



BASALT REGIONAL LIBRARY DISTRICT
BYLAWS

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BASALT REGIONAL LIBRARY DISTRICT
BYLAWS

Article 1: Name

The name of the library is The Basalt Regional Library District, herein after referred to as “BRLD”. The governing body of BRLD is the Board of Trustees, herein after referred to as “Board”.

Article 2: Authority

The BRLD Board of Trustees is created by authority of the Colorado Revised Statutes, 24-90-101, et seq.

Article 3: Purpose

The purpose of the Board is to make library policy decisions, supervise the administration of library affairs in accordance with these policy decisions, and represent the constituents of the district in these decisions.

Article 4: Membership on the Board of Trustees

Section 1. Number of Trustees.

C.R.S. 24-90-108, states, “(1) The management and control of any library established, operated, or maintained under the provisions of this part 1 shall be vested in a board of not fewer than five nor more than seven trustees. Appointees to the library board of trustees shall be chosen from the residents within the legal service area of the library.” Therefore, the BRLD Board will consist of 7 members. Since the District’s boundaries include portions of Eagle and Pitkin Counties and the entire Town of Basalt (herein after referred to as the “Legislative Bodies”), there will be three Trustees representing each county and one Trustee representing the Town of Basalt. Trustees must be permanent residents of the area they represent and must be at least eighteen years of age on the date of the first regular board meeting following appointment.

Section 2. Appointment of Trustees.

C.R.S. 24-90-108 (2)(c) states, “In a library district established by only one governmental unit, the legislative body of the governmental unit shall decide the number of its members to be appointed to the committee formed to appoint the initial board of trustees in accordance with the requirements of this paragraph (c). In a library district established by more than one governmental unit, the legislative body of each participating governmental unit shall appoint two of its members to a committee that shall appoint the initial board of trustees. Thereafter, any such legislative body or bodies may either continue such a committee or delegate to the board of trustees of the library district the authority to recommend new trustees. Trustee appointments shall be ratified by a two-thirds majority of the legislative body; except that the failure of a legislative body to act within sixty days upon a recommendation shall be considered

a ratification of such appointment.” Accordingly, prior to the expiration of a Trustee’s term or upon the occurrence of a vacancy on the Board, the Legislative Body in the part of the District with the vacancy will appoint one to two members to a joint committee with BRLD Trustees and Executive Director to interview applicants. The BRLD Trustees wish to maintain objectivity in the selection of Board members, and therefore request participation of the Legislative Bodies in trustee interviews and selection. Interviews may be conducted in-person or via web conferencing technology. After the interview, the joint committee will present its recommendation to the Board of Trustees for a vote to recommend the candidate to the associated Legislative Body for ratification.

Section 3. Vacancies and Recruitment.

Vacancies to fill partial terms will be addressed as they arise, in the same manner as new appointments for term expirations. Upcoming term expirations will be announced by the Secretary at the regularly scheduled December meeting. The Board will request the Executive Director to advertise the open position and set a prescribed closing date for applications. A Trustee who is eligible to apply for a second term must also apply by the deadline. The Executive Director will collect applications, confirm residency, coordinate interview schedules, and schedule interviews with the candidate, the Board of Trustees, and at least one representative from the respective Legislative Body. All applications received by the closing day will be distributed to the BRLD Board and respective Legislative Body.

Section 4. Term of Office.

A full term of office for each Trustee is three years. Terms expire on March 1, or until the Legislative Bodies approve and ratify Trustee appointments or re-appointments for expiring seats. One Trustee from each county will be appointed in each of three consecutive years to stagger terms in a three-year cycle.

Trustees may serve on the Board for two full consecutive terms. However, if a Trustee completes a partial term of one year or less, that person will be eligible to apply for an additional two terms. If a Trustee completes a partial term of more than one year, that person will be eligible to apply for only one additional term. A Trustee may hold office for a maximum of seven consecutive years. After this time, he or she must wait a minimum of one year before reapplying for a Board position.

Section 5. Trustee Responsibilities.

Each Trustee is responsible for the following:

1. Board meeting attendance (see Section 6, below).
2. Committee participation.
3. Reading and adhering to BRLD Bylaws. Bylaws will be provided to all newly appointed Trustees.
4. Reading and adhering to BRLD Code of Ethics, Addendum 1 attached to these Bylaws.

Section 6. Removal of a Trustee.

