

SVLS Administrative Council Meeting

Agenda

**Santa Clara County Library District Headquarters
1370 Dell Avenue, Campbell, CA 95008**

April 18, 2019

1:00 p.m.

- | | | | |
|-------|--|-----------------|--------------|
| I. | Call to Order and Introductions | Keith | |
| II. | Adoption of Agenda (Action Item) | Keith | |
| III. | Approval of the January 18, 2019 Minutes (Action Item) | Keith | Attachment 1 |
| IV. | Old Business | | |
| | A. Update on SVLS Day in the District Coordination | Keith | |
| | B. SVLS Technical Services Group Update | Ziesenhenne | |
| | C. Review and Approval of Revised SVLS Bylaws (Action Item) | Baker | Attachment 2 |
| V. | New Business | | |
| | A. State Library Statistics Report Building | Baker | |
| | B. Vendor Payment Structures Discussion | Gray | |
| | C. Election of New SVLS Officers for FY 2019/20 (Action Item) | Keith | Attachment 3 |
| | D. Review of SVLS Meeting Schedule for FY 2019/20 | Alvarez | Attachment 4 |
| VI. | Reports | | |
| | A. <i>Silicon Valley Reads</i> | Howe | |
| | B. PLP Executive Committee Update | Bojorquez/Keith | |
| | C. Report of System Administration | Frost | |
| VII. | Agenda Building and Location for Next Meeting on July 19, 2019 | | |
| VIII. | Public Comment (Individuals are allowed three minutes, groups in attendance five minutes. It is a system policy to refer matters raised in this forum to staff for further investigation or action if appropriate. The Brown Act prohibits the Administrative Council from discussing or acting on any matter not agendaized pursuant to state law.) | | |
| IX. | Announcements and Reports from Libraries | | |
| X. | Adjournment | | |

SVLS Administrative Council Meeting
Mountain View Public Library
585 Franklin St, Mountain View, CA 94041

January 18, 2019
10:00 a.m.

MINUTES

Council:

Hilary Keith, Chair, Santa Clara City Library
 Ryan Baker, Los Gatos Public Library
 Tracy Gray, Mountain View Public Library
 Monique Zieshenne, Palo Alto City Library
 Michelle Ornat, San Jose Public Library
 Nancy Howe, Santa Clara County Library District

System Staff:

Carol Frost, PLP
 Yemila Alvarez, PLP

I. Call to Order and Introductions

Chair Keith called the meeting to order at 10:10AM.

II. Adoption of Agenda (Action Item)

Agenda adopted as presented (M/S Zieshenne/Baker).

III. Approval of the October 18, 2018 Minutes (Action Item)

Minutes approved as presented (M/S Baker/Gray).

IV. Old Business

A. Report on “We Are Stronger Together” Networking and Advocacy Event

Supervisor Joe Simitian and Santa Clara City Mayor Lisa Gillmor were the presenters. The program was well-attended and addressed several aspects of advocacy. Commissioners and Board members expressed that they found it useful. Supervisor Simitian created a handout for advocacy tips. The Committee requested feedback on the notecards from the program and what came from them as a wrap-up. Alvarez will follow up with Bojorquez on this.

B. Update on SVLS Day in the District Coordination

Howe updated the list of representatives and will share out again. PLP will share out the CLA legislative priorities.

V. New Business

A. Consideration and Approval of Increase to \$5,000 Annual Support for Silicon Valley Reads (Action Item)

SVLS approved several years ago an ongoing annual contribution of \$5,000 to support Silicon Valley Reads. The coordinator for Silicon Valley Reads has reached out to SVLS to inquire about increasing this contribution. There was discussion around the amount that the contribution should be, with \$7,500 to \$10,000 being discussed as potential ongoing contributions. There was discussion around making a one-time additional contribution for this year and revisiting the on-going contribution on an annual basis. Keith motioned to increase the level of funding to \$10,000 for one year and to revisit the regular contribution amount on an annual basis (M/S Keith/Howe). Frost will notify the Silicon Valley Reads coordinator.

B. SVLS Courier Feedback and Discussion

Alvarez checked in with the SVLS Directors about the new SVLS courier to see how the service is going. The service has been going well and there has been no negative feedback.

C. Review of SVLS By-Laws

The Council reviewed the current By-Laws and proposed revisions section by section. There was discussion around the objectives section and the consensus was to strike everything except the last sentence. There was discussion of the membership section and agreement to add a qualifying sentence that membership is open to any library in Santa Clara County. There was discussion of reordering Article IV, Section 1. There was agreement to remove Article IV.2.B, and striking the Plan of Service statement in Article IV.2.C. In Article V.2.B the term was changed to 2 years. There was agreement in Article 7.1. to change frequency to quarterly. There was discussion of Article 7.7 being struck. Article 11.3.D was struck. Baker noted all the corrections and will work with Frost to update and present a final version to the Committee by end of March. All amendments must be presented at least 14 days in advance of the next meeting to be eligible to be voted on.

D. SVLS Nominating Committee Formation

Gray, Keith and Ziesenhenné will serve as the committee and present nominations at the next meeting.

VI. Reports**A. *Silicon Valley Reads***

Howe updated the Committee on planning and presented a program of activities. The first author appearance is Jan 25, and the official Premier Event is slated for February 7.

B. PLP Executive Committee Update

The last PLP Executive Committee meeting was in October. Additional funds were approved for a MOBAC ILS study. There was also discussion of the new SVLS courier.

C. Report of System Administration

PLP will be renewing Analytics on Demand using CLSA funds, which is now allowable because of the newly updated and adopted CLSA regulatory language. The State Library has started posting a calendar of activities and meetings on their site for review. The LSTA Competitive Grants announcement (formerly Pitch-an-Idea) has gone out and PLP is accepting recommendations and ideas. April 24 is the next Public Library Directors Forum in Sacramento.

