



Volume I - Board of Trustees

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**EATON RAPIDS AREA DISTRICT LIBRARY
BOARD OF TRUSTEES BYLAWS**

**ARTICLE I
NAME AND LOCATION**

1.1 Name. In accordance with terms of the Agreement, this organization shall be called the Eaton Rapids Area District Library (ERADL).

1.2 District Served. The Eaton Rapids Area District Library shall serve all territory located in the jurisdiction limits of the City of Eaton Rapids, Eaton Rapids Township, Hamlin Township, or other such boundaries determined by the voters.

1.3 Mission of Library. To provide access to resources and experiences so that the community will be transformed with knowledge and innovation.

1.4 Library Hours. Monday, Tuesday & Friday: 10:00 am-5:30 pm, Wednesday & Thursday: 10:00 am-7:00 pm, Saturday: 10:00 am-3:00 pm (September-May), and Sunday: Closed

- a. Holidays.** The Library will be closed on the following holidays: New Year’s Day, Good Friday, Memorial Day, Independence Day, Labor Day, Thanksgiving Day, Christmas Eve, Christmas Day, New Year’s Eve, and any days in conjunction with the previous days listed as designated by the Board. The Library Board can designate an alternate weekday closing for a weekend holiday.

1.5 Purpose. The Eaton Rapids Area District Library Board of Trustees (the “Board of Trustees” or “Board”) shall govern operations of the Eaton Rapids Area District Library as specified herein and with such power and authority to perform those acts, tasks, and functions described herein and permitted or required by the Agreement and the Act.

1.6 Dissolution. The Eaton Rapids Area District Library may be dissolved and assets of the Eaton Rapids Area District Library distributed in accordance with the Agreement and applicable provisions of the Act.

**ARTICLE II
ESTABLISHMENT AND PURPOSE OF BYLAWS**

2.1 Establishment. The Eaton Rapids Area District Library (“Library”) was established in accordance with 1989 PA 24, the District Library Establishment Act, (“DLEA”).

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

ARTICLE III MEMBERSHIP

3.1 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.

3.2 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.

3.3 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 IV POWERS OF THE BOARD

4.1 Powers and Authority. The Library Board may exercise any and all of the powers granted to it by the DLEA, and 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 office of the Board and/or the Library Director as it deems necessary.

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

4.3 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.

4.5 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 V OFFICERS

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

5.2 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.

5.3 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 VI DUTIES OF THE OFFICERS

6.1 President. The President shall preside at all meetings, appoint committees, authorize calls for any special meeting, 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.

6.2 Vice-President. In the absence of the President, the Vice-President shall perform the duties of the President. In 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.

6.3 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 the majority of the Library Board, and if permitted by law, the secretary may delegate any of their 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).

6.4 Treasurer. The Treasurer serves as a key officer of the Eaton Rapids Area District Library Board, ensuring the fiscal health of the library through oversight and collaboration with the hired bookkeeper and library administration. The Treasurer is responsible for reviewing financial reports prepared by the bookkeeper, ensuring their accuracy and alignment with the library's budget and policies. This role includes assisting in the monitoring of the approved budget's implementation and reporting any significant variances or concerns to the board. The Treasurer ensures compliance with all financial policies, including those related to procurement, investment, and fund management, and assists in reviewing and updating these policies as necessary. Additionally, the Treasurer ensures that all financial activities align with the library's mission and legal obligations while advocating for prudent financial decision-making to support the library's long-term sustainability. The Treasurer also performs other financial or administrative duties as assigned by the board, within the scope of the position's responsibilities. With the approval of the majority of the Library Board, and if permitted by law, the treasurer may delegate any of their responsibilities to the Library Director.

ARTICLE VII MEETINGS

7.1 Regular Meetings. The regular meeting of the Library Board shall be held 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 schedules 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.

7.2 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.

7.3 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 the announcement of such special meetings shall be notified by the Secretary.

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

7.5 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, Director's Report)
- Financial Report
- Directors Report
- Committee reports
- Old business
- New business
- Board Comment
- Public Comment
- Adjournment

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

7.7 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.

