

# Board of Trustees ~~BYLAWS~~ Bylaws - DRAFT

## Article I. Identification~~Purpose and definitions~~

~~The name of this~~ This organization is the Board of Trustees ("library board"), of the Appleton Public Library (APL) located in Appleton, Wisconsin, established by the Wisconsin municipality of Appleton, according to the ~~existing by virtue of the~~ provisions of Chapter 43 of the Wisconsin Statutes, and exercising the powers and authority and assuming the responsibilities delegated to it under said statute.

## Article II. Membership

~~Pursuant to the requirements of the~~ Appointments and terms of office are provided by the relevant subsections of Wisconsin Statutes 43.54(1) and 43.60 which provides, in part, that the ~~Board of Trustees of the Appleton Public Library~~ library board shall consist of nine members, eight of whom shall be appointed by the Mayor of Appleton with the approval of the Common Council ~~and~~; the ninth ~~member shall~~ representing the Appleton Area School District. The regular term of office shall be three years, except that the school district representative shall serve at the pleasure of the Superintendent of Schools, and ~~any the~~ Alderperson of the Common Council appointed ~~by the Mayor of Appleton~~ shall serve a one year term.

## Article III. Officers

**Section 1. Officers.** The officers of the ~~library b~~Board shall be a President, a Vice President, and a Secretary ~~each elected from among the library board members at the annual meeting of the library board in September.~~

**Section 2. Terms of Office.** ~~The o~~Officers shall ~~be elected at the annual meeting in September and~~ take office at the close of the annual meeting at which they are elected and serve until the close of the subsequent annual meeting at which their successors are duly elected.~~hat meeting.~~ No officer may serve more than two consecutive terms in a given office ~~nor hold more than one office at a time.~~

**Section 3. Nominating Committee.** A nominating committee shall be appointed by the President three months prior to the annual meeting and shall present a slate of officers at the annual meeting. Additional nominations may be made from the floor at that time by any library board member of officer.

**Section 4. Duties of the President.** The principal duties of the President shall be to preside at all meetings of the ~~library b~~Board, authorize calls for special meetings, make appointments, and execute all documents as authorized ~~by the board.~~ The President appoints ~~library b~~Board members to committees and such other special duties as may occur, and may be an ex officio voting member of all committees except the Nominating Committee.

**Section 54. Duties of the Vice President.** The Vice President shall discharge the duties of the President in the event of the absence or disability thereof, or of a vacancy in that office, and, in addition, any other duties as designated by the ~~library b~~Board.

**Section 6. Duties of the Secretary.** The Secretary shall ~~maintain a true and accurate record of all meetings of the Board,~~ sign bill registers when the library bBoard has approved expenditures and, execute all documents as authorized., ~~and perform such other duties as generally associated with the office.~~ In the absence of the Secretary at any meeting, the President may appoint another library bBoard member to act as temporary Secretary.

~~The Library Director or a staff member may be designated to perform any of the Secretary's duties, except signing bill registers. All records and correspondence, unless otherwise specified by the Board, shall be kept in the Library administrative offices.~~

## **Article IV. Meetings**

**Section 1. Meetings.** Regular meetings shall be held each month, the date and hour to be set by the ~~Board-library board~~ at the meeting following ~~theits~~ annual meeting. Meeting times and dates may be changed as need arises by a majority vote of the bBoard. ~~The President may reschedule a meeting should a regularly scheduled meeting not achieve a quorum. Members shall be expected to attend all meetings except as they are prevented by a valid reason.~~

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

**Section 3. Agendas and Notices.** Library board and committee 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. The director shall send written notice and the agenda of each regular board meeting to the library board members at least 48 hours in advance of the meeting. A copy of the previous library board meeting minutes shall be provided each member prior to the meeting date.

**Section 4. Special Meetings.** Special meetings may be called by the President at any time deemed advisable, or upon written request to the President by three bBoard members, for the transaction of business as stated in the call. ~~Except in cases of emergency, at least 48 hours' notice shall be given. In no cases may less than two hours' notice be given. Notice may be by mail, phone or e-mail.~~

~~Section 4. The Library Director shall send written notice and the agenda of each regular Board meeting to the Board members at least 48 hours in advance of the meeting. A copy of the previous Board meeting minutes shall be provided each member prior to the meeting date.~~[CR1]

**Section 5. Quorum.** A quorum for transaction of business at any library board meeting or committee meeting shall consist of a simple majority.

