

**By-Laws  
Stillwater County Library  
Board of Trustees**

**ARTICLE I. BOARD OF TRUSTEES**

**SECTION 1. APPOINTMENT**

The County Commissioners shall appoint the Trustees. The Board recommends that preference may be given to applicants from diverse backgrounds and areas of the county.

**SECTION 2. NUMBER**

The Board shall consist of five (5) Trustees

**SECTION 3. TENURE**

- A. Trustees shall hold office for five (5) years from the date of appointment or until their successors are appointed annually, before the first day of July of each year, a trustee shall be appointed to take the place of the retiring trustee. Vacancies in the Board of Trustees shall be filled for the unexpired term in the same manner as original appointments.
- B. Vacancies of Board positions, for any reason, shall be filled by appointment of by the County Commissioners.
- C. Trustees shall serve no more than two (2) full terms of five (5) years' length in succession.
- D. A Trustee being appointed to fill the unexpired position of a term of less than three (3) years created by a vacancy is eligible to fill the unexpired portion and may be reappointed for two (2) terms.

**SECTION 4. POWERS AND DUTIES**

As prescribed in Montana Code Annotated 22-1-309 and the Montana Public Library Standards.

**SECTION 5. REMOVAL OF TRUSTEE**

A trustee may be removed only by a majority vote of the Stillwater County Library Board of Trustees. The Board shall recommend removal of a trustee only by an affirmative vote of at least three (3) Trustees and only upon a showing of good cause as defined in, but not limited to, the bylaws adopted by the Board. "Good cause" for removal means that three or more Trustees have voted to remove:

- A. A trustee who is unable to perform the responsibilities of a trustee including regular attendance at board meetings.

- B. A trustee who disregards the Trustee Duties and Code of Ethics Policy.
- C. A trustee who violates a statute which results, or could result, in serious damage to the Library's property or interest.

## **ARTICLE II. OFFICERS**

### **SECTION 1. OFFICERS**

The elected officers of the Board shall be a Chair and a Co-Chair and a South Central Federation Representative.

### **SECTION 2. ELECTION AND TERM OF OFFICE**

The officers of the Board shall be as follows: The outgoing trustee as Chair-unless the Trustee does not wish to act as chair. In that case, the Trustees will vote at the July Board meeting to decide upon another trustee. The next trustee in line shall be Co-Chair. The officers are installed at the regular meeting held in July each year, or as soon after as convenient. The term of office for all officers shall be one (1) year.

No trustee shall serve more than two years per term as chair.

The South Central Federation Representative shall be elected by Trustees present.

### **SECTION 3. REMOVAL**

Any officers installed or appointed by the Library Board may be removed by majority vote of the Library Board whenever, in its judgment, the best interests of the library would be served.

### **SECTION 4. VACANCIES**

Vacancies in the Board of Trustees shall be filled for the unexpired term in the same manner as original appointments.

### **SECTION 5. SECRETARY**

The Director of the Library shall serve as Secretary of the Board with no voting privileges.

### **SECTION 6. DUTIES OF THE CHAIR**

The Chair shall preside at all meetings, shall appoint all standing and special committees and shall perform all duties incident to the office of Chair and such other duties as may be prescribed by the Board from time to time. The Chair shall be ex-officio member of all committees. In the absence of the Chair, the Co-Chair will exercise the Chair's functions.

### **SECTION 7. DUTIES OF THE CO-CHAIR**

In the absence of the acting Chair or in the event of his/her inability or refusal to act, the Co-Chair shall perform all duties and when so acting, shall have the powers of and be

subject to all restrictions upon the Chair. In the absence of both Chair and Co-Chair, a Board member designated by the Board shall exercise the Chair's functions.

### **SECTION 8. DUTIES OF THE SECRETARY**

The Secretary shall keep an accurate account of all proceedings of the Board meetings; shall issue notices of all regular and special meetings and shall maintain custody of the minutes and other records of the Board.

The Secretary will be responsible for filing approved minutes of Board meetings with the Clerk & Recorder, Stillwater County.

## **ARTICLE III. MEETINGS**

### **SECTION 1. REGULAR**

The Board shall hold regular meetings at least every sixty (60) days. The Secretary in consultation with the Chair can cancel or reschedule the meeting date as needed providing a (3) three-day notification is given.

Board meeting agendas will be posted by the Secretary at the Stillwater County Library and The Stillwater County Courthouse at least forty-eight (48) hours prior to a regularly scheduled meeting. They may also be posted on Library websites and/or social media. Public notice for any emergency meetings will be posted as soon as possible in the same locations.

### **SECTION 2. SPECIAL**

Special meetings of the Board may be called by the Secretary in consultation with the Chair or upon written request of three (3) members of the Board.

