



BYLAWS OF THE BOARD OF
TRUSTEES OF THE HIGH PLAINS
LIBRARY DISTRICT
(2019)

These Amended Bylaws of the Board of Trustees (the "Board") of the High Plains Library District (the "District") are adopted this 15th day of July 2019.

The District is a political subdivision of the State of Colorado, established and existing by virtue of the provisions of Title 24, Article 90 of the Colorado Revised Statutes. These bylaws are adopted pursuant to C.R.S. 524-90-1 C9(a) for the Board's guidance in the management and control of the District. The District was established in 1985 by resolution of eight governmental entities, known herein as the "Establishing Bodies" or "EBs", namely: Town of Ault, the Town of Eaton, the City of Evans, the City of Fort Lupton, the City of Greeley, the Town of Hudson, the RE-8 (Fort Lupton) Board of Education, and the Weld County Board of County Commissioners.

ARTICLE 1
Board of Trustees

Section 1: ***Number, Geographic Areas and Term.*** The Board of Trustees shall consist of seven (7) members, all of whom must reside within the boundaries of the District's legal service area. There shall be one Trustee from each of the following six (6) geographic regions and one (1) At-Large Trustee:

- Region 1. Erie, Frederick, Firestone
N-C66, S-County Line E-US85, W- County Line + Erie town boundaries
- Region 2. Gilcrest, Hudson, Keenesburg, LaSalle, Lochbuie, Fort Lupton
N-CR52, S-County Line, E-County Line, W-US85
- Region 3. Mead, Johnstown, Milliken, Berthoud, Platteville
N-CR52, s-C66, E-US85, W-County Line
- Region 4. Greeley, Evans, Garden City
N-CR72, S-CR52, E-CR45, W-County Line excluding Windsor RE-4

- Region 5. Ault, Eaton, Pierce, Nunn, Carr, Rockport, Lucerne N-County Line, S-CR72, E-CR45, W-County Line

- Region 6. New Raymer, Kersey, Grover, Galeton, Briggsdale, Buckingham, Keota, Masters, Deerfield, Barnesville, Hardin N-County Line, S-CR52, E-County Line, W-CR45

The Trustees shall serve for a maximum of two (2) terms, four (4) year each which shall be staggered so that one or two Trustees are appointed or reappointed each year. A Trustee's term shall expire on the 31st day of December, and the term of newly appointed Trustees shall begin on the 1st day of January.

Section 2: **Appointment of New Trustees.** When the term of an existing Trustee will expire, and such Trustee is either ineligible for reappointment or elects not to be considered by the Selection Committee for reappointment, a new Trustee shall be appointed in accordance with the procedure set forth in Appendix A, as delegated by the Establishing Bodies by virtue of that Settlement Stipulation relating to Weld County District Court Case #: 2014 CV 30358 and as approved by the Establishing Bodies in early 2017, consistent with C. R.S. §24-90-108(2)(c).

Section 3: **Vacancies.** Vacancies shall be filled for the remainder of the unexpired term as soon as possible in the manner in which Trustees are regularly chosen. Should a Trustee move out of the District the seat will be considered vacated. Should a Trustee move to a geographic area outside the one from which the Trustee had been appointed, the Trustee may either make a lateral move with another Trustee in order to maintain geographic representation, or the Trustee may serve out the term, then be replaced by someone from within the vacated region.

Section 4: **No Salary.** Trustees shall not receive a salary or other compensation as a Trustee, but necessary traveling and subsistence expenses actually incurred may be paid from the High Plains District Library Fund. A Trustee of the High Plains Library District may not be employed by the High Plains Library District.

Section 5: **Removal.** Pursuant to C.R.S. S 24-90-108(3), as construed in the January 20, 2017 Order RE: Petitioner's Motion for Summary Judgment in Weld County District Court Case #: 2014 CV 30358, a Trustee may be removed only by a majority vote of a majority of the Establishing Bodies (i.e., majority votes by at least 5 of 8 EBs), but only upon a showing of good cause as defined in, but not limited to, these Bylaws. Good cause shall include:

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Ratified by Establishing Bodies September 11, 2019, (Unanimously)



failure to attend three consecutive regular board meetings or ongoing failure to attend board meetings; criminal, fraudulent or otherwise illegal activity; refusal to sign High Plains Library District Board of Trustees Ethics Policy; serious violations of the provisions of the HPLD Board of Trustee Ethics Policy; or, a trustee's act of moving out of the geographic boundaries of the District. A trustee who is being considered for removal shall be given notice and an opportunity to be heard at a hearing prior to any such removal being voted upon.

