

Plum Creek Library System Board of Trustees By-laws

ARTICLE I

Name and Legal Authority

The name of this organization is the Board of Trustees of the Plum Creek Library System, hereafter referred to as the Board. Member counties of the Plum Creek Library System, hereafter referred to as the System, are: Cottonwood, Jackson, Lincoln, Lyon, Murray, Nobles, Pipestone, Redwood and Rock. Twenty-one public libraries and five branch libraries within these counties are affiliated members of Plum Creek Library System. The organization is established under Minnesota Statutes, Section 134.20, relating to regional public libraries.

ARTICLE II

Purpose

The purpose of the Board is to set policies and goals; to represent the System to the people of the region, to the library boards, and to the governing officials. It is the Board's obligation to see that adequate funds are obtained and their distribution monitored for good library service, to promote the best possible use of all library sources in the area and to improve the quality of member libraries.

ARTICLE III

Procedure for Admittance to Membership

The Board shall afford membership to any and all existing public libraries in the contracting counties subject to such Joint Powers Agreement, hereafter referred to as the Agency Agreement, and such terms as to operation and financing as may meet the System's criteria.

ARTICLE IV

Board of Trustees

4a. Membership

The Board of Trustees shall be comprised of 21 members with an equivalent number of alternates. One member (and alternate) shall be appointed annually from the Boards of County Commissioners of each of the nine participating counties. One member (and alternate) shall be appointed from a System member library board of trustees in each of the nine affiliated counties within the System; an additional member (and alternate) shall be appointed from a System member library board in counties with a population greater than 15,000 people. The library boards in counties with multiple public libraries shall determine a method for choosing their representative(s) (and alternate(s)).

4b. Terms of Office

Terms for County Commissioners shall be one year and terms for member library trustees shall be three years.

Board members shall be elected or appointed to serve no more than nine consecutive years after first appointment. Any trustee appointed to serve an unexpired term who serves less than one year shall not have this time counted.

4c. Attendance and Responsibility

Each Board member shall commit to participate actively in furthering the mission of the System and agree to regularly attend meetings of the Board. Each Board member shall take an oath of office as outlined in MN Statutes 358.05.

ARTICLE V

Officers

5a. Officers and Tenure

The officers of the organization shall be Chair, Vice-Chair, Secretary and Treasurer. The Board may from time to time designate other officers. All officers shall be elected by the Board to serve a term of one year and until their respective successors are chosen and have qualified, or until his or her death, or until he or she shall resign. Any officer may at any time be removed by the Board with or without cause. The election of officers shall be held during the final meeting of the Board each calendar year with installation of officers to be held the first meeting of the calendar year..

5b. Resignation

Any officer may resign at any time by giving written notice of his or her resignation to the Board. Any such resignation shall take effect on the date specified in the notice or if no date is specified, therein upon receipt by the Board.

5c. Chair

The Chair shall make those decisions that relate to the integrity of the Board's government process and lead all meetings of the Board. The Chair may represent Plum Creek Library System on those matters upon which the System has stated positions.

5d. Vice-Chair

The Vice-Chair shall perform the duties of the Chair in his or her absence.

5e. Secretary

The Secretary shall serve on the Executive Committee.

5f. Treasurer

The Treasurer shall keep accounts of all funds the System receives or disburses. He or she shall provide a monthly account of the financial condition of Plum Creek Library System and shall be responsible for periodic review of receipts, deposits, and disbursement of funds of the System in accordance with the policies established by the System Board.

ARTICLE VI

Meetings

6a. Regular Meetings

Regular meetings of the Board shall be held. A meeting schedule for the calendar year will be set at the November meeting of the previous year. The Board shall meet no fewer than six times per calendar year.

6b. Annual Meeting

The annual meeting of the Board shall be held in the month of September each year at a time and location determined by the Board.

6c. Other Meetings

Other meetings of the Board may be held at such time and place as are announced at a previous meeting of the Board. Meetings of the Board may also be called at any time by the Chair, or upon written request of five members of the Board. Anyone entitled to call a meeting of the Board may make a written request to the Chair to call the meeting, and the Chair shall call a meeting by giving two weeks' notice to all Trustees.

