

MINUTES
LAS VEGAS-CLARK COUNTY LIBRARY DISTRICT
BOARD OF TRUSTEES' BYLAWS COMMITTEE MEETING
LAS VEGAS, NEVADA
MAY 19, 2015
(approved June 11, 2015)

The Board of Trustees' Bylaws Committee of the Las Vegas-Clark County Library District met in regular session in the Las Vegas Library, Las Vegas, Nevada, at noon, Tuesday, May 19, 2015.

Present: Committee: K. Crear, Chair
R. Ence
F. Ortiz
M. Saunders
S. Moulton

Board: Y. Yturralde

Counsel: G. Welt

Absent: None

Staff: Dr. Ronald R. Heezen, Executive Director
Fred James, Deputy Director, CFO
Allison Boyer, Executive Assistant

Guests: None

K. Crear, Chair, called the meeting to order at 12:20 p.m.

Roll Call (Item I.) All members listed above represent a quorum. Appendix A.

Public Comment (Item II.) None.

Agenda (Item III.) Trustee Moulton moved to approve the Agenda as proposed. There was no opposition and the motion carried.

Discussion and possible Committee action to recommend revising the Library Board of Trustees Bylaws and Policies (Articles 5 and 10). (Item IV.) Deputy Director, CFO Fred James explained that the signatures of the Treasurer of the Board and the Chief Financial Officer (CFO) of the District were on all District checks. In light of the recent situation where it was discovered a Trustee's term could potentially expire while they are Treasurer or if the District's CFO was not available to sign checks, staff is recommending a revision to the *Library Board of Trustees Bylaws and Policies*. This would set up procedures for automatic backups for both positions.

Counsel Welt asked Trustees to consider the following addition to Article 10 of the *Bylaws*, "In the event that the Library Board Treasurer is unable to perform the duties of Treasurer, or that the position of Treasurer is vacant for any reason, then, in that event, the Secretary of the Library Board of Trustees shall perform all the duties of Treasurer, including, but not limited to, signing all checks issued by the Library District.

In the absence of the Chief Financial Officer of the Library District for any reason, the Assistant Finance Director of the Library District shall sign all checks issued by the Library District."

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Mr. Welt said that the Bylaws are loosely defined due to the wish of the Board. In his review, he realized that the Secretary of the Board had few duties and adding the duties of the Treasurer's position as a backup would not conflict with the Secretary's other duties. In the case of the CFO, the Assistant Finance Director would replace him on the checks in case of need. He suggested that the change he proposed at the meeting would replace the changes proposed in the backup material provided to Trustees.

Trustee Moulton liked the suggestion and that it was a simple resolution.

Trustee Saunders asked what would happen if the Secretary of the Board was not available. Mr. Welt said that the Board would then have to have a special meeting.

Trustee Ortiz clarified that the suggested language presented at the meeting would amend the recommended language provided to Trustees with the background material. Mr. Welt said that the recommended language provided with the background material gave Trustees an idea of where staff was headed; the actual posting was to amend the Bylaws to resolve the problem. In addition, this action is not the final word, simply a recommendation to the Board to review at their May 21 meeting. The final vote will not come until the June 11, 2015 meeting.

Mr. Welt then encouraged Trustees to review the *Bylaws* and if Trustees had further suggestions for change, they would be welcome. While the *Bylaws* were very simple, this had been the desire of Trustees in the past. The *Bylaws* were backed up *Robert's Rules of Order* as well as the fact they were limited, not by the bylaws, but by Nevada statute.

Mr. James thanked Trustees for their participation and said he did want to make sure that the District could operate smoothly and checks would be able to always be sent out.

Trustee Saunders moved to recommend to the Board of Trustees revisions to Article 10 of *Library Board of Trustees Bylaws and Policies* as detailed above. There was no opposition and the motion carried.

**Public Comment
(Item V.)**

None

**Adjournment
(Item VI.)**

Chair Crear adjourned the meeting at 12:30 p.m.

Respectfully submitted,

Keiba Crear, Committee Chair