

# Yale Valley Library District

## BOARD OF TRUSTEES BY-LAWS

### ARTICLE I POWERS, PURPOSE, AND RESPONSIBILITIES:

Section 1.1 Name: The name of the municipal corporation duly established pursuant to Chapter 27.12 of the Revised Code of the State of Washington shall be **Yale Valley Library District**, hereinafter referred to as the District.

Section 1.2 Legal Basis: By and in the corporate name, the District shall have and exercise all powers, functions, rights and privileges now and hereafter given or granted to, and hereafter imposed upon municipal corporations of the same class, by the Constitution and laws of the State of Washington, and shall have an exercise all other powers, functions, rights and privileges usually exercised by, or which are incidental to, or inherent in, municipal corporations of like character and degree.

### ARTICLE II GOVERNING BOARD, BOARD COMPOSITION:

Section 2.1 Board Composition: The governing body of **Yale Valley Library District** shall be a Board of Trustees, hereinafter referred to as the Board, which shall consist of five members, appointed by the Board of Commissioners of Cowlitz County Washington. Trustees must be residents of the District at the time of appointment.

Section 2.2 Term: One Trustee shall be appointed annually to serve a five year term. No Trustee may serve more than two consecutive terms.

Section 2.3 Vacancies: Vacancies shall be filled for unexpired terms by the Board of Cowlitz County Commissioners. A Trustee appointed to fill a vacancy shall serve the remainder of the term of the Trustee replaced.

Section 2.4 Compensation: A Trustee shall not receive a salary or other compensation for services as a Trustee, but necessary expenses actually incurred shall be paid from District funds.

Section 2.5 Removal: A Trustee may be removed for just cause by the Cowlitz Commissioners after a public hearing upon a written complaint stating the grounds for removal, which complaint, with a notice of the time and place of the hearing, shall have been served upon the Trustee at least fifteen days before the hearing.

ARTICLE III OFFICERS:

Section 3.1 Election: The Board shall elect from its members a Chair, Vice-Chair, and Secretary-Treasurer, who shall be voting members at its regular September meeting. These officers shall serve a one-year term, September through October 1 of the year following their election, or until successors are duly elected. Officers may serve for more than one consecutive term.

Section 3.2 Duties of the Chair and Vice-Chair:

- A. The Chair shall preside at all meetings of the Board; plan each meeting agenda with the Secretary-Treasurer; authorize special meetings; appoint committees; serving as an ex-officio member of each; execute authorized documents; and perform all other duties associated with that office. The Chair shall act as spokesperson for the Board and act as its representative with other organizations and activities unless another representative shall otherwise be authorized by the Board; provided however the Chair may delegate to any Trustee these duties and such person shall make no statements that will obligate or commit the District except pursuant to prior authorization of the Board.
- B. In the event of the Chair's absence or inability to act, the Vice-Chair shall assume the Chair's duties.

Section 3.3 Duties of Secretary-Treasurer: The Secretary-Treasurer shall insure that a true and accurate record is maintained of all meetings of the Board, and that true and accurate financial records of the District are maintained, and copies provided to the Board.

Section 3.4 Vacancies: Vacancies in either office shall be filled at the next regular meeting of the Board. Any officer elected shall fill the entire unexpired term.

ARTICLE IV DUTIES OF THE BOARD:

Section 4.1 Duties of the Board: The Board of the District shall provide the policy and legislative direction for the District.

Pursuant to RCW 27.12.210, the Board shall:

- A. Adopt such by-laws, rules, and regulations for its own guidance and for the government of the District as it deems expedient.

- B. Enter into agreements with other public entities for the provision of library services.
- C. Annually submit a budget to the Board of County Commissioners in ample time for it to make the tax levies for District purpose.
- D. Have exclusive control of District finances, as permitted by state law governing library services.
- E. Accept such gifts of money or property for District purposes as it deems expedient.
- F. Lease or purchase land for library buildings at such time as directed by the Board.
- G. Lease, purchase, or erect buildings for library purposes, and acquire such other property as may be needed for that purpose, at such time as directed by the Board.
- H. Have supervision, care, and custody of all property.
- I. Do all other acts necessary for the orderly and efficient management and control of the District.
- J. Be informed when private funds or friends funds are designated for YVLD.

Section 4.2 Committees: The Chair, in consultation with the Board, may form standing or special committees and may appoint Trustees and others to serve on the committees. At the time a committee is formed, the Chair and Board shall specify its objective and duration. Committee recommendations shall be presented to the Board for consideration.

Section 4.3 Appeals of Administrative Decisions: The Board shall serve in a quasi-judicial capacity in hearing appeals of administrative decisions and shall adopt and make available procedures governing the appeal process.

