

# Library Board Bylaws

## Article I Identification

This organization shall be identified as ~~is~~ the *Board of Trustees of the Shorewood Public Library*, existing by virtue of the provisions of Chapter 43 of the Wisconsin Statutes and exercising the powers and assuming the duties granted to it under said Statute, and guided by the Wisconsin Department of Public Instruction *Handbook for Wisconsin Public Library Trustees*. These bylaws provide for the governance of the Shorewood Public Library, located in Shorewood, Wisconsin, established by the Wisconsin municipality of the Village of Shorewood.

## 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:

- a) The Shorewood Public Library Board shall consist of 7 non-compensated members.
- b) Members shall be residents of the Village of Shorewood, except that not more than 2 members may be residents of other municipalities.
- c) Members shall be appointed by the President of the Shorewood Village Board with the approval of the Village Board.
- d) Vacancies shall be filled for unexpired terms in the same manner as regular appointments are made.
- e) The appointing authority shall appoint as one of the members a school district administrator, or the administrator's representative, to represent the Shorewood Public School District in which the public library is located. Not more than one member of the municipal governing body shall at any one time be a member of the Library Board.
- f) Appointment shall be for a term of 3 years; no trustee shall serve for more than nine years.

**Section 2. Meeting Attendance.** Members shall be expected to attend all scheduled meetings except as they are prevented by a valid reason. Trustees may be asked to resign for non-attendance or unexcused absences.

## 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. No member shall hold more than one office at a time.

**Section 2.** Officers shall serve a term of one year from the annual meeting at which they are elected. Vacancies in office shall be filled by vote at the next regular meeting of the Board after a vacancy occurs. No officer shall serve for more than three years in the position for which they were elected.

**Section 3. 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, and generally perform all duties associated with that office.

**Section 4. 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. The vice president takes minutes during closed sessions of the Board.

## Article IV Meetings

**Section 1. Regular Meetings.** Regular meetings of the Library Board shall be held each month, with the exception of a Summer recess; the schedule to be set by the Board at its 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 June of each year.

**Section 3. Library Office Manager/Confidential Secretary.** The position of Library Office Manager/Confidential 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 for the Board as are assigned within their position description. The Library Director or another member of the library staff may be designated by the Board to perform any or all of the above duties in their absence.

**Section 4. 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. Meeting agendas shall be drafted by the Library Director in consultation with the Board president and/or committee chairs.

**Section 5. Special Meetings.** Special meetings may be called at the direction of the president or by request of a majority of the Board, and shall consist of a majority of 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.

**Section 6. Quorum.** A quorum for the transaction of business at any meeting shall consist of a simple majority of the Board present. Should the number of Library Board Trustees attending not constitute a quorum, the meeting shall be considered an informational meeting of the Board.

**Section 7. Open Meetings Law and Records Compliance.** All Board meetings and standing committee meetings shall be properly posted and held in compliance with Wisconsin's Open Meetings and Records Law (Wis. §19.81 to 19.98).

**Section 8. Parliamentary Authority.** The rules contained in Robert's Rules of Order, latest revised edition, shall guide the parliamentary procedure of the Board and standing committee meetings, in all cases in which they are not inconsistent with these bylaws and any statutes applicable to this Board.

### Section 9. Public Comment.

- a) Although it is not required, Wisconsin Open Meetings Law (Wis. § 19.83(2) and 19.84(2)) permits a governmental body to set aside a portion of an open meeting as a public comment period. The Board may hear public comment about issues related to library operations or policy, whether or not noted on the meeting notice.
- b) Any member of the public who wishes to address the Board shall fill out a card which includes their full name and address prior to speaking, which shall be presented to the Library Board president. Any member of the public shall be given no more than five minutes to address the Board.
- c) During public comment, the Board shall limit itself to listening to issues and receiving information from the public. The Board President or Library Director may answer questions raised by the public but discussion is to be limited.

- d) If a member of the public raises a subject that does not appear on the meeting notice, the discussion of that subject ~~will~~ may defer to a later meeting for which more specific notice can be given.
- e) The Board may not take formal action on a subject raised in the public comment period, unless that subject is also identified as an action item in the meeting notice.
- f) Any member of the public who does not follow these guidelines, or who may be in violation with the library's Code of Conduct Policy, may be asked to leave and, if necessary, removed from the premises.

