set forth in the notice shall be considered by the Commission at the special meeting. Special meetings, including but not limited to field trips, may be held at locations

other than City Hall as specified in the meeting notice; however, no such meeting shall be held outside the City limits of the City of Palo Alto unless allowed by the Brown Act.

- 5.2 Any regular or special meeting of the Commission may be adjourned to a subsequent date for continuation or completion of the business on the Commission's agenda at the meeting. Notice of such adjournment shall be provided in the manner required under the Brown Act.
- 5.3 All regular and special meetings of the Commission shall be open to the public; provided, however, that closed sessions may be held from which the public may be excluded for any purpose lawful under state law.

## **SECTION 6. Agendas.**

The agenda for all regular and special meetings of the Commission shall be prepared in writing by the staff of the Director of Libraries. The Director of Libraries may consult with the Chairperson and Vice-Chairperson as necessary regarding agenda items and scheduling. Agendas shall be posted within the time and in the manner required by the Brown Act. Whenever feasible, a complete copy of each regular meeting agenda and all supporting materials will be delivered, mailed, faxed, or e-mailed to each Commission member so as to reach the recipient not later than 7:00 pm of the Monday preceding the meeting.

## **SECTION 7. Conduct of Meetings.**

- 7.0 The Chairperson, the Vice Chairperson, the temporary presiding officer appointed by the Chairperson, or, if necessary, whichever member of the Commission in attendance with the longest tenure on the Commission, shall take the chair at the time designated for the start of the meeting, and shall call the Commission to order.
- 7.1 The presiding officer shall preserve order and decorum at all meetings of the Commission, announce the Commission's decision on all subjects, and decide all questions of order.
- 7.2 The Secretary shall call the roll of the Commission members and shall record the names of those present and those absent.
- 7.3 The Commission may, by a majority vote of its members, adopt or amend Procedural Rules to be followed at regular or special meetings of the Commission to the extent such procedures are not in conflict with these ByLaws. The Procedural rules shall be deemed guidelines and failure to comply with any procedural rule shall not be the basis for challenge to or invalidation of any action of the Commission, nor shall they be construed to create an independent remedy or right of action of any kind.

**SECTION 8. Amendment.**

These ByLaws may be amended, revised, or repealed by the affirmative vote of four members of the Commission. Proposed amendment, revisions, or repeal must be submitted at a regular meeting of the Commission and may not then be voted upon until the next regular meeting.

**SECTION 9. By-Laws Available to Public.**

Upon adoption, these ByLaws and any Procedural Rules adopted by the Commission pursuant to Section 7.3 hereof shall be transmitted to each member of the Commission, to the City Council, and to the City Clerk. Copies of the ByLaws and Procedural Rules shall be made available to the public in the City of Palo Alto Library Administration Office at the Downtown Branch Library and at each meeting of the Commission.

THE FOREGOING BYLAWS WERE FIRST PRESENTED ON MARCH 21, 1999, ADOPTED BY MAJORITY VOTE OF THE LIBRARY ADVISORY COMMISSION AT A SPECIAL MEETING HELD ON THE 6TH DAY OF MAY, 1999, AND SHALL BE EFFECTIVE ON MAY 27, 1999.

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