

## Rusk County Community Library Bylaws

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### Article I Identification

This organization is the Board of Trustees of the Rusk County Community Library, located in Ladysmith, Wisconsin, established by the Wisconsin municipality of Ladysmith and the County of Rusk in the County of Rusk, according to the provisions of Chapter 43 of the Wisconsin Statutes, and exercising the powers and assuming the duties granted to it under said statute.

### Article II Membership

**Section 1. Appointments and Terms of Office.** Appointments and terms of office are as provided by the relevant subsections of Wisconsin Statutes Sections 43.54. The term of office for city appointed members shall be three years; the term for county appointed members shall be 2 years. Each term begins with the May meeting in the year of appointment and ends with the April meeting at the end of the term.

**Section 2. Meeting Attendance.** Members shall be expected to attend all meetings except as they are prevented by a valid reason.

**Section 3. Disqualifications, Vacancies.** Any member who moves out of the city or town they represent shall be responsible for notifying the president of the board of trustees. Upon receipt of such notification, the position shall be declared vacant. It shall be the duty of the president to notify the appointing official of the vacancy, and, by direction of the board, suggest to the appointing official names of persons who may qualify to fill the position.

It is expected that all board members will attend all meetings. When an absence is unavoidable, the trustee is to notify either the board president or the library director prior to the meeting.

### Article III Officers

**Section 1.** The officers shall be a president, a vice president, and a secretary elected from among the appointed trustees at the annual meeting of the Board. No member shall hold more than one office at a time. Vacancies in any office shall be filled by vote at the next regular meeting of the Board after the vacancy occurs.

**Section 2.** A nominating committee may be appointed by the president three months prior to the annual meeting and shall present a slate of officers at the annual meeting. Nominations may be made from the floor at the time of the annual meeting.

**Section 3.** Officers shall serve a term of one year from the annual meeting at which they are elected, and until their successors are duly elected.

**Section 4.** The president shall preside at meetings of the Board, authorize calls for special meetings, appoint all committees, execute all documents authorized by the Board, serve as an ex-officio voting member of all committees except the nominating committee, co-sign all checks drawn on funds held in custody of the library (independently of the municipality), and generally perform all duties associated with the office of president.

**Section 5.** The vice president, in the event of the absence or disability of the president, or of a vacancy in that office, shall assume and perform the duties and functions of the president.

**Section 6.** The secretary shall keep true and accurate minutes of all meetings of the Board, shall issue notice of all regular and special meetings, and shall perform such other duties as are generally associated with the office of secretary. The library director or a member of the staff may be designated by the Board to perform any or all of the above duties.

**Section 7.** The board may designate a fiduciary agent to process checks, manage payroll, and maintain all accounting of revenue and expenditures. The director shall provide the information regarding all invoices received in a month, with the correct coding for payment to the agent. The fiduciary agent shall make monthly reports to the Board showing in detail the amount and investment of, and income and disbursements from, the funds in his/ her charge.

## **Article IV Meetings**

**Section 1. Regular Meetings.** The regular meetings shall be held each month, the date and hour to be set by the Board at its annual meeting. A typical agenda will include these items:

1. Call Meeting to Order
2. Appearances by public (Limit 5 min./person, 15 min. total)
3. Approval of minutes from previous meeting
4. Review and approve financial statements for previous month
5. Review and approve invoices to be paid
6. Director's report
7. Discussion only of matters which are pertinent to the board's function.
8. Set next meeting date

**Section 2. Annual Meeting.** The annual meeting, which shall be for the purpose of the election of officers, shall be held at the time of the regular meeting in May of each year.

**Section 3. Agendas and Notices.** Meeting agendas and notices shall indicate the time, date, and place of the meeting and indicate all subject matters intended for consideration at the meeting.

**Section 4. Minutes.** Minutes of all meetings shall, at a minimum, indicate board members present, all items of business, all motions (except those that were withdrawn), and the result of all votes taken. Current board minutes shall be made available to board members as soon as prepared by the secretary, and available to the public when requested.

**Section 5. Special Meetings.** Special meetings may be called at the direction of the president, and shall be called at the written request of four members (a quorum), for the transaction of business as stated in the call for the meeting. Except in cases of emergency, at least 48 hours notice shall be given. In no case may less than two hours notice be given.

