

Bylaws

Of The

Southwest Wisconsin Library System (SWLS)

Board of Trustees

Revised and Updated Version Adopted November 8, 2006

Article I Name and Authority

The name of this organization is the Southwest Wisconsin Library System (SWLS), located in Fennimore, WI, established in 1974 under the provisions of Chapter 43, Wisconsin State Statutes, exercising the powers and authority and assuming the responsibilities delegated to it under said statutes as a federated library system.

Article II Membership

Section 1. Membership in SWLS consists of Crawford, Grant, Iowa, Lafayette, and Richland Counties.

Section 2. Other counties may join SWLS through procedures established in Chapter 43, Wisconsin State Statutes.

Article III

Board of Trustees

Section 1. Number and qualifications.

The governing body of SWLS is comprised of 16 (sixteen) members appointed by the county boards of each participating county in proportion to the population (with the exception of the Resource Library appointee). The Resource Library shall have representation on the board with an appointee from the Resource Library Board (appointed annually). No more than one member per county may be a County Supervisor.

- a. Representation will be as follows:

Crawford County	2 members
Grant County	6 members
Iowa County	3 members
Lafayette County	2 members
Richland County	2 members
Resource Library Board	1 member

- b. Representation will be evaluated and adjusted if need be after each Department of Administration Population Estimate.

- c. Size of the board may be increased in the case of one or more county(ies) joining SWLS (within the limitations of the Wisconsin State Statutes).

Section 2. Term of office.

The term of office of trustees shall be three years. The Resource Library Trustee shall serve a one-year term concurrent with the Resource Library Agreement.

Section 3. Disqualifications and vacancies.

Any member who moves out of the political subdivision he/she represents shall be responsible for notifying his/her appointing authority. Any member who resigns his/her position is also responsible for notifying his/her appointing authority. Upon notification of a vacancy the board may suggest three to five names to the appointing authority of persons who may qualify to fill the position. It is the responsibility of the appointing authority to fill the position. When any trustee fails to attend four consecutive meetings of the SWLS Board, the president shall notify the appointing authority, request the disqualification of the trustee, and may suggest three to five persons qualified to fill the position.

Article IV Officers

Section 1. The officers shall be a President, a Vice-President, and a Treasurer, elected from among the appointed trustees at the annual meeting of the board. A Secretary may be elected from among the appointed trustees or a SWLS staff member may be appointed by the SWLS trustees a meeting of the board.

Section 2. A nominating committee shall be appointed by the President at least one meeting prior to the annual meeting and will present a slate of officers at the annual meeting. Additional nominations may be made from the floor at that time.

Section 3. Officers shall serve a term of one (1) year from the annual meeting at which they are elected or appointed and until their successors are duly elected or appointed.

Section 4. The President shall preside at all meetings of the board, authorize calls for any special meetings, appoint all committees, execute all documents authorized by the board, serve as an ex-officio voting member on all committees (excluding standing committees), co-sign checks as necessary (all expenditures must be within the officially approved system line-item budget, and no blank checks may be signed), and generally perform all duties associated with that office. The President shall be bonded in an amount as may be required by a resolution of the board.

Section 5. The Vice-President, in the event of the absence or disability of the President, or in the event of a vacancy in that office, shall assume and perform the duties and functions of the President.

Section 6. The Secretary shall keep a true and accurate record of all meetings of the board and shall perform other duties as are generally associated with that office.

Section 7. The Treasurer shall be disbursing officer of the board, co-sign checks as necessary (all expenditures must be within the officially approved system line-item budget, and no blank checks may be signed), and perform such duties as generally devolve upon the office. The Treasurer shall be bonded in an amount as may be required by a resolution of the board.

Section 8. If the Vice-President or Treasurer post becomes vacant, then the President shall call for the election of a replacement at the next full board meeting.

Article V

Meetings

Section 1. The regular meeting shall be held bi-monthly, date and hour to be set by the board at its annual meeting.

