



## **BYLAWS OF THE CITY OF NOVI LIBRARY BOARD NOVI PUBLIC LIBRARY**

### Article I Identification

The official name of this body shall be the City of Novi Library Board, and it shall be referred to herein as the "Library Board". The authority of the Library Board is established and defined under Chapter 16 of the Novi City Charter, Chapter 19 of the City of Novi Code of Ordinances, and Act Number 164 of the Public Acts of Michigan of 1877 as amended. The Library Board will exercise the powers and assume the duties granted or assigned to it under said statute and ordinances. All meetings and business of the Novi Public Library shall be conducted in accordance with the Michigan Open Meetings Act (Act No. 267 of Public Acts of 1976 as amended, MCL 15.261-15.275).

The Library Board has the responsibility of championing the cause of intellectual freedom.

### Article II Membership

Section 1. Appointments and Terms of Office. The City of Novi Library Board shall consist of seven (7) members (a "member" or a "trustee"), appointed by the Mayor, with the approval of the City Council. Members shall serve terms of three (3) years each and shall hold office until their respective terms have expired and their successors have been duly appointed and qualified, or until they earlier resign.

Section 2. Meeting Attendance. Members shall attend all regular and special meetings of the Library Board. The Library Board may request the City Council to remove any member for neglect of duty who has two successive unexcused absences from regular or special meetings. An unexcused absence is one in which the Board member failed to notify the Library in advance of an anticipated absence

Section 3. Vote. Each Board member shall have one vote on any question being considered. Votes may only be cast in person, and Board members may not grant proxies to other Board members.

Section 4. Compensation. Members of the Board shall serve without compensation.

Section 5. Resignation. Resignations from the Library Board shall be submitted in writing to the Mayor and the City Council and shall be automatically effective upon delivery without need of acceptance.

Section 6. Vacancies. In the event of a vacancy on the Board, the Library Board will await appointment by the Mayor with the approval of City Council within the next appointment cycle.

Section 7. Student Representatives. The Mayor of the City of Novi may appoint two student representatives to attend all open meetings of the Library Board. The student representatives will act as liaison between the Library and student organizations of the schools in which they attend and will advise the Board and Library staff concerning youth and teen issues that are pertinent to the Library. Students serve ex-officio, as non-voting members of the Library Board. Appointment cycle runs January – December, serving two terms based on positive attendance records and engagement. (Refer to Resolution Regarding Terms of Youth Council Members and Appointment to Other Boards and Commission – August 8, 2016). Student Representative must be a resident of Novi, Michigan.

### Article III Officers

Section 1. The officers shall be a president, a vice president, a secretary, and a treasurer, elected from among the appointed trustees at the March annual meeting of the Library Board or if adjourned or cancelled, at the next regularly scheduled meeting of the Library Board. No member shall hold more than one office at a time.

Section 2. In the agenda packet for the annual meeting, the secretary shall present a slate of officers to the board for consideration. Additional nominations may be made by any member from the floor at that time.

Section 3. Officers shall serve until the next annual meeting and until their successors are duly elected.

Section 4. The president shall preside at meetings of the Board, call special meetings and authorize calls for 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 Library funds (except at times that the Library funds are administered by the City of Novi), and generally perform all duties associated with the office of president.

Section 5. The vice president shall act as the president in the absence of the president. In the event of a vacancy in the office of president, the vice president shall assume the office of president for the remainder of the president's unexpired term. The vice president shall perform such other duties as may be assigned by the president.

Section 6. A member of the library staff designated by the Library Director shall be assigned to keep accurate minutes of all meetings of the Board and shall issue and post notice of all regular and special meetings. The designated employee will be compensated for performing library board minutes. The library board secretary shall perform the foregoing duties in the absence of library staff and shall perform such other duties as are generally associated with the office of secretary.

Section 7. The treasurer shall make monthly reports to the Board showing in summary detail the amount and investment of, and additions to and disbursements from the Library funds.

Section 8. In case of a vacancy in any office other than the office of president, the vacancy shall be filled by vote at the next regular meeting of the Library Board after the vacancy occurs.

Section 9. In the event that the Library Board fails, refuses or is otherwise unable to fill any office, officers shall be automatically appointed with the eligible members with the most seniority filling the offices in the order of president, vice president, treasurer and secretary. Seniority is measured from the date and time of the member was first sworn in as a member of the Library Board and has been serving continuously.

Section 10. At the meeting prior to City Council Board appointment, the secretary will prepare a list of members whose term of office is expiring, the office they hold, and positions affected by reappointment.

#### Article IV Meetings

Section 1. Regular Meetings. The regular meetings shall be held each month, the date and hour to be set by the Board.

Section 2. Annual Meetings. An annual meeting for the purpose of the election of officers shall be held at the time of the regular meeting in March of each year or at the next regular meeting thereafter if the regular meeting in March does not occur. The President shall schedule a meeting at least once each year for the purpose of setting annual goals.