VII. Agenda Building for next meeting on April 19, 2019 at Sunnyvale Public Library.

- A. Send out revised By-Laws a month before for review.
- B. SVLS Tech Services Group Agenda item
- C. Decision to change date to April 18, 1pm. We will find a location
- D. Day in the District and legislative priorities
- E. Vendor Discussion
- F. Demo of State Library Statistics Report Building by Baker

VIII. Public Comment

There was no public comment.

IX. Announcements and Reports from Libraries

The libraries shared announcements.

X. Adjournment

The meeting was adjourned at 11:43am by Chair Keith.

BYLAWS

PREAMBLE: These several independent public libraries, having formed the South Bay Cooperative Library System under the terms of the California Library Services Act, do hereby accept the following Bylaws for governing the structure, operation, and management of the System.

ARTICLE I: NAME

The name of this organization shall be the "South Bay Cooperative Library System," hereinafter referred to as "SBCLS" and/or "System."

ARTICLE II: OBJECTIVES

The objectives of this organization shall be to implement and achieve the Plan of Service agreed upon by the member libraries consistent with the provisions of the California Government Code, sections 6500-6579 (Joint Exercise of Powers). A further objective is to engage in other agreed upon programs that extend and enhance the resource sharing capabilities of the individual libraries to better serve library patrons.

ARTICLE III: MEMBERSHIP

The System is a cooperative library system in which membership and participation is purely voluntary. Membership in the System shall, in no way, compromise the autonomy of any member or participating library.

Section 1: Full Membership

Full membership status of SBCLS will be limited to those libraries that are officially accepted and recognized as members by the California Library Services Board, having met the requirements set forth in the California Education Code, Sections 18700-18766 (California Library Services Act), and the California Administrative Code (Chapter 2, Public Library Services.)

Section 2: Associate Membership

Associate membership status will be limited to those non-public libraries in the SBCLS service area.

Section 3: Withdrawal from Membership

- a. Any System participant may withdraw from the System by resolution of its governing body. Withdrawal notice of any System participant shall be given in writing to the Council at a regular meeting at least sixty (60) days before the effective date of such withdrawal.
- b. If the debts and obligations of the System exceed its assets and anticipated income at the time of withdrawal, withdrawal may be effective only after payment by the withdrawing party of its proportionate share of the net debts and obligations of the System.

- c. At such time as the System is notified that a member wishes to withdraw, an Ad Hoc Committee shall be appointed to work with the library and make recommendations to the Council regarding the withdrawal, division of property, and possible future relationships.
- d. The Administrative Council may request the withdrawal of a member library for repeated and excessive violations of existing agreements between or among other member libraries. Such petition for withdrawal shall be in conformance with sanctions established by the Administrative Council.

ARTICLE IV: ADMINISTRATIVE COUNCIL

Section 1: Composition

- A. SBCLS will be governed by an Administrative Council composed of one voting representative from each member jurisdiction. In case of unavoidable absence from a meeting, the voting representative may designate an alternate to attend the meeting. Additional non-voting representatives may be invited by the Administrative Council to attend and participate.
- B. Members of the Administrative Council and their alternates will serve without compensation, but may be reimbursed from SBCLS funds for necessary travel and subsistence costs in connection with SBCLS business, in accordance with rules and regulations adopted and promulgated by the Administrative Council.

Section 2: Powers

- A. The Administrative Council shall:
 - 1. Formulate policy and goals, establish and review SBCLS programs, approve a SBCLS budget, direct the administration of the joint powers agreement, adopt SBCLS policies and procedures, undertake cooperative library projects; and have such incidental powers as may be necessary and proper to carry out the functions specifically enumerated in this section.
 - 2. Hire, promote, evaluate and discharge personnel; lease, manage, maintain or operate lands, buildings, improvements and dispose of same by lease, sale or other means; and purchase materials and services as necessary to carry out its responsibilities.
 - 3. Contract with a public or private entity or entities as necessary to provide accounting, auditing, legal and other services as needed.
- B. The Administrative Council will serve SBCLS, as defined in Article 5, Section 1;8747, Par. (a) of the California Library Services Act:

"Each Cooperative Library System shall establish an Administrative Council whose membership consists of the head librarians of each jurisdiction in the system. Duties of the Administrative Council shall

include general administrative responsibility for the system, adopting a system plan of service, and submitting annual proposals to the state board for implementation of the provisions of this article."

- C. The Administrative Council will have all powers necessary to determine the long-range objectives and policies of the System and to implement the Plan of Service agreed upon by the members.

ARTICLE V: DUTIES AND OFFICERS

Section 1: Duties of the Administrative Council

It will be the duty of the Administrative Council to:

1. Implement the purposes of SBCLS as set forth in these bylaws.
2. Determine the policies of SBCLS.
3. Establish Standing and Special (ad Hoc) committees from participating member libraries and from the Administrative Council as needed.
4. Establish and continue liaison with the SBCLS Advisory Board.

Section 2: Officers

- A. The elected officers will be a Chairperson and a Vice-chairperson (Chair-elect) elected by the Administrative Council.
- B. The term of elected officers will be for one year starting July 1st.
- C. Election of officers will take place at the Administrative Council meeting in May.
- D. The appointed officer will be a Treasurer.
- E. The System Director will function as the Secretary of the Administrative Council.
- F. These officers will perform all duties prescribed by these bylaws and by the parliamentary authority adopted by the Administrative Council.
- G. Any vacancy among the officers of the Administrative Council will be filled for the remainder of the fiscal year by action of the Administrative Council.

Section 3: Duties of Officers

- A. The Chairperson of the Administrative Council will:
1. Preside at all regular and special meetings of the Administrative Council.