**Section 6. Quorum.** A quorum for the transaction of business at any meeting shall consist of four members of the Board present in person.

**Section 7. Open Meetings Law Compliance.** All Board meetings and all committee meetings shall be held in compliance with Wisconsin's open meetings law (Wisconsin Statutes Sections 19.81 to 19.98).

**Section 8. Parliamentary Authority.** The rules contained in *Robert's Rules of Order*, latest revised edition [or *The Standard Code of Parliamentary Procedure* by Alice F. Sturgis], shall govern the parliamentary procedure of the meetings, in all cases in which they are not inconsistent with these bylaws and any statutes applicable to this Board.

## **Article V Committees**

**Section 1. Nominating Committee.** Should a nominating committee be required, it will be established as described in Article III, Section 2.

**Section 2. Ad Hoc Committees.** Ad hoc committees for the study of special problems shall be appointed by the president, with the approval of the Board, to serve until the final report of the work for which they were appointed has been filed. These committees may also include staff and public representatives, as well as outside experts.

**Section 3.** No committee shall have other than advisory powers.

## **Article VI Duties of the Board of Trustees**

**Section 1.** Legal responsibility for the operation of the Rusk County Community Library is vested in the Board of Trustees. Subject to state and federal law, the Board has the power and duty to determine rules and regulations governing library operations and services.

**Section 2.** The Board shall select, appoint and supervise a properly certified and competent library director, and determine the duties and compensation of all library employees.

**Section 3.** The Board shall approve the budget and make sure that adequate funds are provided to finance the approved budget.

**Section 4.** The Board shall have exclusive control of the expenditure of all moneys collected, donated or appropriated for the library fund and shall audit and approve all library expenditures at regular meetings.

**Section 5.** The Board shall supervise and maintain buildings and grounds, as well as regularly review various physical and building needs to see that they meet the requirements of the total library program.

**Section 6.** The Board shall study and support legislation that will bring about the greatest good to the greatest number of library users.

**Section 7.** The Board shall cooperate with other public officials and boards and maintain vital public relations.

**Section 8.** The Board shall approve and submit the required annual report to the Wisconsin Division for Libraries and Technology and to the funding agencies.

## **Article VII Library Director**

The board shall appoint a properly certified library director who shall be considered the executive officer of the library and shall have sole charge of the administration of the library under the direction and review of the board. The director shall be held responsible for the employment and direction of the staff, for the care of the buildings and equipment, for the efficiency of the library's service to the public, and for the operation of the library under the financial conditions set forth in the annual budget. The director shall act as technical advisor to the board. The director shall be invited to attend all board meetings (but may be excused from closed sessions) and shall have no vote.

## **Article VIII Conflict of Interest**

**Section 1.** Board members may not in their private capacity negotiate, bid for, or enter into a contract with the Rusk County Community Library in which they have a direct or indirect financial interest.

**Section 2.** A board member shall withdraw from board discussion, deliberation, and vote on any matter in which the Board member, an immediate family member, or an organization with which the board member is associated has a substantial financial interest.

**Section 3.** A board member may not receive anything of value that could reasonably be expected to influence his or her vote or other official action.

**Section 4.** Employees of the library or their immediate family may not simultaneously be members of the board.

## **Article IX General**

**Section 1.** An affirmative vote of the majority of all members of the Board present at the time shall be necessary to approve any action before the Board. The president may vote upon and may move or second a proposal before the Board.

**Section 2.** Any rule or resolution of the Board, whether contained in these bylaws or otherwise, may be suspended temporarily in connection with business at hand, but such suspension, to be valid, may be taken only at a meeting at which two-thirds (five) of the members of the Board are present and two-thirds (three) of those present so approve.

**Section 3.** These bylaws may be amended at any regular meeting of the Board by majority vote of all members of the Board, provided written notice of the proposed amendment shall have been mailed in print or sent as an electronic document to all members at least ten days prior to the meeting at which such action is proposed to be taken.

Adopted by the Board of Trustees of the Rusk County Community Library on the XX day of XXXX, 2015.