

LONE CONE LIBRARY DISTRICT
F/K/A DISTRICT R2J PUBLIC LIBRARY DISTRICT #2
D/B/A NORWOOD PUBLIC LIBRARY

LIBRARY BY-LAWS

Article 1 - Name

This organization shall be called "The Board of Trustees of the Norwood Public Library, Lone Cone Library District" (the "Board").

Article II - The Board of Trustees

Section 1. The Board shall consist of not fewer than five(5) or more than seven(7) Trustees appointed by the San Miguel County Commissioners from recommendations made by the Board of Trustees of the Lone Cone Library District.

Section 2. Trustees shall serve for a period of 3 consecutive years. There shall be no limitation on the number of terms that may be served.

Section 3. The following rules of conduct apply to all Trustees.

A. A Trustee may be removed for Good Cause shown.

"Good Cause" for removal of a trustee (See, C.R.S. § 24-90-108(5)) shall be:

- (i) being absent for three (3) or more meetings in a calendar year;
- (ii) failure to represent the library in a professional manner;
- (iii) the existence of a conflict of interest as stated in Article IV, Section 6:
- (iv) determination by a majority of the Trustees in open session at a public meeting that "good cause" exists to request the Board of County Commissioners to remove a trustee from his or her position.

B. Trustees shall:

(1) Notify the Board President in advance of inability to attend a board meeting due to unforeseen circumstances.

(2) Limit business with the Library Director to the library's official hours of operation and/or set aside a time of mutual agreement for any discussions.

Article III - Officers

Section 1. The officers shall be a president, a vice president and a secretary, elected from among the appointed trustees at the annual meeting of the board in October.

Section 2. A nominating committee shall be appointed by the president one month prior to the annual meeting, who will present a slate of officers at the annual meeting. Additional nominations may be made from the floor.

Section 3. 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 4. The president shall preside at all meetings of the Board, authorize calls for any special meetings, appoint all committees, execute all documents authorized by the board, serve as an ex-officio voting member of all committees, and generally perform all duties associated with that office.

Section 5. In the event of the absence or disability of the president, or a vacancy in that office, the vice president shall assume and perform the duties and functions of the president.

Section 6. The secretary and/or designee shall keep a true and accurate record of all meetings of the Board, shall issue notice of all regular and special meetings, and shall perform such other duties as generally associated with that office.

Section 7. There shall be two signatures on every check. The three individuals who may sign include the Director of the Library, the President of the Board, and a board member designated by the President.

Article IV - Trustee Responsibilities

The Board shall retain a qualified Library Director, who shall be the executive, administrative and disbursing officer of the District on behalf of the Board and under its review and direction.

The Director shall appoint and specify the duties of all other employees and shall be held responsible for the proper direction and supervision of the library staff and for reporting this activity to the Board.

Section 1. The Board shall prescribe the Library Director's duties and compensation.

Section 2. The Board is responsible for the supervision, care and custody of properties owned or leased by the Library District.

Section 3. The Board shall adopt such by-laws, rules, policies and regulations for its own guidance and for the government of the District as it deems necessary.

Section 4. The Board shall adopt a budget and make appropriations for the ensuing fiscal year, beginning on the first day of January and ending on the 31st day of December, as set forth in Part 1, Article 1 of Title 29, Colorado Revised Statutes and have exclusive control and spending authority over the disbursement of District funds as set forth in CRS 24-900112(2)(a). The Board shall monitor the status of the budget as funds are expended and conduct a yearly audit.

Section 5. The Board and the District Director will, at the close of each calendar year, prepare and make a report to the County Commissioners showing the condition of its trust during the year, the sums of money expended, the purposes of such expenditures and any other such statistics and information which the Board deems to be of public interest.

Section 6. A Trustee shall avoid situations that could bring about a conflict of interest. A conflict of interest is defined as a situation in which a Trustee, Library Director or staff member has a close personal and/or business relationship, and/or financial interest in a matter which is the subject of an official action of the Board.

- (a) Should a conflict of interest arise during the course of the business of the Board, that person shall abstain from participation in discussion or voting on that matter.
- (b) If, in the determination of a quorum of the Board, a member has a conflict of interest that cannot be resolved, the Board shall recommend removing that Trustee from the Board, and shall notify the County Commissioners, in writing, of said action.

Section 7. Except as otherwise directed by a majority of the Board members, official statements of the Board shall be limited to the president of the Board and the Library Director, subject to prior approval by the Board.

Section 8. The Board may accept such gifts of money or property for District purposes as it deems appropriate. The Board may also decline gifts or donations which do not meet the needs of the Library District.

Section 9. The Board may acquire and hold land by gift, lease or purchase for District

purposes and may lease, purchase or construct any appropriate buildings for Library purposes and acquire such other property as may be needed therefore.