A library Trustee may be removed only by a majority vote of their appointing Legislative Body, but only upon a showing of good cause as defined here:

1. When a Trustee accumulates five (5) unexcused absences (or nine (9) absences of any type from March 1 through February 28, the Board President and/or Executive Director will meet with the Trustee to understand why they have been absent. A plan will be made to support the Trustee in participation and accountability. If the Trustee does not follow and meet the plan, the issue will be elevated to the Board.
 - a. The A trustee is considered absent any time they do not attend a Board meeting or committee meeting. An absence can be either excused or unexcused.

Excused absences require that the Trustee notify the President of the Board or the Executive Director as soon as possible. Excused absences as defined in the Bylaws are any absence for which a trustee notifies in advance that they will be absent, Trustees are asked to recognize that occasionally there are significant consequences to the District for not having a quorum at a Board meeting. In that case, the trustee may be asked to attend virtually if at all possible. Emergency absences will be considered excused. Trustees absent due to travel are asked to consider attending a meeting virtually.

An unexcused absence is any absence that does not meet the above criteria. An unexcused absence may be changed to an excused absence for good cause by the Director and President.

- b. At a Board meeting, the Board will discuss and possibly vote to direct the President to send a letter to the appropriate appointing body requesting the removal of the trustee. A Trustee may only be removed from the Board by a majority vote of the appointing body. For BRLD, the appointing body is the Board of County Commissioners of Eagle or Pitkin County, or the Town of Basalt Town Council.
2. A Conflict of Interest as described in Article 4, Section 7 of these Bylaws,
3. Neglect of an Officer's duties, defined in Article 5, Sections 3-6 of these Bylaws, or
4. Any other violation of BRLD's Code of Ethics, in Article 11 of these Bylaws.

If any of the above conditions are met, the President may, with the approval of a majority vote of the Board of Trustees, send a letter to the Board of County Commissioners or Town Council requesting that the Trustee be removed for good cause.

A Trustee may resign at any time by giving written notice to the President or Secretary of the Board of Trustees. Any resignation will take effect at the time specified in the notice.

Section 7. Conflict of Interest.

A conflict of interest arises when a Trustee is in a position to derive personal benefit from actions or decisions made in their official capacity. BRLD strives to promote public confidence in the Library by ensuring the impartiality, integrity, and honesty of itself and the Board. As such, the Board of Trustees and its appointed committees will ensure that their actions do not present a conflict of interest. If a Trustee voices a conflict of interest, it will be noted in the Board meeting minutes. The Trustee will recuse himself/herself/themselves from both the discussion and vote, and will not otherwise participate in this item.

Section 8. Compensation.

A Trustee will not receive any compensation for services. If the Board approves, a Trustee may be reimbursed for traveling expenses and registration fees when traveling on library business.

Section 9. Solicitation on Premises.

No Trustee is permitted to engage in solicitation of any kind, or in any political activity on the library premises.

Article 5: Officers and their Duties

Section 1. Officers.

The officers of the Board of Trustees will be President, Vice President, Secretary and Treasurer, and Officers will be elected each year at the regular March meeting of the Board. Each officer will serve for a period of one year and cannot serve more than two consecutive years in the same office. If an officer resigns his/her position during the year, the Board will make an appointment, by majority vote, to fulfill the remainder of the officer's term.

Section 2. Election of Officers.

Each year at the Annual Meeting, to be held in January, the President will appoint two non-officers to form a Nominating Committee. The Nominating Committee will gather and present nominees for officers at the March Board of Trustees meeting. Officers will be elected at the March meeting. New officer terms will take effect at the next regular meeting following election of officers.

Section 3. Duties of the President.

The President is the chief executive officer of the Board. The President sets Board Meeting agendas with input from other Trustees and the Executive Director, conducts all Board Meetings following Parliamentary Procedure, appoints all committees and arranges for presentation of their reports at Board Meetings, executes all documents authorized by the Board, and performs other official duties as the Board may request.

Section 4. Duties of the Vice-President.

The Vice-President will fulfill the duties of President in the President's absence and will fulfill other duties assigned by the President or the Board.

Section 5. Duties of the Secretary.

The Secretary will review and be responsible for the accuracy of the Board meeting minutes, and attest to official documents of the District as necessary. Upcoming term expirations will be announced by the Secretary at the regularly scheduled December meeting.

Section 6. Duties of the Treasurer.

