

**Hales Corners Library**  
**Board of Trustees**  
**Bylaws**

---

**Article I**  
**Identification**

This organization shall be the Hales Corners Public Library, hereinafter called the Library, located in Hales Corners, Wisconsin, existing by virtue of the provisions of Chapter 43 of the Wisconsin Statutes and exercising the powers and authority and assuming the responsibilities delegated to it under said statute.

**Article II**  
**Board of Trustees**

Section 2.1 – Composition: The Board shall be composed of seven (7) members appointed by the Village President with the approval of the Village Board. The Village President shall appoint as one of the members, a school district administrator, or his/her representative, to represent the public school district in which the public library is located. Not more than one (1) member of the Village Board shall at any one time be a member of the Library Board.

Section 2.2 – Term of Appointment: Each regular appointment shall be made for a term of three years. The Board shall recommend to the appointing official that a trustee serve no more than three consecutive terms, that a former board member may be reappointed after a lapse of one year, and that if a trustee is appointed to serve an unexpired term of office exceeding 18 months it shall be considered a full term. The term of appointment shall be from June 1<sup>st</sup> through May 31<sup>st</sup>.

Section 2.3 – Vacancies, Disqualification, and Replacements: Any member who resigns mid-term or who moves out of the Village of Hales Corners shall notify the Secretary of the Library Board. Upon receipt of such notification the Secretary shall report the change to the Library Board and the Library Board shall declare the position vacant. It shall be the duty of the Library Board President to notify the Village President of the vacancy.

When any trustee fails to attend three (3) consecutive meetings of the Board, the Library Board president, by direction of the Board, shall notify the Village President and request the disqualification of the trustee.

It shall be the duty of the Library Board President, by direction of the Board, to suggest to the Village President three to five names of persons who qualify to fill the position.

Section 2.4 – Powers of the Board: The Hales Corners Library Board shall have the powers, authority, and responsibilities delegated to it by Chapter 43 of the Wisconsin Statutes.

Section 2.5 – Telephone conference: Calls among members of a governmental body fit within the definition of “meeting” subject to the Wisconsin Open Meetings Law. 69 Op. Attorney General 143 (1980). A telephone conference call is acceptable as long as the appropriate notice is given and the conference call is made reasonably accessible to the public. It is the Board's expectation that members of the Board attend meetings in person, but when unavoidable, they

may participate in Board meetings via conference call, excluding closed session discussion, as long as the meeting is properly noticed, and telephone participation is conducted using a speaker phone that allows all those physically present at the meeting to hear any comments made by the conference call participants, and allows those participants to hear what is being said by those physically present.

#### Section 2.6 – Duties of the Board:

- Determine the policies of the library and develop the highest possible degree of operating efficiency in the library.
- Ensure that the library's mission statement is achieved:

*Our mission is to provide the community with a space dedicated to the power of knowledge and technology, the world of culture, and the joy of reading by providing excellence in library services, resources, and programs.*

- Adopt the annual budget and ensure the provision of adequate funds to support library programs and services.
- Study and support legislation that will bring about the greatest good to the greatest number of library users.
- Cooperate with other public officials and boards and maintain vital public relations.
- Observe ethical standards as set forth in the Village of Hales Corners Ethics Code (Article XV of the Village Municipal Code-Chapter 1), the Code of Ethics for Public Officials and Employees (§19.59), and the American Library Association Code of Ethics (most recent version adopted by the ALA Council.)

### **Article III Officers**

Section 3.1 – Officers: The officers shall be a President, a Vice President, a Secretary, and a Treasurer.

Section 3.2 – Election of Officers: Officers shall be elected by vote from a recommended slate of officers at the annual meeting of the Board. A nominating committee may be appointed by the President one month prior to the annual meeting, unless there is agreement amongst the trustees on who shall serve as officers. If appointed, the committee will present a slate of officers at the annual meeting. Additional nominations may be made from the floor.

Section 3.3 – Term of Officers: Each officer shall serve a term of one (1) year from June 1<sup>st</sup> through May 31<sup>st</sup> following elections at the annual meeting in June at which they are elected and until their successors are duly elected. Officers may serve a maximum of four (4) consecutive terms.

Section 3.4 – Mid-Term Vacancies: Vacancies in office shall be filled by vote at the next regular meeting of the Board after the vacancy occurs, with a nomination from the Library Board President.