Section 6: *Meetings.*

6.1 *Time and Place.* The Trustees shall hold at least six regular meetings each calendar year. Special meetings may be called by the Chairman or upon the request of any Trustee or the Executive Director. The time and place will be announced in advance, according to provisions of 6.2.

6.2 *Notice; Open Meetings; Executive Sessions.* Notice of all meetings of three (3) or more Trustees shall be given to the public in the manner prescribed in C. R.S. S 24-6-402(2)(c). The Board shall cause notice of public meetings to be posted in designated public places no less than twenty-four (24) hours prior to the holding of the meeting. All meetings shall be open to the public, except that at any regular or special meeting, the Board may proceed into executive session upon a majority vote of two thirds (2/3) of the quorum present for the purpose of considering any matters permitted pursuant to C.R.S. 524-6-402(4).

6.3 *Quorum; Conduct of Meetings.* A simple majority present in person, or by telecommunication devices, of the total membership of the Board shall constitute a quorum. The act of a majority of Trustees present at a meeting at which a quorum is present shall be the act of the Board. All meetings shall be conducted under the rules of parliamentary procedure as outlined by *The Standard Code of Parliamentary Procedure*, by Alice Sturgis, 4th ed. The agenda shall be established by the Chairman of the Library District Board in conjunction with the Executive Director of the District.

6.4. *Public Participation.* Members of the public who wish to have an item placed on the agenda may submit a written request prior to a regular meeting.

6.5 *Public Comments.* At each meeting, the Board will allow time on the agenda for members of the public to address it, in person, about any relevant matters. The Board may impose time limits on such presentations, and it may choose to take action or not on any item raised during such public input.

Section 7: Board Powers and Duties. (C.R.S. S 24-90-109)

The Board shall:

7.1 adopt such bylaws, rules and regulations for its own guidance and policies for the governance of the District as it deems expedient;

7.2 have custody of all property of the District, including rooms or buildings constructed, leased or set apart therefore;

7.3 employ an Executive Director, and upon such person's recommendation, employ such other employees as may be agreed to be necessary; the Board will provide oversight, supervision and support for the Executive Director in order to further the goals of the organization and evaluate the effectiveness of the Executive Director on at least an annual basis;

7.4 select Legal Counsel

7.5 submit annually a budget as required by law and certify to the legislative body of the Establishing Bodies that the District serves the amount of the mill levy necessary to maintain and operate the District during the ensuing year;

7.6 adopt a budget and make appropriations for the ensuing fiscal year as set forth in part 1 of article 1 of title 29, C.R.S., and have exclusive control and spending authority over the disbursement of library funds as set forth in section 24-90-112 (2)(a);

7.7 accept such gifts of money or property for District purposes as it deems expedient;

7.8 hold and acquire land by gift, lease or purchase for District purposes;

7.9 lease, purchase or erect any appropriate building for District purposes and acquire such other property as may be needed therefor;

7.10 sell, assign, transfer or convey any property of the District, whether real or personal, which may not be needed within the foreseeable future for any purpose authorized by law, upon such terms and conditions as it may approve, and lease any other property, pending sale thereof, under agreement of lease, with or without an option to purchase the same; provided, however, that prior to the conveyance of such property, the Board shall make a finding that the property may not be needed within the foreseeable future for District purposes, except that no such finding shall be necessary if the property is sold or conveyed to state agency or political subdivision of this state;

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7.11 borrow funds for District purposes by means of a contractual short-term loan when monies are not currently available but will be in the future or other means permitted under law, provided that such loans shall not exceed the amount of immediately anticipated revenues, and such loans shall be liquidated within six (6) months;

7.12 authorize the bonding of persons entrusted with District funds;

7.13 authorize an annual audit of the financial statements of the District;

7.14 authorize the purchase of materials and equipment on the recommendations of the Executive Director;

7.15 hold title to property given to or for the use or benefit of the District to be used according to the terms of the gift;

7.16 have authority to enter into contracts;

7.17 maintain a current, accurate map of the legal service area and provide for such map to be on file with the state library;

7.18 receive the true and accurate copies of all school district collective bargaining agreements submitted pursuant to the "Colorado School Collective Bargaining Agreement Sunshine Act", section 22-32-109.4, C.R.S., and create an electronic or physical repository for all of said current collective bargaining agreements at the library that is available to the public for inspection during regular business hours in a convenient and identified location.

