

## ARTICLE I: IDENTIFICATION

The name of this organization is the Board of Trustees of the Kaukauna Public Library, located in Kaukauna, Wisconsin, established by the Wisconsin municipality of Kaukauna, according to the provisions of Chapter 43 of the Wisconsin Statutes, and exercising the powers and assuming the duties granted to it under said statute.

## ARTICLE II: MISSION

Enhancing people's lives and opening doors for curious minds.

## ARTICLE III: MEMEBERSHIP

1. Appointments and Terms of Office. Appointments and terms of office are as provided by the relevant subsections of Wisconsin Statutes Sections § 43.54. The library board shall consist of nine (9) members, one (1) whom must be a Kaukauna Area School District administrator or the administrator's representative. All members must be appointed by the mayor of Kaukauna with the approval of the common council. Not more than one (1) member of the Common Council shall at any time be a member of the library board. A county chairperson, with the approval of the county board, may also appoint members to the library board pursuant to § 43.60.
2. Term. The regular term of office shall be three (3) years.
3. Youth Representative. By a majority vote of the Library Board, a Youth Representative, aged 15-18, nominated by the School Representative, may serve as an ad hoc member of the Library Board for a one-year term to run from June 1 to May 31 of the following year. The Youth Representative shall not be an official member of the Board and shall not have voting rights, but shall serve in an advisory capacity and is encouraged to contribute to the discussion of any matter that comes before the Board. The Youth Representative shall be excluded from any closed session. The Youth Representative may be removed from this advisory position by a majority vote of the Library Board. The Youth Representative will be expected to volunteer a minimum of three hours during the summer, in addition to any scheduled board meetings.

## ARTICLE IV: OFFICERS

1. Officers. The officers shall be a president, a vice president, a secretary, and a treasurer, elected from among the appointed trustees at the annual meeting of the Board. No member shall hold more than one office at a time. No member shall be eligible to serve more than two consecutive terms in the same office with the exception of the secretary and treasurer. Vacancies in office shall be filled by vote at the next regular meeting of the Board after the vacancy occurs and will retain the position until the close of the meeting where the successor is elected.
2. Terms. Officers shall serve a term of one (1) year from the annual meeting at which they are elected and until their successors are duly elected.

3. Duties of President. The President shall preside at meetings of the Board, authorize calls for special meetings, appoint all committees, execute all documents authorized by the Board, serve as an ex-officio voting member of all committees except the nominating committee, and generally perform all duties associated with the office of president.
4. Duties of Vice President. 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.
5. Duties of Secretary. The secretary shall keep a true and accurate record of all meetings of the board and shall perform such other duties as are generally associated with the office of secretary. The library director or a member of the staff may be designated by the board to perform any or all of the secretary duties.
6. Duties of Treasurer. The treasurer shall hold office only during membership on the library board and shall be elected annually at the same time and in the same manner as the other officers on the library board. In accordance with § 43.58, the treasurer shall be bonded in an amount as may be required by a resolution of the Board and not less than the value of any property held by him or her if funds are held by the treasurer for investment outside of transferring funds to the municipality, depositing with a public depository, transferring to a charitable organization exempt from federal income tax, or transfer to a community foundation. The treasurer shall make an annual report to the library board showing in detail the amount, investment income, and disbursements from the trust funds in their charge. Such report shall also be appended to the annual report of the library board under § 43.58.

## **ARTICLE V: MEETINGS**

1. Organizational Meeting. The organizational meeting, which shall be held for the purpose of electing officers shall be held at the May meeting annually. If the election cannot be held at the May meeting, it must be scheduled at the next available regularly scheduled meeting, not to exceed 60 days past the scheduled May meeting.
2. Regular Meetings. The regular meetings shall be held once each calendar month with the exception of the months of July & December, where there will be no meetings. Dates and times of Board meetings should be set up to one (1) year in advance. Meeting dates and times may be changed as need arises by a majority vote of the board. The president may reschedule a meeting should a regular meeting not achieve quorum. Members shall be expected to attend all meetings except as they are prevented by a valid reason.
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 library director or designee 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 to each member prior to the meeting date.

4. Special Meetings. Special meetings may be called at the direction of the president, or by the written request of three (3) 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 to the board members of the special meeting. In no case may less than two hours' notice be given. Notice may be by mail, phone, or email.
5. Quorum. A quorum for the transaction of business at any meeting shall consist of five (5) members of the Board present in person. If the Board has a vacancy, quorum shall consist of a simple majority.
6. Minutes. Minutes of all meetings shall indicate library board members and officers present, all items of business, all motions (except those withdrawn), and the result of votes taken.
7. Parliamentary Authority. The rules contained in *Robert's Rules of Order*, latest edition, 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.
8. Open Meetings Law Compliance. All Board meetings shall be held in compliance with Wisconsin's open meetings law (§ 19.81-19.98).
9. Voting. An affirmative vote of the majority of all members and officers of the library board physically present at any legally constituted meeting shall be necessary to approve any action before the library board.

