

Shenandoah Public Library By-Laws

Article I--Library Board

Section 1. In accordance with Chapter 22 of the ordinances of the City of Shenandoah, the Shenandoah Public Library Board of Trustees shall have twelve (12) members. Nine members shall come from within the city limits of Shenandoah, nominated by the Mayor and confirmed by the City Council for staggered six (6) year terms. Three members shall come from the rural area of the Shenandoah school district outside the city limits, but within Page County, nominated by the Mayor and approved by the County Board of Supervisors for staggered six year terms. Trustees shall serve no more than two consecutive terms, even though the first term is a partial one. Vacancies on the Board shall be filled by appointment by the Mayor, with approval as specified of the City Council or the County Board of Supervisors; appointees to unexpired terms will finish the term for which the appointment is made.

Section 2. The general powers and duties of the Shenandoah Public Library Board of Trustees are specified in the same Chapter 22 of the City of Shenandoah.

Section 3. The Board will exercise its powers and duties as follows:

- a. Employ a competent and qualified librarian to serve as Director.
- b. Evaluate the performance and effectiveness of the Director in fulfilling his/her duties and responsibilities as prescribed in the Bylaws. This evaluation will be performed annually by the Operations Committee of the Board and will be discussed with the Director prior to the February meeting of the Board.
- c. Determine and adopt written policies to govern all operations and programs of the library, in consultation with the Director as necessary.
- d. Report to and cooperate with other public officials, boards and the Shenandoah community in support of a good public relations program within the community.
- e. Prepare and seek adequate support for the annual Library budget in consultation with the library Director.
- f. Develop long-range goals for the Library and work toward the achievement of these goals.
- g. Accept gifts and approve all library expenditures.
- h. Authorize the use of the library by nonresidents of the city.

Section 4. Any member of the Board of Trustees who has financial interests, directly or indirectly, in any contract, sale or transaction that comes before the Board of Trustees for approval or other official action that pertains to the Library shall be required to excuse him/herself from discussion and voting on that matter.

Section 5. Any member of the board may resign at any time by giving written notice to the presiding officer, the secretary or the full board and the notice will be forwarded to the city council. Such resignation will take effect at the time specified or, if no time is specified, at the time the resignation is received.

Section 6. The position of any trustee shall be vacant if he/she moves permanently from the city; or if he/she is absent from 6 consecutive regular meetings of the board, except in the case of sickness or temporary absence from the city.

Article II—Officers

Section 1. The officers of the Board will be President, Vice President and Secretary, who shall serve terms of one year, and shall be, designated the “Executive Committee.” Officers may succeed themselves in office, but may serve no more than three terms in the same office. An officer must be a Board member during his/her term in office.

Section 2. At the May meeting of the Board, the President will appoint a Nominating Committee consisting of two (2) Board members to prepare a slate of candidates for office. This slate, chosen from the current Board members, will be presented to the Board at the June meeting. Nominations for office may then be offered from the floor, after which the Board will vote.

Section 3. Officers will assume their offices on July 1st and will hold office until their successors start on the subsequent July 1st.

Section 4. The duties of the officers are as follows:

a. The President will:

- i. preside at all meetings of the Board
- ii. appoint all standing and ad hoc committees
- iii. prepare the agenda for Board meetings
- iv. serve as Chair of the Executive Committee
- v. sign the monthly financial statement presented by the Director as an indication of the acceptance of the statement by the Board
- vi. serve as liaison for the library staff

b. The Vice President will:

- i. perform such functions as may be assigned by the President or the Board
- ii. serve as a member of the Executive Committee
- iii. perform all the functions of the President in his/her absence or disability and assume the presidency if that office is vacated before a term is completed.

c. The Secretary will:

- i. record and properly file, in permanent form, complete proceedings of each Board meeting (This responsibility may be discharged with the assistance of appropriate library personnel.)
- ii. send a copy of such proceedings to each Board member prior to the subsequent meeting (This responsibility may be discharged with the assistance of appropriate library personnel.)
- iii. sign the monthly financial statement together with the President
- iv. perform all the functions of the President in the simultaneous absence and/or disability of the President and Vice President
- v. serve as a member of the Executive Committee

Article III—Meetings

Section 1. Regular meetings will be held monthly, with the date, hour and location being determined by the Board. Robert’s Rules of Order will provide the standards for procedures.