7.19 at the close of each calendar year, make a report to the legislative body of the Establishing Bodies showing the condition of its trust during the year, the sums of money expended, the purpose of the expenditures and such other statistics and information and such other statistics and information as the Board deems to be of public interest;

7.20 at the close of each calendar year make a report to the state library in the form of a response to a survey designed and administered by the state library.

7.21 make such rules and regulations as it may deem necessary and upon such terms and conditions as may be agreed upon concerning the use of District services by nonresidents of the District.

7.22 to request of the Establishing Body boards that an election be held to alter the minimum tax levied to support the District pursuant to section 24-90-112(1)(b)(III), C.R.S., in which case the Establishing Body boards shall cause the votes to be held.

7.23 have all other powers and duties which may now or in the future be authorized by state law.

7.24 Board authority lies with the entire Board, not individuals who serve on the Board.

ARTICLE 2

Officers

Section 1: ***Term of Officers.***

The officers of the Board shall consist of a Chairman, a Vice-Chairman, a Secretary/ Treasurer, and such other officers as the Board may deem necessary. All officers of the Board shall be nominated and voted upon at that year's December meeting. Officers shall serve for an unlimited number of one (1) year terms to begin the 1st day of January of each year. A vacancy in any office, however occurring, may be filled by the Board for the unexpired portion of the term.

Section 2: ***Duties of Officers.***

The officers shall have the following duties:

2.1 *Chairman.* The Chairman shall, subject to the direction and supervision of the Board, preside at all meetings of the Board, sign any leases, deeds, mortgages, contracts or other instruments which the Board has authorized to be executed, and in general, perform all duties incident to the office of Chairman and such duties as may be prescribed by the Board from time to time. The Chairman may appoint such committee as the business of the Board may require from time to time, and members of such committees may, but need not be, Trustees. No committee shall have any power other than advisory powers to the Board, and a committee shall be dissolved upon the completion of its charge or the submission of a final report or by a vote of the Board at any time.

2.2 *Vice-Chairman.* The Vice-Chairman shall assist the Chairman and shall perform such duties as may be assigned from time to time by the Chairman or the Board, and in the absence of the Chairman, shall have the powers and perform the duties of the Chairman.

2.3 *Secretary/Treasurer.* The Secretary/Treasurer shall oversee the keeping of the minutes of the meetings of the Board, be custodian of the District records and the District seal and see that the seal of the District is



affixed to all documents, the execution of which are duly authorized. He/she shall be the custodian of District funds, all of which, regardless of their source, shall be deposited in an account or accounts authorized by the resolution of

the board. All warrants or checks must carry the signature of the Executive Director or the Treasurer or one other Trustee designated by the Board. Administrative procedures will be followed that conform with proper accounting internal controls. In general, the Secretary/Treasurer shall perform all duties incident to the office of Secretary/Treasurer and such other duties as, from time to time, may be assigned by the Chairman or the Board.

2.4 Removal of Officers. Any officer of the Board may be removed from office by a vote of the Board whenever, in the Board's judgment, the best interests of the District will be served thereby.

ARTICLE 3

Library District Executive Director and Staff

The Board shall appoint an Executive Director who the Board deems in its sole discretion to be well qualified and who shall be the executive and administrative officer of the District on behalf of the Board and under its review and direction. The Executive Director shall hire employees, shall specify the duties of District employees, and shall be held responsible for the proper direction and supervision of the staff, for the care and maintenance of District property, for the adequate and proper handling of library materials in keeping with stated policy of the board, for the efficient delivery of library services within the District and for the financial operation within the limitation of the budgeted appropriation.

ARTICLE 4 Corporate Seal

The corporate seal of the District shall be in the form of a circle, shall have inscribed the words, "High Plains Library District" and the words "Seal" and "Colorado" on it.

