



# Bylaws of the RDL Board of Trustees

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## Article I – Constitution

### **Section 1 – Creation**

Pursuant to an agreement between the City of Rhineland and the Towns of Crescent, Newbold, Pelican, and Pine Lake to jointly support a library, a Joint Library District is hereby created pursuant to Wis. Stats. 43.53.

### **Section 2 – Name**

The name of the library shall be Rhineland Area Joint Library District. It is recognized that the library may operate under the popular name of Rhineland District Library and use the acronym of RDL. These three appellations refer to the same entity which was created by agreement of the five municipalities.

### **Section 3 – Endurance**

The library shall endure until such time as the agreement among the municipalities is dissolved or terminated.

## Article II – Membership

### **Section 1 – Board Composition**

The Rhineland District Library (RDL) Board of Trustees (Board) shall consist of nine (9) appointed members who shall be residents of the Rhineland Area Joint Library District: eight (8) Trustees and a Rhineland School District representative.

- The Mayor of Rhinelander shall appoint three (3) Trustees. Not more than one (1) member of the City Council shall at any time be a Library Trustee.
- The chairpersons of the town boards of Crescent, Pelican and Pine Lake shall each appoint one (1) Trustee.
- The chairperson of the town board of Newbold shall appoint two (2) Trustees.
- The Superintendent of the Rhinelander School District or designee shall serve as the school district representative to the Library Board.

There is no requirement that any municipal governing body appoint an official from that body to the Library Board. At any one time, not more than one member of a municipal governing body can be a member of the Library Board.

Any town contributing more than 16% of the municipal budget share shall be entitled to a second Trustee.

### ***Section 2 – Terms of Office***

Each Trustee representing a municipality shall serve a term of three (3) years. A full term begins on May 1, and expires on April 30 three years later. A Trustee is expected to serve the full term, even if members of the appointing authority change. A Trustee may serve an unlimited number of terms if the appointing authority renews the appointment every three years.

### ***Section 3 – Vacancies***

Board members shall strive to attend all meetings of the Board. Failure of a Trustee to attend two consecutive regular Board meetings without notifying the President or the Library Director shall constitute a de facto resignation.

Any vacancy on the Board will be filled by the appropriate appointing authority. If the appointing authority does not fill the vacancy within 90 days, the Board will appoint a new Trustee to report to that authority.

Any Board member appointed to fill a vacancy created mid-term will assume the term of the vacating Board member. A vacant officer position shall be filled by a majority vote at the next regular meeting of the Board following the vacancy.

- **Resignation** — Any Trustee wishing to resign shall notify the appointing authority, the Board President, and the Library Director in writing.
- **End of term** — Any Trustee wishing to retire at the end of their term shall notify the appointing authority, Board President, and Library Director in writing by March 1 of the year in which their term expires.
- **Removal** — A Trustee who fails to perform required duties may be removed from the Board by a two-thirds vote of the remaining members. The Library Director will inform the appointing authority of the vacancy.

## ***Section 4 – Compensation***

Trustees shall receive no compensation from RDL for their services. They may be reimbursed for actual and necessary expenses incurred while performing their duties outside the municipality if so authorized by the Library Board.

## **Article III – Officers**

### ***Section 1 – Officers***

Elected officers of the Board shall be as follows:

- President
- Vice President
- Treasurer

### ***Section 2 – Length of Service***

Officers shall serve one-year terms and may, if duly elected, serve up to three successive terms.

### ***Section 3 – Election of Officers***

At the annual organizational meeting, the Nominating Committee, if active, will present their slate of candidates. The meeting chair shall also call for nominees from the floor. A nominee may decline, without prejudice, any nomination. Members shall vote by ballot, and the majority vote shall determine officers.

### ***Section 4 – Vacancies***

The Board shall promptly fill any officer vacancy. The person filling the vacancy shall serve until the next election.

### ***Section 5 – President***

The President shall preside at all meetings, certify all bills for payment, appoint all committees, call special meetings, and decide all points of order.

### ***Section 6 – Vice President***

The Vice President shall preside in the absence of the President and perform the duties of the President during such absence. If neither are available, the Past President may perform these duties.