Section 3. Agendas and Notices. The order of business for regular meetings shall be according to an agenda that shall indicate the time, date, and place of the meeting and indicate all subject matters intended for consideration at the meeting. The agenda shall be transmitted to Board members at least two days prior to the meeting. The agenda will provide time for public participation. The agenda may be amended by action of the Library Board during Library Board meetings.

Section 4. Minutes. Minutes of all 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 in the Library. Library staff shall make proposed minutes available for public inspection within 8 business days after the meeting to which the minutes refer. Library staff shall make approved minutes available for public inspection within 5 business days after the meeting at which the minutes are approved by the Board.

Section 5. Special Meetings. Special meetings may be called at the direction of the president, and shall be called at the written request of a majority of the 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. The purpose of the meeting shall be stated in the notice of the meeting.

Section 6. Quorum. A quorum for the transaction of business at any meeting shall consist of a majority of the members of the Board.

Section 8. 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. The Library Board may appoint a parliamentarian.

Section 9. Public Participation. Members of the public may address the Board at any of its regular or special meetings, as provided for in the Open Meetings Act. Public comment is limited to three (3) minutes per person during each public comment period.

The president will present the following public comment guidelines prior to inviting guests to speak:

In order to hear all citizen comments at a reasonable hour, the Library Board requests that speakers respect the three (3) minute time limit. This is not a question-answer session, therefore, Library Board members will not respond to questions. It is an opportunity to voice your thoughts with the Novi Public Library Board of Trustees. All issues must be addressed to the Library Board, not to individual board members.

Guests will be asked to state their full name and address.

Section 10. Broadcast and Recording. Meetings of the Board shall be broadcast by a media generally available to the citizens of the City of Novi unless broadcast facilities are unavailable, inoperable or if it is otherwise impractical for broadcast to occur. Visual/audio recordings of all meetings shall be available at the Library and on the Library's internet site for a period of time determined by the Library Director but not less than 3 months after the meeting. Closed meetings shall not be broadcast or recorded.

#### Article V Committees

Section 1. Standing Committees. The following committees: Finance Committee, Human Resources Committee Events/Marketing/Fundraising Committee, Strategic Planning Committee, Building/Landscaping Committee, Diversity, Equity and Inclusion Committee, and Policy Committee and a chairperson for each shall be appointed by the president promptly after the annual meeting.

Section 2. Powers. Committees shall make recommendations to the Board as pertinent to Board meeting agenda items and no committee shall have other than advisory powers.

Section 3. Ad Hoc Committees. Ad hoc committees for the study of special circumstances 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.

Section 4. Board committees may be appointed by the President and may also consist of Novi citizens, Library staff and other qualified resource persons or experts.

#### Article VI

##### Duties of the Board of Trustees

Section 1. Responsibility for the operation of the Novi Public Library is vested in the Library Board. Subject to State law and City ordinance, the Board has the power and duty to determine the policies, rules and regulations governing Library operations and services.

Section 2. The Library Board shall select, appoint and supervise a Library Director. The Library Board shall annually review the performance of the Library Director and set the salary and benefits of the Library Director.

Section 3. The Library Board shall adopt and approve a budget for each fiscal year.

Section 4. The Library Board shall have exclusive control of the expenditure of all monies collected, donated or appropriated for the library fund and shall approve all library expenditures. The Board may delegate administration of any Library funds to the City of Novi.

Section 5. The Library Board regularly reviews various physical and building needs to see that they meet the requirements of the overall library program.

Section 6. The Library Board shall study and support legislation that will bring about the greatest good to the greatest number of library users.

Section 7. The Library Board shall cooperate with other public officials and boards and maintain vital public relations.

Section 8. The Library Board shall approve and submit an annual report of the operations of the Library to the Novi City Council.

#### Article VII Library Director

The Library Director shall be the chief officer of the Library and shall be responsible for the implementation of the rules and policies established by the Library Board. The Library Director shall be responsible for the day-to-day management and operation of the Library. The Library Director shall act as an advisor to the Board. The Library Director shall attend all Board meetings unless excused for good cause, and may be excused from closed sessions other than any closed session to review the performance of the Library Director, and shall have no vote.

#### Article VIII Conflict of Interest

Section 1. Board members may not in their private capacity negotiate, bid for, or enter into a contract with the Novi Public Library in which they have a direct or indirect financial interest.

Section 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 financial interest.

Section 3. A board member may not receive anything of value that could reasonably be expected to influence a vote or other official action.

#### Article IX General

Section 1. An affirmative vote of the majority of all members of the Board present at a meeting at which a quorum is present shall be necessary to approve any action before the Board. The president may vote upon and may move or second a proposal before the Board.

Section 2. Any notice permitted or required to be given by these Bylaws may be given by personal delivery, first class mail, or by e-mail transmission. In the case of first class mail, then notice shall be deemed to have been given on the date of the postmark. It is the responsibility of each member to keep the Library Director informed of their current and accurate contact information.

Section 3. These bylaws may be amended at any regular meeting of the Library Board by majority vote of all members of the Board, provided that notice of the proposed amendment shall have been given to all members at least ten days prior to the meeting at which such action is proposed to be taken.