### **Article IV**

## **Duties of Officers**

Section 4.1: The President shall preside at all meetings of the Board, set the agenda for meetings in consultation with the Library Director, authorize calls for any special meetings, appoint all committees, execute all documents authorized by the board, serve as an ex-officio voting member of all committees except the nominating committee, co-sign all checks drawn on funds held in custody of the library (independently of the municipality), serve as spokesperson on behalf of the Library Board and generally perform all duties associated with that office.

Section 4.2: 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 4.3: The Secretary shall keep a true and accurate record of all meetings of the board, shall issue notice of all regular and special meetings, and shall perform such other duties as are generally associated with that office. The Library Director may be designated by the Board to perform any or all of the above duties, which do not require the action by the duly elected Secretary and can be legally delegated.

Section 4.4: The Treasurer shall co-sign all checks drawn on funds held by the library, shall review bills to be paid and revenue receipts, shall serve as chairperson of the library's finance committee, and shall perform such duties as generally associated with the office. The Treasurer shall make monthly reports to the Board showing in detail the amount and investments of, and income and disbursements from, the funds in his or her charge. In the absence or inability of the Treasurer, such other members of the library's finance committee as delegated by the Treasurer shall perform these duties. The Library Director may be designated to perform any or all of the above duties, which do not require the action by the duly elected Treasurer and can be legally delegated.

## **Article V Meetings**

Section 5.1 – Regular Meetings: The regular meetings shall normally be held, each month, the date and hour to be set by the Board at its annual meeting.

Section 5.2 – Annual Meeting: The annual meeting, which shall be for the purpose of the election of officers and committee appointments, shall be held at the time of the regular meeting in June of each year.

Section 5.3 – Agendas and Notices: Meeting agendas and notices shall indicate the time, date, and place of the meeting and indicate all subject matters intended for consideration at the meeting. Current board agendas and notices shall be posted on the bulletin board in the lobby of the library, on the library's website, at Village Hall and at the Hales Corners Fire Department. Public notice of all meetings shall be provided as set forth in the Wisconsin Statutes, including pursuant to the applicable provisions of §19.84 *Public Notice*.

Section 5.4 – Order of Business: The order of business for regular meetings shall include, but not be limited to, the following items:

- Roll call of members
- Public communication (list of items)
- Committee and liaison reports
- Disposition of minutes

- Administrative and committee reports requiring action (list of items)
- Other informational items (list of items)
- Adjournment

Section 5.5 – Minutes: Minutes of meetings shall, at a minimum, indicate board members present, all items of business, all motions (except those that were withdrawn), and the result of all votes taken. Current board minutes shall be posted on the bulletin board in the lobby of the library, on the library’s website, at Village Hall and at the Hales Corners Fire Department.

Section 5.6 – Special Meetings: Special meetings may be called at the direction of the President, or at the written request of two members, for the transaction of business as stated in the call for the meeting. Except in cases of emergency, at least 48 hours notice shall be given. In no case may less than two (2) hours notice be given.

Section 5.5 – Quorum: A quorum for the transaction of business at any Library Board meeting shall consist of four (4) trustees present in person or a simple majority of the Board.

Section 5.6 – Open Meetings Law: All meetings of both the Library Board and library committees shall be held in compliance with Wisconsin’s open meeting law (Wisconsin Statutes Sections 19.81 to 19.98).

Section 5.7 – Parliamentary Authority: The rules contained in *Robert’s Rules of Order*, latest revised edition, shall govern the parliamentary procedure of the meetings, in all cases in which they are not inconsistent with these bylaws and any statutes applicable to this Board.

## **Article VI Committees**

Section 6.1 – Standing Committees: The following committees: Building & Grounds Committee and Finance & Personnel Committee, shall be appointed by the President promptly after the annual meeting and shall make recommendations to the Board as pertinent to Board meeting agenda items. (See Appendix A to the Bylaws for procedures.) These committees may also include members of the public.

Section 6.2 – Nominating Committee: See Article III, Section 3.2.

Section 6.3 – Ad Hoc Committees: Ad Hoc committees for the study of special issues shall be appointed by the president, with the approval of the Board, to serve until the final report of the work for which they were appointed has been filed. These committees may also include staff representatives and members of the public, as well as outside experts.

