



SUMMIT COUNTY LIBRARY

BOARD OF TRUSTEES

BY-LAWS

NOVEMBER 21, 2019
SUMMIT COUNTY GOVERNMENT

SUMMIT COUNTY LIBRARY BOARD BY-LAWS

REVISIONS

DATE	SECTION	DETAIL	CHANGE
2019-10			By-Laws approved BOCC
2019-11-21			By-Laws Approved Board of Trustees

SUMMIT COUNTY LIBRARY BOARD BY-LAWS

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Article I – Name

This organization shall be called “the Board of Trustees of the Summit County Library,” existing by virtue of the provision of Chapter 24-90-108 *et seq.* Colorado Revised Statutes, and exercising the powers and authority and assuming the responsibilities delegated to it under the said statute.

The Board of Trustees shall operate at all times in accordance with all provisions as set forth in the State Library Act.

Article II – Membership

- i. **Composition.** The Board of Trustees will consist of seven members who represent a composite of the geographical areas, interest groups, and demographics of Summit County.
- ii. **Term.** Trustees will be appointed to serve on the Board of Trustees for a period of three years. New Trustees are recommended by the Board and appointed by the Summit County Board of County Commissioners. A Trustee may not serve more than three full consecutive terms.
- iii. **Vacancies.** Vacancies shall be filled for unexpired terms as soon as possible in the manner in which members of the Board of Trustees are regularly chosen. An advertisement for candidates shall be placed on the Library’s website prior to the expiration of Trustee terms. Letters of application shall be reviewed and prospective candidates interviewed. Once selection of the candidate(s) has been accomplished, the name(s) shall be forwarded to the Summit County Board of County Commissioners with recommendation for appointment.
- iv. **Removal.** The Board of Trustees may recommend removal of a Trustee by the Summit County Board of County Commissioners for good cause. Upon review after recommendation by the Board of Trustees, or upon its own initiative, the Board of County Commissioners may remove a Trustee for good cause. Good cause includes, but is not limited to: a dereliction of Board duties; an absence of more than two consecutive regular monthly meetings in a twelve-month period, unless the absence is approved by the Board of Trustees; lack of adherence to these Bylaws; or a conflict of interest that prevents the Trustee from participating in a substantial number of decisions or business before the Board of Trustees.

- v. **Salary and other Compensation.** A Trustee shall not receive a salary or other compensation for services as a trustee, but necessary traveling and subsistence expenses actually incurred may be paid from the public library fund.

Article III – Powers and Duties of the Board of Trustees

The Board of Trustees (the "Board") shall have those powers, duties and responsibilities identified in C.R.S. § 24-90-109.

Article IV – Duties of the Library Director

Section 1. Position. The Director, under the supervision and direction of the Board, and/or their designee, will implement policies adopted by the Board of Trustees, recommend individuals for employment by the Board of Trustees, and perform all other acts necessary for the orderly and efficient management and control of the library.

Section 2. Miscellaneous and Emergency Expenditures. The Library Director may make miscellaneous unbudgeted expenditures in accordance with the rules of the County Finance Department commensurate with the position of a Section and Department Head unless these rules are contrary to other sections of these Bylaws, resolutions or rules of the Board.

Section 3. Finance. The Library Director shall approve all invoices for payment, if delegated with this authority by the Board President; and shall comply with the rules of the Summit County Purchasing Policy, unless said rules are contrary to other sections of these Bylaws, resolutions or rules of the Board.

Section 4. Personnel. The Library Director shall follow and all Library employees shall be governed by the procedures in the Summit County Human Resources Guidelines and Procedures unless these procedures are contrary to other sections of these Bylaws, or resolutions or rules of the Board.

Section 5. Budget Preparation. The Library Director shall prepare and furnish at the regular July Board meeting a draft of a complete budget together with an annual report of goals and accomplishments. A reading of the proposed budget shall be made at the August meeting, with a second reading and approval at the September meeting.

Article V – Officers

- i. **Officers.** The Officers shall be a President, a Vice-President, and a Secretary, who shall be elected from among the Trustees at the first annual meeting of the Board of Trustees. In addition, a Friends of the Library Representative and at least one Summit County Library Foundation Representative shall be appointed from among the Trustees at the first annual meeting of the Board of Trustees.

- ii. *Officer's Terms.* Officers shall serve a term of one-year from the first annual meeting at which they are elected. Elections shall be held each year. Terms are not limited; Officers will serve until (1) their resignation from the Officer position, (2) their resignation or removal from the Board or (3) until their successors are duly elected.
- iii. *President/Vice President.* The President shall preside at all meetings of the Board of Trustees, authorize calls for any special meetings, appoint all committees, execute all documents authorized by the Board of Trustees, serve as an ex-officio voting member of all committees, and generally perform all duties associated with that office. The President may vote upon and may move or second a proposal before the Board of Trustees. In the absence of the President, the Vice-President shall exercise the President's function as well as chair standing committees.
- iv. *Secretary.* The Secretary shall keep an accurate account of all proceedings of the Board of Trustees meetings and keep an official record of its actions in permanent form to be filed at the Main Library. The Secretary shall issue notices of all special meetings at least two weeks before the meeting, shall have general charge of the Board of Trustee correspondence, and shall perform such other duties as are generally associated with that office.
- v. *The Treasurer.* The duties and responsibilities of a Treasurer have been delegated to the Summit County Treasurer. The Summit County Treasurer shall be the custodian of all monies for the library, whether derived from taxation, gift, sale of library property, or otherwise. All money generated for library purposes shall be credited to a special fund in the office of the Summit County Treasurer to be known as the Public Library Fund. The fund, together with all interest income which accrues thereon on and after July 1, 1991, shall be used for library purposes only.
- vi. *The Friends of the Library Representative.* The Friends of the Library Representative shall provide the necessary liaison between the Friends of the Library and the Board of Trustees. The Friends of the Library Representative will keep the Board of Trustees informed on activities of the Friends of the Library and opportunities for Trustee involvement.
- vii. *Summit County Library Foundation Representative(s).* The Summit County Library Foundation Representative(s) shall provide the necessary liaison between the Summit County Library Foundation and the Board of Trustees. The Summit County Library Foundation Representative(s) will keep the Board of Trustees informed on activities of the Summit County Library Foundation and opportunities for Trustee involvement.

