

## **EATON RAPIDS AREA DISTRICT LIBRARY**

### **BYLAWS**

#### **ARTICLE I - Establishment and Purpose of Bylaws**

Section 1. Establishment. The Eaton Rapids Area District Library ("Library") was established in accordance with 1989 PA 24, the District Library Establishment Act, ("DLEA").

Section 2. Bylaws; Annual Review. These Bylaws are rules governing the internal affairs of the Library. The Bylaws should be reviewed annually.

#### **ARTICLE II - Membership**

Section 1. Board Members. Pursuant to the DLEA, the Library Board of the Library ("Library Board") shall consist of seven (7) members ("Board Members") to be appointed as provided in the Eaton Rapids Area District Library Agreement ("Agreement"). All terms begin on January 1. All Board Members shall take the oath of office before commencing their terms.

Section 2. Removal. In accordance with Section 8(2) of the DLEA, the Governor of the State of Michigan shall have the power to remove a member pursuant to the provisions of Section 10 of Article V of the State Constitution of 1963, as amended.

Section 3. Vacancy. The office of Board Member becomes vacant when the incumbent dies, resigns, is convicted of a felony, is removed from office by the Governor, ceases to be a resident of the district or ceases to be a resident of the Participating Municipality that appointed the Board Member. In the event of a vacancy, the Participating Municipality that appointed the Board Member whose position has become vacant shall appoint a replacement for the remainder of the unexpired term.

#### **ARTICLE III - Powers of the Board**

Section 1. Powers and Authority. The Library Board may exercise any and all of the powers granted to it by the DLEA, the District Library Financing Act, federal and Michigan law, and the Agreement. If permitted by law, the Library Board may delegate such powers to the officers of the Board and/or the Library Director as it deems necessary.

Section 2. Fiscal Year. The fiscal year of the Library shall be the annual period commencing July 1 and ending the following June 30.

Section 3. Budget and Audit. The Library Board shall have the exclusive control of the budget of the Library. The Library Board shall prepare and make available an annual budget and shall obtain an annual audit by an independent certified public accountant selected by the Library Board, all in accordance with Michigan law.

Section 4. Fiduciary Obligation. Board Members have a fiduciary obligation to represent and act in the best interests of the Library. To that end, Board Members are expected to act ethically, participate, attend meetings and support the Library.

#### **ARTICLE IV - Officers**

Section 1. Officers. Officers of the Library Board shall be President, Vice-President, Secretary, and Treasurer.

Section 2. Terms. The officers shall be elected for a term of one (1) year at the annual meeting of the Library Board. The term of office shall be January 1 through December 31. An officer shall serve until the appointment of a successor.

Section 3. Vacancies. Vacancies in office shall be filled by the Library Board at the next regular meeting of the Library Board following the occurrence of a vacancy, except for the office of President, in which case the Vice-President shall assume the duties of the office for the remainder of the unexpired term. A successor Vice-President shall be elected to fill the vacancy so created in that office.

#### **ARTICLE V - Duties of the Officers**

Section 1. President. The President shall preside at all meetings, appoint committees, authorize calls for any special meetings, assist with the creation of any agenda, sign and issue checks in the absence of the Treasurer, execute any document authorized by the Library Board (unless otherwise provided by the authorization) and generally perform the duties of a presiding officer.

Section 2. Vice-President. In the absence of the President, the Vice-President shall perform the duties of the President. In the case of the resignation, disability, death or other vacancy in the office of the President, the Vice-President shall assume the office for the remaining term.

Section 3. Secretary. The Secretary of the Library Board shall ensure that minutes of the Library Board meetings and other Library records are kept in accordance with Michigan law. In compliance with any requirements of state law regarding the holding of meetings, the Secretary shall issue notices of all regular meetings, and of all special meetings, and shall have the custody of the minutes and other records of the Library Board. With the approval of a majority of the Library Board and if permitted by law, the Secretary may delegate any of these responsibilities to the Library Director. The Secretary shall also have the authority to execute any document authorized by the Library Board (unless otherwise provided in the authorization).