#### ARTICLE VI: COMMITTEES

1. Standing Committees. The following standing committees and chairs of the committees shall be appointed by the president at the first regular meeting following the organizational meeting:
  - a. Personnel and Policy Committee: Make recommendations to the library board on personnel matters, proposed revisions in bylaws, policies, rules and regulations; annually reviews proposed salary adjustments and presents their recommendations to the library board; annually reviews the performance of the library director and works with the president to communicate the review to the director.
  - b. 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.
  - c. Nominating Committee: A nominating committee, and a chair thereof, shall be appointed by the president three (3) months prior to the organizational meeting and shall present a slate of officers at the organizational meeting. Additional nominations may be made from the floor during the organizational meeting by any library board member or officer.
2. Ad Hoc Committees. The president shall appoint ad hoc committees and a chair of the ad hoc committees for such specific purpose as the business of the library board may require. These committees may include staff, members of the public and/or outside experts. Ad hoc committees 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.

3. Authority. No committee shall have other than advisory powers.
4. Appointment. All library board members and officers shall be appointed to at least one (1) committee.
5. Meetings. The time, date, and location of committee meetings shall be determined by the chair of the committee or their designee.
6. Quorum. A quorum of transaction of business at any committee meeting shall consist of a simple majority.
7. Minutes. Minutes are not required to be taken at committee meetings.
8. Parliamentary Authority. The rules contained in *Robert's Rules of Order*, latest edition, shall govern the parliamentary procedure of committee meetings, including all cases where there are inconsistencies with these bylaws and/or any applicable statutes.
9. Open Meetings Law Compliance. Committee meetings shall be held in compliance with Wisconsin's open meetings law (§ 19.81- 19.98).
10. Attendance. Board members and officers shall be expected to attend their assigned committee meetings except as they are prevented by a valid reason.

#### **ARTICLE VI: DUTIES OF THE BOARD OF TRUSTEES**

1. Responsibility. Legal responsibility for the operation of the Kaukauna Public Library is vested in the Board of Trustees. Subject to state and federal law, the board has the power and duty to determine policies, plans, and services of the library, as well as bylaws, service policies, mission statement, long range plan, changes in service or hours and budget.
2. Library Director. The board shall select, appoint, and supervise an ALA accredited, certified, and competent library director.
3. Duties and Compensation. The library board shall determine the duties and compensation of all library employees.
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 financial registers. The Kaukauna Public Library will be audited within the City of Kaukauna's annual audit. It is the responsibility of the library board to ensure the annual audit of the library is clean and completed. Any person having a claim or demand against the municipality growing out of any act or omission of the library shall file with the library board a written statement thereof. If the claim or demand or any part thereof is disallowed the claimant may bring action against the municipality.
5. Community Relations. The library board shall cooperate with other public officials and board and maintain vital public relations. The library board represents the library to the community and the community to the library.

6. Legislation. The library board shall study and support legislation that will benefit library patrons. The library board will remain up-to-date on proposed changes and implemented changes to legislation that may affect the library.
7. Annual Report. The library board shall approve and submit the required annual report to The Wisconsin Department of Public Instruction on time, within sixty (60) days after the conclusion of the fiscal year of the municipality.
8. Programs. The library board may employ competent persons to deliver lectures upon scientific, literary, historical or educational subjects; the library board may also partner with other agencies to secure such programs or to foster and encourage by other means the wide use of books and other materials.
9. Appeals. A person affected by and dissatisfied with a decision made by the library director as it relates to policy may appeal the decision to the library board. Appeal requests must be made in writing whenever possible and must be received by the library board within thirty (30) business days after the decision was made by the library director. The library board must hear the appeal within thirty (30) business days of receiving the appeal unless the library board and the person requesting the appeal agree to an alternative date. The person requesting the appeal will be notified in writing by the library director of the date and time the library board will hear the appeal or will be provided with an explanation for why the library board will not hear the appeal (e.g., request filed too late, person requesting appeal has no grounds, etc.). At the appeal, the person requesting the appeal may appear in person to be heard on the issue or they may ask the library board to consider the merits of the appeal based on a written statement signed and dated by the person filing the appeal. Third party statements and testimony, as well as unauthenticated evidence, will be allowed at the discretion of the president. The decision of the library board is final.
10. Gifts and Donations. The library board may receive, manage and dispose of gifts and donations following statute § 43.58 (7).

## **ARTICLE VII: LIBRARY DIRECTOR**

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.
2. Duties. The library shall be the executive and administrative officer of the library under the review and direction of the library board.
3. Meetings. The library director shall attend all library board meetings as a participant but shall have no vote. The director 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 director's absence.

## **ARTICLE VIII: CONFLICT OF INTEREST**

1. Private Capacity. Board members may not in their private capacity negotiate, bid for, or enter into a contract with the Kaukauna Public Library in which they have a direct or indirect financial interest.
2. Recusal. 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 their withdrawal or the nature of the conflict of interest.
3. Remuneration. A board member may not receive anything of value that could reasonably be expected to influence his or her vote or other official action.
4. Compensation. No compensation or expenses shall be paid to the members of the library board.

#### **ARTICLE X. GENERAL**

1. Voting. 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.
2. Amendments. These bylaws may be amended by the majority vote of all members of the library board provided that the change had been proposed by a library board member or the library director at the preceding regular meeting, and that the proposed amendment is included as a separate attachment to the agenda of the meeting at which it is to be acted upon. Amendments shall be mailed to all members at least ten days prior to the meeting at which such action is proposed to be taken.
3. Rule Suspension. 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 six (6) of the members of the Board are present and two-thirds of those present so approve.

Adopted by the Board of Trustees of the Kaukauna Public Library on 9/22/2020.

President Signature: \_\_\_\_\_