Article VI – Meetings

- i. **Annual Meeting.** The first annual meeting, which shall be for the purpose of election of officers and the adoption of an annual report, shall be held at the time of the regular meeting in January of each year.
- ii. **Regular Meetings.** The regular meetings of the Board of Trustees shall be held each month, the date and hour to be set by the Board of Trustees at its annual meetings. **A Quorum** A quorum for the transaction of business shall consist of four members of the seven-member Board of Trustees.
- iii. **The Order of Business.** 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 as far as circumstances will permit:
 - a. Call to order
 - b. Recording of members present and absent
 - c. Public comments
 - d. Approval of minutes of previous meeting
 - e. Financial reports
 - f. Librarian's report
 - g. Friend's report
 - h. Foundation report
 - i. Action items
 - j. Committee reports
 - k. Discussion items
 - l. Other business
 - m. Executive session (as required)
 - n. Adjournment
- IV. **Special Meetings.** Special Meetings may be called by the President or by consent of the majority of Trustees.
- v. **Emergency Meetings.** An emergency meeting may be called when the Board of Trustees determines a meeting is necessitated by the unforeseen combination of circumstances or resulting state that presents a situation in which public notice, and likewise a public forum, would be impractical or impossible. The President or Vice President may call an emergency meeting.

Each Trustee shall be notified of the emergency meeting via telephone call to their home and cellular phone, via text message to their cellular phone and/or via electronic mail to their designated electronic mail address. Such notice shall be attempted to be communicated to each member of the Board of Trustees at least four hours prior to the time scheduled for the emergency meeting. The Secretary shall provide notice of all emergency meetings. If the Secretary is not available, the President shall provide the notice.

- vi. **Notice of meetings.** Notice of regular and special meetings will be posted in a conspicuous location within the Main Library. Regular meetings will be posted no less than five (5) days prior to the holding of the meeting. A Special meeting may be called upon 24-hour notice to the Trustees and to the public. Notice to the public shall be deemed given by posting written notice of the date, time and place thereof and, when available, the agenda for the meeting, within the Main Library. Notwithstanding the foregoing, to the extent practicable, notice to the Trustees of a special meeting shall be made three (3) days in advance of the proposed special meeting.
- vii. **Public participation in meetings.** The public is welcome to participate in Board of Trustee meetings. Citizens wishing to speak at the meetings shall give their name and address and may speak for no more than five minutes. Requests for presentations should be made to the President or Vice-President and shall not exceed thirty minutes. All items on the agenda are open except those regarding personnel and others requiring an executive session when members of the public will be asked to leave. The Open Meetings Law, CRS 24-6-401 and 24-6-402 are incorporated into these by-laws by reference and are applicable to all meetings of the Board of Trustees.

Article VII – Committees

Special committees for the study and investigation of special problems and projects may be appointed by the President and chaired by the Vice-President, such committees to serve until the completion of the work for which they are appointed. Standing committees may be appointed by the President and may contain non-Trustees.

Article VIII – Amendments

The by-laws of the Board of Trustees may be amended or repealed in the following manner: proposed changes shall be submitted to the Board of Trustees and action may be taken by the Board of Trustees at a subsequent regular monthly meeting. Approval of any amendment to, or repeal of, the by-laws shall require a unanimous vote of the members of the Board of Trustees. For the purposes of these By-Laws, a unanimous vote shall not be negated by an abstention. The By-laws shall be reviewed once every three years.

Article IX – Ethics & Conflicts

Trustees of the Summit County Library owe allegiance to the Library and, serving as fiduciaries, must therefore act in good faith and with the best interests of the Library in mind at all times. The fiduciary duties of a trustee must always further the Library's goals, not the Trustee's. Accordingly, Trustees should not have any personal, business, or legal issues that conflict with their responsibilities to the Library. If such instance should occur,

the board member should recuse himself or herself from discussion and voting. The Board reserves the right to recommend to the Board of County Commissioners the removal of a Trustee or that a Leave of Absence be granted to a Trustee upon breach of duties.

Article X - Definitions

All terms and definitions contained in these by-laws are intended to be consistent with C.R.S. § 24-90-103.

These by-laws were amended by unanimous vote at the regularly scheduled meeting of the Board of Trustees on 11/21/2019

Signed by:



Barbara Parry
President, Summit County Library Board of Trustees

Date 11-25-19

Attested to by:



Andrew Woods
Secretary, Summit County Library Board of Trustees

Date 11/21/19