

By-Laws of the Board of Trustees Latah County Library District

ARTICLE I

Name and Governing Authority

Section 1. Name: The organization shall be called “The Board of Trustees of the Latah County Library District,” existing by virtue of the election held on November 2, 1993 in the Library District and the City of Moscow, in which voters approved incorporation of the Moscow Public Library into the Latah County Library District.

Section 2. Governing Authority: The Board shall exercise the powers and authority and assume the responsibilities delegated to it under Chapter 27, Title 33, Idaho Code.

ARTICLE II

Membership

The members of the Board of Trustees shall be:

- 1) The trustees of the Latah County Library District elected by the residents of the District or appointed in accordance with the relevant provisions of Idaho Code. The Latah County Library District has not established trustee zones.
- 2) A vacancy shall be declared by the Board:
 - (a) When any nominee has failed to qualify for office, or
 - (b) Within thirty days when any trustee shall
 - (1) die
 - (2) resign as a trustee
 - (3) no longer be a resident of the district
 - (4) refuse to serve as a trustee
 - (5) without an excuse acceptable to the Board, fail to attend two (2) consecutive Board meetings.

ARTICLE III

Officers, Duties, and Terms

Section 1. Officers and Duties: The Board shall elect the following officers:

- 1) The Chair shall be elected from the elected or appointed trustees and shall preside at all meetings of the Board, authorize calls for any special meetings, appoint all committee members with board approval, execute all documents authorized by the Board, and generally perform all duties associated with that office.
- 2) The Vice Chair shall be elected from the elected or appointed trustees and in the event of the absence or disability of the Chair, or of a vacancy in that office, shall assume and perform the duties and functions of the Chair.
- 3) The Board shall appoint some qualified person, who may or may not be a member of the Board

of trustees, to act as Treasurer of the library district. The Treasurer shall be the disbursing officer of the Board, co-sign all checks, and shall perform such duties as generally devolve upon the office. He/She shall be bonded for a minimum of \$5,000 or in a greater amount as may be required by a resolution of the Board. In the absence or inability of the Treasurer, his/her duties shall be performed by such other members of the Board as the Board may designate. A Treasurer who is not a member of the Board shall have no vote.

- 4) The Board shall appoint some qualified person, who may or may not be a member of the Board of trustees, to act as Clerk of the library Board. The Clerk shall conduct library district elections as specified in Idaho Code, shall prepare and distribute legal notices, and shall have other duties as the Board may prescribe.

Section 2. Terms of Officers: Officers are elected at the Annual Meeting of the Board for a term of one year.

ARTICLE IV Meetings

Section 1. Annual Meeting: The Annual Meeting of the Board shall be the first regularly scheduled meeting held after May. The purpose of the meeting shall include the election of officers, swearing in of newly elected or re-elected trustees, establishing regular meeting dates and locations for the coming year, and reviewing by-laws, policies and procedures.

Section 2. Meetings: Regular meetings of the Board shall be held at least bimonthly on the third Tuesday at a District library to be designated at the annual meeting, unless otherwise ordered by the Board.

Section 3. Special Meetings: Special meetings may be called by the Secretary at the direction of the Chair, or at the request of two members by providing a written request stating the purpose of the meeting. Written notice of special meetings will be given to Trustees and posted in all District Libraries at least two days prior to the meeting unless an emergency exists. No business other than that stated may be transacted.

Section 4. Quorums: A quorum shall consist of any three members of the Library Board. A quorum is not required to adjourn a meeting.

Section 5. Business: The Order of Business for regular meetings is determined by the Chair. Items discussed may include, but are not limited to:

- Public Comment
- Approval of Minutes
- Approval of Financial Reports
- Director's Report
- Board Committee Reports
- Staff Reports
- Unfinished Business
- New Business
- Public Comment
- Executive Session, if necessary

Section 6. Conduct of Meetings: Proceedings of all meetings shall be governed by Roberts Rules of Order, in compliance with Idaho Laws regarding Open Meetings contained in Chapter 23, Title 67, Idaho Code.

