

BYLAWS OF THE BOARD OF TRUSTEES NORTHERN SAGUACHE COUNTY LIBRARY DISTRICT

Article I NAME

The name of the District is the Northern Saguache County Library District. It is organized under and by virtue of §§ 24-90-101, et seq., C.R.S. of the laws of the State of Colorado.

Article II BOARD OF TRUSTEES

Section 1. Appointment. The management and control of the Northern Saguache County Library District (the "District") is vested in a Board of five (5) trustees (the "Trustees") appointed in accordance with the Intergovernmental Agreement between the District and the Saguache County Board of County Commissioners effective July 1, 2011. (the "IGA").

There shall be two Trustees from the Saguache area, two from the Crestone-Baca, and one "at large" Trustee from anywhere in the District. The seated Board may at their discretion recommend Board candidates to the Board of County Commissioners.

Board Trustees shall sign a conflict of interest and code of ethics statement that shall remain on file in the official records of the district.

Section 2. Powers and Responsibilities. The Board of Trustees (the "Board") shall have those duties and responsibilities authorized by C.R.S. 24-90-101, et seq. (the "Library Law") and the IGA, as such may be revised from time to time. In addition, the Board shall have all powers necessary or incidental to the powers granted by statute and nothing herein shall be construed as limiting the powers of the Board as granted by the Library Law unless specifically stated to be a limitation on the powers of the Board of Trustees.

Section 3. Terms. Terms of office shall be two years and shall expire on the 31st day of the month of December.

Section 4. Vacancies. A vacancy on the Board shall be filled as soon as possible for the remainder of an unexpired term in the manner in which Trustees are regularly appointed pursuant to the IGA.

Section 5. Authorization. Membership on the Board does not, under any circumstances, authorize a Trustee to represent or bind the Board in any official capacity whatsoever except as such authority is granted and approved in writing by a vote of the Board taken at a regular or special meeting.

Section 6. Compensation. A Trustee shall not receive a salary or other compensation for services performed as a Trustee; however, necessary travel and subsistence expenses actually

incurred may be paid from library funds. See, § 24-90-108, C.R.S.

Section 7. Removal. A Trustee may be removed only by a majority vote of the appointing authority and only upon a showing of good cause. When it is in the best interests of the Library District, four trustees at a regular meeting of the Library Board may vote to send a letter to the Board of County Commissioners recommending the removal of the fifth Trustee and stating why.

Section 8. Duties of the Board of Trustees. In addition to the duties listed in other parts of this document, the duties of the Board of Trustees shall be:

- a. To establish and maintain branch libraries for the Town of Saguache and the community of Crestone/Baca, and for other communities within the district boundary as may be determined.
- b. To set policies, review rules and regulations, and in cooperation with the Library Director, approve rules and regulations for the use of the branch libraries.
- c. To receive, invest, appropriate, and approve expenditures of all money it is legally entitled to receive through a public budget process. In compliance with Colorado law, the Board of Trustees shall submit an annual budget and certify to Saguache County the sums necessary to maintain and operate the library during the next budget year. Starting with the 2012 budget, such budget shall be approved by the Board of Trustees no later than 30 days before the next fiscal year.
- d. To enter into contracts.
- e. To purchase, lease or erect buildings and sites and maintain control of library property.

Article III OFFICERS

Section 1. Designation of Officers. The officers of the Board shall consist of a chair, a vice chair, a secretary, a treasurer and such other officers as the Board deems necessary.

Section 2. Date of Election. All officers shall be elected at the annual meeting.

Section 3. Term of Office. Officers shall serve for one (1) year terms and shall begin their terms of office at the next meeting immediately following the election.

Section 4. Number of Terms of Office. A Trustee serving as an officer of the Board shall not be eligible to serve more than two consecutive terms in the same office, except by affirmative vote of all of the Trustees of the District.

Section 5. Vacancies. Any vacancy occurring during the regular term of any office, for any reason, shall be filled by a Trustee elected by a vote at a regular or special meeting of the Board for the remaining portion of the term of such office.

Section 6. Removal. Any officer may be removed from their office by a unanimous vote of the remaining four Trustees of the District taken at a regular or special meeting of the Board when in such Trustees' reasonable judgment the best interest of the District will be served thereby.

Article IV DUTIES OF OFFICERS

Section 1. Chair. The chair shall, subject to the direction and supervision of the Board, be the principal executive officer of the District. The chair shall perform all duties incident to the office of chair and such other duties as may be prescribed by the Board from time to time, including, but not limited to the following:

- a. preside at all meetings of the Board;
- b. appoint committee members and coordinate their work;
- c. represent the District before other governmental units on matters approved by the Board;
- d. execute legal documents binding the District after approval by the Board;
- e. approve expenditures and execute warrants, checks or other instruments as provided by Board policy or resolution; and
- f. perform all other duties assigned by the Colorado Library Law or by action of the Board of Trustees.

Section 2. Vice Chair. The vice chair shall assist the chair and shall perform such duties as may be assigned by the chair or the Board. In the absence of the chair, the vice chair shall have the powers and perform the duties of the chair, except the power to sign checks or warrants.

Section 3. Secretary. The secretary shall oversee the keeping of the minutes of the meetings of the Board and shall perform all other duties as may be delegated or may be incident to the office of secretary such as the publishing of legal notices and the execution of legal documents as such may be required.

The secretary shall ensure the maintenance of a true and accurate record and account of all Library Board of Trustees' proceedings and ensure compliance with the requirements of open meetings/open records laws.