### **SECTION 3. QUORUM**

The presence of a majority of the Board, either in person, via telephone, or online, shall constitute a quorum for the transaction of business.

### **SECTION 4. ATTENDANCE**

- A. Members of the Board of Trustees are expected to attend all meetings, both regular and special.
- B. Members unable to attend a meeting shall give prior notification to the Board Secretary.
- C. Members may attend meetings in person, via telephone, or online.
- D. A Trustee who fails to give prior notification to the Secretary or the Chair regarding a potential Board meeting absence on three (3) or more instances will be notified in writing by the Chair so that the issue may be quickly resolved in the best interests of the Library.

## **SECTION 5. MANNER OF ACTING**

The vote of a majority of the Trustees present shall be necessary for the adoption of any matter unless a greater proportion is required by law or by these By-Laws.

## **SECTION 6. FINANCES**

The Board shall approve major library expenses or items outside of the budget and shall approve an annual budget for presentation to the County Commissioners for the following fiscal year.

## **SECTION 7. ANNUAL REPORT**

The Library Director shall prepare an annual report of library conditions and operations and, with the Board's approval, submit it to the County Commissioners at the beginning of the new fiscal year.

## **ARTICLE IV. LIBRARY POLICIES**

The Board shall establish policies and objectives for all necessary operations of the Library in consultation with and based on the Director's recommendations. The traditional library services will be a given. Service must be provided for patrons of all ages, economic levels, and diverse backgrounds. Consideration of the needs of all the Stillwater County residents will be taken into account regarding library materials, patron services and access to the physical facility.

The Library's policies and Bylaws shall be reviewed annually. The Library's policies include the Library Bill of Rights and The Freedom to Read and Intellectual Freedom statements as adopted by the American Library Association. The Board delegates active management of the Library to the Library Director, giving her/him full responsibility for carrying out these policies.

## **ARTICLE V. LIBRARY DIRECTOR**

### **SECTION 1. APPOINTMENT**

The Board of Trustees shall appoint and set the compensation of the Library Director, who shall serve at the pleasure of the Board per MCA # 22-1-310. With the recommendation of the Library Director, the Board shall set compensation and describe the duties of other employees as necessary.

### **SECTION 2. DUTIES OF THE LIBRARY DIRECTOR**

The Library Director shall:

- Serve as Secretary to the Board (ARTICLE II SECTION 8)
- Execute and administer Library policy; prepare an annual report of the Library's activities
- Be responsible for the direction and supervision of the Library staff and for the operation of the Library itself;

- Report to the Board on the condition of the Library; make recommendations to the Board of such policies and procedures as will promote the efficiency of the library
- Make recommendations to the Board as to the hiring or discharge of persons necessary in the administration of the Library
- Prepare an annual budget and present it to the Board for approval at least one week prior to the Board meeting immediately preceding the scheduled County budget meeting.

## **ARTICLE VI. FEDERATION ADVISORY BOARD**

One (1) member of the of the Board of Trustees will be appointed by the Chair as the representative to the Federation Advisory Board at the meeting immediately preceding each Federation Board meeting. If a conflict arises, another board member may serve as proxy with Board approval.

The representative will present an oral report of any Federation Advisory Board meeting to the Board at its next regularly scheduled meeting.

## **ARTICLE VII. AMENDMENTS**

The By-Laws may be altered, amended or repealed and new By-Laws may be adopted by a majority of the Trustees present at any regular meeting or at any special meeting if at least thirty (30) days 'written notice is given to each Trustee of the intention to alter, amend, or repeal or to adopt new By-Laws at such meeting.

## **ARTICLE VIII. PARLIAMENTARY PROCEDURE OF THE BOARD**

### **SECTION 1. ROBERTS RULES OF ORDER**

The usual parliamentary rules shall govern the proceedings of the Board, and upon the demand of any one member of the Board, the vote on any proposition shall be taken by yeas and nays and the yeas and nays shall be recorded in the minutes.

### **SECTION 2. ORDER OF BUSINESS**

The order of business at all regular meetings of the Board shall be orderly and shall include:

- Disposition of minutes of previous meeting
- Communications
- Report of Librarian
- Reports of Committees
- Financial Report
- Unfinished Business
- New and miscellaneous business
- A motion to adjourn the meeting.

In Witness Whereof, we, the undersigned Trustees, have enacted the foregoing By-Laws and do hereby authenticate the same by our respective signatures at the last Board of Trustees meeting at the end of the fiscal year.

CHAIR \_\_\_\_\_

TRUSTEE \_\_\_\_\_

TRUSTEE \_\_\_\_\_

TRUSTEE \_\_\_\_\_

TRUSTEE \_\_\_\_\_

DATE \_\_\_\_\_