

# **SUN PRAIRIE PUBLIC LIBRARY**

## ***BYLAWS OF THE BOARD OF TRUSTEES***

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### **Article I – Name**

This organization shall be called the Board of Trustees of the Sun Prairie Public Library, located in Sun Prairie, Wisconsin, 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 – Board of Trustees**

**Section 1. Number and qualifications.** The governing body of the library is composed of no fewer than nine members appointed by the mayor of the City of Sun Prairie and confirmed by the Sun Prairie city council. One member shall represent the municipal governing body; not more than one member of the municipal governing body shall at any one time be a member of the library board. One member shall be a Sun Prairie Area School District administrator or his/her representative, appointed by the mayor and confirmed by the city council to represent the public school district.

**Section 2. Term of Office.** The term of office shall be three years. Each term begins with the June meeting in the year of appointment and ends with the May meeting at the end of the term. The board shall recommend to the appointing official that a trustee serve no more than three full consecutive terms, that a former board member may be reappointed after a lapse of one year, and that if a trustee is appointed to serve an unexpired term of office exceeding two years, it shall be considered a full term.

**Section 3. Disqualifications, Vacancies.** Any member who moves out of the city or town he/she represents 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. More than three absences annually from meetings of the board may be cause for review of trustee standing by the board. Late arrival or early departure from a meeting may be considered an absence. If dismissal of a trustee is recommended by the board, the president shall notify the appointing official and request the disqualification of the trustee and, by direction of the board, suggest to the appointing official names of persons who may qualify to fill the position.

### **Article III – Duties of the Board of Trustees**

**Section 1.** Act as the policy making body of the Sun Prairie Public Library, in compliance with all statutes of the State of Wisconsin relating to the operation of public libraries.

**Section 2.** Select and appoint a properly certified library director in accordance with state statutes and determine the duties and compensation of all library employees.

**Section 3.** Approve an annual budget sufficient to carry on the library's program of services, to pay library salaries, and to maintain the library building and shall initiate action to obtain the necessary funds from the pertinent municipality, county, library system or state.

**Section 4.** Review physical building needs to determine that they meet the requirements of the total library program.

**Section 5.** Work cooperatively with other public officials and boards and support legislation that benefits library users.

**Section 6.** Conduct strategic planning processes for the library.

**Section 7.** Control and direct the investment, and expenditure and audit of all moneys collected, donated or appropriated for library funds which are not a part of the Sun Prairie Public Library Foundation or Friends of the Library and approve all library expenditures.

**Section 8.** Approve and submit the annual report to the Division for Libraries, Technology and Community Learning and the city council.

#### **Article IV – Officers**

**Section 1.** The officers shall be a president, a vice-president and a financial secretary, elected from among the appointed trustees at the annual meeting of the board in June. The term of office shall be for one year, and an officer may not serve more than three consecutive terms in the same capacity. Officers shall remain in office until their successors are elected, or until their term ends in May, if they are not reappointed. Vacancies in office shall be filled by vote at the next regular meeting of the board after the vacancy occurs.

**Section 2.** The president shall preside at all meetings of the board, submit committee assignments for approval by the board, serve as ex-officio member of all committees, have general supervision of all matters pertaining to the library except as otherwise provided by law or by these bylaws or by action of the board and co-sign all checks drawn on library funds controlled by the board.

**Section 3.** The vice-president shall preside at all meetings in the absence of the president and shall perform such other duties as may belong to the office or be delegated to said person by action of the board or as stated in library board policy. The vice-president may co-sign checks in the absence of the board president or secretary.

**Section 4.** The financial secretary shall be the disbursing officer of the board; upon authorization by the board, shall invest endowment funds and other memorial funds not administered by the Library Foundation; and shall co-sign all checks drawn on these funds. This officer shall also serve as chairperson for the Finance Committee. He/she shall present an annual financial report to the board after the close of the fiscal year. In addition, the financial secretary shall submit quarterly reports at regular meetings of the board. The financial secretary shall be bonded in an amount as may be required by a resolution of the board. The financial secretary, or a designated library staff member, shall keep a faithful record of the proceedings of the board, and shall perform such other duties as may belong to the office or be delegated to said person by action of the board or as stated in library board policy. In the absence or incapacitation of the financial secretary, these duties shall be performed by such other member of the board as the board may designate. In the absence of the president and vice-president, the financial secretary shall preside at meetings.