2. Appoint the Treasurer and all standing and ad hoc committees of the Council with the advice and consent of the Administrative Council.
 3. Oversee the activities of the System Director as directed by the Administrative Council.
 4. Establish the agenda for regular and special meetings upon advice of the members of the Administrative Council and in consultation with the System Director.
 5. Perform other duties as necessity dictates.
- B. The Vice-chairperson of the Administrative Council will:
1. Serve as the Chairperson in absence of the Chairperson.
 2. Assume the duties of the Chairperson if for any reason the Chairperson is unable to serve.
- C. The Secretary will:
1. Be responsible for minutes of the meetings, reports and correspondence.
 2. Send a copy of the minutes to each member of the Administrative Council at least five (5) days prior to the next regularly scheduled meeting of the Administrative Council.
 3. Send the Administrative Council a notice stating the time, place and agenda of regularly scheduled meeting, not less than five (5) days prior to the meeting.
 4. Send the Administrative Council a notice stating the time, place and agenda of any special meeting, not less than twenty-four (24) hours prior to the meeting.
 5. Perform such other duties as may be requested by the Administrative Council.
- D. The Treasurer will:
1. Serve as System Treasurer with responsibilities of office as set forth in Subdivisions (a) to (d) inclusive of Section 6505.5 of the State of California Government Code.
 2. Serve with the Administrative Council Chair, Vice-chair, and the System Director as any one of four eligible signators for the System checking account/payment warrants. Two signatures are required for checking account/payment warrants.
 3. Serve with the Administrative Council Chair, Vice-chair, and/or the System Director as authorized to invest and withdraw System funds in the State of California Local Agency Investment Funds.

4. Serve with the Administrative Council Chair, Vice-chair, and the System Director as any one of four eligible persons authorized to issue a payment warrant without prior approval of the Administrative Council in emergency situations with the subsequent approval of the Council to be requested and gained at the next scheduled meeting.
5. Act to engage an auditing/accounting firm to provide an independent audit of the System fiscal year financial records by a certified public accountant so as to be in compliance with the State of California Government Code Sections 6505.6 and 26909.
6. Serve with the Administrative Council Chair as "Corporation Officers-President and Treasurer" respectively with the State of California, Board of Equalization, Department of Business Taxes.
7. Review, sign and recommend for Council approval monthly System payment vouchers.

ARTICLE VI: COMMITTEES AND DUTIES

Committees shall be standing, special and advisory.

Section 1: Standing Committees

The following Standing Committees are hereby established to carry on the continuing work of the Council and work under the direction of the Council. They are: Finance Committee, Personnel Committee, Planning/Priorities Committee, and SouthNet Network Committee. Standing Committees are appointed annually for a term of one year.

Section 2: Special Committees

Special Committees may be established, dissolved and members appointed by the Chair to perform specific functions of mutual benefit to the System and sector represented. The term of a Special Committee shall be until completion of the assignment for which it was established.

Section 3: Advisory Committees

Advisory Committees may be established, dissolved, and members appointed to perform specific functions of mutual benefit to the System and sector represented. The term of an Advisory Committee shall be until completion of the assignment for which it was established. The size and composition of an Advisory Committee shall be based on the recommendation of the special project committee concerned, with membership subject to annual review by the Council.

ARTICLE VII: MEETINGS OF THE ADMINISTRATIVE COUNCIL*Section 1: Regular Meetings*

The Administrative Council shall meet at least ten (10) times throughout the year.

Section 2: Special Meetings

Special meetings may be called by the Chairperson or by a quorum of the Administrative Council.

Section 3: Ralph M. Brown Act

All meetings of the Administrative Council will be called, noticed, held and conducted in accordance with Section 54950 of the California Government Code.

Section 4: Non-participation

If a jurisdiction is not represented at three consecutive meetings, this lack of participation may be called to the attention of the appropriate authority of that jurisdiction.

Section 5: Quorum

A majority of the members of the Administrative Council shall constitute a quorum.

Section 6: Voting

- A. Each designated voting member of the Administrative Council will have one vote.
- B. The Chairperson of the Administrative Council will vote only in the event of a tie vote.
- C. The affirmative vote of the majority of the entire Administrative Council will be necessary for all action taken, including approval of the budget and amendment of the bylaws.

ARTICLE VIII: STAFF OFFICERS

The *System Director* will:

- 1. Serve as Secretary to the Administrative Council.
- 2. Manage the operations of SBCLS.
- 3. Translate Administrative Council policies into program objectives.
- 4. Plan for the development of SBCLS functions in relation to its mission as detailed in these bylaws.

5. Recommend priorities and time tables for the adoption of SBCLS functions.
6. Formulate and recommend policies, rules and regulations for the management of SBCLS functions.
7. Provide the California Library Services Board with an annual list of the members of the System Advisory Board and an indication of the underserved population segments represented.
8. Select, train, supervise and evaluate SBCLS staff.
9. Develop and administer annual and long-range budgets; research, prepare and administer grants.
10. Represent SBCLS as requested by the Administrative Council.
11. Report regularly to the Administrative Council on all System activities.
12. Perform other work as required by the Administrative Council.

ARTICLE IX: OBLIGATIONS OF MEMBERS

- A. The Administrative Council will determine which programs and policies are system-wide.
- B. Member libraries will accept the system-wide programs and policies established by the Administrative Council.
- C. Individual member libraries may elect to participate in programs that are less than system-wide.

ARTICLE X: SYSTEM PROPERTY

Section 1: Title

The Administrative Council will determine if SBCLS or a System member will hold title to SBCLS's purchased or acquired property.

Section 2: Maintenance

Responsibility for maintenance of such property will be by SBCLS or by individual member libraries, as determined by the Administrative Council. The decision to repair or replace seriously damaged or destroyed property will be left to the discretion of the Administrative Council.

Section 3: If a Member Withdraws

In the event a member withdraws from SBCLS, the Administrative Council will determine the disposition of any real or personal SBCLS property held by that library, and any payment thereof.

