

**Sturm Memorial Library
Board of Trustees
Manawa, Wisconsin
By-Laws**

Article I: Name

The name of this organization is "Sturm Memorial Library Board of Trustees" located in Manawa, Wisconsin existing by virtue of the provisions of Chapter 43 of the Laws of the State of Wisconsin, and exercising the powers and authority and assuming the responsibilities delegated to it under said statutes.

Article II: Board of Trustees

Section 1. Number of qualifications. The governing body of the Sturm Memorial Library Board is composed of seven members appointed by the Mayor with the approval of the Manawa City Council. One member must be the school district superintendent or their designee representing the public school district. The remaining six members shall be from the city of Manawa and/or surrounding townships, but no more than two members may be from outside the municipality. One of the six members may be a member of the city council. The Board may, at its discretion, add a non-voting youth advisory member at any time.

Section 2. Term of Office. The term of office for trustees shall be three years. When a new trustee is appointed to serve an unexpired term of office exceeding 18 months it shall be considered a full term. The school district superintendent or the designee holds a permanent position, but is still formally appointed for three year terms.

Section 3. Disqualifications, Vacancies. Any member who moves out of the political subdivision he/she represents shall be responsible for notifying the secretary of the Board of Trustees. Upon receipt of such notification, the position shall be declared vacant. It shall be the duty of the president to notify the appointing official of the vacancy, and by direction of the Board, recommend to the appointing official at least two names of persons who may qualify to fill the position. When any trustee fails to attend three consecutive meetings of the Board without an excuse, or fails to attend five meetings whether excused or unexcused in a calendar year (April to April), the Board has the discretion of requesting that the trustee vacates the position.

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. 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 the month prior to the annual meeting and will present a slate of officers at the annual meeting. Additional nominations may be made from the floor at this time. Election of officers will take place prior to the annual meeting, at which time the incoming president may choose whether to begin their term of office or wait until the next regularly scheduled meeting.

Section 3. Officers shall serve a term of one year from the annual meeting of which they are elected until their successors are duly elected.

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

Section 5. The vice-president, in the event of the absence or disability of the president, or 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 a notice of all regular and special meetings, and shall perform such other duties as are generally associated with that office. The library director may be designated to perform any or all of the above secretary duties.

Section 7. The Treasurer shall assist the Library Director in oversight of and the records for the funds of the Sturm Memorial Library. Additional duties of the Treasurer are outline in Addendum A: Sturm Memorial Library Board Treasurer Job Description. The Board may pass a resolution requiring the treasurer to be bonded. In the absence or inability of the treasurer, the duties shall be performed by such other members of the Board as the Board may designate.

Article IV. Meetings

Section 1. The regular meetings shall be held each month, the date and hour to be set by the Board at its annual meeting. Regular meetings shall be limited to two-hour segments unless authorized by a vote of the Board to extend the time.

Section 2. The annual meeting shall be for the purpose of the election of officers and committee appointments and shall be held at the time of the regular meeting in April of each year.

Section 3. The order of business for regular meetings shall include, but not be limited to, the following items:

- a. Call to order
- b. Roll call of members, introduction of visitors
- c. Approval of agenda
- d. Audience to Visitors (5 minutes per visitor)
- e. Disposition of minutes of previous regular meeting and any intervening special or closed meeting
- f. Financial report
- g. Library Director's Report
- h. Committee Reports
- i. Communications
- j. Unfinished Business
- k. New Business
- l. Approval of Bills
- m. Next Meeting Date
- n. Adjournment

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. Special meetings may be called at the direction of the president, or at the request of four members, for the transaction of business as stated in the call for the meeting.

Section 5. A quorum for the transaction of business at any meeting shall consist of four members of the Board present in person, by telephone or digital technology. Board members joining a meeting remotely must be present throughout the entire meeting and the technology they are using must allow for two-way communication throughout the meeting.

Section 6. 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 7. Robert's Rules of Order, latest revised edition, shall govern the parliamentary procedure of the meetings.

Article V. Committees

Section 1. The following committees shall be appointed by the president and have responsibility as noted.

A. *Personnel & Finance:* The Personnel & Finance committee will be composed of the president, treasurer, one member at large appointed by the president and the library director. Duties of this committee shall

include evaluation of the director, review of position descriptions, wage & salary classification studies, working with the director to draft and present the annual budget and working with the treasurer to address any financial matters of the Library.