ARTICLE 5 Fiscal Year

The fiscal year of the District shall begin on the first (1st) day of January of each year and shall end on the thirty-first (31) day of December of each year.

ARTICLE 6 Amendment

6.1 Amendment *in general*. These Bylaws may be amended by a majority of the entire Board of Trustees at any regular meeting or any special meeting called for the purpose except as otherwise described below, provided that the proposed amendment shall have been introduced at a regular meeting or special meeting called for that purpose at least fifteen (15) days before final action is taken.

6.2 Amendment *of term limits*. No amendment of Trustee term limits provided in Article 1 shall be effective unless and until it is ratified by a majority vote of a majority of the Establishing Bodies. An Establishing Body's failure to act within sixty (60) days upon a recommendation shall be considered a ratification.

These Bylaws were adopted at a regular meeting of the Board of Directors held on the 15th day of July 2019.

HIGH PLAINS LIBRARY DISTRICT:



Kenneth Poncelow, Chairman



Bob Grand, Secretary/ Treasurer



APPENDIX

A

PROCEDURE FOR SELECTING NEW BOARD MEMBERS

The following trustee replacement process is set forth pursuant to the Stipulated Agreement of the Establishing Bodies and HPLD Board as approved in 2017 with relation to Weld County District Court Case #: 2014 CV 30358.

1. Three months preceding the completion date of a Board member's term, or whenever a board vacancy occurs midterm, High Plains Library District shall place an advertisement for a new Board member in the Greeley Tribune which is the newspaper of record, and the local newspaper(s) of the region to be represented.
2. The High Plains Library District shall set the Selection Committee meeting date and time.
3. The High Plains Library District shall send letters requesting participation on the Selection Committee to the Mayors, RE-8 School Superintendent, and Chairman of the County Commissioners of the eight Establishing Bodies.
4. Each Establishing Body shall appoint one elected official who will be a voting representative to serve on the Selection Committee, except that the City of Fort Lupton and the RE-8 Board of Education¹ shall collectively send one elected official to represent the area⁷ to be selected as they shall determine each year. The High Plains Library District Board shall send two voting representatives to serve on the Selection Committee, namely, the Vice-Chairman of the HPLD Board, and one other HPLD Trustee.
5. The HPLD Board Vice-Chairman shall serve as Chairman of the Selection Committee.
6. The Selection Committee shall meet to interview candidates and shall select, from the applicants, a new Board member for each vacancy. No Selection Committee representatives shall vote upon trustee candidates without having attended the interviews of all candidates being interviewed.
7. Trustee nominees shall be nominated by a majority vote of the members of the Selection Committee present at the meeting.
8. The High Plains Library District shall send a letter requesting ratification of the nominated member candidate(s) to each Establishing Body

board. All nominations must be ratified unanimously by all eight (8) Establishing Bodies by a 2/3 supermajority vote within each Establishing Body board or council. Pursuant to C.R.S. S 24-90-108(2)(c), an Establishing Body's failure to act within sixty (60) days upon a recommendation shall be considered a ratification of such appointment.

9. If a nominated candidate is not ratified, the Selection Committee reconvenes and begins the process again to select a candidate to present to the Establishing Bodies for ratification.

10. New trustees shall begin their terms on the 1st day of January, or in the case of replacement during an uncompleted term, the incoming trustee's term shall begin immediately following said trustee's ratification by the Establishing Bodies.

¹ *Each of the City of Fort Lupton and Weld County School District RE-8 is deemed to be an establishing body for purposes of removal and ratification of library district trustees; but combined shall send only one representative to the HPLD trustee nomination committee.*



**APPENDIX B
PROCEDURE REGARDING CHANGING AREAS OF REPRESENTATION**

When a Trustee is appointed to the High Plains Library District Board of Trustees, the selection is based, in part, on where the person resides. [Refer to Article 1, Section 1: Number, geographic areas and term.] If a Trustee relocates within the boundaries of the District's legal service area, but outside the region in which he/she had resided when appointed to the Board, he/she may request to change the area of representation.

1. The Trustee who has relocated shall submit in writing to the HPLD Board Chairman reasons for a request to change area of representation.
2. After discussion between the Trustee and the Board Chairman the Board Chairman will bring the issue to the full board for discussion and to identify possible solutions.
3. The Board will vote on the solution(s) to the request. The vote will be final.