Section 4: If SBCLS is Dissolved

In the event that all member public agencies wish to withdraw from SBCLS and SBCLS is dissolved, such property shall be distributed in the same proportion of each System participant in accordance with the latest official census or in such other manner as agreed upon by a majority of the System participants and approved by the State of California and/or the United States.

ARTICLE XI: FISCAL ADMINISTRATION*Section 1: Fiscal Year*

The fiscal year of SBCLS will be from July 1st through June 30th of the following year.

Section 2: Budget

- A. Before July 1, the Administrative Council of SBCLS will adopt a tentative annual budget for the following year.
- B. The annual budget will be adopted by the Administrative Council following final allocations to the System.
- C. A copy of the approved budget will be sent to each member jurisdiction.
- D. The budget may be amended at any time by an affirmative vote of the majority of the Administrative Council.

ARTICLE XII: PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern SBCLS in all cases to which they are applicable and in which they are not inconsistent with these bylaws, any special rules or order the Council may adopt, the Government Code under which SBCLS is organized, or the California Library Services Act.

ARTICLE XIII: AMENDMENT OF BYLAWS

These bylaws may be amended at any meeting of the Administrative Council by an affirmative vote of a majority of the entire Administrative Council, provided that the proposed amendment has been submitted in writing at least fourteen (14) days in advance, and is part of the call for the meeting.

Approved by the SBCLS
Administrative Council on
April 25, 1991

SILICON VALLEY LIBRARY SYSTEM BYLAWS

PREAMBLE:

These several independent public libraries, having formed the Silicon Valley Library System under the terms of the California Library Services Act, do hereby accept the following Bylaws for governing the structure, operation, and management of the System.

ARTICLE I: NAME

The name of this organization shall be the "Silicon Valley Library System," hereinafter referred to as "SVLS" and/or "System."

ARTICLE II: OBJECTIVES

The objectives of this organization is to engage in other agreed upon programs that extend and enhance the resource sharing capabilities of the individual libraries to better serve library patrons.

ARTICLE III: MEMBERSHIP

The System is a cooperative library system in which membership and participation is purely voluntary. Membership in the System shall, in no way, compromise the autonomy of any member or participating library.

Section 1: Full Membership

Full membership status of SVLS will be limited to those libraries that are officially accepted and recognized as members by the California Library Services Board, having met the requirements set forth in the California Education Code, Sections 18700-18767 (California Library Services Act Regulations), and Code of California Regulations, Sections 20100-20236.

Section 2: Associate Membership

- A. Associate membership status will be limited to those non-public libraries in the Santa Clara County which meet the definition of 'library' as defined in the California Educational Code, Title 1, Division 1.
- B. Associate members do not hold voting rights on SVLS matters.
- C. Per the California Library Services Act Regulations, no associate member that is not a public library may benefit from the funds which SVLS may receive which come from the California Library Services Board.

Section 3: Withdrawal from Membership

- A. Any System participant may withdraw from the System by resolution of its governing body. Withdrawal notice of any System participant shall be given in writing to the Council at a regular meeting at least sixty (60) days before the effective date of such withdrawal
- B. If the debts and obligations of the System exceed its assets and anticipated income at the time of withdrawal, withdrawal may be effective only after payment by the withdrawing party of its proportionate share of the net debts and obligations of the System.
- C. At such time as the System is notified that a member wishes to withdraw, an Ad Hoc Committee shall be appointed to work with the library and make recommendations to the Council regarding the withdrawal, division of property, and possible future relationships.
- D. The Administrative Council may request the withdrawal of a member library for repeated and excessive violations of existing agreements between or among other member libraries. Such petition for withdrawal shall be in conformance with sanctions established by the Administrative Council.

ARTICLE IV: ADMINISTRATIVE COUNCIL

Section 1: Composition

- A. SVLS will be governed by an Administrative Council composed of one representative from each member jurisdiction. In case of unavoidable absence from a meeting, the voting representative may designate an alternate to attend the meeting.
- B. Members of the Administrative Council and their alternates will serve without compensation but may be reimbursed from SVLS funds for necessary travel and meal costs in connection with SVLS business, in accordance with rules and regulations adopted by the Administrative Council.

Section 2: Powers

- A. The Administrative Council shall:
 - 1. Formulate policy and goals, establish and review SVLS programs, make fiscal decisions, direct the administration of the joint powers agreement, adopt SVLS policies and procedures, undertake cooperative library projects; and have such incidental powers as may be necessary and proper to carry out the functions specifically enumerated in this section.
 - 2. Contract with a public or private entity or entities as necessary to provide accounting, auditing, legal and other services as needed.
- B. Administrative Council will have all powers necessary to determine the long-range objectives and policies of the System.

ARTICLE V: DUTIES AND OFFICERS

Section 1: Duties of the Administrative Council

- A. It will be the duty of the Administrative Council to:
 - 1. Implement the purposes of SVLS as set forth in these bylaws.
 - 2. Determine the policies of SVLS.
 - 3. Establish Standing and Special (ad Hoc) committees from participating member libraries and from the Administrative Council as needed.

Section 2: Officers

- A. The elected officers will be a Chairperson and a Vice-chairperson (Chair-elect) elected by the Administrative Council. The Vice-chairperson will also serve as Treasurer.
- B. The term of elected officers will be for two years starting July 1st of alternate years.
- C. Election of officers will take place at the Administrative Council meeting in alternate years prior to the 1st meeting of the fiscal year.
- D. The Pacific Library Partnership Executive Director will function as the Secretary of the Administrative Council.
- E. These officers will perform all duties prescribed by these bylaws and by the parliamentary authority adopted by the Administrative Council.
- F. Any vacancy among the officers of the Administrative Council will be filled for the remainder of the fiscal year by action of the Administrative Council.