If the absence of the President is permanent, then a vacancy thereby arises in the office of Vice President.

### ***Section 7 – Treasurer***

The Treasurer shall be familiar with the financial accounts overseen by the Board and be a signatory on the accounts.

## ***Section 8 – Library Director***

The Library Director, while not a voting member of the Board, shall have sole responsibility for administration of the library under the direction and review of the Board. The Library Director shall participate in all meetings of the Board except during discussion or decisions regarding the appointment or salary of the Library Director. The Library Director shall be responsible for the care of the buildings and equipment, direction of the staff, efficiency of the library's service to the public, and for operation of the library under the financial conditions set forth in the annual budget.

## **Article IV – Powers and Duties**

The Board shall have such powers as are provided for it and such duties as are imposed upon it by Wis. Stats. 43.58 and the Rhinelander Area Joint Library District contract.

### ***Section 1 – Library Director***

The Board shall appoint and supervise a properly certified and competent Library Director who shall determine the duties and compensation of all library employees.

### ***Section 2 – Budget***

The Board shall advise in the preparation of the budget, approve the budget, and ensure funds are adequate to finance the approved budget. The Board shall have exclusive control of the expenditure of all money for the library fund and shall audit and approve all library expenditures. The Board shall review the budget on a regular basis.

### ***Section 3 – Policies***

The Board shall approve library policies and hours of operation.

### ***Section 4 – Physical Grounds***

The Board shall regularly review various physical and building needs to see that they meet the requirements of the total library program.

### ***Section 5 – Legislation***

The Board shall study and support legislation that is in the interest of libraries and library users.

### ***Section 6 – Public Relations***

The Board shall cooperate with other public officials and boards to maintain vital public relations.

### ***Section 7 – Annual Report***

The Board shall approve the library annual report, and the Director shall submit it to the WI Department of Public Instruction. Following DPI's approval, the Director shall distribute it to council members for the City of Rhinelander, and the Towns of Crescent, Newbold, Pelican and Pine Lake.

## **Article V – Meetings**

### **Section 1 – Regular Meetings**

The Board shall meet on the second Tuesday of each month during a regularly set time at the library. This regular meeting time may be altered by the President or by a majority vote of the Board.

Remote attendance of Board meetings may be permitted with the President’s approval, in accordance with current written Board policy.

### **Section 2 – Annual Organizational Meeting**

An organizational meeting shall be held annually, after April 30 and before June 30. At this meeting the Board shall elect officers (Article III; section 3) and appoint members of the standing committees (Article VII; section 3).

### **Section 3 – Special Meetings**

Special meetings may be called by the President or upon the request of three (3) Trustees for the transaction of business stated in the call of the meeting. An emergency meeting may be called with shorter public notice in accordance with Open Meetings Law.

### **Section 4 – Quorum**

A majority of members of the Board shall constitute a quorum. If a quorum is not secured within 15 minutes of the officially scheduled meeting time, the Board shall adjourn without taking any action, except to set a date and time for the next meeting.

### **Section 5 – Agenda**

The Library Director or designee shall distribute a meeting agenda and other meeting information to each member at least five calendar days prior to each regular monthly meeting or at least three days prior, except in cases of emergency, for any special meeting. In no case may less than two hours’ notice be given. Information that shall be distributed includes:

- An agenda for the upcoming meeting.
- Date and time meeting will be held.
- Copy of the minutes of the previous meeting.
- Other materials that may assist the members in the performance of their duties.

### **Section 6 – Meeting Minutes**

Minutes of meetings will be taken by a recording secretary, whose position shall be filled by the Library Director or their designee.

### **Section 7 – Open Meetings Law Compliance**

All Board meetings and all committee meetings shall be held in compliance with Wisconsin’s open meetings law.

## Article VI – Ethics and Conflict of Interest

### ***Section 1 – Financial Interest***

A Trustee shall not in their private capacity negotiate, bid for, or enter into a contract with the Rhinelander District Library in which they have a direct or indirect financial interest.