B. Policy: The policy committee will be composed of the library director and two members of the Board who shall be appointed by the president after each annual meeting. This committee shall oversee the Library's policies, Personnel Manual and planning documents and submit any necessary recommendations to the Board each year.

C. Building and Grounds: The building and grounds committee will be composed of the library director and two board members who shall be appointed by the president after each annual meeting. It shall be the duty of this committee to conduct an annual review of the building and grounds and to make any necessary recommendations for improvements to the Board after the review and as deemed necessary. This committee may also be assigned to oversee building and grounds improvement projects as needed.

Section 2. Ad Hoc Committees. Ad hoc committees for the study of special circumstances 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 filed. These committees may also include staff representatives.

Section 3. Committees will submit reports to the Board when appropriate

Section 4. 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. Determine the policies of the Library and develop the highest possible degree of operating efficiency in the Library.

Section 2. Select and appoint a competent library director

Section 3. Advise in the preparation of the budget, approve the budget and make sure that adequate funds are provided by the City Council to finance the approved budget.

Section 4. Through the building and grounds committee, supervise and maintain building and grounds in order that they meet the needs of the total library program.

Section 5. Study, support and advocate for library legislation on the state and federal levels that will bring the greatest good to the greatest number of citizens who are users of the Library.

Section 6. Cooperate with and educate public officials and boards to promote community awareness of the Library's services to develop public understanding and support of the Library and its role in the community.

Article VII. Library Director and Staff

The Board shall appoint a qualified director who shall be the executive and administration officer of the Library on behalf of the Board and shall have sole charge of the administration of the Library under the direction and review of the Board. The director shall be held responsible for the care of the building and equipment, for the employment, direction and evaluation of staff, for the efficiency of the Library's service to the public including adequate and proper selection of materials in keeping with the stated policy of the Board, and for the operation of the Library under the financial conditions set forth in the annual budget. The library director shall develop yearly goals for the Library and report progress to the Board.

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 Sturm Memorial Library in which they have a direct or indirect financial interest.

Section 2. A board member shall withdraw from Board discussion, deliberation, and votes 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.

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

Article IX. Reimbursements

Section 1. Board members will be reimbursed at the current IRS rate for actual mileage to attend library conferences, workshops, etc. as approved by the Board. Members will also be reimbursed for registration and meal expenses when appropriate. Board members will also receive \$10.00 from the City of Manawa for every meeting of the Board they attend, including committee meetings.

Article X. 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 by-laws 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 (four members) of the members of the Board shall be present and two-thirds of those present shall so approve.

Section 3. The full Board will conduct an annual review and approve all changes of the By-Laws at the April meeting each year.

These by-laws will be in force upon adoption by the board of trustees of the **Sturm Memorial Library on the 10th day of April 2001.**

Revisions adopted: Tuesday April 10, 2007

Reviewed with no changes Tuesday February 10, 2009

Reviewed with one minor change on Tuesday March 9, 2010.

Reviewed with no changes on Tuesday February 8, 2011.

Reviewed with changes on Tuesday February 14, 2012.

Reviewed with changes on Tuesday April 13, 2015.

Reviewed with changes Monday April 9, 2018.

Reviewed with changes on Tuesday November 9, 2021

Reviewed and approved changes on Tuesday May 17, 2022

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**Addendum A.
April 2018**

Sturm Memorial Library

Board Treasurer Job Description

The Treasurer shall assist the Library Director in oversight of and records for the funds of the Sturm Memorial Public Library as noted below. The Treasurer with the support of the Library Director shall comply with the requirements of the Federal Government, State of Wisconsin, and Wisconsin Department of Public Instruction, and perform such other duties as usually associated with the office.

The role of the Sturm Memorial Public Library Board Treasurer includes:

1. Is a member of the Library Board.
2. Supports the Director in managing investment accounts (i.e. Certificates of Deposit, etc.).
 - Monitors due dates/renewals of CD Investments.
 - Checks rates.
 - Offers recommendations to the Board of Trustees for investments.
 - If necessary, co-signs for withdrawals from the South-Central Library System Foundation.
 -
3. Verifies monthly checking account expenditures.