Section 3: Duties of Officers

- A. The Chairperson of the Administrative Council will:
 - 1. Preside at all regular and special meetings of the Administrative Council.
 - 2. Oversee the activities of the System Director as directed by the Administrative Council.
 - 3. Establish the agenda for regular and special meetings upon advice of the members of the Administrative Council and in consultation with the System Director.
 - 4. Perform other duties as necessity dictates.
- B. The Vice-chairperson of the Administrative Council will:
 - 1. Serve as the Chairperson in absence of the Chairperson.
 - 2. Assume the duties of the Chairperson if for any reason the Chairperson is unable to serve.
 - 3. Serve as the Treasurer.

C. The Secretary will:

1. Serve as the Chairperson in absence of the Chairperson and Vice-Chairperson
2. Assume the duties of the Chairperson if for any reason the Chairperson and Vice-chairperson are unable to serve
3. Be responsible for minutes of the meetings, reports and correspondence.
4. Send a copy of the minutes to each member of the Administrative Council at least 72 hours prior to the next regularly scheduled meeting of the Administrative Council.
5. Send the Administrative Council a notice stating the time, place and agenda of regularly scheduled meeting, not less than 72 hours prior to the meeting.
6. Send the Administrative Council a notice stating the time, place and agenda of any special meeting, not less than twenty-four (24) hours prior to the meeting.
7. Perform such other duties as may be requested by the Administrative Council

D. The Treasurer will:

1. Serve with responsibilities of office as set forth in Subdivisions (a) to (d) inclusive of Section 6505.5 of the State of California Government Code.
2. Coordinate with the Pacific Library Partnership Controller to act as the fiscal agent for the system with all fiscal decisions made by majority vote of the Administrative Council.

ARTICLE VI: COMMITTEES AND DUTIES

Committees shall be special and advisory.

Section 2: Special Committees

Special Committees may be established, dissolved and members appointed by the Chair to perform specific functions of mutual benefit to the System and sector represented. The term of a Special Committee shall be until completion of the assignment for which it was established.

Section 3: Advisory Committees

Advisory Committees may be established, dissolved, and members appointed to perform specific functions of mutual benefit to the System and sector represented. The term of an Advisory Committee shall be until completion of the assignment for which it was established. The size and composition of an Advisory Committee shall be based on the recommendation of the special project committee concerned, with membership subject to annual review by the Council.

ARTICLE VII: MEETINGS OF THE ADMINISTRATIVE COUNCIL

Section 1: Regular Meetings

The Administrative Council shall meet at quarterly throughout the year.

Section 2: Special Meetings

Special meetings may be called by the Chairperson or by a quorum of the Administrative Council.

Section 3: Ralph M. Brown Act

All meetings of the Administrative Council will be called, noticed, held and conducted in accordance with Section 54950 of the California Government Code.

Section 4: Non-participation

If a jurisdiction is not represented at three consecutive meetings, this lack of participation may be called to the attention of the appropriate authority of that jurisdiction.

Section 5: Quorum

A majority of the members of the Administrative Council shall constitute a quorum.

Section 6: Voting

- A. Each designated voting member of the Administrative Council will have one vote.
- B. The affirmative vote of the majority of the entire Administrative Council will be necessary for all action taken, including approval of the budget and amendment of the bylaws.

ARTICLE VIII: STAFF OFFICERS

- A. The System Director Will:
 - 1. Serve as Secretary and Treasurer to the Administrative Council.
 - 2. Manage the operations of SVLS.
 - 3. Translate Administrative Council policies into program objectives.
 - 4. Plan for the development of SVLS functions in relation to its mission as detailed in these bylaws.
 - 5. Recommend priorities and time tables for the adoption of SVLS functions.
 - 6. Formulate and recommend policies, rules and regulations for the management of SVLS functions.
 - 7. Select, train, supervise and evaluate SVLS staff.
 - 8. Develop and administer budgets; research, prepare and administer grants.
 - 9. Represent SVLS as requested by the Administrative Council
 - 10. Report regularly to the Administrative Council on all System activities.
 - 11. Perform other work as required by the Administrative Council.

ARTICLE IX: OBLIGATIONS OF MEMBERS

- A. The Administrative Council will determine which programs and policies a system-wide.
- B. Member libraries will accept the system-wide programs and policies established by the Administrative Council.
- C. Individual member libraries may elect to participate in programs that are less than system-wide.

ARTICLE X: SYSTEM PROPERTY

Section 1: Title

The Administrative Council will determine if SVLS or a System member will hold title to SVLS's purchased or acquired property.

Section 2: Maintenance

Responsibility for maintenance of such property will be by SVLS or by individual member libraries, as determined by the Administrative Council. The decision to repair or replace seriously damaged or destroyed property will be left to the discretion of the Administrative Council.

Section 3: If a Member Withdraws

In the event a member withdraws from SVLS, the Administrative Council will determine the disposition of any real or personal SVLS property held by that library, and any payment thereof.

Section 4: If SVLS is Dissolved

In the event that all member public agencies wish to withdraw from SVLS and SVLS is dissolved, such property shall be distributed in the same proportion of each System participant in accordance with the latest official census or in such other manner as agreed upon by a majority of the System participants and approved by the State of California and/or the United States.

ARTICLE XI: FISCAL ADMINISTRATION

Section 1: Fiscal Year

The fiscal year of SVLS will be from July 1st through June 30th of the following year.

Section 2: Signing authority

Two officer signatures are required for checking account payments/warrants. The three eligible signatories are the Chair, Vice-Chair, and System Director.

ARTICLE XII: PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern SVLS in all cases to which they are applicable and in which they are not inconsistent with these bylaws, any special rules or order the Council may adopt, the Government Code under which SVLS is organized, or the California Library Services Act.

ARTICLE XIII: AMENDMENT OF BYLAWS

These bylaws may be amended at any meeting of the Administrative Council by an affirmative vote of a majority of the entire Administrative Council, provided that the proposed amendment has been submitted in writing at least fourteen (14) days in advance and is part of the call for the meeting.