ARTICLE V MEETINGS:

Section 5.1 Regular Meetings: Regular meetings shall be held periodically on a day and time established by a resolution of the Board. If the day falls on a holiday, such regular meeting shall be held on the next business day, unless otherwise determined by the Chair. Meetings shall be held at a location specified by the Chair. A meeting schedule for the new year, will be presented by the Chair at the last regular meeting of the preceding year to be adopted and published by the Board.<sup>1</sup>

<sup>1</sup>Amended by the YVLD Board of Trustees March 17, 2005

- Section 5.2 Regular Meeting Changes: The regular meeting date and/or time may be changed to another specified date and/or time by the Chair due to anticipated or actual absence of a quorum of the Board. Meetings held on the changed date shall constitute a regular meeting of the Board and all regular business may be transacted at the meeting. If a quorum is not present for a meeting, the presiding officer may continue the meeting to another time and place specified in the order of continuance.
- Section 5.3 Special Meetings: Special meetings may be called at any time by the Chair or by a majority of the whole Board, for the transaction of only that business stated in the Notice of Special Meeting.
- Section 5.4 Emergency Meetings: Emergency meetings may be called as provided for in RCW 42.30.070.
- Section 5.5 Meeting Notification:
- A. Written notification of any regular meeting shall be delivered to each Trustee prior to the meeting time. Written notification of a special meeting, meeting continuation, or change of meeting place or time shall be delivered to each Trustee at least twenty-four (24) hours prior to the meeting time. A Trustee may waive the notification requirement.
  - B. A local newspaper of general circulation and other newspapers which have filed with the District a written request to be notified of regular or special meetings shall be notified of such meetings by a written notice delivered at least twenty-four (24) hours prior to the meeting time. The notice shall be written by the Chair or his/her designee.
- Section 5.6 Quorum & Voting: A majority of all members of the Board shall constitute a quorum for the transaction of business. A majority of those present is necessary to take action on any item coming before the Board. The Chair or Vice-Chair may introduce, vote upon, move, or second action before the Board.
- Section 5.7 Agenda: The agenda for each Board meeting shall be determined by the Chair in consultation with the Secretary. Board members may make suggestions for future Agendas at a regular meeting or by contacting the Chair.
- A. The written agenda may be delivered to each Trustee, with pertinent information and documents related to the items of business.

- B. With no opposition from Trustees, the Chair may deviate from the order of business on the published meeting agenda and may add items to the agenda.
- C. Items of business not included in a meeting agenda may be added to the agenda at a regular meeting upon a majority vote of Trustees present.

Section 5.8 Public Participation at Meetings:

- A. Requests by members of the public to place an item of business on an agenda that require action must be made to the Chair at least one week prior to a regular meeting and may be included on the agenda at the discretion of the Chair.
- B. Members of the public may make presentations or comments to the Board at the time specified on the published agenda. The Board may, at its discretion and with a majority vote, place an issue brought forth during a public comment period on the agenda of a specified future meeting. No action will be taken at the meeting during which the issue is brought forth. Discussion or comment by the public at any other point in the meeting shall be permitted at the discretion of the Chair.
- C. At the discretion of the Chair or with a majority vote of the full Board, a public hearing on a specific issue may be held. The Board shall adopt and make available procedures governing the public hearing process.

Section 5.9 Parliamentary Procedure: Unless otherwise governed by the provisions of these By-laws or laws of the State of Washington, Roberts Rules of Order (latest revised edition) shall govern the conduct of all Board meetings. The Chair or his/her designee shall serve as Parliamentarian.

Section 5.10 Board Acting as a Body: The Board shall act as a body in making its decisions and announcing them. No Trustee shall speak or act for the Board without prior authorization of the Board, except as otherwise provided for in these By-laws.

Section 5.11 Records of Board Meetings: The proceedings of Board meetings shall be recorded in minutes, maintained in the Administrative Office of the District. The minutes shall consist primarily of a record of the action taken. Minutes of each meeting shall be forwarded to all Trustees prior to the next regular meeting for their reference and correction. At the next regular meeting, the Board shall consider the minutes for adoption or necessary corrections.

Section 5.12 Absences: It is the intention of the Board to maintain full representation of the District in all deliberations, regular attendance of Trustees at meetings is encouraged. If unable to attend a meeting, each Trustee is responsible for notifying the Chair in advance of the pending absence.

Section 5.13 Open Public Meetings Act: All Board meetings are governed by the provisions of the Open Public Meeting Act. Chapter 42.30, RCW

~~ARTICLE VI SEVERABILITY:~~ *egk*

ARTICLE <sup>VI</sup> VII AMENDMENTS: *egk*  
These By-laws may be revised or amended at any regular or special meeting of the Board upon approval of three-fifths of its total membership, provided that Trustees receive copies of the proposed change(s) at least one week prior to that meeting.

Approved and adopted: 07/21/2016 (date)

*Eric Reese* 07/21/2016  
*Elizabeth Kennedy* 7/21/16  
*Christie Anderson* 7/21/16  
*DM* 7/21/16  
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