

CROMAINE DISTRICT LIBRARY BOARD OF TRUSTEES

BYLAWS

ARTICLE I

NAME AND PURPOSE

Section 1. Establishment. This organization shall be known as the Cromaine District Library (the "Library"). Cromaine District Library is a district library established under the District Library Establishment Act (the "Act"), MCL 397.171 *et seq.* It is also an exempt organization under section 501 (c) (3) of the Internal Revenue Code.

Section 2. Purpose. The purpose of the organization shall be to provide public library services to residents of the Cromaine Library District.

ARTICLE II

MEMBERSHIP

Section 1. Board of Trustees. In accordance with the Act, the Board of Trustees of the Library (the "Board") shall consist of seven (7) members elected from the District at large for terms of four (4) years, who shall serve until the election and qualification of a successor.

Section 2. Vacancy. The office of Board Member becomes vacant when the incumbent dies, resigns, is convicted of a felony, is removed from office by the Governor, and/or ceases to be a resident of the Library District. A vacancy in an office shall be filled through appointment by the majority vote of the remaining Board of Trustees within 45 days of the vacancy. If the vacancy occurs 140 or more days before the first regularly scheduled election of board members that follows the beginning of the term of the board member vacating office and that term is 4 years, all of the following apply:

- (a) The vacancy shall be filled by appointment by majority vote of the remaining board members only until the next date on which the term of any board member expires.
- (b) A board member shall be elected at the regularly scheduled election of board members next following the occurrence of the vacancy to fill the vacancy for the remainder of the term of the board member vacating office.

Section 3. Removal. In accordance with Section 8(2) of the DLEA, the Governor of the State of Michigan shall have the power to remove a member pursuant to the provisions of Section 10 of Article V of the State Constitution of 1963, as amended.

ARTICLE III

POWERS OF THE BOARD OF TRUSTEES

Section 1. Powers and Authority. The Board may exercise any and all of the powers granted to it in the Act, the District Library Financing Act, federal or Michigan law. By resolution of the Board and if permitted by law, such powers may be delegated to Officers of the Board and/or the Library Director (the "Director") as deemed necessary.

Section 2. Budget. The Board shall have the exclusive control of the budget of the Library. The Library Board shall prepare and make available an annual budget.

Section 3. Fiscal Year. The fiscal year of the District Library shall commence July 1 and end the following June 30.

Section 4. Audit. The Board shall prepare and publish an annual budget and shall obtain an annual audit by an independent certified public accountant selected by the Board, all in accordance with the Uniform Budgeting and Accounting Act, MCL 141.421 *et seq.*, as amended.

ARTICLE IV

OFFICERS

Section 1. Officers. Officers of the Board shall be President, Vice-President, Secretary, and Treasurer.

Section 2. Terms. The officers shall be elected for a term of 1 year at the annual meeting of the Board. Each officer shall serve until the appointment of a successor.

Section 3. Vacancies. Vacancies in office shall be filled by the Board at the next regular meeting of the Board following the occurrence of a vacancy, except for the office of President, in which case the Vice-President shall assume the duties of the office for the unexpired term. A successor Vice-President shall be elected to fill the vacancy so created in that office.

ARTICLE V

DUTIES OF THE OFFICERS

Section 1. President. The President shall preside at all meetings, appoint committees with the approval of the Board, authorize calls for any special meetings, execute any document authorized by the Library Board (unless otherwise provided by the authorization) and generally perform the duties of a presiding officer.

Section 2. Vice-President. In the absence of the President, the Vice-President shall perform the duties of the President. In the case of the resignation, disability, or death of the President, the Vice-President shall assume the office for the unexpired term.

Section 3. Secretary. The Secretary of the Board shall see that a true and accurate account of all proceedings of the Board meetings is kept in accordance with Michigan law. In compliance with any requirements of the Open Meetings Act, (MCL 15.2561 *et seq.*), the Secretary shall issue notices of all regular meetings, and, on the authorization of the President or two Board Members, of all special meetings, and shall have custody of the minutes and other records of the Board of Trustees. With the approval of a majority of the Board, the Secretary may delegate any of these responsibilities to the Director. The Secretary shall also have the authority to execute any document authorized by the Library Board (unless otherwise provided in the authorization).

Section 4. Treasurer. The Treasurer shall have charge of the funds of the Crompton District Library, providing for their safe custody and investment as directed by the Board, subject to limitations for investment of public funds as provided by law. A record of all moneys received or deposited to the Library fund, and all disbursements, sales and transfers from the fund shall be kept by the Treasurer, and reported monthly to the Board of Trustees at its regular meeting. In addition, the Treasurer shall perform all other duties of the Treasurer as prescribed by law or by action of the Board. With the approval of a majority of the Board, the Treasurer may delegate any of these responsibilities to the Director.