**APPENDIX
C**

PROCEDURE REGARDING ACTION TO REMOVE TRUSTEE

A Trustee being considered for removal pursuant to Section 1, Article 5 of these Bylaws shall be given notice and an opportunity to be heard at a hearing prior to any such removal being voted upon. The following procedures shall be followed regarding such removal action.

1. Pursuant to C.R.S. S 24-90-108(3), as construed in the January 20, 2017 Order RE: Petitioner's Motion for Summary Judgment in Weld County District Court Case #: 2014 CV 30358, a Trustee may be removed only by a majority vote of a majority of the Establishing Bodies (i.e., majority votes by at least 5 of 8 EBs), but only upon a showing of good cause as defined in, but not limited to, these Bylaws. One or more Establishing Bodies may initiate a Trustee removal action by vote taken to initiate a removal action at a public meeting of its governing board or council, or the HPLD Board of Trustees may initiate a Trustee removal action by voting upon a resolution to refer a request to initiate a removal action to an Establishing Body to initiate a Trustee removal action.

2. Upon initiation of a trustee removal action, a Trustee being considered for removal shall be given timely notice of the time, place, and nature of a hearing regarding the consideration of the Trustee's removal, the legal authority and jurisdiction under which it is to be held (including the identity of the person or persons who will compose the hearing panel), and the matters of fact and law asserted, including a particularized statement of the good cause asserted for removal as provided in these Bylaws to include failure to attend three consecutive regular board meetings or ongoing failure to attend board meetings; criminal, fraudulent or otherwise illegal activity; refusal to sign High Plains Library District Board of Trustees Ethics Policy; serious violations of the provisions of the HPLD Board of Trustee Ethics Policy; on a trustee's act of moving out of the District.

3. At least thirty days prior to a hearing, such notice shall be served personally upon (1) the affected Trustee, (2) HPLD's Executive Director, (3) the HPLD Board of Trustees, and (4) each other Establishing Body. A party to be served may agree to another method of service by accepting the same in writing. In fixing the time and place for a hearing, due regard shall be had for the convenience and necessity of the parties and their representatives.

4. The affected Trustee and HPLD may, but are not required, to submit a written answer thirty days after the service of such notice.

5. The affected Trustee, HPLD, and each Establishing Body shall be parties to the proceeding, and each may be represented by counsel. Each party may present evidence, may call witnesses to present evidence, and shall also have the right to cross-examine witnesses who testify at the proceeding. In the event more than one person engages in the conduct of a hearing, such persons shall designate one of their number to perform such of the above functions as can best be performed by one person only, and thereafter such person only shall perform those functions which are assigned to him by the several persons conducting such hearing.

6. Only one of the following may preside at a hearing: (1) the governing board of the Establishing Body initiating the removal action, (2) a panel composed of representatives of multiple Establishing Bodies, or (3) an appointed hearing officer. A party to the proceeding may object to the presiding hearing panel or officer as to bias, impartiality, or other basis by filing an objection within 30 days of service of notice of the proceeding. A hearing panel or officer shall forthwith rule upon the allegations in such objection as part of the record in the proceeding. A member of a hearing panel or hearing officer may at any time withdraw if he or she deems himself or herself disqualified or for any reason in which case another person shall be assigned to continue the proceeding.

7. The Establishing Body initiating the removal action shall have the burden of proof. Evidence shall be received pursuant to the provisions of the Colorado Administrative Procedure Act C. R.S. S 24-4-105(4) — (9).

8. Upon conclusion of a hearing, the presiding hearing panel or officer shall promptly issue a decision in writing regarding the facts regarding removal, and request that each Establishing Body vote upon whether to remove the affected Trustee. Each Establishing Body may adopt the factual record of the hearing panel or officer or may conduct its own hearing regarding removal pursuant to these procedures before voting regarding removal of the affected Trustee.

9. Each Establishing Body's vote regarding removal shall constitute a final action subject to judicial review.

10. An affected Trustee may seek judicial review of a removal decision by filing a complaint seeking relief under C-R.C.P. 106(a)(4) or other applicable law in the district court within twenty-eight days after an establishing bodies' final decision regarding removal.