

WHITEFISH BAY PUBLIC LIBRARY

BOARD OF TRUSTEES

BY-LAWS

Article I IDENTIFICATION

This organization shall be identified as “The Board of Trustees of the Whitefish Bay Public Library” existing by virtue of the provisions of Chapter 43 of the Laws of the State of Wisconsin, and exercising the powers and authority and assuming the responsibilities delegated to it under the said statute.

Article II BOARD OF TRUSTEES

Section 1. Number and Qualifications. Subsection 2.02 (12) of the Village Code. Library Board. (a) The Library Board shall consist of seven (7) members appointed by the Village President with the approval of the Village Board as provided by Section 43.54 (1)(b), Wisconsin Statutes and Village Resolution 1531.

Section 2. Term of Office. The term of office of trustees shall be three (3) years and not exceed the provisions in Village Resolution 1531. 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 eighteen (18) months it shall be considered a full term.

Section 3. Disqualifications, Vacancies. Any member who moves out of the political division s/he 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.

Section 4. Meeting Attendance. Members shall be expected to attend all meetings except as they are prevented by a valid reason.

Article III OFFICERS

Section 1. The officers shall be a president and a vice-president, elected from among the appointed trustees at the annual meeting of the Board. An officer may succeed him/herself no more than twice. An officer may be re-elected to the same position after a lapse of one year. The library director shall serve as the recording secretary.

Section 2. Officers shall serve a term of one year from the annual meeting, which is designated as the June meeting, or until their successors are duly elected.

Section 3. The president shall preside at all meetings of the Board, authorize calls for any special meetings, set the agenda for the meetings, appoint all committees, execute all documents authorized by the Board, serve as an ex-officio voting member of all committees, and generally perform all duties associated with that office. The president shall be a voting member of the library board.

Section 4. 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 5. The library director is designated to perform the duties of the recording secretary. The recording 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 that office.

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 as needed.

Section 2. Annual Meetings. 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 June 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 posted on a bulletin board in the library.

Section 5. Special Meetings. Special meetings may be called at the direction of the president, or shall be called at the written request of two (2) or more members, 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 (4) 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: Generally, there are no standing committees of the Board.

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 Whitefish Bay Public 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 seek adequate funds 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.

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 Division for Libraries, Technology, and Community Learning, and the Village of Whitefish Bay and/or any other governing body as required.

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 of the Board and shall have sole charge of the administration of the library under the direction and review of the Board. The director shall be responsible for the care of the building(s) and equipment, for the employment and direction of the staff, 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 attend all Board meetings but shall have no vote.

Article VIII MILEAGE AND EXPENSES

Board members will be reimbursed for actual expenses to attend professional meetings as approved by the Board.

Article IX CONFLICT OF INTEREST

Section 1. Board members may not in their private capacity negotiate, bid for, or enter into a contract with the Whitefish Bay Public 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.

Article X 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 of the members of the Board are present and two-thirds 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 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 Whitefish Bay Public Library
on the 10th day of May, 2011.