

**BYLAWS  
THE FRANKLIN PUBLIC LIBRARY BOARD OF TRUSTEES**

**Article I**

**IDENTIFICATION**

The name of this organization is the Franklin Public Library Board of Trustees. It is located in Franklin, Wisconsin 53132, existing by virtue of the provisions of Chapter 43 of the Wisconsin Statutes, and exercising the powers and authority and assuming the duties granted to it under said statute.

**Article II**

**MEMBERSHIP**

**Section 1. Number and qualifications.** The governing body of the library is composed of 9 (nine) members as appointed by the Mayor and confirmed by the Common Council, representing the citizens of Franklin. The Mayor shall appoint one (1) school administrator, or his/her representative, to represent the Public School District, and one (1) member of the Common Council. (Wisconsin State Statute 43.54)

**Section 2. Term of Office.** The term of office of a trustee shall be three years. The Board may recommend to the appointing official that a trustee serve no more than two full consecutive terms. If a trustee is appointed to serve an unexpired term of office exceeding 18 months, it shall be considered a full term.

**Section 3. Meeting Attendance.** Members shall be expected to attend all Board meetings except as they are prevented by a valid reason.

**Section 4. Disqualifications and Vacancies.** Persons who do not reside in the City of Franklin may not be members. It shall be the duty of the president to notify the appointing authority of a vacancy, and by direction of the Board, suggest to the appointing authority name(s) of person(s) who may qualify to fill the position. Any member who has three consecutive unexcused absences\* or in excess of 5 excused absents during a calendar year may be subject to disqualification. The president shall notify the appointing authority, request the disqualification of the trustee, and suggest persons qualified to fill the position.

**\*Unexcused absence:** Failure to attend a meeting with no prior notification to the Library or Board President that one will be absent.

## Article III

### OFFICERS

**Section 1.** The officers shall be a president, a vice president, a secretary, and a treasurer, elected from among the appointed trustees at the annual meeting of the Board. An officer may succeed him/herself no more than twice. An officer may be re-elected to the same position after a lapse of one year.

**Section 2.** A nominating committee shall be appointed by the president two months (November) prior to the annual meeting and will present a slate of officers at the annual meeting (January). 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. No individual shall hold more than one office at a time.

**Section 4.** The president shall preside at all meetings of the Board, authorize calls for any special meetings, appoint all committees, execute all documents authorized by the Board, serve as an ex-officio voting member of all committees except the nominating committee, and generally perform all duties associated with that office.

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

**Section 6.** The secretary shall keep a true and accurate record of all meetings of the Board, shall issue notice of all regular and special meetings, and shall perform other duties as are generally associated with that office. The library director may be designated to perform any or all of the above duties.

**Section 7.** The treasurer, as disbursing officer of the Board, shall sign all checks drawn on or withdrawals made from funds held by the library, sign all vouchers for disbursements from the library fund, and perform such duties as generally devolved upon the office. In the absence or inability of the treasurer, the vice-president or the library director shall have temporary authority to sign checks or withdraw funds from accounts held by the library.

The treasurer shall be bonded in an amount as may be required by resolution of the Board, and not less than the value of the property held by him or her. The treasurer shall make monthly reports to the Board showing in detail the amount and investment of, and income and disbursements from the funds in his or her charge. In the absence or inability of the treasurer, the duties shall be performed by such other individuals of the Board as the Board may designate.

## Article IV

### MEETINGS

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

**Section 2. Annual Meeting.** The annual meeting, which shall be for the purpose of the 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.

**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.** Minutes of all meetings shall, at a minimum, indicate board members present, all items of business, all motions (except those that were withdrawn), and the result of all votes taken. Approved board minutes are kept in the official minute book of the library board and posted on the City of Franklin website.

**Section 5. Special Meetings.** Special meetings may be called by the secretary at the direction of the president, or at the written request of two (2) or more members, for the transaction of business as stated in the call for the meeting. Except in the cases of emergency, at least 48 hour notice shall be given.

**Section 6. Quorum.** A quorum for the transaction of business at any meeting shall consist of 5 members of the Board present in person.

