

# **Black Creek Village Library Board of Trustees Bylaws**

## **Article I Identification**

This organization is the Board of Trustees of the Black Creek Village Library, located in Black Creek, Wisconsin, established by the Wisconsin municipality of Black Creek 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 Membership**

**Section 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 term for the Board member will be three years from January to December. No Board member shall serve more than two consecutive terms of three years each. Past Board members are eligible for re-appointment after one year. The term of school district representative is unlimited.

**Section 2. Meeting Attendance.** Members shall be expected to attend all meetings except as they are prevented by a valid reason.

## **Article III Officers**

**Section 1.** Officers shall be a President, a Vice President, and a Secretary, elected from among the appointed trustees at the January 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. Vacancies in office shall be filled by vote at the next regular meeting of the Board after the vacancy occurs.

**Section 3.** 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, co-sign all checks drawn on funds held in custody of the Library (independently of the municipality), and generally perform all duties associated with the office of President.

**Section 5.** 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 6.** The Secretary shall keep true and accurate minutes 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. The Library director or a member of the staff may be designated by the Board to perform any or all of the above duties.

## **Article IV Meetings**

**Section 1. Regular Meetings.** The regular meetings shall be held on a day and time agreed upon by the majority of members and decided upon at the annual meeting.

**Section 2. Annual Meeting.** 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 January 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. The agenda for each meeting will be posted in public locations at the library, Fox Community Credit Union, the post office and village hall.

**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.

**Section 5. Special Meetings.** Special meetings may be called at the direction of the President, and shall be called at the written request of two Board members, for the transaction of business as stated in the call for the meeting. Except in cases of emergency, at least 24 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 a simple majority of three members of the Board present in person or virtually.

**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 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. Standing Committees.** In most matters the Board will function as a committee of the whole. Special committees may be established by the President, with approval of the Board, to carry out specific tasks.

**Section 2.** 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 Black Creek Village 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 make sure that adequate funds are provided to finance the approved budget. The Board will establish and maintain library policies.

**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 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.

**Section 9.** The Board shall abide by the rules and regulations stated in the BCVL Employee Handbook when applicable (i.e. harassment and discrimination).

## **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 Library under the direction and review of the Board, and subject to the policies established by the Board. The director shall act as technical advisor to the Board. The director shall be invited to attend all Board meetings (but may be excused from closed sessions) and shall have no vote.

## **Article VIII Conflict of Interest**

**Section 1.** Board members may not in their private capacity negotiate, bid for, or enter into a contract with the Black Creek Village 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 with and 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 IX 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 (3) of the members of the Board are present and two-thirds of those present so approve. A two-thirds majority is the minimum amount required for decision-making.

**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 be provided to all members at least ten days prior to the meeting at which such action is proposed to be taken.