ARTICLE VI

COMMITTEES

Section 1. Appointment. All committees of the Library shall be appointed by the Library Board President. The President may decide to appoint himself or herself an ex-officio member of any committee. As directed by the Library Board, the Library Director may serve as resource person to any committee. The Director shall be an *ex officio* member of all committees and shall have a full vote upon all matters at such committee meetings he or she may attend.

Section 2. Committees. The Library may have committees as follows:

- A. *Ad Hoc Committees*. Ad hoc committees of the Library shall exist until their specified purpose is completed or unless otherwise disbanded by the President. The President shall provide specific purposes and duties of the ad hoc committee.

- B. *Standing Committees.* The Standing Committees of the Board shall be the Community Relations & Strategic Planning Committee, the Finance & Property Committee and the Personnel Committee. The Standing Committees shall be appointed and operate pursuant to the Board of Trustees Operating Procedures,. Board Committee procedures may be changed from time to time with approval of the Board.

ARTICLE VII

MEETINGS

Section 1. Open Meetings Act. All meetings of the Board shall be held in compliance with the Open Meetings Act.

Section 2. Annual Meeting. The annual meeting of the Board shall be the first regular meeting of the calendar year and shall be for the purpose of the election of officers and consideration of such other organizational matters as may be required.

Section 3. Regular Meetings. Regular meetings of the Board shall be held on the dates, places and at the times set by the Board at its annual meeting. Within ten (10) days following the annual meeting a notice shall be posted in a public place setting forth the dates, times, and places of all regular meetings scheduled for the ensuing year. If there is a change in the schedule of regular meetings of a public body, there shall be posted within three (3) days after the meeting at which the change is made, a public notice stating the new dates, times, and places of its regular meetings.

Section 4. Agenda. Agendas of regular meetings (including Call to the Public) shall be posted in a public place and shall be distributed by the Secretary to all members at least three (3) business days before the meeting. The Library Board has the discretion to amend the agenda at any meeting.

Section 5. Special Meetings. Special meetings may be called by the President or upon written request of two Board Members, provided eighteen (18) hours of notice is given in the format and manner as provided by the Michigan Open Meetings Act of the date, time and purpose for which such meeting is called. Board Members not present at the time of announcement of such special meeting shall be notified by the Secretary.

Section 6. Quorum. A quorum for the transaction of business shall consist of a majority of the Board appointed and serving.

Section 7. Board Action. No action of the board shall be valid unless an affirmative vote of the majority of the members attending is cast and a proper record made of the vote unless otherwise provided by law.

Section 8. Emergency Session. The Board may meet in emergency session without prior notice in the event of a severe and imminent threat to the health, safety, or welfare of the public when 2/3 of the members of the Board decide that delay would be detrimental to efforts to lessen or respond to the threat. In such cases, the Board must comply with all provisions in the Open Meetings Act applicable to such sessions.

ARTICLE VIII

PARLIAMENTARY AUTHORITY

The rules contained in *Robert's Rules of Order Newly Revised* (11th edition) shall govern the Board in all cases to which they are applicable and in which they are not inconsistent with these Bylaws.

ARTICLE IX

LIBRARY DIRECTOR

Section 1. Appointment. The Director shall be appointed by the Board and shall be considered the executive officer of the Library.

Section 2. Duties. The Director shall have sole charge of the administration of the Library under the direction and review of the Board. The Director shall be responsible for:

- a. The care of the building and equipment.
- b. The employment, development, and direction of the staff.
- c. The efficiency of the Library's service to the community.
- d. The annual preparation of a budget proposal.
- e. The operation of the Library under the financial conditions set forth in the budget approved by the Board
- f. The submission of a written annual report to the Board within two months of completion of the audit.
- g. Any other duty delegated by the Library Board.

Section 3. Attendance at Board Meetings. The Director or the Director's representative shall be expected to attend all meetings of the Board unless otherwise directed by the President.

ARTICLE X
AMENDMENTS

These bylaws may be amended at any regular meeting of the Board by a majority vote of all members of the Board elected or appointed and serving provided the amendment was presented in writing in the board packet for that meeting.

Adopted by the Croomine District Library Board of Trustees at its special meeting on December 20, 1995.

Revised March 18, 1998

Revised March 16, 2000 (Reviewed by counsel February 18, 2000)

Revised August 21, 2008

Revised September 17, 2009

Reviewed August 19, 2010

Revised June 19, 2014

Revised November 19, 2015

Revised September 20, 2018

Revised January 21, 2021

Revised January 19, 2023 (Reviewed by counsel December 2022)

Revised September, 2023

Revised September. 2024