

# BYLAWS OF THE RIDGWAY LIBRARY DISTRICT

## ARTICLE I NAME

This organization shall be called the Ridgway Library District, referred to subsequently in this document as the District. It shall also be known as the Ridgway Public Library. The district exists by virtue of the provisions of the Colorado Revised Statutes 24-90-101 et seq. (the Library Law). The District will exercise the powers and authority and will assume the responsibilities delegated to it under the Library Law.

## ARTICLE II PURPOSES AND POWERS

Section 2.1 Purposes. The purposes of the district are to provide public library services to the citizens and residents of the area served by Ridgway School District R-2, Colorado.

Section 2.2 Powers. In furtherance of its purposes, the District and its Board of Trustees shall have the powers permitted to public library districts and shall perform the duties assigned to public library districts under the Library Law.

## ARTICLE III BOARD OF TRUSTEES

Section 3.1 General Powers. The management and control of the district shall be vested in a Board of Trustees. The Board of Trustees shall have those duties and responsibilities authorized by the Library Law, subject to amendment. In addition, the Board of Trustees shall have all those powers necessary or incidental to the specific powers granted by statute, and nothing herein will be construed as limiting the powers of the board as granted by the Library Law.

Section 3.2 Number, Tenure and Qualifications. The Board of Trustees shall consist of either five (5) or seven (7) residents of the District who will be recommended by the Board of Trustees to the Board of County Commissioners. Trustee recommendations shall be ratified by a two-thirds majority of Ouray County Board of Commissioners. Failure of the County Commissioners to act within sixty days upon a recommendation shall be considered a ratification of such appointment. Trustees shall be appointed for terms of three (3) years, unless the board decides with the appointment of a new member of the board or the reappointment of an existing member that a shorter term is desirable to better stagger the terms of the Board members, in which case, such shorter term shall apply. There shall be no limit on the number of terms served by any individual.

Section 3.3 Vacancies. Any trustee may resign at any time by giving notice to the Board of Trustees. Any resignation shall take effect at the time specified in the notice, and, unless the notice specifies otherwise, the acceptance of the resignation shall not be necessary to make it effective. A vacancy on the Board of Trustees shall be filled within ninety (90) days after such vacancy occurs, in the manner in which trustees are regularly appointed pursuant

to these bylaws and the Library Law. Notice shall be posted in conspicuous locations within the Ridgway Public Library. A trustee appointed to fill a vacancy shall be appointed for the remainder of the term of his or her predecessor in office.

Section 3.4 Compensation. No trustee shall receive a salary or other compensation for services as a trustee, but necessary traveling and subsistence expenses actually incurred may be paid or reimbursed from the library fund in accordance with the Library Law.

Section 3.5 Attendance at Meetings. Each trustee is expected to attend the regularly called meetings of the Board of Trustees. Should a member fail to attend two consecutive regularly called meetings of the Board of Trustees and have no justification for so doing, he or she shall be queried in writing by the President of the Board as to his or her desire to continue serving. If the trustee wishes to resign or does not reply in writing to the written notice, the President of the Board may, with the approval of a majority vote of the board, send a letter to the Board of County Commissioners requesting that the trustee be removed for cause.

Section 3.6 Removal. A trustee may be removed only by a majority vote of the Ouray County Board of Commissioners who must show good cause. Good cause shall include but not be limited to the following: embezzlement, theft or other criminal misconduct; falsification of expense accounts, inventories or other records or reports; engaging in conduct which resulted or could have resulted in injury to the property or interests of the district; failure to meet the requirements of Section 3.5.

Section 3.7 Report to the Board of County Commissioners. The Board of Trustees shall annually make a report to the Board of County Commissioners showing the condition of its trust during the year, the sums of money expended, the purposes of the expenditures, and containing such other information and statistics as the board may deem of public interest or which may be required by the Board of County Commissioners or the state library. A copy of the report shall be filed with the state librarian.

Section 3.8 Authorization. Membership on the Board of Trustees does not under any circumstances authorize a trustee to represent the board in any official capacity whatsoever except as such authority is granted by a vote of the Board taken at a regular or special meeting of the Board.

Section 3.9 Committees. The President of the Board shall appoint such standing and special committees as the business of the Board may require.

Add Section 3.10 Trustee Emeritus. The title "Trustee Emeritus" may be conferred by the Board of Trustees from time to time, as the occasion shall arise, upon any former Trustee who has retired from the Board after having served a full term. Initial designation under this policy will be restricted to former Trustees who are living at this time.