Approved by the SVLS Administrative Council on
April 18, 2019

DRAFT

~~SOUTH BAY COOPERATIVE LIBRARY SYSTEM~~SILICON VALLEY LIBRARY SYSTEM
BYLAWS

PREAMBLE:

These several independent public libraries, having formed the ~~South Bay Cooperative Library System~~Silicon Valley Library System under the terms of the California Library Services Act, do hereby accept the following Bylaws for governing the structure, operation, and management of the System.

ARTICLE I: NAME

The name of this organization shall be the "~~South Bay Cooperative Library System~~Silicon Valley Library System," hereinafter referred to as "~~SBCLSSVLS~~" and/or "System."

ARTICLE II: OBJECTIVES

~~The objectives of this organization shall be to implement and achieve the Plan of Service agreed upon by the member libraries consistent with the provisions of the California Government Code, sections 6500-6579 (Joint Exercise of Powers). A further objective is to engage in other agreed upon programs that extend and enhance the resource sharing capabilities of the individual libraries to better serve library patrons.~~

Commented [RB1]: PLP serves this function currently. Limit objective to final sentence only?

Commented [RB2R1]: Per meeting

ARTICLE III: MEMBERSHIP

The System is a cooperative library system in which membership and participation is purely voluntary. Membership in the System shall, in no way, compromise the autonomy of any member or participating library.

Section 1: Full Membership

Full membership status of ~~SBCLSSVLS~~ will be limited to those libraries that are officially accepted and recognized as members by the California Library Services Board, having met the requirements set forth in the California Education Code, Sections 18700-~~18766-18767~~ (California Library Services Act Regulations), and Code of California Regulations, Sections 20100-20236, ~~and the California Administrative Code (Chapter 2, Public Library Services.)~~

Commented [RB3]: Obsolete

Section 2: Associate Membership

~~A.~~ Associate membership status will be limited to those non-public libraries in the ~~SBCLS Santa Clara County~~ which meet the definition of 'library' as defined in the California Educational Code, Title 1, Division 1, ~~service area~~.

Commented [RB4]: Per meeting

~~A-B.~~ Associate members do not hold voting rights on SVLS ~~matters~~.

Commented [RB5]: Per meeting

~~B-C.~~ Per the California Library Services Act Regulations, no associate member that is not a public library may benefit from the funds which SVLS may receive which come from the California Library Services Board.

Section 3: Withdrawal from Membership

- A. Any System participant may withdraw from the System by resolution of its governing body. Withdrawal notice of any System participant shall be given in writing to the Council at a regular meeting at least sixty (60) days before the effective date of such withdrawal.
- B. If the debts and obligations of the System exceed its assets and anticipated income at the time of withdrawal, withdrawal may be effective only after payment by the withdrawing party of its proportionate share of the net debts and obligations of the System.
- C. At such time as the System is notified that a member wishes to withdraw, an Ad Hoc Committee shall be appointed to work with the library and make recommendations to the Council regarding the withdrawal, division of property, and possible future relationships.
- D. The Administrative Council may request the withdrawal of a member library for repeated and excessive violations of existing agreements between or among other member libraries. Such petition for withdrawal shall be in conformance with sanctions established by the Administrative Council.

ARTICLE IV: ADMINISTRATIVE COUNCIL

Section 1: Composition

- ~~A. The Administrative Council may request the withdrawal of a member library for repeated and excessive violations of existing agreements between or among other member libraries. Such petition for withdrawal shall be in conformance with sanctions established by the Administrative Council.~~
- ~~B. A. SBCLSSVLS~~ will be governed by an Administrative Council composed of one representative from each member jurisdiction. In case of unavoidable absence from a meeting, the voting representative may designate an alternate to attend the meeting. ~~Additional non-voting representatives may be invited by the Administrative Council to attend and participate.~~
- ~~C. B.~~ Members of the Administrative Council and their alternates will serve without compensation but may be reimbursed from ~~SBCLSSVLS~~ funds for necessary travel and ~~subsistence-meal~~ costs in connection with ~~SBCLSSVLS~~ business, in accordance with rules and regulations adopted ~~and promulgated~~ by the Administrative Council.

Commented [RB6]: Redundant, stated previous

Section 2: Powers

- A. The Administrative Council shall:
 1. Formulate policy and goals, establish and review ~~SBCLSSVLS~~ programs, make fiscal decisions, ~~prove a SBCLS budget~~, direct the administration of the joint powers agreement, adopt ~~SBCLSSVLS~~ policies and procedures, undertake cooperative library projects; and have such incidental powers as may be necessary and proper to carry out the functions specifically enumerated in this section.
 - ~~2. Hire, promote, evaluate and discharge personnel; lease, manage, maintain or operate lands, buildings, improvements and dispose of same by lease, sale or other means; and purchase materials and services as necessary to carry out its responsibilities.~~
 - ~~3. 2.~~ Contract with a public or private entity or entities as necessary to provide accounting, auditing, legal and other services as needed.

Commented [RB7]: Mirrors language under treasurer below

~~B. The Administrative Council will serve SBCLS, as defined in Article S, Section 1:8747, Par. (a) of the California Library Services Act.~~

~~"Each Cooperative Library System shall establish an Administrative Council whose membership consists of the head librarians of each jurisdiction in the system. Duties of the Administrative Council shall include general administrative responsibility for the system, adopting a system plan of service, and submitting annual proposals to the state board for implementation of the provisions of this article."~~

Commented [RB8]: PLP now serves this function.