Section 2. Special meetings may be held at any time, at the call of either the President or upon the written and signed request of any three (3) members of the Board; however, at least twenty-four (24) hours advance notice of the special meeting must be given to all Trustees and the public, as required by Iowa's Open Meeting laws. The call for the meeting will state what business will be addressed at the meeting.

Section 3. A quorum at any meeting will consist of seven (7) or more Trustees.

Section 4. A vote will be decided by a simple majority of the Trustees voting except in the case where other criteria are required by ordinance or statute. The presiding officer votes only in the event of a tie.

Section 5. An agenda for each regular Board meeting will be made available to the Trustees prior to the meeting, together with necessary discussion materials.

Section 6. The agenda will be made available to the public at least twenty-four (24) hours prior to the meeting, by posting or advertising it in places generally available to the public.

Section 7. The order of business for regular meetings shall include but not be limited to the following items:

- a. Call to Order
- b. Public Forum
- c. Reading of the Minutes
- d. Communications
- e. Director's Report
- f. Friends Report
- g. Committee Reports
 - i. Budget
 - ii. Building
 - iii. Operations
 - iv. Policy
- h. Bills and Payroll + Postage
- i. Unfinished Business
- j. New Business
- k. Future Agenda Items
- l. Adjournment

Section 8. The Public Forum, referred to in Section 7, is provided not as a time for discussion between the public and the board but as an opportunity for the public to offer comments for the board's consideration at the appropriate time. The time allowed for individual comments and the total time allowed for public comment may be limited by the presiding officer in order to complete the business of the meeting.

Article IV--Committees

Section 1. The president shall appoint the following standing committees and report the membership of such committees to the board at the first regular meeting after July 1st.

- Budget Committee
- Building Committee
- Operations Committee
- Policy Committee

Section 2. Trustees shall serve on the standing committees as liaisons between the board and Director/Librarian and will be available to the Director/Librarian to give advice and guidance and shall meet as often as necessary as determined by the committee.

Section 3. The various committees shall at all times be subject to the direction of the board. They shall take no action and make no contracts involving matters of policy or expense without first securing the approval of the board at a meeting thereof.

Article V--The Director

1. The Director's duties and responsibilities are detailed in the Director's job description found in the Shenandoah Public Library policy book.

Article VI—Amendments to the Bylaws

Section 1. Amendments to these Bylaws may be adopted by a majority vote at any regular meeting of the Board, provided that notice of the proposed amendments has been given to the Trustees at least seven (7) days prior to the meeting.

Article VII—Indemnification

Section 1. The Shenandoah Public Library shall defend, indemnify and save harmless its Board of Trustees and officers from and against all costs and expenses imposed upon or incurred by any such person in connection with or resulting from any claim, demand, action, suit, prosecution, investigation and/or proceeding in which any such person may be involved by reason of current or former service as a member of the Board of Trustees or an officer of the Shenandoah Public Library. Such indemnification shall be provided (i) even if such person is no longer serving in such capacity and (ii) to the estate, executor, administrator, and personal representative of any such person who is deceased. "Costs and expenses" shall include, but not limited to, attorney fees and expenses, costs of investigation and preparation, settlements, judgments, awards, decrees, fines and/or penalties. Advances for such costs and expenses may be made by the Board of Trustees upon approval by resolution of the Board. The indemnification provided hereunder shall be provided to the fullest extent allowed by law.

The Shenandoah Public Library shall indemnify and save harmless its employees to the extent provided in any applicable (i) bargaining unit contract, (ii) employee handbook or policy, (iii) as otherwise determined by the Board of Trustees.