

# Carleton A. Friday Memorial Library Board of Trustee Bylaws

## Article I Identification

The Carleton A. Friday Memorial Library Board of Trustees (the “Board”) was established by the City of New Richmond, pursuant to Chapter 43 of the Wisconsin Statutes to administer the Carleton A. Friday Memorial Library. The Board is charged with the duties and granted the authority and powers granted under Chapter 43.

## 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 and 43.60.

**(a.)** The Library Board of Trustees shall consist of seven (7) members in a 4<sup>th</sup> Class City (§ 43.54(1)(a)).

**(b.)** Not more than one (1) member of the Common Council body shall at any one time be a member of the Library Board (§ 43.54(l)(c)). One (1) of the members shall be a School District administrator, or their representative, to represent the school district or districts in which the library is located (§ 43.54(l)(c)). Members of the Library Board shall be residents of the City of New Richmond, except that not more than two (2) members may be residents of towns adjacent to the City (§ 43.54(1)(a)).

**(c.)** All members of the Library Board shall be appointed by the Mayor of the City of New Richmond. Terms of members shall be from April in the year of their appointment, following confirmation from the Common Council, and thereafter each regular appointment shall be for a term of three (3) years (§ 43.54(1)(a)). Vacancies shall be filled for unexpired terms in the same manner as regular appointments are made. The appointed individual will serve the remainder of the vacated term (§ 43.54(1)(b)).

**Section 2. Meeting Attendance.** Members shall be expected to attend all meetings except as they are prevented by illness or other excused absence. The Library Director must be informed of any anticipated absence within a reasonable amount of time to ensure a quorum. Should a member miss three or more regular meetings in a calendar year without due cause, they shall be removed from membership of the Library Board.

## 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 Library Board. The board may choose to elect a secretary or to appoint a staff member to fulfill the secretarial duties. No member may hold more than one office at a time. Vacancies in office shall be filled by vote at the next regular meeting of the Library Board after the vacancy occurs (§ 43.54(1)(b)).

**Section 2.** Officers shall serve a term of one year from the annual meeting at which they are elected and until their successors are duly elected.

**Section 3.** The president shall preside at meetings of the Library Board, authorize calls for special meetings, appoint all committees, execute all documents authorized by the Library Board, co-sign all checks drawn on funds held in the custody of the library independent of the municipality, and perform all duties as required to fulfill the obligations of the office and the Library Board.

**Section 4.** The vice president, in the event of the absence or disability of the president, or in the case of a vacancy, shall assume and perform the duties and functions of the president.

**Section 5.** The secretary shall keep true and accurate minutes of all meetings of the Library Board, and shall provide the Library Director with a draft copy of the most recent meeting minutes for publication. The Library Director or a member of library staff may be designated by a vote of the majority of the Library Board to perform any or all of the above duties.

## **Article IV Meetings**

**Section 1. Open Meetings Law Compliance.** All Library Board meetings and all committee meetings shall be held in compliance with Wisconsin's open meetings law (§§ 19.81 to 19.98).

**Section 2. 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, or with any statutes applicable to this Library Board.

**Section 3. Regular Meetings.** The regular meetings shall be held each month, the date and hour to be set by a majority vote of the Library Board. In the event that there is no business that requires immediate attention, and/or a quorum cannot be ensured, a monthly meeting may be canceled if mutually decided by the Library Director and Library Board President.

**Section 4. 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 May of each year.

**Section 5. 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 6. Minutes.** Minutes of all meetings shall, at a minimum, indicate Library Board members present, all items of business, all motions (except those that were withdrawn), and the result of all votes taken. Current Library Board minutes shall be posted in the library and on the library and city websites.

**Section 7. Special Meetings.** Special meetings may be called at the direction of the president and shall be called at the written request of 2 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. Written notice for said special meeting shall be delivered to every member of the Library Board, the Library Director, and the Mayor.

**Section 8. Quorum.** A quorum for the transaction of business at any meeting shall consist of four (4) members of the Library Board present in person (§ 43.54(1)(e)).

## **Article V Committees**

**Section 1. Ad Hoc Committees.** Ad hoc committees for the study of special problems shall be appointed by the president, with the approval of the Library 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. An ad hoc committee shall only have advisory authority, and make recommendations to the full Library Board.

## **Article VI Duties of the Library Board of Trustees**

**Section 1.** Legal responsibility for the operation of the Carleton A. Friday Memorial Library is vested in the Library Board of Trustees. Subject to state and federal law, the Library Board has the power and duty to determine rules and regulations governing library operations and services.

**Section 2.** The Library Board shall select, appoint and supervise a properly certified and competent Library Director, and determine the duties and compensation of all library employees (§ 43.58(4)).

**Section 3.** The Library Board shall have exclusive control of the expenditure of all money collected, donated or appropriated for the library fund in accordance with the City of New Richmond Fundraising Policy and Donation Protocol. The Library Board shall audit and approve all library expenditures (§ 43.58(2)).

**Section 4.** The Library Board shall study and support legislation that will bring about the greatest good to the greatest number of library users.

**Section 5.** The Library Board shall cooperate with other public officials and Library Boards to maintain and elevate vital public relations.

**Section 6.** The Library Board represents the library to the community and the community to the library. Trustees will engage in development and promotion efforts and foster the maintenance of good public relations.

**Section 7.** The Library Board shall approve and submit the required annual report to the Department of Public Instruction-Division for Libraries, Technology, and Community Learning, and also to the City Council of the City of New Richmond (§ 43.58(6)).

## **Article VII Library Director**

The Library Director shall be appointed by the Library Board of Trustees and shall be responsible to the Library Board (§ 43.58(4)). The Library Director is not a voting member of the Library Board. The Library Director shall be considered the executive officer of the library under the direction and review of the Library Board, and subject to the policies established by the Library Board. The Library Director shall act as technical advisor to the Library Board and is expected to attend all Library Board meetings including closed sessions where applicable (§ 19.85). If the Library Director is unable to attend they may appoint an alternate staff member to attend in their place.

## **Article VIII Conflict of Interest Wisconsin Statutes 19.59 Codes of Ethics for Local Government Officials, Employees, and Candidates**

**Section 1.** Library Board members may not in their private capacity negotiate, bid for, or enter into a contract with the Carleton A. Friday Memorial Library in which they have a direct or indirect financial interest.

**Section 2.** A Library Board member shall withdraw from Library Board discussion, deliberation, and vote on any matter in which the Library Board member, an immediate family member, or an organization with which the Library Board member is associated has a substantial financial interest.

**Section 3.** A Library Board member may not receive anything of value that could reasonably be expected to influence their vote or other official action.

## **Article IX General**

**Section 1.** An affirmative vote of the majority of all members of the Library Board present at the time shall be necessary to approve any action before the Library Board. The president may vote upon and may move or second a proposal before the Library Board.

**Section 2.** Except as may be otherwise prohibited by law, any rule or resolution of the Library Board, whether contained in these bylaws or otherwise, may be suspended temporarily in connection with business at hand, but for such suspension to be valid, the vote to suspend may be taken only at a meeting at which two-thirds of the members of the Library 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 provided to all members at least ten days prior to the meeting at which such action is proposed to be taken.

Adopted by the Library Board of Trustees for the Carleton A. Friday Memorial Library on 9<sup>th</sup> day of September, 2021.

Revisions –  
September 9, 2021  
June 24, 2014,  
November 27, 2001