~~C.B. Administrative Council will have all powers necessary to determine the long-range objectives and policies of the System and to implement the Plan of Service agreed upon by the members.~~

Commented [RB9]: Plan of service is a PLP function

ARTICLE V: DUTIES AND OFFICERS

Section 1: Duties of the Administrative Council

- A. It will be the duty of the Administrative Council to:
1. Implement the purposes of ~~SBCLSSVLS~~ as set forth in these bylaws.
 2. Determine the policies of ~~SBCLSSVLS~~.
 3. Establish Standing and Special (ad Hoc) committees from participating member libraries and from the Administrative Council as needed.
 - ~~4. Establish and continue liaison with the SBCLS Advisory Board.~~

Commented [RB10]: Repealed

Section 2: Officers

- A. The elected officers will be a Chairperson and a Vice-chairperson (Chair-elect) elected by the Administrative Council. ~~The Vice-chairperson will also serve as Treasurer.~~
- B. The term of elected officers will be for ~~one two~~ years starting July 1st of alternate years.
- C. Election of officers will take place at the Administrative Council meeting in ~~May alternate years prior to the 1st meeting of the fiscal year.~~
- ~~D. The appointed officer will be a Treasurer.~~
- ~~E.D.~~ The ~~Pacific Library Partnership System Executive Director will~~ Director will function as the Secretary of the Administrative Council.
- ~~F.E.~~ These officers will perform all duties prescribed by these bylaws and by the parliamentary authority adopted by the Administrative Council.
- ~~G.F.~~ Any vacancy among the officers of the Administrative Council will be filled for the remainder of the fiscal year by action of the Administrative Council.

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Section 3: Duties of Officers

- A. The Chairperson of the Administrative Council will:
1. Preside at all regular and special meetings of the Administrative Council.
 - ~~2. Appoint the Treasurer and all standing and ad hoc committees of the Council with the advice and consent of the Administrative Council.~~
 - ~~3.2.~~ 2. Oversee the activities of the System Director as directed by the Administrative Council.

members
Director.

4.3. Establish the agenda for regular and special meetings upon advice of the of the Administrative Council and in consultation with the System

5.4. Perform other duties as necessity dictates.

B. The Vice-chairperson of the Administrative Council will:

1. Serve as the Chairperson in absence of the Chairperson.

2. Assume the duties of the Chairperson if for any reason the Chairperson is unable to serve.

2- 3. Serve as the Treasurer.

C. The Secretary will:

1. Serve as the Chairperson in absence of the Chairperson and Vice-Chairperson.

2. Assume the duties of the Chairperson if for any reason the Chairperson and Vice-chairperson are is unable _____ to serve.

3. Be responsible for minutes of the meetings, reports and correspondence.

4. Send a copy of the minutes to each member of the Administrative Council at least the Administrative five (5) days p72 hours prior to the next regularly scheduled meeting of Council.

5. Send the Administrative Council a notice stating the time, place and agenda of meeting. regularly scheduled meeting, not less than five (5) days p72 hours prior to the

6. Send the Administrative Council a notice stating the time, place and agenda of any special meeting, not less than twenty-four (24) hours prior to the meeting.

7. Perform such other duties as may be requested by the Administrative Council

D. The Treasurer will:

1. Serve as System Treasurer with responsibilities of office as set forth in Subdivisions (a) to (d) inclusive of Section 6505.5 of the State of California Government Code.

2. Coordinate with the Pacific Library Partnership Controller to act as the fiscal agent for the system with all fiscal decisions made by majority vote of the Administrative Council.

~~3. Serve with the Administrative Council Chair, Vice chair, and the System Director as any one of four eligible signators for the System checking account/payment warrants. Two signatures are required for checking account/payment warrants.~~

~~4. Serve with the Administrative Council Chair, Vice chair, and/or the System Director as authorized to invest and withdraw System funds in the State of California Local Agency Investment Funds.~~

~~5. Serve with the Administrative Council Chair, Vice chair, and the System Director as any one of four eligible persons authorized to issue a payment warrant without prior approval of the Administrative Council in emergency situations with the subsequent approval of the Council to be requested and gained at the next scheduled meeting.~~

~~6. Act to engage an auditing/accounting firm to provide an independent audit of the System fiscal year financial records by a certified public accountant so as to~~

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- ~~be in compliance with the State of California Government Code Sections 6505.6 and 26909.~~
- ~~7. Serve with the Administrative Council Chair as "Corporation Officers President and Treasurer" respectively with the State of California, Board of Equalization, Department of Business Taxes.~~
- ~~8. Review, sign and recommend for Council approval monthly System payment vouchers.~~

ARTICLE VI: COMMITTEES AND DUTIES

Committees shall be ~~standing~~, special and advisory.

~~Section 1: Standing Committees~~

~~The following Standing Committees are hereby established to carry on the continuing work of the Council and work under the direction of the Council. They are: Finance Committee, Personnel Committee, Planning Priorities Committee, and SouthNet Network Committee. Standing Committees are appointed annually for a term of one year.~~

Section 2: Special Committees

Special Committees may be established, dissolved and members appointed by the Chair to perform specific functions of mutual benefit to the System and sector represented. The term of a Special Committee shall be until completion of the assignment for which it was established.

Section 3: Advisory Committees

Advisory Committees may be established, dissolved, and members appointed to perform specific functions of mutual benefit to the System and sector represented. The term of an Advisory Committee shall be until completion of the assignment for which it was established. The size and composition of an Advisory Committee shall be based on the recommendation of the special project committee concerned, with membership subject to annual review by the Council.

ARTICLE VII: MEETINGS OF THE ADMINISTRATIVE COUNCIL

Section 1: Regular Meetings

The Administrative Council shall meet at ~~least ten (10) times~~ quarterly throughout the year.

Section 2: Special Meetings

Special meetings may be called by the Chairperson or by a quorum of the Administrative Council.

Section 3: Ralph M. Brown Act

All meetings of the Administrative Council will be called, noticed, held and conducted in accordance with Section 54950 of the California Government Code.

Section 4: Non-participation

If a jurisdiction is not represented at three consecutive meetings, this lack of participation may be called

to the attention of the appropriate authority of that jurisdiction.