**Section 5.** Any two officers of the board shall be required to sign checks drawn on funds controlled by the board. In the event of immediate need, as determined by one of the official signatories, the library director may sign in place of one officer.

## **Article V – Meetings**

**Section 1.** Regular meetings shall be held monthly at a time and place deemed appropriate by the board. Meeting agendas and notices shall indicate the time, date and place of the meeting and shall indicate all subject matters intended for consideration at the meeting and shall be posted according to state statute.

**Section 2.** The regular meeting in June shall be known as the annual meeting. The election of officers shall be held at this time.

**Section 3.** The order of business for regular meetings shall include, but not be limited to, the following items which shall be covered in the sequence shown so far as circumstances will permit:

1. Call to Order, Roll Call
2. Minutes of Previous Meeting
3. Bills Presented for Payment
4. Citizen Appearances/Public Comment
5. Business of Board President
6. Staff Reports
7. Committee Reports
8. Unfinished Business
9. New Business
10. Referrals
11. Adjournment

**Section 4.** Minutes of all meetings shall, at a minimum, indicate board members present, items of business, all motions and the results of votes taken.

**Section 5.** Special meetings may be called by the president, or in his/her absence, by the vice-president or upon the request of two trustees, provided that written notice be given to all trustees at least twenty-four hours in advance of the special meeting and shall be posted according to state statute.

**Section 6.** A quorum for the transaction of business at any meeting shall consist of a majority of the appointed trustees. There can be no meeting without a quorum.

**Section 7.** *The Standard Code of Parliamentary Procedure* by Alice F. Sturgis, latest revised edition, shall govern the parliamentary procedure of the meetings.

## **Article VI. – Committees**

**Section 1. Standing Committees.** The following standing committees shall be appointed by the president after the annual meeting, with the approval of the board: Finance Committee, Policy Committee.

Responsibilities of the Finance Committee

1. Make recommendations for investment of the library trust fund and the investment policy that establishes investment guidelines.
2. Review the annual audit of the library fund.
3. Conduct salary surveys and other studies as required by the board.

Responsibilities of the Policy Committee

1. Review the board bylaws at least every three years.
2. Draft and rewrite library policies as required.
3. Review standards for public libraries and make recommendations for service levels.
4. Review any other issues referred by the board.

**Section 2. Ad Hoc Committees.** The president, with the approval of the board, shall appoint committees of one or more members for such specific purposes as the business of the board may require from time to time. The committee shall be considered discharged upon completion of the purpose for which it was appointed and after the final report in writing is made to the board. These committees may include staff or citizen representatives.

**Section 3. Nominating Committee.** A nominating committee shall be appointed by the president one month prior to the annual meeting and will present a slate of officers at the annual meeting. Additional nominations may be made from the floor at that time.

**Section 4.** All committees currently active shall make a progress report to the board at each of the regular meetings.

**Section 5.** No committee shall have other than advisory powers unless, by action of the board, it is granted specific power to act.

### **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 and shall attend all board meetings but shall have no vote.

### **Article VIII. – Conflict of Interest and Ethical Standards**

**Section 1.** Board members may not in their private capacity negotiate, bid for, or enter into a contract with the Sun Prairie Public Library in which they have a direct or indirect financial interest. This shall not apply to contracts for the purchase of commodities in any one year under the amount specified in the Code of Ethics in the City of Sun Prairie Code of Ordinances (see attached, Chapter 2.20).

**Section 2.** A board member must remove him/herself from the room for 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. The minutes will note the absence of this member for that section of meeting. A board member with a conflict of interest on a matter will not contact other board members outside of board meetings regarding the subject in which they have a conflict.

**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.

**Section 5.** Board members shall uphold ethical standards consistent with those described in the Code of Ethics within the City of Sun Prairie Ordinances (see attached, Chapter 2.20).

### **Article IX. – General**

**Section 1.** The 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 the business at hand by a 2/3 vote of all members of the Board.

**Section 3.** These bylaws may be amended at any regular meeting of the board by a majority vote of all members of the board provided written notice of the proposed amendment shall have been mailed to all members prior to the meeting at which such action is proposed to be taken and posted according to state statute.

Adopted July 10, 1978

Amended September 3, 1996

Amended February 5, 1998

Amended July 13, 2000

Amended January 10, 2002

Amended June 19, 2003

Amended May 11, 2006

Amended May 14, 2009