**Section 6. Minutes.** Minutes of all meetings shall, at a minimum, indicate library board members and officers present, all items of business, all motions (except those that were withdrawn), and the result of all votes taken.

**Section 7. Parliamentary Authority.** Robert's Rules of Order, latest edition, shall govern the parliamentary procedure of the library board meetings and committee meetings in all cases where there are inconsistencies with these bylaws and/or any applicable statutes.

**Section 8. Open Meetings Law Compliance.** All library board meetings and all committee meetings shall be held in compliance with Wisconsin's open meetings laws (Wis. Stats. §§ 19.81 to 19.98)

**Section 9. Voting.** An affirmative of the majority of all members of the library board present at any legally constituted meeting shall be necessary to approve any action before the library board. Officers may vote upon and may move or second a proposal before the library board.

**Section 10. Attendance.** Members and officers shall be expected to attend all library board meetings and committee meetings except as they are prevented by a valid reason.

## **Article V. Committees**

**Section 1. Standing Committees.** The following standing committees shall be appointed by the President at the meeting following the annual meeting: ~~Appointments by the President shall include a Nominating Committee named at least three months prior to the date of the annual meeting, and committees for Building & Equipment, Finance, Personnel, Planning, Scholarship and Policy.~~

- Personnel and Policy Committee: Makes recommendations to the library board on personnel matters, proposed revisions in bylaws, policies, rules and regulations; annually reviews any proposed salary adjustments and presents their recommendations to the library board; annually reviews the performance of the library director ("director") and works with the President to communicate this review to the director.
- Planning Committee: Makes recommendations to the library board on goals and future library development.
- Building and Equipment Committee: Makes recommendations to the library board on matters of building and equipment.
- Scholarship Committee: Annually recommends to the library board awards for the Friends of Appleton Public Library/Frank P. Young Scholarship per Scholarship Policy.
- Finance Committee: Makes recommendations to the library board on the annual budget and other financial concerns. The common council representative on the library board shall serve on the Finance Committee.

~~Section 2. The President shall appoint special committees for such specific purpose as the business of the Board may require. The committee shall be considered to be discharged upon the completion of the purpose for which it was appointed and after the final report is made to the Board.~~

**Section 23. ~~The Nominating Committee.~~** See Article III, Section 3. ~~shall present the slate of officers for election at the annual meeting in September.~~

**Section 3. Ad Hoc Committees.** The President shall appoint special committees for such specific purpose as the business of the library board may require. These committees may

include staff, members of the public or outside experts. The committee shall be considered to be discharged upon the completion of the purpose for which it was appointed and after the final report is made to the library board.

**Section 4. Authority.** No committee shall have other than advisory powers.

**Section 5. Appointment.** All library board members shall be appointed to at least one committee.

**Section 6. Times, location and Agenda.** The time, date and location of each committee meeting shall be determined by the chair of the committee. See Article IV, Section 3.

**Section 7. Quorum.** See Article IV, Section 5.

**Section 8. Minutes.** Minutes are not required to be taken at committee meetings.

**Section 9. Parliamentary Authority.** See Article IV, Section 7.

**Section 10. Open Meetings Law Compliance.** See Article IV, Section 8.

**Section 11. Attendance.** See Article IV, Section 9.

~~Section 4. The Policy Committee shall make recommendations to the Board on proposed revisions in bylaws, policies, rules, and regulations.~~

~~Section 5. The Personnel Committee shall make recommendations to the Board on personnel matters. The Personnel Committee shall annually review any proposed salary adjustments for excellence and present their recommendations to the Board. The Personnel Committee shall annually review the performance of the Library Director and work with the President to communicate this review to the Director.~~<sup>[CR2]</sup>

~~Section 6. The Planning Committee shall make recommendations to the Board on goals and future Library development.~~

~~Section 7. The Building & Equipment Committee shall make recommendations to the Board on matters of building and equipment.~~

~~Section 8. The Scholarship Committee shall annually recommend to the Board awards for the Frank P. Young scholarship.~~

~~Section 9. The Finance Committee shall make recommendations to the Board on the annual budget and other financial concerns. The Common Council representative on the Library Board shall serve on the Finance Committee.~~<sup>[CR3]</sup>

## **Article VI. Duties of the library bBoard**

**Section 1. Responsibility.** Legal responsibility for the operation of the APL is vested in the library board. Subject to state and federal law, the library board has the power and duty to determine rules and regulations governing library operations and services.

The library board shall determine the policies, plans and services of the library. This includes bylaws, service policies, mission statement, long range plan, significant changes in levels or types of service, and changes in library hours.