Section 6.4: All committees shall make a progress report of their activities to the Library Board at each of its meetings.

Section 6.5: No committee will have other than advisory powers unless, by suitable action of the Board, it is granted specific power and authority to act otherwise.

## **Article VII Duties of the Board of Trustees**

Section 7.1: Legal responsibility for the operation of the Library is vested in the Board of

Trustees. Subject to state and federal law, the Board has the power and duty to determine rules and regulations governing library operations and services.

Section 7.2: The Board shall select, appoint and supervise a properly certified and competent Library Director, and determine the duties and compensation of all library employees.

Section 7.3: The Board shall approve the budget and make sure that adequate funds are provided to finance the approved budget.

Section 7.4: The Board shall have exclusive control of the expenditures of all moneys collected, donated or appropriated for the library fund and shall audit and approve all library expenditures.

Section 7.5: The Board shall supervise and maintain buildings and grounds, as well as regularly review various physical and building needs to see that they meet the requirements of the total library program.

Section 7.6: The Board shall study and support legislation that will bring about the greatest good to the greatest number of library users.

Section 7.7: The Board shall cooperate with other public officials and boards and maintain vital public relations.

Section 7.8: The Board shall approve and submit the required annual report to the Wisconsin Department of Public Instruction (DPI) and the Milwaukee County Federated Library System (MCFLS) and the Village Administrator.

## **Article VIII Library Director**

Section 8.1: The Library Director shall be appointed by the Board of Trustees and shall be responsible to the Board. The Library Director shall be considered the executive officer of the library under the direction and review of the Board, and subject to the policies established by the Board. The Director shall act as technical advisor to the Board. The Director shall be present at all Board meetings and Committee meetings (but may be excused from closed sessions) and shall have no vote.

Section 8.2: The Director shall recommend to the Board the job descriptions for all positions in the Library, shall hire and be held responsible for the proper direction and supervision of the staff, for the care and maintenance of the Library property, for proper selection of materials in keeping with the adopted policy of the Board, for the efficiency of library service to the public and for its financial operation within the limitations of the budget. The Director shall have the authority to hire staff to vacant library positions. The Director shall inform the Board as to the status of vacant and recently filled positions.

## **Article IX Conflict of Interest**

Section 9.1: Board members may not in their private capacity negotiate, bid for, or enter into a contract with the Library in which they have a direct or indirect financial interest.

Section 9.2: A board member shall withdraw from Board discussion, deliberation, and vote on any matter in which the Board member, an immediate family member, or an organization with which the Board member is associated has a substantial financial interest.

Section 9.3: A board member may not receive anything of value that could reasonably be expected to influence his or her vote or other official action.

## **Article X Records**

Section 10.1 – Official records: The official records of the proceedings of the Board of Trustees and its committees shall be kept in the Library Director's office and shall be open to public inspection and examination upon request. The Library Director shall also serve as custodian of the Board's records.

Section 10.2 – Open records law: The Board shall comply with Wisconsin Statutes that cover the open records law for public institutions (§16.61).

## **Article XI Compensation**

Section 11.1: No compensation shall be paid to the members of the Library Board for their services, but they may be reimbursed for their actual and necessary expenses incurred in performing their duties outside the municipality if so authorized by the Library Board President or Treasurer and approved in regular course of business by the Library Board of Trustees.

## **Article XII Voting and Amendment**

Section 12.1: An affirmative vote of the majority of a quorum of the Board present at the time shall be necessary to approve any action before the Board. The President may vote upon and may move or second any proposal before the Board.

Section 12.2: The by-laws 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 (10) days prior to the meeting at which such action is proposed to be taken.

Section 12.3: Any rule or resolution of the Board, whether contained in these by-laws 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 a simple majority of the members of the Board shall be present and two-thirds (2/3) of those present shall so approve.

These bylaws will be in force upon adoption by the  
Hales Corners Library Board of Trustees  
On the 19<sup>th</sup> day of September 2002.

Amended January 7, 1991, September 2, 1992, July 5, 1995, January 2, 1997, March 4, 1998, October 26, 1999, September 19, 2002, November 17, 2016, June 27, 2019, September 24, 2020, June 24, 2021, May 26, 2022.