7.8 Public Comment. During any public comment period at an open meeting, each speaker shall limit their comments to three (3) minutes in duration.

ARTICLE VIII COMMITTEES

8.1 Designation of Committees. The following standing committees shall serve the Board of Trustees: Finance, Facilities, Personnel, and Executive. In addition, the Board for Trustees may establish ad hoc committees as necessary.

8.2 Committee Members and Committee Chairpersons. Subject to the approval of the Board, the President of the Board shall appoint the committee chairpersons and two (2) trustees to each committee with the exception of the Executive Committee. The Director, Library Staff, and members of the community, may serve as advisors for committees. In the best interest of the committee, any committee chairperson or member may be removed by a majority vote of the Board. A quorum for a committee meeting shall consist of at least two (2) Board members appointed to the committee.

8.3 Notice of Committee Meetings. Public notice of committee meetings will be given as required by law.

8.4 Committee Functions. All committees, whether standing or ad hoc, shall serve in an advisory capacity to the Board. Each committee chairperson shall deliver a verbal or written report, making recommendations for action to the board.

8.4.1 Finance Committee.

The Finance Committee shall:

- a. Be responsible for making recommendations to the Board on the adoption of the annual budget;
- b. Review long-term plans for capital expenditures and make recommendations to the Director and the Board;
- c. Review and advise the Board of financial policies and financial matters, such as monthly financial statements, insurance policies, internal controls, borrowings, millage and election issues, annual audit, investments, and other similar matters;
- d. Develop the basis for the operating millage proposal to be submitted to the electors of the Eaton Rapids Area District Library; and
- e. Provide the necessary data to enable the Board to select financing for new buildings and properties, the amount and form of such financing, and procedures for approval of proposed financing by electors, if required.

The Board Treasurer will be the Chair of the Finance Committee and they are responsible for going through each bill before the meeting to double check that the amount on the bills list is verified by a paper bill.

8.4.2 Personnel Committee.

The Personnel Committee shall:

- a. Monitor and review personnel actions;
- b. Review and advise the Board on human resources policies, benefits for staff, contracts, administrative handbook;
- c. Reviews library pay scales, major changes in job descriptions or new job descriptions;
- d. Oversee the evaluation of the Director, prepares and brings recommendations to the board about the Library Director's contract; and
- e. Serve to assist with additional personnel matters that may come up periodically.

8.4.3 Facilities Committee.

The Facilities Committee shall:

- a. Be responsible for monitoring the care and long-range upkeep of the District's facilities and the impact they have on the community;
- b. Review and advise the board on facility policies;
- c. Oversee negotiations of contract and agreements with local communities regarding the use of physical properties;
- d. Provide oversight of infrastructure alterations, additions and acquisitions; and
- e. Ensure the safety and welfare of patrons and staff.

8.4.4 Executive Committee. The Executive Committee shall consist of the officers of the Board. If a special meeting of the Board is not feasible, the committee may exercise any power and perform any function of the Board on an emergency basis. All Executive Committee actions are subject to the review of the Board.

8.4.5 Ad Hoc Committees. All ad hoc committees are created for a specific purpose as defined by the Board and shall disband when they have completed the work for which they were appointed upon Board action.

ARTICLE IX LIBRARY DIRECTOR

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

9.2 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 of 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 duties delegated by the Library Board.

9.3 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 X
MISCELLANEOUS**

10.1 Amendments. These Bylaws may be amended by the Board of Trustees upon an affirmative vote of two-thirds ($\frac{2}{3}$) vote of the Trustees voting at a meeting for which notice was duly provided, provided that no amendment shall be adopted which is inconsistent with the Agreement. Amendments shall become effective immediately upon approval by the Board of Trustees unless the Board specifies an alternative effective date.

10.2 Immunity. Board members and committee members shall possess all the immunity granted by law.

Approved by the Eaton Rapids Area District Library Board of Trustees

Matt Swan-Badgero, Secretary

Bylaws revised and adopted _____.