The Secretary shall preside at meetings of the Board of Trustees in the absence of the Chair and Vice-Chair.

Section 4. Treasurer. The Treasurer shall apprise himself, with the cooperation of the Library Director, of the District's financial affairs. He shall ensure accurate accounting and:

- a. recommend an annual budget to the Board of Trustees in form and on the schedule required by the Colorado Library Law and the Board of County Commissioners of Saguache County, Colorado;
- b. arrange for, review and submit an annual audit as required by law; and
- c. perform any other duties assigned by the Board of Trustees and/or required by the Colorado Library Law.

Article V MEETINGS

Section 1. Regular Meetings. A regular meeting of the Board shall be held monthly at branch library locations. The schedule of meetings and locations will be established for each year at the first meeting of the calendar year. All business of the Board shall be conducted only during such regular meetings or at special meetings. All regular and special meetings shall be open to the public, subject to the right of the Board to meet in executive session. The Board of Trustees may add or cancel meetings as necessary.

Notice of regular meetings will be posted in accordance with the Board's current Administrative Resolution.

Section 2. Special Meetings. Special meetings may be called by any Trustee or the Library Director for any purpose, including planning and goal setting or the study and discussion of matters to come before the Board. Minutes will be taken at all special meetings and will be part of the public record.

Notice of special meetings will be posted in accordance with the Board's current Administrative Resolution.

Section 3. Other Meetings Disallowed. No meetings of three or more Trustees shall be held except pursuant to the posting of notice as a regular or special meeting.

Section 4. Public Participation in Meetings. Citizens attending regular meetings shall be invited to participate during a portion of the agenda set aside for this purpose. The Board shall require speakers to identify themselves, provide a mailing address and place of residence and the name of any person or group being represented. The Board Chair shall establish a time limit before each public comment session that will allow fair and reasonable opportunity to each person that expresses a desire to address the Board. The length of time allowed shall be solely at the discretion of the Chair of the Board.

Section 5. Annual Meeting. The regular meeting of the Board for the month of January of each year shall be designated as the annual meeting. At the annual meeting the officers shall be elected to serve for the ensuing year.

Section 6. Quorum. A majority of the Trustees of the District (three Trustees) shall

constitute a quorum necessary for the transaction of any business at any regular or special meeting of the Board, including votes on emergency action. The act of the majority of Trustees constituting a quorum at a regular or special meeting shall be the act of the Board.

Section 7. Roll Call Votes. A Trustee may call for a roll call vote at any time.

Section 8. Parliamentary Authority. Robert's Rules of Order Revised, most recent edition, shall govern in the proceedings of the Board in all cases where not in conflict with these bylaws.

Article VI COMMITTEES

A committee may be created by the Board for any specific purpose and shall be automatically dissolved when its stated purposes have been fulfilled. For appointment to committees, see Article IV., Section 1.

Article VII LIBRARIAN AND STAFF

Section 1. Employment of Library Director. A Library Director shall be employed by the Board to serve as the administrative officer of the District, shall be employed by contract and shall be exempt from the general personnel policies of the District.

Section 2. Duties of Library Director. The Library Director, under the supervision and direction of the Board, shall perform all duties incident to the position of Library Director including those contained in the Director's contract and other duties prescribed from time to time by the Board.

Section 3. New Positions and Staff Employment. Upon recommendation of the Library Director, the Board shall consider and approve or disapprove the creation of a new budgeted staff or administrative position. The Board upon the recommendation of the Library Director shall employ all District staff. The Board of Trustees shall set the compensation range for all employees.

Article VIII POLICIES AND ADMINISTRATION

The Board shall adopt and revise administrative policies by which the Library Director shall conduct the affairs of the District. These policies shall be available to the public at each branch library facility.

Article IX CORPORATE SEAL

The corporate seal of the District shall be in the form of a circle and shall have inscribed the words "Northern Saguache County Library District," and the words "Seal," "Colorado."

**Article X
FISCAL YEAR**

The fiscal year of the District shall begin on the first day of January of each year and shall end on the 31st day of December, of each year.

**Article XI
AMENDMENTS TO BYLAWS AND POLICIES**

Section 1. Amendment by Vote. Bylaws and administrative policies may be added, altered, amended or repealed on first reading if all Trustees are present and the vote is unanimous. If all Trustees are not present or the vote is not unanimous, but a majority present favors the measure, the bylaw or policy will be presented at a subsequent regular meeting or meetings of the Board when it can be added to, altered, amended or repealed by a simple majority of the entire Board.

Section 2. Notice Proposed Amendment. Notice of proposed bylaw or policy changes must be in written form and received by all Trustees at least five (5) days prior to the first reading.

Section 3. Automatic Amendment. These bylaws shall at all times conform to the Library Law; as such Law may be revised from time to time. Such amendments as may be necessary to conform to the law shall be deemed made and these bylaws shall be updated from time to time by act of the Board to reflect such statutorily mandated amendments.

**Article XII
ANTI-DISCRIMINATION STATEMENT**

NSCLD does not discriminate on the basis of race, color, creed, national origin, sex, sexual orientation, age, disability or other legally protected status in admission to, access to, or operations of its programs, services or activities. NSCLD does not discriminate in its hiring or employment practices.

Adopted this 10th day of August, 2011.
Amended January 11, 2012.

NORTHERN SAGUACHE COUNTY LIBRARY
DISTRICT
Board of Trustees

ATTEST:

Secretary

Chair