The Treasurer will chair the Finance Committee, develop and review financial policies and procedures to ensure responsible oversight of library funds, work with the Executive Director and accountant(s) to ensure the accuracy of BRLD's finances, and present monthly financial reports at each Board meeting. The Treasurer will participate in the annual audit as needed. The Treasurer will oversee the annual budget process for the ensuing fiscal year and will conduct timely budget meetings with the Board and Executive Director to ensure compliance with state regulations and deadlines.

Article 6: Meetings

Section 1. Annual Meeting.

The Annual Meeting will be the regularly scheduled meeting held in January of each year. The purposes of this meeting are to:

1. Provide a current, accurate map of the District boundaries.
2. Establish the location on the library premises where notice of meetings will be posted during the year.
3. Appoint a two-person Nominating Committee.
4. Receive end-of-year reports from Board committees.

Section 2. Regular Meetings.

Regular monthly meetings will be held on the third Monday of each month beginning at 5:15 pm in the Community Room of the library and via web conferencing technology. Notice of all regular and special Board meetings with their final meeting agendas will be posted at least twenty-four (24) hours in advance of the meeting at the official posting place for library notices. If more than two (2) Trustees are expected to attend any meeting, the meeting will be noticed pursuant to Article 6, Section 1.

Section 3. Special meetings.

Special Meetings may be called by either the Board President, the Executive Director, or any two Trustees. Notice of special meetings will be posted at the designated posting place at least twenty-four (24) hours in advance of the meeting.

Section 4. Board Meeting Protocol.

1. Agenda. The President of the Board, with the aid of the Executive Director and with input from other Trustees, will compose and provide an agenda and board packet to all Board members prior to any regularly scheduled meeting or special meeting. The agenda will contain information for Trustees, staff, and members of the Public to connect to the meeting via web conferencing technology. Members of the public may request items be placed on the agenda, providing they do so in a timely manner. The Executive Director will post the agenda pursuant to CRS 24-6-402 (2) (c), as directed by the Board of Trustees.
2. Quorum. A quorum for the transaction of business will consist of four (4) Trustees. Trustees attending via web conferencing technology count toward a quorum. If a quorum will not be present on the official meeting date, the Board will not take any action until the next regular or special meeting at which there is a quorum.
3. Voting. All Trustees, including the President, are entitled to vote. A majority vote is required for passage. Trustees attending via web conferencing technology are entitled to vote. No vote may be taken in Executive Session.
4. Public Comment. The public is invited to all meetings of the Board and will have an opportunity to speak before the Board. Refer to the BRLD Public Comment Policy.
5. Executive Sessions. Executive Sessions will be on the agenda, and will be noticed as written in pursuant to CRS 24-6-402 (2) (c), as directed by the Board of Trustees. If an Executive Session is on the agenda the Board will follow the Colorado Open Meetings Law CRS 24-6-402 regarding Executive Session topics and procedures. No vote may be taken in an Executive Session.

Article 7: Committees

Section 1. Standing Committees.

The Board of Trustees has several standing committees:

1. Facilities Committee
2. Finance Committee.
3. Personnel Committee
4. Policy Committee

Standing committees may be comprised of Trustees, staff, and community members. The Personnel Committee will be comprised of two Trustees, the Executive Director, and a member of the staff, preferably the Human Resources Manager.

Section 2. Ad Hoc Committees

The President may also appoint Ad Hoc committees as needed to accomplish short-term, specific goals of the Board.

Section 3. Work Sessions

Work sessions are called by the Executive Director, the President (in the case of Board work sessions), or the Chair of any library committee (in the case of committee work sessions). Work

sessions are intended to be informational meetings of the Board or committee. No formal action may be taken. If more than two (2) Trustees are anticipated to be in attendance, the meeting will be noticed pursuant to Article 6, Section 1.

Section 4. Duties of Committee Chairs.

1. Appoint committee members.
2. Appoint community representatives.
3. In coordination with the Executive Director, create an agenda for each committee meeting.
4. Each committee will enact rules of procedure that it deems necessary, as long as those rules conform to these Bylaws.
5. The committees will serve as recommending bodies to the Board, and the Board retains final decision-making authority.

Section 5. Community Representatives

The chairpersons of each standing committee will strive to appoint at least one community representative as regular committee members. No relative of any library employee may be appointed as a community representative due to potential conflict of interest arising from such appointment. Community representatives must live within the District.