Section 5: Quorum

A majority of the members of the Administrative Council shall constitute a quorum.

Section 6: Voting

- A. Each designated voting member of the Administrative Council will have one vote.
- ~~B. The Chairperson of the Administrative Council will vote only in the event of a tie vote.~~
- ~~C.~~B. The affirmative vote of the majority of the entire Administrative Council will be necessary for all action taken, including approval of the budget and amendment of the bylaws.

ARTICLE VIII: STAFF OFFICERS

The System Director will:

- 1. Serve as Secretary and Treasurer to the Administrative Council.
- 2. Manage the operations of SBCLSSVLS.
- 3. Translate Administrative Council policies into program objectives.
- 4. Plan for the development of SBCLSSVLS functions in relation to its mission as detailed in these bylaws.
- 5. Recommend priorities and time tables for the adoption of SBCLSSVLS functions.
- 6. Formulate and recommend policies, rules and regulations for the management of SBCLSSVLS functions.
- ~~7. Provide the California Library Services Board with an annual list of the members of the System Advisory Board and an indication of the underserved population segments represented.~~
- ~~8.~~7. Select, train, supervise and evaluate SBCLSSVLS staff.
- ~~9.~~8. Develop and administer ~~annual and long range~~ budgets; research, prepare and administer grants.
- ~~10.~~9. Represent SBCLSSVLS as requested by the Administrative Council
- ~~11.~~10. Report regularly to the Administrative Council on all System activities.
- ~~12.~~11. Perform other work as required by the Administrative Council.

Commented [RB13]: As before

Commented [RB14]: PLP role, or no longer valid

ARTICLE IX: OBLIGATIONS OF MEMBERS

- A. The Administrative Council will determine which programs and policies are system-wide.
- B. Member libraries will accept the system-wide programs and policies established by the Administrative Council.
- C. Individual member libraries may elect to participate in programs that are less than system-wide.

ARTICLE X: SYSTEM PROPERTY

Section 1: Title

The Administrative Council will determine if SBCLSSVLS or a System member will hold title

to SBCLSSVLS's purchased or acquired property.

Section 2: Maintenance

Responsibility for maintenance of such property will be by SBCLSSVLS or by individual member libraries, as determined by the Administrative Council. The decision to repair or replace seriously damaged or destroyed property will be left to the discretion of the Administrative Council.

Section 3: If a Member Withdraws

In the event a member withdraws from SBCLSSVLS, the Administrative Council will determine the disposition of any real or personal SBCLSSVLS property held by that library, and any payment thereof.

Section 4: If SBCLSSVLS is Dissolved

In the event that all member public agencies wish to withdraw from SBCLSSVLS and SBCLSSVLS is dissolved, such property shall be distributed in the same proportion of each System participant in accordance with the latest official census or in such other manner as agreed upon by a majority of the System participants and approved by the State of California and/or the United States.

ARTICLE XI: FISCAL ADMINISTRATION

Section 1: Fiscal Year

The fiscal year of SBCLSSVLS will be from July 1st through June 30th of the following year.

~~Section 2: Budget~~

~~A. Before July 1, the Administrative Council of SBCLS will adopt a tentative annual budget for the following year.~~

~~B. The annual budget will be adopted by the Administrative Council following final allocations to the System.~~

~~C. A copy of the approved budget will be sent to each member jurisdiction.~~

~~The budget may be amended at any time by an affirmative vote of the majority of the Administrative Council.~~

Section 2: Signing authority

~~D. Two officer signatures are required for checking account payments/warrants. The three eligible signators are the Chair, Vice-Chair, and System Director.~~

ARTICLE XII: PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern SBCLSSVLS in all cases to which they are applicable and in which they are not inconsistent with these bylaws, any special rules or order the Council may adopt, the Government Code under which SBCLSSVLS is organized, or the California Library Services Act.

ARTICLE XIII: AMENDMENT OF BYLAWS

These bylaws may be amended at any meeting of the Administrative Council by an affirmative vote of a majority of the entire Administrative Council, provided that the proposed amendment has been submitted

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Commented [RB15]: Annual budget no longer part of SVLS practice

Commented [RB16]: PLP function

Commented [RB17]: Reflecting previous language

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in writing at least fourteen (14) days in advance and is part of the call for the meeting.

| Update Approved by the ~~SBCL~~SVLS
Administrative Council on
| ~~April 25, 1991~~Date

Commented [RB18]: Add date of adoption

SVLS Term Limits and Appointment

From the revised Bylaws:

ARTICLE V: Section 2: Officers

DUTIES AND OFFICERS

- A. The elected officers will be a Chairperson and a Vice-Chairperson (Chair-elect) elected by the Administrative Council.
- B. The term of elected officers will be for two years starting July 1st of alternate years.
- C. Election of officers will take place at the Administrative Council meeting in alternate years prior to the 1st meeting of the fiscal year.

SVLS Administrative Council Chairs Chronology

	Chair	Vice-Chair
2018/19:	Hilary Keith	Monique Ziesenhenne
2017/18:	Hilary Keith	Monique Ziesenhenne
2016/17	Hilary Keith	Monique Ziesenhenne
2015/16:	Hilary Keith	Henry Bankhead (03/2015)/Monique Ziesenhenne (09/2015)
2014/15	Rosanne Macek	Hilary Keith

Recommendation

The Nominating Committee has recommended Cynthia Bojorquez as Chair and Ryan Baker as Vice-Chair for the Term beginning FY 2019/20 through FY 2020/21.

2019/20 SVLS Administrative Council Meeting Schedule

July 19, 2019

October 18, 2019

January 17, 2020

April 17, 2020

All meetings will be held at 10:00 a.m. the third Friday of the month. The location is to be determined. As per past practice, we will hold these dates for potential meetings, but will cancel any meetings that are not deemed necessary.