

# Bylaws of Pauline Haass Public Library

## Article I Identification

This organization is the Board of Trustees of the Pauline Haass Public Library, located in Sussex, Wisconsin, established by the Wisconsin municipality of Sussex, according to the provisions of Chapter 43 of the Wisconsin Statutes, and exercising the powers and assuming the duties granted to it under said statute.

## Article II Membership

**Section 1. Appointments and Terms of Office.** Appointments and terms of office are as provided by the relevant subsections of Wisconsin Statutes Sections 43.54, and 43.60.

**Section 2. Meeting Attendance.** Members shall be expected to attend all meetings except as they are prevented by a valid reason. Failure to attend two meetings in any rolling 6-meeting timeframe, without valid reason, will result in the Board President discussing the issue with the trustee. If the absences continue, the Board President may recommend to the appointing body the removal of the trustee from the Board.

## Article III Officers

**Section 1.** The officers shall be a president and vice president elected from among the appointed trustees at the annual meeting of the Board. No member shall hold more than one office at a time. Vacancies in office shall be filled by vote at the next regular meeting of the Board after the vacancy occurs.

**Section 2.** A nominating committee shall be appointed by the president 2 months prior to the annual meeting and shall present a slate of officers for election at the annual meeting. Additional nominations may be made from the floor at that time.

**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 meetings of the Board, authorize calls for special meetings, appoint all committees, execute all documents authorized by the Board, and generally perform all duties associated with the office of president.

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

## **Article IV Meetings**

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

**Section 2. Annual Meeting.** The annual meeting, which shall be for the purpose of the election of officers, shall be held at the time of the regular meeting in May of each year.

**Section 3. Agendas and Notices.** Meeting agendas and notices shall indicate the time, date, and place of the meeting and indicate all subject matters intended for consideration at the meeting.

**Section 4. Minutes.** The library director or a member of the staff may be designated by the Board to keep true and accurate minutes of all meetings of the Board, and shall issue notice of all regular and special meetings, and perform other duties as deemed necessary by the Board. Minutes of all meetings shall, at a minimum, indicate board members present, all items of business, all motions (except those that were withdrawn) with the name of the trustee making the motion, and the result of all votes taken. Current approved board minutes shall be posted in the library and on the library website.

**Section 5. Special Meetings.** Special meetings may be called at the direction of the president and shall be called at the written request of 6 members, for the transaction of business as stated in the call for the meeting. Except in cases of emergency, at least 48 hours notice shall be given. In no case may less than two hours notice be given.

**Section 6. Quorum.** A quorum for the transaction of business at any meeting shall consist of a majority of the members of the Board, who must be present in person or by pre-arranged video conference call. There can be no meeting without a quorum.

**Section 7. Open Meetings Law Compliance.** All Board meetings and all committee meetings shall be held in compliance with Wisconsin's open meetings law (Wisconsin Statutes Sections 19.81 to 19.98).

**Section 8. Parliamentary Authority.** The rules contained in *Robert's Rules of Order*, latest revised edition, shall govern the parliamentary procedure of the meetings, in all cases in which they are not inconsistent with these bylaws and any statutes applicable to this Board.

## **Article V Committees**

**Section 1. Standing Committees.** The following committees: Building and Grounds, Materials Selection, Finance, Personnel, and Policy, shall be appointed by the president promptly after the annual meeting and shall make recommendations to the Board as pertinent to Board meeting agenda items.

**Section 2. Nominating Committee.** (See Article III, Section 2.)

**Section 3. Ad Hoc Committees.** Ad hoc committees for the study of special problems shall be appointed by the president, with the approval of the Board, to serve until the final report of the work for which they were appointed has been filed. These committees may also include staff and public representatives, as well as outside experts.

**Section 4.** No committee shall have other than advisory powers unless, by action of the Board, it is granted specific power to act.

## **ARTICLE VI Duties of the Board of Trustees**

**Section 1.** Legal responsibility for the operation of the Pauline Haass Public Library is vested in the Board of Trustees. Subject to state and federal law, the Board has the power and duty to determine rules and regulations governing library operations and services.

**Section 2.** The Board shall select, appoint, and supervise a properly certified and competent library director. The Board shall determine the duties and compensation of the director and review the duties and compensation of all other library employees as needed.

**Section 3.** The Board shall approve the budget and make sure that adequate funds are provided to finance the approved budget.

**Section 4.** The Board shall have exclusive control of the expenditure of all moneys collected, donated, or appropriated for the library fund and shall audit and approve all library expenditures.

**Section 5.** The Board shall supervise and maintain buildings and grounds, as well as regularly review various physical and building needs to see that they meet the requirements of the total library program.

**Section 6.** The Board shall study and support legislation that will bring about the greatest good to the greatest number of library users.

**Section 7.** The Board shall cooperate with other public officials and boards and maintain vital public relations.

**Section 8.** The Board shall approve and submit the required annual report to the Division for Libraries, Technology, and Community Learning, and the Sussex Village Board.

## **Article VII Library Director**

The library director shall be appointed by the Board of Trustees and shall be responsible to the Board. The library director shall be considered the executive officer of the library under the direction and review of the Board, and subject to the policies established by the Board. The director shall act as technical advisor to the Board. The director shall be invited to attend all Board meetings (but may be excused from closed sessions) and shall have no vote.

## **Article VIII Conflict of Interest**

**Section 1.** Board members may not in their private capacity negotiate, bid for, or enter into a contract with the Pauline Haass Public Library in which they have a direct or indirect financial interest.

**Section 2.** A board member must remove him/herself from the room for board discussion, deliberation, and vote on any matter in which the board member, an immediate family member, or an organization with which the board member is associated has a substantial financial interest. The minutes will note the absence of this member for that section of meeting. A board member with a conflict of interest on a matter will not contact other board members outside of board meetings regarding the subject in which they have a conflict.

**Section 3.** A board member may not receive anything of value that could reasonably be expected to influence their vote or other official action.

## **Article IX**

### **General**

**Section 1.** An affirmative vote of the majority of all members of the Board present at the time shall be necessary to approve any action before the Board. The president may vote upon and may move or second a proposal before the Board.

**Section 2.** Any rule or resolution of the Board, whether contained in these bylaws or otherwise, may be suspended temporarily in connection with business at hand, but such suspension, to be valid, may be taken only at a meeting at which two-thirds of the members of the Board are present and two-thirds of those present so approve.

**Section 3.** These bylaws may be amended at any regular meeting of the Board by majority vote of all members of the Board, provided written notice of the proposed amendment shall have been mailed or e-mailed to all members at least ten days prior to the meeting at which such action is proposed to be taken.

Adopted by the Board of Trustees of the Pauline Haass Public Library on the 15th day of May, 2024.