Section 2. The annual meeting, which shall be for the purpose of the election of officers and the adoption of the annual report, shall be held at the time of the regular meeting in January of each year.

Section 3. The order of business for regular meetings shall include, but not be limited to, the following items:

- a. Call to order
- b. Roll call of members, introduction of visitors
- c. Adoption/amendment of agenda
- d. Disposition of minutes of previous regular meeting and any intervening special meeting or closed meeting
- e. Financial report
- f. Action on bills
- g. System Director's report
- h. Correspondence
- i. Committee reports
- j. Unfinished business
- k. New business
- l. Adjournment

Section 4. Special meetings may be called by the Secretary at the direction of the President, or at the written request of four (4) or more members, for the transaction of business as stated in the call for meeting.

Section 5. A quorum for the transaction of business at any meeting shall consist of one half the total number of filled Board member positions plus one.

Section 6. Parliamentary Authority. Robert's Rules of Order, latest revised edition, shall govern the parliamentary procedure of the meeting, except as stated in these By-Laws.

Section 7. All full meetings and committee meetings shall be conducted in accordance with Subchapter V of Chapter 19, Wisconsin State Statutes, "Open Meetings of Governmental Bodies."

Article VI

Committees

Section 1. Executive Committee:

This committee shall be comprised of the President, Vice-President, Treasurer, Past-President and two members of the SWLS Board of Trustees. The committee shall meet at the discretion of the Board President to review the annual budget and personnel issues. Four members of the committee shall constitute a quorum.

Section 2. Standing Committees:

The following committees shall be established and will include at least one Board of Trustees member. The Committees will have responsibilities as noted in Article XI:

Public Library Advisory Committee (PLAC) (1)
Resource Library Advisory Committee (1)
Property Committee (3)
Grievance Committee (3)

The number in parentheses indicates the number of Board of Trustees members.

Section 3. Ad Hoc Committees:

Ad Hoc committees will be appointed by the President to serve until the final report of the work for which they were appointed has been filed.

Section 4. All committees shall make a progress report, if they have met, to the SWLS board at each of its meetings.

Section 5. No committee will have other than advisory powers unless, by suitable action of the board, it is granted specific power to act.

Section 6. The SWLS Board also approves the creation of a Staff Personnel Committee.

Article VII

Duties of the Board of Trustees

Section 1. Determine the policies of SWLS and develop the highest possible degree of operating efficiency.

Section 2. Select and appoint a competent system Director

Section 3. Approve the annual budget and ensure the provision of adequate funds to support system programs.

Section 4. Study and support legislation that will bring the greatest good to the greatest number of library users.

Section 5. Cooperate with other public officials and boards.

Section 6. Maintain SWLS headquarters which will facilitate improvement of present library services in SWLS.

Section 7. Implement the SWLS plan of service as approved by the Division of Libraries, Technology, and Community Learning (DLTCL).

Article VIII System Director

The SWLS Director shall be considered the executive officer of the board, and shall have sole charge of the administration of SWLS under the direction and review of the board. The director shall be responsible for the care of the building and equipment, for the employment and direction of the staff, for the efficiency of SWLS service, and for the operation of SWLS under the financial conditions set forth in the annual budget. The director shall attend all meetings but shall have no vote. The Director shall issue notice of all regular and special meetings at least 7 days prior to the meeting.

Expenditure limit for non-budgeted items

The SWLS Board of Trustees must approve expenditures in excess of \$500 if the expenditure is for items or services that are not reasonably spelled out in the operating budget.

For example, normal repairs and improvements to the headquarters building are included in the Buildings and Grounds line in the operating budget. But a remodeling of the building would require Board approval, if the amount exceeded \$500.

If the contemplated expenditure is more than \$500, and it is not clear whether the expenditure is 'reasonably' permitted within the operating budget, the question should be referred to the Board.

Article IX

Mileage and Expenses

Board members may be reimbursed by SWLS or by his/her local county for actual and necessary travel expenses incurred in attending official meetings. No board member may collect per diem or mileage through his/her county and also collect mileage from SWLS.