#### ARTICLE IV MEETINGS OF THE BOARD OF TRUSTEES

Section 4.1 Regular Meetings. A regular meeting of the Board of Trustees shall be held in at least eight different months of the year at a location designated by the Board. The Board

may, by resolution, designate the time and place for the holding of regular monthly meetings without notice to the members of the Board other than such resolution. The first regular meeting of each calendar year shall be designated as the annual meeting of the board. The public place of posting of all notices from the Board shall be designated annually at the first regular meeting of each calendar year.

Section 4.2 Special Meetings. Special meetings may be called by any trustee or the Library Director for any purpose. Notice of any special meeting shall be given to the members of the board at least three (3) days prior thereto by written notice delivered personally or by mail, email, fax, or telephone

Section 4.3 Public Notice of Meetings. Public notices of all regular and special meetings of the Board of Trustees, setting forth the date, time and place of the meeting and, when available, the agenda for the meeting, will be posted in the Ridgway Public Library. Notices of regular and special meetings will be posted no less than 24 hours prior to the date of the meeting. No meeting of four (4) or more members of the Board of Trustees shall be held except pursuant to the posting of public notice as a regular or special meeting, unless the members are meeting as a duly appointed committee of the board.

Section 4.4 Meetings Open to the Public. All business of the Board of Trustees shall be conducted only during such regular or special meetings of the Board as are provided for in these bylaws, and all such regular and special meetings shall be open to the public, subject to the right of the Board to meet in executive session. Legal advice, contract negotiations and personnel matters are the exclusive domain of executive session.

Section 4.5 Executive Sessions. The Library Board may meet in executive session under provision (CR 23-6-402 (4) (a) to (f)). Prior to going into executive session, the Board shall authorize the session by a vote of two-thirds of the quorum present at the meeting, citing the specific provision of the statute, the date and time of the meeting and identification of the particular matter to be discussed.

Section 4.6 Records of Meetings. Minutes will be taken at all regular and special meetings and will be part of the public record, available at the Ridgway Public Library.

Section 4.7 Public Participation in Meetings. The audience is invited to participate in all regular meetings of the Board during a portion of the agenda set aside for this purpose. The president shall determine a time limit for comments.

Section 4.8 Quorum. A majority of the Board of Trustees of the District 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.

Section 4.9 Manner of Acting. The act of the majority of the trustees present at a regular or special meeting at which a quorum is present shall be the act of the Board.

Section 4.10 Roll Call Votes. A trustee may call for a roll call at any time. A roll call is required for annual budget approval.

Section 4.11 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 V OFFICERS AND AGENTS

Section 5.1 General. The officers of the district shall be a president, a vice president, a treasurer, and a secretary. The Board of Trustees may appoint such other officers, assistant officers, and agents as it may consider necessary, who shall be chosen in such manner and hold their offices for such terms and have such authority and duties as from time to time may be determined by the Board of Trustees. No person may simultaneously hold more than one office. In all cases where the duties of any officer, agent or employee are not prescribed by these bylaws or by the Board of Trustees, such officer, agent or employee shall follow the orders and instructions of the president.

Section 5.2 Election and Term of Office. The officers of the district shall be elected by the Board of Trustees at the annual meeting of the Board to serve one-year terms. If the election of officers is not held at the annual meeting, such election shall be held as soon thereafter as convenient. Each officer shall hold office until the first of the following to occur: until his or her successor has been duly elected and qualified; until his or her death; until his or her resignation; or until he or she is removed in the manner hereinafter provided; until his or her term expires

Section 5.3 Removal. Any officer or agent may be removed from office by the majority vote of the Board of Trustees whenever the best interest of the district will be served thereby.

Section 5.4 Vacancies. A vacancy in any office, however occurring, may be filled by the Board of Trustees for the unexpired portion of the term.

Section 5.5 President. The president shall, subject to the direction and supervision of the Board of Trustees, preside at all meetings of the Board of Trustees, authorize special meetings in accordance with these bylaws, appoint all committees, execute all legal documents authorized by the Board, serve as ex-officio voting member of all committees and perform whatever other duties may be associated with the office of president.

Section 5.6 Vice President. The vice president shall assist the president and shall perform such duties as may be assigned by the president or by the Board of Trustees. In the absence of the president, secretary or treasurer, the vice president shall have the powers of such absent official(s) and perform their duties.