Section 6. Duties of Community Representatives

Each Community Representative is responsible for the following:

1. Reading and adhering to BRLD Bylaws. Bylaws will be provided to all community representatives.
2. Reading and adhering to BRLD Trustee Code of Ethics, Article 11 of these Bylaws.

Article 8: Duties of the Board of Trustees

The Board of Trustees will have all powers and duties as set forth in Colorado Revised Statutes 24-90-109, including, but not limited to, the following:

Section 1. Employment of the Executive Director.

The Board will interview applicants, employ, and set the salary and duties of the Executive Director. The Board will annually evaluate the Executive Director and accept/terminate the Executive Director's contract.

Section 2. Annual Budget.

The Board will adopt a budget and make appropriations for the ensuing fiscal year. This budget will be submitted to the governing legislative bodies, as required by law. The Board will certify to the Legislative Bodies the sums necessary to maintain and operate the library during the ensuing year.

Section 3. Annual Audit.

The Board will enter into an agreement with a Certified Public Accounting firm to conduct an annual audit of the financial statements of the District in a timely manner as mandated by state law.

Section 4. Financial Operations.

The Board is responsible for all other financial operations of the District including bonding of persons entrusted with funds, authorizing purchase of equipment and materials recommended by the Executive Director, entering into contracts, borrowing funds, and requesting elections to alter taxes to support the District.

Section 5. Gifts.

The Board will accept and acknowledge gifts that will benefit the users of the library. This duty may be delegated to the Executive Director.

Section 6. Land.

The Board may hold land by loan, gift, lease, or purchase for library purposes, to be held in the name of the "Board of Trustees of the BRLD."

Section 7. Buildings.

The Board may receive by loan, gift, lease or purchase appropriate buildings for library purposes. In addition, they may erect or acquire such other buildings as may be needed.

Section 8. Personal Property.

The Board may lease, rent, purchase, or otherwise acquire such items of personal property as are necessary to conduct library operations.

Section 9. Reports to the Legislative Bodies.

At the close of each calendar year, the Board will supply the Legislative Bodies with a report showing the condition of its finances, money expended, the purposes of expenditures and other statistics the Board deems of public interest. This responsibility is delegated to the Executive Director.

Section 10. Annual State Report.

The Board will respond to the State Library's public library survey at the end of the calendar year. The report will contain such other statistics and information as may be required by the State Library. This duty is delegated to the Executive Director.

Section 11. Appeals to Requests for Reconsideration.

The Board of Trustees will act as an appeal committee and final arbiter to address any community member's appeal of a staff decision on a request for reconsideration. The decision

of the Board of Trustees will be final and binding on all parties. For more information refer to the BRLD Reconsideration Policy.

Article 9. Amendment of Bylaws

A draft of proposed changes to the Bylaws will be presented for discussion at a regular meeting of the Board. At the following regular meeting it will be presented again for discussion and vote. A majority vote is required for passage.

Article 10: Parliamentary Authority

The most recent edition of Robert’s Rules of Order, newly revised will serve as parliamentary authority for the Board of Trustees or committee meetings in the event that these bylaws do not provide for procedure.

Article 11: Trustee Code of Ethics

The Board of Trustees of the BRLD will adhere to the following code of ethics:

1. Trustees, in the capacity of trust placed upon them, will observe ethical standards with absolute truth, transparency, integrity, and honor.
2. Trustees must avoid situations in which personal interests might be served or financial benefits gained at the expense of library users, colleagues, or the situation.
3. It is incumbent upon any Trustee to disqualify himself/herself/theirself immediately whenever the appearance or a conflict of interest arises.
4. Trustees must distinguish clearly in their actions and statements between their personal philosophies and attitudes and those of the institution, acknowledging the formal position of the Board, even if they personally disagree.
5. A Trustee must respect the confidential nature of library business while being aware of and in compliance with applicable laws governing freedom of information.
6. Trustees must be prepared to support to the fullest the efforts of library staff in resisting censorship of library materials by groups or individuals.
7. Trustees who accept Board responsibilities are expected to perform all of the functions of Trustees, as set forth in the Bylaws.
8. Trustees must conduct themselves in a professional manner with courtesy and respect to other Trustees, Patrons, and BRLD Staff.

These Bylaws were amended and adopted by a majority vote at a meeting of the Board of Trustees of BRLD on

Date

Carolyn Kane, Board President

Date

Eric Pelander, Board Vice President