

# SCHULTZ-HOLMES DISTRICT LIBRARY

## BYLAWS

### ARTICLE I - Establishment and Purpose of Bylaws

Section 1. Establishment. The Schultz-Holmes District Library (“Library”) was established on May 3, 2024 in accordance with 1989 PA 24, the District Library Establishment Act, (“DLEA”).

Section 2. Bylaws; Annual Review. These Bylaws are rules governing the internal affairs of the Library. The Bylaws should be reviewed annually.

### ARTICLE II - Membership

Section 1. Board Members. Pursuant to the DLEA, the Library Board of the Library (“Library Board”) shall consist of seven (7) members (“Board Members”) to be elected at large from the District Library District on nonpartisan ballots to serve four (4) year terms as provided in the Schultz-Holmes District Library Agreement (“Agreement”). All terms begin at the same time as the term of a School Board member elected at the same election. All Board Members shall take the oath of office before commencing their terms.

Section 2. 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.

Section 3. 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, ceases to be a resident of the district. In the event of a vacancy, the vacancy shall be filled until the expiration of the vacating Library Board member’s term by appointment of the majority of the remaining board members. If the vacancy occurs 140 days or more before the regularly scheduled election of Library Board members that follows the term of the Library Board member vacating office and that term is four (4) years, the following apply: (1) the vacancy shall be filled by appointment by majority vote of the remaining Library Board members only until the next date on which the term of any Library Board member expires and (2) the Library Board member shall be elected at the regularly-scheduled election of Library Board members next following the occurrence of the vacancy to fill the vacancy for the remainder of the term of the Library Board member vacating office.

Section 4. Friends of the Library. The Board encourages the Friends in their advocacy and fund-raising endeavors. Current Library Board members may not serve on the Friends of the Library Board, as doing so can create a conflict of interest.

### **ARTICLE III - Powers of the Board**

Section 1. Powers and Authority. The Library Board may exercise any and all of the powers granted to it by the DLEA, the District Library Financing Act, federal and Michigan law, and the Agreement. If permitted by law, the Library Board may delegate such powers to the officers of the Board and/or the Library Director as it deems necessary.

Section 2. Fiscal Year. The fiscal year of the Library shall be the annual period commencing October 1 and ending the following September 30.

Section 3. Budget and Audit. The Library Board shall have the exclusive control of the budget of the Library. The Library Board shall prepare and make available an annual budget and shall obtain an annual audit by an independent certified public accountant selected by the Library Board, all in accordance with Michigan law.

Section 4. Fiduciary Obligation. Board Members have a fiduciary obligation to represent and act in the best interests of the Library. To that end, Board Members are expected to act ethically, participate, attend meetings and support the Library. Board members are expected to notify the President of any expected absence from any meeting as soon as possible.

### **ARTICLE IV - Officers**

Section 1. Officers. Officers of the Library Board shall be President, Vice President, Recording Secretary, Corresponding Secretary, and Treasurer.

Section 2. Terms. The officers shall be elected for a term of one (1) year at the annual meeting of the Library Board. The term of office shall be February 1 through January 31. An officer shall serve until the appointment of a successor.

Section 3. Vacancies. Vacancies in office shall be filled by the Library Board at the next regular meeting of the Library 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 remainder of 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, authorize calls for any special meetings, assist with the creation of any agenda, 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, death or other vacancy in the office of the President, the Vice President shall assume the office for the

remaining term. The Vice President shall complete memorial obligations required by the Schultz-Holmes bequest.

Section 3. Recording Secretary. The Recording Secretary of the Library Board shall ensure that minutes of the Library Board meetings and other Library records are kept in accordance with Michigan law. In compliance with any requirements of state law regarding the holding of meetings, the Recording Secretary shall issue notices of all regular meetings, and of all special meetings, and shall have the custody of the minutes and other records of the Library Board. With the approval of a majority of the Library Board and if permitted by law, the Recording Secretary may delegate any of these responsibilities to the Library Director. The Recording Secretary shall also have the authority to execute any document authorized by the Library Board (unless otherwise provided in the authorization).

Section 4. Corresponding Secretary. The Corresponding Secretary shall correspond with the public as needed.