Section 10. The Board may sell, assign, transfer or convey any property of the District, whether real or personal, which may not be needed in the foreseeable future for any purpose authorized by law. The Board, prior to the conveyance of such property, shall make a finding that the property shall not be needed in the foreseeable future for District purposes.

Section 11. The Board shall promote and support an active, strong library advocacy program in the community.

Section 12. The Board shall comply with the duties set forth in the Colorado Library Law.

Section 13. The District Board of Trustees is the governing board for the Library District; Foundations and Friends of the Library groups are supportive citizen organizations which serve District interests. The roles of the trustees, the District Director and Foundations and Friends groups represent citizen participation within the District in the support of District efforts and goals.

Section 14. The Board of Trustees shall have sole discretion in determining the allocation of any bonuses to the Library Director or staff employed by the District Library.

Article V - Meetings

Section 1. The regular meetings shall be held each month, the date and hour to be set by the board at its annual meeting.

Section 2. The annual meeting, which shall be for the purpose of the election of officers and the adoption of an annual report, shall be held at the time of the regular meeting in October of each year.

Section 3. The order of business for regular meetings shall include, but not be limited to the following items which shall be covered in the sequence shown so far as circumstances will permit:

- (a) Roll call of members
- (b) Disposition of minutes of previous regular meeting and any intervening special

meetings

- (c) Director's financial report of the library
- (d) Action on bills
- (e) Progress and service report of Director
- (f) Committee reports
- (g) Communications
- (h) Unfinished business
- (i) New business
- (j) Public presentation to, or discussion with, the Board
- (k) Adjournment

Public commenters have three (3) minutes during the designated slot for public comment on the agenda. After their three (3) minutes have lapsed, the meeting will resume as normal with no further public comment unless the Board chooses otherwise.

Section 4. Special meetings may be called by the secretary at the direction of the president, or at the request of three members of the Board, for the transaction of business as stated in the call for the meeting.

Section 5. A quorum for the transaction of business at any meeting shall consist of four members, or a majority of the appointed Trustees of the Board present in person, whichever is less.

Section 6. Conduct of meetings: proceedings of all meetings shall be governed by Robert's Rules of Order.

Section 7. Only members who have attended a meeting shall approve the minutes for that meeting.

Article VI – Committees- In general, the committees make reports and recommendations to the full Board, which are subject to full Board approval.

Section 1. Appointments

The President shall appoint committees of two Trustees. The President and the Library Director are ex-officio on all committees.

Section 2. Standing Committees

Appointments to standing committees will be made biennially following the reorganization of the Board. These committees will remain in effect for a period of two

years. These committees will meet as needed.

The Standing Committees are:

- A. Building and Grounds- this committee is responsible for oversight of the maintenance of the library facility and its grounds. The chair is appointed by the President when the committee is appointed.
- B. Finance- This committee's responsibilities include, but are not limited to, drafting preliminary Budget and Appropriations Ordinance, drafting a Levy, drafting a working budget, monitoring the library's investments and implementing the library's investment policy.
- C. Personnel- This committee's responsibilities include, but are not limited to, preparation of the annual review of the Library Director and assuming a leadership role in the resolution of any personnel conflict which cannot be resolved by the Director.

Section 3. Ad-Hoc Committees

The President may appoint Ad Hoc committees for specific purposes as the business of the Board may require from time to time. Each committee shall be discharged upon the completion of the purpose for which it was appointed and after the final report is made to the Board.

Section 4. Reports

All committees shall make a progress report to the Board at each of its meetings. All final committee reports shall be written and filed with the regular board minutes.

Section 5. All committee meetings

All meetings shall abide by the regulations of the Open Meetings Act.

Article VII - Library Director and Staff

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 Director shall recommend to the Board the appointment and specify the duties of other employees and shall be held responsible for the proper direction and supervision of the staff, for the care and maintenance of library property, for an adequate and proper selection of books in keeping with stated policy of the Board, and for the efficiency of library service to the public.

The Director shall have interim authority to appoint or terminate an employee per Personnel Policies without prior approval of the Board, provided that any such

appointment or termination shall be reported the Board at its next regular meeting.

Article VIII-Policies and Administration

Section 1. Governance

The Board shall adopt and revise administrative policies by which the Executive Director shall conduct the affairs of the District. These policies shall be available to the public.

Article IX. Amendments to By-Laws and Policies

Section 1. Amendment by Vote

Bylaws and administrative policies may be altered, amended or repealed at any public meeting by a vote of three-quarters of the appointed Trustees (exclusive of vacancies).

Section 2. Notice Proposed Amendment

Notice of proposed bylaw or policy changes must be in written form provided to all Trustees with the packet for the next Board meeting to be considered for adoption.