ARTICLE V Committees

Section 1. Members: Members of standing committees are appointed by the Chair, with Board approval, at the Annual Meeting for the term of one year. Membership is not limited to Trustees and may include qualified residents of the District or Library Staff. The chair of a standing committee shall be a trustee. Each committee shall be composed of no more than two trustees and at least one member of the library staff. One or more members of the public may also be appointed.

Section 2. Powers: No committee shall have other than advisory powers, unless it is granted specific power to act by the Board. All committees may make a progress report to the Board at each of its regular meetings. Standing committees may be required to make an Annual Report.

Section 3. Ad Hoc Committees: The Chair, with board approval, may appoint Ad Hoc Committees of one or more members for special business of the Board. The committee shall be considered to be discharged upon completion of the purpose for which it was appointed and after the final report is made to the Board.

Section 4. Standing Committees: Standing Committees of the Board include the following:

1. Finance Committee

Membership: The Treasurer, if a Board member, will chair the Committee.

Duties:

- 1) Consider the Director's budget recommendations and prepare an annual budget for presentation to the Board.
- 2) Oversee execution of the budget that is approved by the Board.
- 3) Develop, evaluate, and review annually financial policies and make recommendations to the Policy Committee concerning said policies.
- 4) Conduct long range financial planning.

2. Policy Committee

Duties:

- 1) Review these bylaws annually and recommend amendments.
- 2) Develop, evaluate, and review annually policies for the administration, operation, and use of the libraries and the purchase and distribution of library materials and make recommendations concerning said policies to the Board.

3. Planning Committee

Duties:

- 1) Maintain a current and comprehensive strategic plan for the District.
- 2) Review the strategic plan annually and make recommendations for amendment to the Board.
- 3) Conduct other planning as directed by the Board.

4. Personnel Committee

Duties:

- 1) Advise the Board on the appointment of a qualified Library Director.
- 2) Provide for an annual evaluation of the Library Director.
- 3) Develop, evaluate, and review annually personnel policies and make recommendations to the Policy Committee concerning said policies.
- 4) Make recommendations concerning compensation of staff and the Director to the Finance Committee.

ARTICLE VI

Library Director and Staff

Section 1. Library Director

- 1) The Board shall appoint a qualified Library Director who shall be the executive and administrative officer of the Library on behalf of the Board and under its review and direction. The Library Director shall advise the Board, implement policy set by the Board, and shall acquire library materials, equipment and supplies.
- 2) The Library Director shall serve as the Secretary to the Board without voting rights and shall ensure that a true and accurate record of all meetings is kept. The Director shall be an ex officio member of each committee of the board except in matters concerning the evaluation, dismissal, or disciplining of the Director or to hear complaints or charges against the library Director.
- 3) The Library Director shall attend all executive sessions of the Board, except those called to consider the evaluation, dismissal, or disciplining, or to hear complaints or charges against the Library Director.
- 4) The Library Director shall submit reports requested by the Board or required by law, shall issue notices of all Board meetings, shall have custody of the Minutes and other records of the Board, shall be responsible for keeping these records on permanent file at the Library Headquarters and, as Custodian of the records, shall respond to requests for examination of such records in accordance with policy established by the Board.

Section 2. Library Staff. The Board shall fix and pay employee salaries and compensation, classify employees, adopt personnel policies, and discipline or discharge the Library Director for cause. The Library Director shall hire or oversee the hiring of all other employees based on the policies, procedures, and job descriptions created by the Board, and shall discipline and discharge any employee for cause, as necessary, according to the written policies of the Board.

ARTICLE VII Amendments

These By-Laws may be amended at any regular meeting of the Board with a quorum present, by a majority of the members present, provided written notice of the proposed amendment shall be mailed or otherwise delivered to all members at least ten days prior to the meeting at which such amendment is to be voted upon.

Article VIII 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 Chair may vote upon and may move a proposal before the Board. No second shall be required for the Board to consider a motion.

Section 2. Any rule or resolution of the Board, whether contained in these by-laws 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 three members of the Board shall be present and three of those present shall so approve.