

## CEDAR FALLS PUBLIC LIBRARY BOARD OF TRUSTEES BYLAWS

### **ARTICLE I. Name**

The Board of Trustees of the Cedar Falls Public Library is the legally appointed, policy-making body governing the operation of the Library as representatives of the Cedar Falls Community.

### **ARTICLE II. Powers and Duties**

**Section 1.** The Code of Iowa, 392.5, provides for the City to adopt ordinances necessary for the appointment of a City Library Board of Trustees.

**Section 2.** The powers and duties of the Library Board of Trustees are set out and defined in the Cedar Falls City Code, Division 8, Section 2-298 to 2-306, Ordinance No. 1464, (5-24-75).

### **ARTICLE III. Officers**

**Section 1.** The officers shall be a President, Vice-President, and Secretary who shall be elected at the June meeting, with the office becoming effective the following July 1.

**Section 2.** The President shall preside at all meetings of the Board, authorize calls for any special meetings, be responsible for the initiation of the agenda of meetings, appoint all committees, execute all documents authorized by the Board including warrants for bills, serve as an ex officio member of all committees, be the spokesperson for the Board, and generally perform all duties associated with that office.

**Section 3.** The Vice-President, in the event of the absence or disability of the President, or of a vacancy in that office, shall assume and perform the duties and functions of the President.

**Section 4.** The Secretary shall be responsible for a true and accurate record of all the meetings of the Board, shall sign warrants for bills, and shall perform such other duties as are generally associated with that office.

### **ARTICLE IV. Meetings**

**Section 1.** Regular meetings shall be held each month, the date and hour to be set by the Board at its July meeting.

**Section 2.** Special meetings may be called by the President, the Secretary at the direction of the President, or at the request of five members, for the transaction of business as stated in the call for the meeting. Such meetings shall follow all requirements of a regular meeting.

**Section 3.** A quorum for the transaction of business at any meeting of the Board shall consist of a majority of the confirmed Board members.

**Section 4.** Unless otherwise specified by law, motions may be passed by simple majority of those present.

**Section 5.** Proceedings of all meetings shall be governed by Robert's Rules of Order.

## **ARTICLE V. Committees**

**Section 1.** Strategic Planning shall be conducted by the Board as a whole, and the Board shall meet as needed, in addition to the regularly scheduled Board meetings. The purpose of Strategic Planning shall be to ensure that the mission and goals of the library are focused on meeting community needs.

**Section 2.** Committees shall be appointed as needed (see President duties). Committees shall make recommendations to the Board for action, but shall not take action themselves except as designated by the Board.

**Section 3.** One Board member shall serve as liaison with Friends of the Library.

**Section 4.** The Personnel Committee is comprised of three Board members appointed by the President of the Board. The Chair is selected by the Committee, subject to Board approval. The purpose of the Committee is to: A. Conduct the annual performance appraisal of the Director, and B. Receive and forward to the Board recommendations regarding the contracts, classification, and compensation of the Library Director and other employees holding special appointments. The Committee may also receive and make recommendations on other personnel matters referred to the Committee by the Board.

**Section 5.** The Finance Committee is comprised of four Board members appointed by the President of the Board. The current Board President, the immediate Past Board President, the Vice-President, and another member chosen by the Board President comprise this Committee. The Chair is selected by the Committee, subject to Board approval. The Committee shall meet as necessary. The purpose of the committee is to: A. Recommend to the Board as a whole policies and actions related to financial matters. B. Review and provide recommendations to the Board for the annual budget as proposed by the City and Library Director.

**Section 6.** All Board members may observe the meetings of any committee.

## **ARTICLE VI. General**

**Section 1.** The bylaws may be amended by the majority vote of all members of the Board provided written notice of the proposed amendment shall have been mailed to all members at least ten days prior to the meeting at which such action is proposed to be taken.

**Section 2.** Any procedural rule or resolution of the Board, whether contained in these bylaws 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 of the members of the Board shall be present and two-thirds of those present shall so approve.

**Section 3.** Emeritus Board Members: A board member in good standing, upon

completion of least six (6) years of service may be placed on emeritus status. Emeritus status, if granted by the Board of Trustees, allows full rights to the board member relative to meeting attendance and event participation and removes any attendance standard from the board member. Granting of this status is for the life of the board member unless revoked by the Board of Trustees. Emeritus board members are not voting board members, may not hold a leadership position, and may not be elected as officers. The number of emeritus board members has no cap but is at the discretion of the Board of Trustees. Emeritus status does not prohibit the board member from re-nomination to active status on the Board. The presence of emeritus board members shall not be included for purposes of calculating a quorum of the Board of Trustees.

Approved as amended 10/13/10; Reviewed 9/2/15 by Library Board of Trustees; Approved as amended July 2016; Approved as amended 12/4/19; Approved as amended 2/1/23