**Section 7. Open Meetings Law Compliance.** All Franklin Public Library Board of Trustees meetings will be held in compliance with Wisconsin's open meetings law (Wis. Stats. 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. Executive Committee.** This committee shall consist of the officers, have the authority to meet and transact emergency business, and report action to the Board for ratification.

**Section 2. Standing Committees.** The following committees shall be appointed by the President- Finance, Building and Grounds, and Personnel.

**Section 3. Nominating Committee.** (See Article III, Section 2.)

**Section 4. Ad Hoc Committees.** Ad Hoc committees will 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 presented to the Library Board. These committees may also include staff and public representatives, as well as outside experts.

**Section 5.** All committees shall make a progress report to the Library Board at each of its meetings.

**Section 6.** No committee will have other than advisory powers unless, by suitable 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 Franklin 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, and determine the duties and compensation of all library employees.

**Section 3.** The Board shall approve the annual 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 total 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 Wisconsin Department of Public Instruction Division of Libraries, Technology and Community Learning and to the City of Franklin.

## **Article VII**

### **LIBRARY DIRECTOR**

The library director shall be appointed by the Board and considered the executive officer of the library and shall have sole charge of the administration of the library under the direction and review of the Board and subject to the policies established by the Board. The director shall be responsible for the care of the buildings and equipment, for the employment and direction of the staff, for the quality of the library's service to the public, and for the operation of the library under the financial conditions set forth in the annual budget. The director shall act as technical advisor to the Board. The director shall attend all Board meetings but 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 Franklin Public Library in which they have direct or indirect financial interest.

**Section 2.** Board members shall withdraw from 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 substantial financial interest.

**Section 3.** Board members may not receive anything of value that could reasonably be expected to influence his or her 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 (6) of the members of the Board shall be present and two thirds of those present shall 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 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 Franklin Public Library on the  
**24** day of June **2013**

## APPENDIX A

### PROCEDURES FOR COMMITTEES OF THE BOARD OF TRUSTEES

Committees will:

- 1) Review existing library services.
- 2) Review recommendations of the Library Director and recommend appropriate action.

Receive from the Library Director background documentation needed by the committee to discharge their responsibility.

Written minutes of each committee meeting shall include: attendance, agenda and actions.

#### **Finance Committee**

The Finance Committee is responsible for the overall fiscal matters of the library. The treasurer shall serve as Chair. Recommendations shall be made to the full Board.

Duties are:

- 1) Budget
  - A. Review proposed annual budget as prepared by the Library Director and present it to the full Board.
  - B. May meet as needed, review the adopted budget to monitor the library's financial status in regard to short and long term needs
- 2) Purchasing
  - A. Determine that library policy relating to procurement or disposal of equipment or supplies is followed.
  - B. Review all requests for purchases in excess of \$1000.00 capital outlay and recommend appropriate action to the full Board.
- 3) Assume the legal responsibility for the preparation of documents, necessary to carry on the financial affairs of the Library Board.

#### **Building and Grounds Committee**

The Building and Grounds Committee is responsible for planning and monitoring the library's physical plant. It is responsible for making recommendations to the Board which will provide for an adequate and safe environment for the public.

Duties are:

- 1) On a quarterly basis it will be the responsibility of the committee to monitor the physical plant.
- 2) Review and recommend, to the Board, actions for acquisition, sale or

construction and renovations of library facilities and/or sites.

### **Personnel Committee**

The Personnel Committee is responsible for the planning and review of the personnel policies and practices.

Duties are:

- 1) Review and recommend, annually, appropriate changes in personnel policy.
- 2) Review personnel policies semiannually (or as needed).
- 3) Review and recommend, for Board action, staffing requirements as identified by the Library Director.
- 4) Review and modify, as necessary, the job description for the Library Director and provide for annual evaluation.
- 5) Review, revise, and approve job descriptions of employees as submitted by the Library Director.
- 6) With the Finance Committee, review and recommend Board action on salaries, hours, and conditions of employment, as submitted by the Library Director.