Article X

General

Section 1. The fiscal year of SWLS shall be from January 1 through December 31.

Section 2. These bylaws may be amended at any regular meeting of the board by a majority vote, provided written notice of the proposed changes have been mailed to all members at least ten days prior to the meeting at which such action is proposed and is stated in the call for the meeting.

Article XI

Committee Duties

Committees will:

1. Review existing SWLS policies and services
2. Make recommendations to the SWLS Director and/or board

Written minutes of each committee meeting shall include: attendance, agenda, proof of compliance with the open meetings law, and actions.

Section 1. Staff Personnel Committee

1. Purpose: The staff personnel committee may recommend changes in salaries, benefits, pay scale, classification, job descriptions, policy, and other personnel issues through the Director, Executive Committee, or directly to the full Board.

An exception to this purpose is when approached on making a recommendation for a sole individual salary change, the Personnel Committee will only get involved at the request of that individual.

2. Members: The committee will consist of four staff members, serving two-year terms, elected at an annual staff meeting in January (two elected in one year and two the following year).

3. Officers and duties: A chairperson shall be elected by the committee. The chairperson is responsible for arranging meetings, organizing agenda for such meetings, and acting as spokesperson for the committee before the Director, Executive Committee, or full Board.

4. Meetings: An annual meeting will be held in January to determine if any meetings need to be scheduled during the year. The Director will keep the chairperson informed of any personnel issues requiring input. Quorum will be considered three members.

Section 2. Resource Library Advisory Committee (ReLAC)

1. Purpose:

- a. To advise SWLS on matters relating to multi-type library issues and concerns.
- b. To assist and advise SWLS staff on matters relating to interlibrary loan, intertype cooperation and delivery services.
- c. To consider recommendations of SWLS which may affect all libraries.
- d. To consider and assist in the system planning process and procedures that will affect all libraries
- e. To initiate suggestions to SWLS administration.
- f. To be an added means of communication between SWLS Administration and all area libraries.

2. Members: This Committee will be comprised of one (1) SWLS member public library director; and one (1) representative from each of the following: the CESA #3 Media Center; the Southwest Wisconsin Technical College (SWTC) Library; the UW-Platteville Karrmann Library; the UW-Richland Miller Library; the Southwest Wisconsin Association of Libraries (SWAL); the SWLS Board of Trustees; the Intra-system Resource Library's (Platteville Public) Board of Trustees; the Inter-system Resource Library's (Madison Public) Board of Trustees; and the Director of SWLS-a non-voting member.

Section 3. Public Librarians Advisory Committee (PLAC)

1. Purpose:

- a. To assist and promote system planning and development
- b. To consider and assist the SWLS Director in planning that affects member libraries
- c. To consider recommendations of the SWLS Director which may affect member libraries (prior to SWLS Board of Trustees action)
- d. To initiate suggestions to the SWLS administration
- e. To be an added means of communication between SWLS and member libraries.

2. Members: PLAC is comprised of a representative from each of the member libraries and one Board of Trustees member.

3. Officers: A chairperson shall be elected at the first meeting of each year, or shall be chaired by the SWLS Director.

4. Meetings: At least bi-annually, at the call of the SWLS Director. A quorum shall be considered one-half of the member libraries represented.

Section 4. Property Committee.

1. This Committee will have oversight of the building and grounds and make recommendations to the Board of Trustees.
2. They will meet and inspect the property at least twice a year and report to the Board of Trustees
3. This Committee will be comprised of three (3) Board of Trustees members.

Section 5. Grievance Committee.

1. The Grievance procedure is defined in the Personnel Policies of the SWLS.
2. If the Director has failed to resolve an employee conflict this committee will meet with the employee at his/her request and make recommendations to the Board of Trustees at their next regular meeting, unless the Committee is able to resolve the conflict.
3. This Committee will include three (3) Board of Trustees members.