

# **The Edward U. Demmer Memorial Library Board of Trustees Bylaws**

Approved - 05.23.2017

## **Article I – Definition**

The board of trustees of the Edward U. Demmer Memorial Library, herein referred to as the board, is located in, and established by, the municipality of Three Lakes, Wisconsin, deriving its powers and exercising its duties from Wisconsin Statutes, chapter 43, and the ordinances of the Town of Three Lakes.

## **Article II – Membership**

Section 1 – Members: The board of the Edward U. Demmer Memorial Library shall be formed in accordance with relevant subsections of [Wisconsin Statutes section 43.54](#). The board shall consist of 7 appointed members, one of whom shall be the school administrator, or his/her representative, to represent the public school district in which the Demmer Library is located. All appointments shall be made by the town chair and approved by the Town of Three Lakes Board of Supervisors and all members shall be residents of the municipality, except that not more than 2 members may be residents of other municipalities. Not more than one member of the town board shall at any time be a member of the library board. No compensation shall be paid to the trustees for their service as such, but they may be reimbursed for actual and necessary expenses incurred in performing their duties outside the municipality, if so authorized by the board.

Section 2 – Terms of Office: Upon creation of the board, the members shall be divided as nearly as practicable into 3 equal groups to serve 2-, 3-, and 4-year terms, respectively. Thereafter, each regular appointment shall be for a term of 3 years. Vacancies shall be filled for unexpired terms in the same manner as regular appointments are made.

Section 3 – Attendance is expected of all trustees except as prevented by valid reason. Occasional attendance via virtual means would be allowed at the discretion of the president.

## **Article III – Officers**

Section 1 – The officers are: 1-President, 2-Vice-President, 3-Treasurer. Officers are elected by the trustees to a one-year term from among the appointed trustees at the annual meeting of the board. Vacancies in office shall be filled by vote at the next regular meeting of the board after the vacancy occurs.

Section 2 – The president presides at meetings of the board; authorizes calls for special meetings; appoints temporary committees; executes all documents authorized by the board; serves as ex-officio voting member of all committees except the nominating committee; moves, seconds, and votes on any proposal before the board; decides points of order, and generally performs the duties of a presiding officer.

Section 3 – The vice-president assumes the duties and functions of the absent president.

Section 4 – The treasurer co-signs all checks from the Edward U. Demmer Memorial Library Special Account and assumes the duties of the absent vice-president. In the absence of the treasurer, the president shall assume the duties of the treasurer.

Section 5 – The secretary of the board shall be the library director unless the board designates otherwise. The secretary shall keep a true and accurate record 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.

## **Article IV - Meetings**

Section 1 - Regular meetings shall be held monthly in the library. Public notification, which shall specify date, time,

location, and indicate all subject matter for consideration at the meeting, should be made at least three business days in advance. All board and committee meetings shall be held in compliance with Wisconsin's Open Meetings Law (Wis. Stats. Sections 19.81 to 19.98). Virtual attendance of trustees or public at meeting shall be at the discretion of the president.

Section 2 – The annual meeting for the election of officers shall be at the time and place of the regular January meeting.

Section 3 – Special meetings may be called at the direction of the president or at the written request of three other members of the board to the Library director for transaction of business stated in the call for the meeting. The time, place, and purpose of the meeting must be provided to the board and to the public at least 48 hours in advance except in cases of emergency.

Section 4 - A quorum for the transaction of business at any meeting shall be a majority of the membership of the board.

Section 5 – The agendas, notices, minutes of the previous meeting, matters for consideration, and such other materials as may assist the board must be prepared and mailed or e-mailed as requested by individual trustees by the library director at least three business days prior to the meeting.

Section 6 – Amendments to the bylaws may be made at any meeting if the proposal was stated as a purpose of the meeting and the amendment is approved by the majority of the board.

Section 7 – The parliamentary authority used shall be Robert's Rules of Order, latest revised edition.

Section 8 – Order of business may be:

1. Call to order
2. Approval of the agenda
3. Approval of the minutes
4. Correspondence
5. Committee reports
6. Library director's report
7. Payment of bills
8. Unfinished business
9. New business
10. Determination of the next meeting date

Section 9 - An affirmative vote of the majority of trustees present at the time shall be necessary to approve any action before the board.

#### **Article V - Committees**

Ad hoc committees for the study of special problems may be appointed by the president, with the approval by vote 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.

#### **Article VI - Powers and Duties of the Board of Trustees**

The board shall have such powers as are provided for it and such duties as are imposed upon it by the statutes of the state of Wisconsin and the ordinances of the Town of Three Lakes.

Section 1 – Legal responsibility for the operation of the library is vested in the board. The board determines rules and regulations governing library operations and services.

Section 2 – The board shall supervise and maintain buildings and grounds and regularly review physical and building needs to ensure they meet the requirements of the total library program.

Section 3 – The board shall have exclusive control of the expenditures of all monies collected, donated, or appropriated for the library fund and shall audit and approve all library expenditures.

Section 4 – 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 5 – The board shall approve the library’s budget and work with governmental units to provide the necessary funds.

Section 6 – The board shall approve and submit required annual reports to the Division for Libraries and Technology and the Town of Three Lakes Board of Supervisors.

Section 7 – The board studies and, as deemed appropriate, supports, advocates for, or acts upon local, regional, state, and national legislation that furthers the library program and mission.

#### **Article VII - Library Director**

The Library director shall be appointed by the board of trustees and shall be responsible to the board. The library director shall be considered the executive officer and have sole responsibility for administration of the library under the direction and review of the board and is subject to the policies established by the board. The director shall act as technical advisor to the board. The director shall attend all board meetings (but may be excused from closed sessions) and shall have no vote. The library director shall participate in all meetings of the board unless excused with cause.

#### **Article VIII - Conflict of Interest**

Section 1 – Trustees may not in their private capacity negotiate, bid for, or enter into any contract with the Demmer Library in which they have a direct or indirect financial interest.

Section 2 – A trustee shall withdraw from board’s consideration of any matter in which the board member, or an immediate family member, or an organization with which the board member is associated has a substantial financial interest.

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

#### **Article IX - General**

Section 1 - 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 of the members of the board are present and two-thirds of those present so approve.

Section 2 – Amendments to the bylaws may be made at any meeting if the proposal was stated as a purpose of the meeting and the amendment is approved by the majority of the board.

Adopted by the Board of Trustees of the Edward U. Demmer Memorial Library on the 23<sup>rd</sup> day of May, 2017.