Section 4. Treasurer. The Treasurer shall have charge of the funds of the Library ("Library Fund"), providing for their safe custody and investment as directed by the Library Board, subject to limitations for investment of public funds as provided by law. The Treasurer shall control expenditures from the Library Fund through a system of vouchers presented by authorized personnel. A record of all moneys received or deposited to the Library Fund, and all disbursements, sales and transfers from the Library Fund shall be kept by the Treasurer, and reported monthly to the Library Board at its regular meeting. In addition, the Treasurer shall perform such other duties as may be prescribed for him or her by state or federal law and these Bylaws. With the approval of a majority of the Library Board and if permitted by law, the Treasurer may delegate any of these responsibilities to the Library Director. The Treasurer has the authority to sign and issue checks.

## ARTICLE VI - Meetings

Section 1. Regular Meetings. The regular meeting of the Library Board shall be held on each month, the date and time to be set by the Library Board at its first meeting in January. Within ten (10) days following the meeting, a notice shall be posted in a public place at the Library setting forth the dates, times, and places of all regular meetings scheduled for the ensuing year. If there is a change in the schedule of regular meetings of a public body, there shall be posted within three (3) days after the meeting at which the change is made, a public notice stating the new dates, times, and places of its regular meetings.

Section 2. Annual Meeting. The Annual Meeting of the Library Board shall be the regular meeting in January, and shall be for such organizational matters as may be required.

Section 3. Special Meetings. Special meetings may be called by the President or upon written request of two (2) Board Members, provided eighteen (18) hours of notice, in the format and manner as provided by the Michigan Open Meetings Act, is given of the time, place and purpose for which such meeting is called. Board Members not present at the time of announcement of such special meeting shall be notified by the Secretary.

Section 4. Agenda. The proposed agenda shall be distributed by the Secretary to all Board Members at least three (3) days before the meeting.

**Commented [AMS1]:** There is no requirement for an agenda, so this is discretionary.

Section 5. Order of Agenda. The following items will constitute the agenda for regular meetings:

- Call to order and attendance
- Approval of agenda
- Approval of consent agenda (minutes, Treasurer's Report, Directors' Report)
- Public comment
- Committee reports
- Old business
- New business
- Adjournment

Section 6. Quorum. A quorum for the transaction of business shall consist of the majority of Library Board Members appointed and serving.

Section 7. Board Action. Any Library Board action must be approved at a Library Board meeting by a majority of the quorum of the Library Board, unless otherwise provided by law.

Section 8. Public Comment. During any public comment period at an open meeting, each speaker shall limit his or her comments to three (3) minutes in duration.

## ARTICLE VII - Committees

Section 1. Appointment. All committees of the Library shall be appointed by the Library Board President. The President may decide to appoint himself or herself an ex-officio member

of any committee. As directed by the Library Board, the Library Director may serve as resource person to any committee.

Section 2. Committees. The Library may have ad hoc committees. Ad hoc committees of the Library shall exist until their specified purpose is completed or unless otherwise disbanded by the President. The President shall provide specific purposes and duties of the ad hoc committee.

**Commented [AMS2]:** e can add to this section in the future to address any standing committees.

#### **ARTICLE VIII - Library Director**

Section 1. Appointment. The Library Director shall be appointed by the Library Board and shall be considered the executive officer of the Library.

Section 2. Duties. The Library Director shall be in charge of the administration of the Library under the direction and review of the Library Board. The Library Administrator shall be responsible for:

- A. Overseeing the care of the building and equipment;
- B. The employment, development, and direction of the staff;
- C. The Library's service to the community;
- D. The annual preparation of a budget proposal in conjunction with the Budget and Finance Committee;
- E. The operation of the Library under the financial conditions set forth in the budget approved by the Library Board;
- F. The submission of the proposed budget to the Library Board by its regular April meeting;
- G. The written annual report of the Library, including the financial statements, when they are made available; and
- H. Any other duty delegated by the Library Board.

Section 3. Attendance at Board Meetings. The Library Director or the Library Director's representative shall be expected to attend all meetings of the Library Board unless otherwise directed by the Library Board President.

#### **ARTICLE IX - Amendments**

These Bylaws may be amended at any regular meeting of the Library Board by a majority vote of all Board Members qualified and serving, provided the amendment was presented in writing at the previous regular meeting.