

POLICY TITLE: Bylaws of the Board of Trustees

ADOPTION/LAST REVISION:

Adopted 11-10-87; Revised: 8/4/92; 10/10/93; Reviewed 2/8/94; Revised 7/12/94; 8/12/97; 7/14/98; 8/14/01; 5/14/02; 6/15/05; 4/20/21; Revised 8/18/22

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

### **EVERETT ROEHL MARSHFIELD PUBLIC LIBRARY**

#### **MARSHFIELD, WISCONSIN**

#### **Article I: Name**

This organization is called the "The Board of Trustees of the Everett Roehl Marshfield Public Library," located in Marshfield, Wisconsin, existing by virtue of the provisions of Chapter 43.54 of the Laws of the State of Wisconsin and the 1999 Joint Library Agreement: City of Marshfield and Town of McMillan. It exercises the powers and authority and assumes the responsibilities delegated to it under the said statute and agreement.

#### **Article II: Membership**

Section 1. The library board of the Everett Roehl Marshfield Public Library is composed of ten members, nine appointed by the mayor and confirmed by the common council and one appointed by the town chairperson and confirmed by the town board.

Section 2. The membership of the library board shall consist of the following representatives of the City of Marshfield and the Town of McMillan:

- a. A member of the common council, who is appointed for a term not exceeding his or her term of office on the council.
- b. A school district administrator of the School District of Marshfield, or his or her representative, as provided by 43.54, (l) (c), Wisconsin Statutes.
- c. One member who is a citizen of the Town of McMillan.
- d. Seven members who are citizens-at-large of the City.

Section 3. Members will serve a three-year term commencing May 1. Appointments to unexpired terms are for the duration of that term. All appointees serve to the end of their term or until their successors are duly appointed and confirmed. Reappointments are the prerogative of the mayor and town chairperson.

Section 4. Any City member who moves from the City of Marshfield and likewise, any Town member who moves from the Town, or resigns for whatever reasons, must notify the president of the library board and the president so informs the mayor or the town chair.

Section 5. Any member who consistently fails to attend meetings without just cause, or notification to the president or library director, may be censured by a two-thirds vote of the entire board. The president notifies the mayor, or accordingly, the town chair of such action.

Section 6. A Board member shall abstain from voting in any circumstance where there is a conflict of interest between his or her personal or business interest and library trusteeship obligations.

### **Article III: Officers**

Section 1. The officers are a president, vice president, secretary, and treasurer, elected by majority vote from among the appointed trustees at the annual meeting of the board.

Section 2. A nominating committee, appointed by the president one month prior to the annual meeting, presents a slate of officers at the annual meeting. Additional nominations may be made from the floor.

Section 3. Officers serve a term of one year from the annual meeting at which they are elected and until their successors are duly elected. A member may only serve three consecutive full terms in the same office. Vacancies in office are filled by a majority vote at the next regular meeting of the board after the vacancy occurs.

Section 4. The president presides at all meetings of the board, authorizes calls for special meetings, appoints all committees, executes all documents authorized by the board, serves as an ex-officio voting member of all committees (with the exception of the nominating committee), and generally performs all duties associated with that office.

Section 5. The vice president, in the event of the absence or inability of the president, or if a vacancy in that office occurs, assumes and performs the duties and functions of the president.

Section 6. The secretary assures that there is a true and accurate record of all meetings of the board, and performs such other duties as are generally associated with that office.

Section 7. The treasurer inspects and certifies all bills for payment, and performs such duties as generally devolve upon the office. The treasurer is a member of the finance committee.

Section 8. Any officer who fails to perform the duties of office may be removed by a

2/3 vote of the full board.

Section 9. When the president and vice-president are not available at a meeting, the secretary will preside, or if the secretary is absent as well, the treasurer will preside.

Section 10. In the absence of any officer, the members may appoint a temporary replacement for that meeting only.

#### **Article IV: Meetings**

Section 1. The regular meetings are held each month, at a date and hour set by the board at its annual meeting.

Section 2. The annual meeting, for the purpose of the election of officers and a review of the bylaws, is held at the time of the regular meeting in May of each year.