## Article V Committees

**Section 1. Power of Committees.** No committee ~~will~~ shall have other than advisory powers.

**Section 2. Standing Committees.** The following committees shall be appointed by the president promptly after the annual meeting and shall make recommendations to the Board as pertinent to Board meeting agenda items. The president shall not appoint themselves as chair of any committee.

### Section 3. Finance Committee.

- a) The Finance Committee shall be composed of three (3) members of the Board chosen ideally for their knowledge and experience in financial and budgeting matters.
- b) The Finance Committee shall review and recommend appropriate action to the Board on matters pertaining to funding, finance, and budgeting.
- c) They shall review the annual budget and recommend action to the Board.
- d) They shall advise on sources of funding, receive and annually review municipal and donated accounts, and recommend appropriate action to the Board.
- e) The Finance Committee shall be a standing committee and shall meet at least six (6) times per year.

### Section 4. Personnel Committee.

- a) The Personnel Committee shall be composed of two (2) members of the Board chosen ideally for their knowledge and experience in personnel matters.
- b) They shall review and recommend appropriate action to the Board on matters received by the Library Director pertaining to personnel, hiring practices, job descriptions, and salary structure.
- c) They shall conduct an annual performance review of the Library Director and recommend any appropriate action to the Board on the position's job description, compensation, salary structure, or benefits.
- d) The Personnel Committee shall be a standing committee and shall meet at least six (6) times per year.

### Section 5. Nominating Committee.

- a) A Nominating Committee shall be composed of two (2) members of the Board and appointed by the president at least three months prior to the annual meeting.

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- b) They shall present a slate of officers for the positions of president and vice-president at the annual meeting. Additional nominations may be made from the floor at that time.
- c) The Nominating Committee may recommend candidates for the Library Board to the Village President.
- d) The Nominating Committee shall be a standing committee and shall meet as needed.

**Section 6. Ad Hoc Committees.**

- a) Ad hoc committees may be formed for the study of special problems or projects and shall be appointed by the president, with the approval of the Board.
- b) Ad hoc committee members shall serve until the final report of the work for which they were appointed has been submitted and considered by the Board.
- c) These committees may also include staff and public representatives, as well as outside experts. These individuals will be considered as ex-officio members. These shall be non-voting positions.

## Article VI Duties of the Board of Trustees

**Section 1.** Legal responsibility for the operation of the Shorewood Public Library is vested in the Board of Trustees. Subject to state and federal law, the Board has the power and duty to determine policy governing library operations and services.

**Section 2.** The Board shall supervise the administration of the public library through the appointment of a properly certified and competent Library Director who shall appoint such other assistants and employees as deemed necessary, and prescribe their duties and compensation as defined by Wis. §43.58(4).

**Section 3.** The Board shall determine the salary structure for all library employees.

**Section 4.** The Board shall approve the budget and make sure that adequate funds are provided by the municipality to finance the approved budget.

**Section 5.** 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. The Board may receive, manage and dispose of gifts and donations as defined by Wis. §43.58(7).

**Section 6.** The Board shall regularly review physical and building needs to see that they meet the requirements of the total library program.

**Section 7.** The Board shall follow and support legislation that will bring about the greatest good to the greatest number of library users.

**Section 8.** The Board shall work cooperatively with other public officials and boards and maintain vital public relations.

**Section 9.** The Board shall approve and submit the required annual report to the Wisconsin Department of Public Instruction: Public Libraries Division as outlined in Wis. §43.58(6)(a).

## Article VII Library Director

**Section 1.** The Library Director shall be hired by the Board and shall be responsible to the Board.

**Section 2.** 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.

**Section 3.** The Library Director shall act as technical advisor to the Board.

**Section 4.** The Library Director shall attend Board and committee meetings but shall have no vote. The Library Director may be excused from closed sessions as requested by the Board.

**Section 5.** The Library Director shall be properly certified by the Department of Public Instruction: Division for Libraries and Technology under Wisconsin Administrative Code Chapter PI 6.

## 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 Shorewood Public Library in which they have a direct or indirect financial or personal interest.

**Section 2.** Board members may not receive anything of value that could reasonably be expected to influence his or her vote or other official action.

**Section 3. Recusal.** 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 or personal interest.

**Section 4.** Trustees may be asked to resign for cause upon a two-thirds approval of the Board.

## 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 of the members of the Board shall be present and two-thirds of those present shall 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 made available to all members at least ten days prior to the meeting at which such action is proposed to be taken. Revised bylaws take affect at the end of the meeting at which they are adopted.

**Adopted by the Board of Trustees of the Shorewood Public Library on May 10, 2023**