Section 5. Treasurer. The Treasurer of the Library Board shall have charge of the funds of the Library, providing for their safe custody and investment as directed by the Library Board, subject to limitations for investment of public funds as provided by law. The Treasurer shall control expenditures from the Library Fund through a system of vouchers presented by authorized personnel. A record of all moneys received or deposited to the Library Fund, and all disbursements, sales and transfers from the Library Fund shall be kept by the Treasurer, and reported monthly to the Library Board at its regular meeting. In addition, the Treasurer shall perform such other duties as may be prescribed for him or her by state or federal law and these Bylaws. With the approval of a majority of the Library Board and if permitted by law, the Treasurer may delegate any of these responsibilities to the Library Director. The Treasurer has the authority to sign and issue checks.

## **ARTICLE VI - Meetings**

Section 1. Regular Meetings. The regular meeting of the Library Board shall be held on each month, the date and time to be set by the Library Board at its first meeting in January. Within ten (10) days following the meeting in January, a notice shall be posted in a public place at the Library 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 2. Annual Meeting. The Annual Meeting of the Library Board shall be the regular meeting in January and shall be for such organizational matters as may be required.

Section 3. Special Meetings. Special meetings may be called by the President or upon written request of two (2) Board Members, provided eighteen (18) hours of notice, in the format and manner as provided by the Michigan Open Meetings Act, is given of the time, place 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 President.

Section 4. Agenda. The proposed agenda shall be distributed by either the President or the Director to all Board Members before the meeting.

Section 5. Order of Agenda. The following items will constitute the agenda for regular meetings:

- Call to Order
- Pledge of Allegiance
- Attendance
- Approval of Agenda
- Approval of Prior Meeting Minutes
- Public Comment
- Committee Reports
- Recording Secretary's Report
- Corresponding Secretary's Report
- Library Director's Report
- Treasurer's Report
- Unfinished Business
- New Business
- Public Comment
- Adjournment

Section 6. Quorum. A quorum for the transaction of business shall consist of the majority of Library Board Members elected (or appointed to fill a vacancy) and serving. In the event of a quorum with the absence of both the President and Vice-President, the meeting may be chaired by the board member approved by consensus of the board members present. In the event of a roll-call vote, the President shall vote last.

Section 7. Board Action. Any Library Board action must be approved at a Library Board meeting by a majority of the quorum of the Library Board, unless otherwise provided by law.

Section 8. Expenses. Each Library Board member shall receive \$50 per meeting attended, payable at the end of the fiscal year. The members of the Schultz-Holmes District Library Board may be reimbursed for registrations, dues and mileage expenses incurred in performance of Board-authorized Library business before or after incurring the expense, upon approval by the Board.

## **ARTICLE VII - Committees**

Section 1. Appointment. All committees of the Library and the committee chairs 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. No committee shall include a quorum of Library Board members.

Section 2. Ad Hoc Committees. In most matters, the Board shall act as a committee of the whole, but special committees may be appointed at the discretion of the Board President. 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 and for the terms of appointment of each committee members.

## **ARTICLE VIII - Library Director**

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

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

- A. The employment, development, and direction of the staff, including the ability to hire, fire, promote, demote, supervise, and discipline;
- B. Overseeing the care of the building and equipment;
- C. The Library's service to the community, including selection, acquisition, and organization of books and other library material, as well as the Library's operations and programs;
- 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 Library Board;
- F. The submission of the proposed budget to the Library Board by its regular September meeting;
- G. The written annual report of the Library, including the financial statements, when they are made available;
- H. Carrying out the Library's policies and strategic plan;
- I. The Library's public relations, including any community activities and advocacy opportunities on behalf of the Library as authorized by law;
- J. Conducting the general correspondence of the Board and keep same on file for future reference; and

- K. Any other duty delegated by the Library Board, including decision-making authority beyond the job description temporarily and with a mechanism for reporting and approving those decisions in circumstances requiring quick and flexible decisions and actions.

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

#### **ARTICLE IX – Financial Transactions**

Section 1. Financial Transactions. All checks and/or transfers of funds shall be signed by both the Director and either the President or Treasurer. In the Director's absence or when the Director is the payee, checks and/or transfers of funds shall be signed by both the President and Treasurer. In the event of a temporary absence of the President, the Vice-President may sign in the President's stead.

#### **ARTICLE X - Amendments**

Section 1. These Bylaws may be amended at any regular meeting of the Library Board by a two-thirds vote of all Board Members qualified and serving, provided the amendment was presented in writing at the previous meeting.

**ADOPTED BY RESOLUTION OF THE SHULTZ-HOLMES DISTRICT LIBRARY BOARD OF TRUSTEES ON JULY 2, 2024.**