6d. Meeting Notice

Written notice for each Board meeting and for each annual meeting stating time, place and purpose shall be mailed not less than five or more than 30 days before the meetings, including the day of the meeting, to each Board member.

6e. Quorum and Voting

The presence of a simple majority of the Board shall constitute a quorum for the transaction of business at any meeting. A simple majority is defined as 50 percent of the total Board membership plus one. At all meetings of the Board, each member shall be entitled to cast one vote on any question coming before the meeting. Each issue coming before the Board for a vote will pass with a simple majority of those voting "Aye" versus "Nay".

6f. Electronic Communications

A conference among the Board members by any means of communication through which the members may simultaneously hear each other during the conference constitutes a Board meeting, if the same notice is given of the conference as would be required for a meeting under Article 6d, and if the numbers participating in the conference would be sufficient to constitute a quorum at a meeting. Participation in a meeting by that means constitutes presence at the meeting.

6g. Adjourned Meetings

When a meeting of the Governing Board is adjourned to another time or place, notice of the adjourned meeting need not be given other than by announcement at the meeting at which adjournment is taken.

ARTICLE VII **Committees**

7a. Authority

The Board may establish committees as may be specified in resolutions adopted by a simple majority of the Board at a duly called meeting of the Board. Each committee shall have the duties and responsibilities granted to it by the Board. Each committee shall at all times be subject to the control and direction of the Board. Committee members need not be members of the Board. The Chair has authority to appoint members to the committees established by the Board consistent with the provisions of the Board.

7b. Meeting and Voting

Meetings of each committee may be held at such time and place as are announced. Meetings of any committee may be called at a previous meeting of the committee, by the Chair of the committee, by two of the committee members and by the Executive Committee. Notice of all committee meetings must be provided at least five days prior to each member of the committee. Presence of a majority of the membership of any committee shall constitute a quorum. Each member of the committee shall be entitled to cast one vote on any question coming before the meeting. All actions of the committees are subject to ratification by the Board at its next regularly scheduled meeting.

7c. Executive Committee

The Executive Committee shall be chaired by the Chair of the Board and shall include the Chair, Vice-Chair, Secretary, Treasurer and Past Chair.

ARTICLE VIII

Employees

The Board shall delegate, to the extent it considers necessary, any portion of its authority to manage, control, and conduct the operation of the System to any agent thereof. Notwithstanding any delegation of authority that the Board may make, it shall exercise general supervision of its officers and agents of, through duly adopted Board policies that define the nature and extent of its delegation of authority.

The Plum Creek Library System shall employ a Director according to MN Rules 3530 who shall be responsible for the general active management of the business of the System and shall see that resolutions and policies of the Board are carried out. The Director shall be appointed by and serve at the pleasure of the Board.

ARTICLE IX

Fiscal Affairs

9a. Fiscal Year

Unless otherwise fixed by the Board, the fiscal year of the System shall begin on July 1 and end on June 30 of the following year.

9b. Finances

The finances of the System shall be open to inspection by any Board member or any person designated by the Board. The Board shall require an annual audit and will establish financial policies for the System.

9c. Bond and Insurance

The Board of the System shall determine which, if any, officers or agents of the System shall be bonded and the amount of each bond. The System shall provide insurance for errors and omissions on behalf of the Directors.

ARTICLE X

Miscellaneous

10a. Amendments

The Board may amend these By-Laws by an affirmative vote of a simple majority of the total Board membership at any official meeting thereof, provided the proposed amendments have been presented to the Board at an earlier meeting of the Board and at least twenty-eight (28) days prior to the meeting at which the amended By-Laws are proposed to be adopted.

10b. Compensation

Board members shall be reimbursed for actual mileage and expenses in compliance with the administrative policy statement governing reimbursement of travel expenses. Board members who serve as appointees of the Boards of County Commissioners are not eligible for travel compensation and reimbursement.

10c. Executive of Instruments

All deeds, mortgages, bonds, checks, contracts, grant applications or other instruments pertaining to the business and affairs of the System shall be signed on behalf of the System by such officers or other persons as may be designated by resolution of the Board.