Section 5.7 Secretary. The duties of the secretary are as follows: Digitally record all board meetings including executive sessions. Retain recordings of regular meetings until the minutes of that meeting have been approved. Delete the recordings of executive session after the required 90 day waiting period. Retain and organize past meeting minutes and all relevant documents for the Board of Trustees; and, in general, perform all duties incident to the office of secretary and such other duties as from time to time may be assigned by the president or by the Board of Trustees. Assistant secretaries, if any, shall have the same duties and powers, subject to supervision by the secretary.

Section 5.8 Treasurer. The Treasurer shall be the custodian of the funds of the Library, shall participate in the preparation of the annual budget, shall ensure accurate books and records of the library's financial condition are maintained, shall ensure compliance with all library, county, and state requirements, shall ensure that required financial reporting to the Board is done in a timely and accurate manner, and shall ensure that the library's assets are protected and invested according to library and state policies.

## ARTICLE VI LIBRARY DIRECTOR AND STAFF

Section 6.1 Employment of Library Director. The Library Director shall implement the policies adopted by the board of trustees. The Board of Trustees shall employ a Library Director to serve as the administrative and disbursing officer of the District. The Library Director shall be employed by written contract and shall be exempt from the general personnel policies of the District.

Section 6.2 Responsibilities of Library Director. The Board shall, at the recommendation of the Library Director, employ, prescribe the duties, and set the compensation of such other employees as may be necessary. The Library Director shall be responsible for their proper training, direction and supervision. The Director also shall be responsible for the care and maintenance of library property, for the adequate and proper selection of books and materials in keeping with the stated policies of the Board, for the effective provision of library service to the public, and for the library's financial operations within the limitations of the budgeted appropriations. The Director shall see that all notices are duly given in accordance with the provisions of these bylaws of as required by law. The Library Director shall perform all other acts necessary for the orderly and efficient management and control of the library

Section 6.3 Attendance at Board Meetings. The Library Director shall attend all Board meetings, provide the meeting agenda, and take part in the meeting discussions but shall have no vote. The Director shall be an ex-officio, non-voting member of all standing committees.

## ARTICLE VII FUNDS

Section 7.1 Library Funds. It is the duty of the Ouray County Board of County Commissioners to levy an ad valorem tax upon real and personal property contained within the district for the establishment and maintenance of the library district, subject to limits imposed by statute. The Board of Trustees shall adopt a budget and make appropriations for each fiscal year as set forth in Part 1 of Article 1 of Title 29, C.R.S., and shall have exclusive control and spending authority over the disbursement of library funds.

Section 7.2 Donor Funds. All moneys received through donations and bequests to the library shall be accounted for separately from other library funds and appropriated by policies established by the Board. Where the donation is conditioned upon its expenditure for the purposes specified by the donor, such condition shall be complied with by the Board so far as

practicable, provided however, that the board reserves the right to adopt specific policies governing the use and expenditure of such donated funds or donations of library materials.

Section 7.3 Custodian of Funds. The Board of Trustees has elected to take custody of all library funds, pursuant to C.R.S. 24-90-112(2) (c). The Board shall carry insurance to ensure its faithful handling of the District's funds, shall make monthly accountings to the Ouray County Treasurer, and shall cause an annual audit to be performed by an accounting firm selected by the board with respect to the Board's management of said moneys. The annual audit shall be submitted to the Ouray County Treasurer.

Section 7.4 Fiscal Year. The fiscal year of the District shall be the calendar year.

#### **ARTICLE VIII POLICIES AND ADMINISTRATION**

The Board shall adopt administrative policies by which the Library Director shall conduct the affairs of the district. These policies shall be available to the public.

#### **ARTICLE IX AMENDMENTS TO BYLAWS AND POLICIES**

Section 9.1 Amendment by Vote. Bylaws and administrative policies may be added, altered, amended or repealed on first reading if at least five (5) Trustees are present at the meeting and the vote is unanimous. If at least five (5) Trustees are not present or the vote is not unanimous but a majority present votes in favor of the proposal, the bylaw or policy will be presented for a second reading at the next regular meeting of the board. At the second reading, if a quorum is present, the bylaw or policy may be added, altered, amended or repealed by the majority vote of the Trustees present and voting.

Section 9.2 Notice of 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 9.3 Automatic Amendment. These bylaws shall at all times conform to the Library Law, as the Library Law may be revised from time to time. These bylaws shall be deemed to be automatically amended as necessary to conform these bylaws to amendments in the Library Law, and these bylaws shall be updated from time to time by the act of the Board to reflect such statutorily mandated automatic amendments.

Amended December 9, 2009