**Section 2. Library Director.** The library board shall select and appoint a properly certified and qualified competent library director.

**Section 3. Duties and Compensation.** The library board shall determine the duties and compensation of all library employees.

**Section 4. Budget and Audit.** The library board shall advise in the preparation of the budget, approve the budget and make sure that adequate funds are provided to finance the approved budget. The board shall have exclusive control of the expenditure of all moneys collected, donated or appropriated for the library and shall approve all bill registers. The library is audited within the City of Appleton's annual audit, and it is the responsibility of the library board to ensure the annual audit of the library is clean.

**Section 5. Community Relations.** The library board shall cooperate with other public officials and boards and maintain vital public relations. The library board represents the library to the community and the community to the library.

**Section 6. Legislation.** The library board shall study and support legislation that will benefit library users. The library board will remain up-to-date on proposed changes and implemented changes to legislation that may affect the library.

**Section 7. Annual Report.** The library board shall approve and submit the required annual report to the appropriate division within the State of Wisconsin's Department of Public Instruction.

**Section 8. Appeals.** A person dissatisfied with a decision made by the library board may appeal the decision to the library board. Appeals of library board decisions must be in writing and received by the library board within thirty (30) regular business days after the decision date. The library board must hear library board decision appeals within fifteen (15) days of receiving the appeal unless all parties agree to an alternative date. The person appealing a decision of the library board will be notified in writing of the date and time the library board will hear the appeal and may appear to be heard on the issue or he/she may ask the library board to consider the merits of the appeal based on a written statement.

## **Article VII. Duties of the Library Director**

**Section 1. Appointment and Term.** The library director shall be appointed by the library board for an indefinite term and shall be responsible to the library board. ~~the executive and administrative officer of the Library under the review and direction of the Board.~~

**Section 2. Duties.** The dDirector shall be the executive and administrative officer of the library under review and direction of the library board. The director shall be responsible for operating within policies approved by the library board including, but not limited to:

- ~~responsible for: Appointing~~ment and specifying duties and compensation of other library employees;
- Providing proper direction, training and supervision of the library staff
- ~~S~~serving as technical advisor to the library bBoard
- ~~;~~Recommending policies, budget, changes in hours or services
- ~~;~~Recommending changes in the library's mMission and lLong rRange pPlan
- ~~;~~operating within policies as approved by the Board; Ensuring the care and maintenance of library property
- ~~;~~Ensuring the adequate and proper selection of materials
- ~~;~~Ensuring the efficiency of library service to the public
- ~~;~~Overseeing financial operations and management of the budgeted appropriation and such other funds as may accrue to the lLibrary.

**Section 3. Meetings.** The dDirector shall attend all library bBoard meetings as a participant, but shall have no vote. The dDirector may ~~be excused from closed sessions at the discretion of the library board.~~ The director may designate another library staff member to attend in the event of the dDirector's absence.

## **Article VIII. GeneralConflict of Interest**

**Section 1.** Library board members and officers shall not in their private capacity negotiate, bid for, or enter into a contract with the APL in which they have or may have direct or indirect financial interest.

**Section 2.** Library board members and officers shall withdraw from any and all library board meeting and committee meeting discussions and/or deliberations in which the library board member or officer, or an immediate family member thereof, or an organization with which the library board member or officer is associated with, has or may have a substantial financial interest. Library board members and officers shall not vote on any matter in which he or she has withdrawn. The library board member or officer is not required to disclose the reasons for his or her withdrawal or the nature of the conflict of interest.

**Section 3.** Library board members and officers shall not accept anything of value that could reasonably be expected or implied to influence his or her vote or other official action

## **Article IX. General**

~~Section 1. An affirmative vote of the majority of all members of the Board present at any legally constituted meeting 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.~~[CR4]

**Section 12.** These bylaws may be amended by the majority vote of all members of the library bBoard provided that the change had been proposed by a library bBoard member or the Library library dDirector at the preceding regular meeting, and that notice of the proposed amendment was included as a separate statement in the agenda of the meeting at which it is to be acted upon.

**Section 23.** Any rule or resolution of the library bBoard, 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 of the members of the library bBoard shall be present and two thirds of those present shall so approve.

~~Section 4. In carrying out its duties the Board shall act as a whole. No individual member or committee shall have power to act or speak for the Board except as specifically delegated by the Board.~~

~~adopted June 9, 6/1997; revised October 14 10/, 2004; 11/15~~