### ***Section 2 – Recusal or Withdrawal***

A Trustee shall withdraw from any Board discussion, deliberation, and vote on any matter in which the Trustee, an immediate family member, or an organization with which the member is associated, has a substantial financial interest.

### ***Section 3 – Affiliate Office***

A member shall not hold an office for a library affiliate fundraising group (Friends of the Library or the Rhinelander District Library Foundation).

### ***Section 4 – Compensation***

A member shall not receive anything of value that could reasonably be expected to influence their vote or other official actions.

## Article VII – Committees

### ***Section 1 – General Purpose and Operations***

The purpose of committees is to advise the Board on matters that fall within the scope of their purpose, while freeing the Board from the minutiae of discussion and research on specific issues. The actions of any committee are advisory only; it cannot act on behalf of the full Library Board.

Each ad hoc or standing committee shall conduct business according to established Board policies.

All committee meetings are open meetings unless discussion requires a closed session as provided by Wisconsin’s open meetings law. Trustees may attend any committee meetings, including closed sessions. No committee shall have other than advisory powers. Recommendations of the committee shall be given full weight when considered by the Board as a whole.

### ***Section 2 - Composition***

The composition of each committee shall be as follows:

- President of the Board of Trustees, or designee
- Other Board Trustees, staff or public as approved by the Board.
- The Library Director or designee shall serve as advisor and secretary for all committees, except any that involves the Library Director’s performance evaluation. This position is non-voting.

### ***Section 3 – Standing Committees and Composition***

The following standing committees shall be appointed at the annual organizational meeting of the Board:

- Property Committee
- Policy Committee

### ***Section 4 – Property Committee***

The Facilities Custodian shall serve on the Property Committee.

The charge of this committee shall be to make recommendations to the Board regarding both immediate and ongoing maintenance and repairs of library properties.

The committee shall meet at least once per year to establish the rules by which it will operate and to review policies regarding the physical facilities of the library.

### ***Section 5 – Policy Committee***

The charge of this committee shall be to assist the Library Director in maintaining RDL’s written policies to reflect RDL’s current operations and services. Policies will be revised when necessary to accurately reflect changes in current requirements and practices. The Policy Committee will ensure that the Board reviews each policy at least once every three years.

### ***Section 6 – Ad Hoc Committees***

The President shall, as deemed necessary, create ad hoc committees to serve until the duties with which they have been charged are completed. Ad hoc committees include but are not limited to:

- Library Director Evaluation Committee
- Board of Trustees Evaluation Committee
- Nomination Committee
- Strategic Planning Committee

### ***Section 7 – Library Director Evaluation Committee***

The charge of this committee shall be to coordinate the annual performance evaluation of the Library Director. Its composition is delineated in the Board’s Policy titled *Performance Evaluations*.

### ***Section 8 – Board of Trustees Evaluation Committee***

The charge of this committee shall be to coordinate the annual performance evaluation of the Library Board. Its composition is delineated in the Board’s Policy titled *Performance Evaluations*.

### ***Section 9 – Nomination Committee***

The charge of this committee shall be to assemble a slate of willing and qualified candidates for the Board’s officer positions.

## ***Section 10 – Strategic Planning Committee***

The charge of this committee shall be to establish a strategic plan that sets a vision for the library, helps the staff and Board understand their community, sets priorities, and defines methods for achieving those priorities.

## **Article VIII – Amendments**

The Library Board may amend these bylaws at any regular or special meeting, provided that previous notice of the proposed amendment is stated in the agenda or call for the meeting. Adoption of any amendments requires at least a two-thirds vote of the Board.

## **Article IX – Parliamentary Procedure**

The rules contained in “Robert’s Rules of Order,” the last revised edition, shall govern the parliamentary procedure of meetings.

## **References**

Wisconsin Statutes Chapter 43 – Libraries

Wisconsin Administrative Code Chapter PI 6, Public Libraries

Wisconsin Open Meetings Law

WI DPI Trustee Essentials (2020)

Agreement for Joint Support and Operation of the Rhinelander District Library (September 26, 2005)

Robert’s Rules of Order (latest edition)