Section 3. The library director provides the following items to each member of the board five days prior to the regular monthly meeting, or as early as possible for special board meetings or committee meetings:

- a. Notice of the time and place of the meeting
- b. Agenda
- c. Minutes of the previous meeting(s) (for regular board meetings only)
- d. Director's report (for regular board meetings only)
- e. Any other items pertinent to the transaction of business

Section 4. The order of business for regular meetings includes, but is not limited to, the following items:

- a. Call to order
- b. Attendance
- c. Citizens' comments
- d. Approval of minutes
- e. Acceptance of director's report
- f. Approval of bills
- g. Acceptance of financial statement
- h. Business

i. Adjournment

Section 5. 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 6. Minutes of all meeting shall, at a minimum, indicate board members present, all items of business, all motions (except those withdrawn), and the result of all votes taken. Current board minutes will be posted on the library website, the City of Marshfield website, and the library's public notice bulletin board.

Section 7. Special meetings may be called by the president, or at the written request of at least three members, for the transaction of business as stated in the call for the meeting.

Section 8. A quorum for the transaction of business at any meeting consists of a simple majority of members of the board or committee present in person.

Section 9. Proceedings of all meetings are governed by Robert's Rules of Order Newly Revised, latest revision.

Section 10. All business of the board and its committees is conducted within the framework of Wisconsin Open Meeting laws.

**Article V: Committees**

Section I. The president, in consultation with the board, at the first regular meeting following the annual meeting, appoints members to serve for terms of one year on the following standing committees:

- a. The Executive Committee consists of the current library board officers and the immediate past-president and makes recommendations to the full Board in instances of possible violations to the library's Conflict of Interest policy.
- b. The Finance Committee works with the library director in preparation of the annual budget and its presentation to the board and to the Common Council, and performs other responsibilities that may, from time to time, be designated by the board.
- c. The Personnel Committee reviews personnel policies, the library director's performance, the classification and pay plan, the benefits program, and related matters that are consistent with the normal duties of the committee.
- d. The Building Committee supervises the maintenance of the building and grounds, and recommends improvements to the board.
- e. The Library Promotion Committee works with the library director to promote community awareness of library service, stimulate public interest in and usage of the library, develop public understanding and support of the library and its

role within the community and assists in providing monetary support.

- f. The Policy Committee reviews policies to assure that all policies are reviewed within a three-year period.

Section 2. The president of the board may appoint special committees for the investigation and study of special problems. Such committees serve until their final report has been filed.

Section 3. Each committee elects a chairperson at its organizational meeting.

Section 4. Each committee reports to the library board following each of its meetings.

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

#### **Article VI: Remuneration and/or Reimbursement**

Members of the library board shall receive no compensation and/or special privileges for their services, but they may be reimbursed for those actual and necessary expenses which have received prior authorization by the board.

#### **Article VII: Library Director**

Section 1. A library director, with qualifications set by the Department of Public Instruction, is employed by the library board to serve as the director of the library.

Section 2. The library director has the following responsibilities:

- a. Carries out the policies established by the library board.
- b. Establishes administrative policies for the day-to-day operation of the library.
- c. Supervises library service to the public.
- d. Supervises all library staff in conformance with personnel policies established by the library board and those of the personnel department of the City of Marshfield which have been adopted by the board.
- e. Maintains and develops the library collection in conformance with material selection policies adopted by the library board and generally accepted library standards.
- f. Prepares an annual budget in consultation with the library board and directs the financial operation of the library.

- g. Directs the maintenance of all library property.
- h. Carries out a variety of public relation functions to inform the community of library services, to create good will, and to encourage library utilization.
- i. Attends all meetings of the library board and its committees.
- j. Attends all meetings of, and provides necessary liaison with the Marshfield Public Library Foundation, Inc. and the Friends of the Marshfield Public Library, Inc.
- k. Performs any other duties generally associated with that position or as designated by the Board.

### **Article VIII: General**

Section 1. An affirmative vote of the majority of all members of the board present is necessary to approve any action before the board. The president may move, second, or vote upon a proposal before the board.

Section 2. The bylaws may be amended by a majority vote of all members of the board, provided written notice of the proposed amendment was provided to all members at least five days prior to the meeting at which changes are to be considered.

Section 3. 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. To be valid, such suspension may be taken only at a meeting at which 2/3 of those present so approve.