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BOARD OF TRUSTEES BYLAWS

Amended and Restated Effective October 24, 2013

The undersigned have been constituted as the Board of Trustees of a District Library under Act 24 of Public Acts of 1989 of the State of Michigan, and have adopted the following as their amended and restated bylaws by a proper resolution at a regular meeting held the 24th day of October, 2013.

Article I – Definition of Library District

- 1.1 The corporate name of the District is “Kent District Library”.
- 1.2 Membership of Kent District Library shall consist of 27 governmental units in Kent County as enumerated in Exhibit A.
- 1.3 Fiscal year will correspond to the calendar year.

Article II – Organization of Kent District Library

Pursuant to the laws of the State of Michigan (Public Act 24 of 1989), the Kent District Library Board of Trustees shall be the governing body of Kent District Library. Its duties shall include:

- 2.1 Establishing and maintaining a public library for the Kent District.
- 2.2 Establishing policies by which the District Library shall be administered.
- 2.3 Employing a Library Director who will be administratively responsible for executing the policies of the Library Board and for directing all phases of the operation of the District Library.
 - 2.3.1 Evaluating annually the job performance of the Library Director.
- 2.4 Securing funding through levied taxes of its district as allowed by law.
- 2.5 Receiving, investing, appropriating, and approving the expenditures of all money that Kent District Library shall be legally entitled to receive.
- 2.6 Authorizing and accepting an annual audit conducted by a Certified Public Accountant.

- 2.7 Participating in the formation and adoption of a strategic plan for the District Library.
- 2.8 Adopting an annual budget for the operation and maintenance of the District Library that supports the goals of the strategic plan.
- 2.9 Entering into contracts which affect the execution of the Library Board's responsibilities.
- 2.10 Purchasing, leasing and/or erecting buildings, quarters, and sites for Administrative purposes only and to have control of all Kent District Library property.
- 2.11 Communicating the needs of Kent District Library to its 27 participating governmental units, to the voters of its district, and to state and national government officials.
- 2.12 Authorizing and presenting an annual report to its 27 participating governmental units and to the Kent County Board of Commissioners in coordination with the Library Director and Library staff.
- 2.13 To perform such other duties as prescribed by law or Public Act 24 of 1989, including the making of reasonable rules and regulations relative to anything necessary for the proper establishment, maintenance, management, and governance of Kent District Library.

Article III – Membership of the Kent District Library Board of Trustees

The Kent District Library Board of Trustees shall consist of eight members, all of whom shall be appointed by the Kent County Board of Commissioners from recommendations of the eight regions as enumerated in Exhibit A.

- 3.1 Terms of Members – For initial terms of appointment, see Exhibit A. Thereafter, all terms are for a period of four (4) years.
- 3.2 Library Board members shall continue to serve until they either are reappointed or until their replacements are appointed.
- 3.3 Library Board members shall attend all monthly and special Board meetings and/or notify the Director or Chairperson of their absence. In the event that a Board member has three consecutive absences from regular or special Board meetings, the Kent District Library Board may notify the Kent County Board of Commissioners and corresponding region of the Board member's violation of the bylaws, and a request may be made to withdraw the appointment and appoint another individual.
- 3.4 District Library Board Compensation – The Board may reimburse a Board member for necessary expenses that the member incurs in the performance of official duties. The Board may compensate Board members for attending meetings of the Library Board and shall include the amount of compensation in the annual budget. Compensation shall not exceed \$30.00 per Board member per meeting.

Article IV – General Responsibilities of the Kent District Library Board of Trustees

In addition to the responsibilities detailed elsewhere in these bylaws, each Trustee of the Kent District Library Board shall:

- 4.1 Abide by these bylaws and all Library policy including, but not limited to, the Library's conflict of interest statement, code of ethics, and confidentiality requirements.
- 4.2 Understand and support basic library tenets including, but not limited to, the Library Bill of Rights, Freedom to Read/View, Intellectual Freedom, and customer privacy rights.
- 4.3 Assist the Board in carrying out its fiduciary responsibilities including, but not limited to, reviewing and approving the monthly financial reports, the annual budget, and the annual audit report.
- 4.4 Stay informed about Board and Library matters by reviewing all distributed minutes, reports, and documentation.
- 4.5 Maintain an awareness of local, state, and national legal, economic, and societal changes that may impact the Library.
- 4.6 Stay current on developments and trends in the library profession through personal research, involvement in applicable professional associations and, when possible, participation in library conferences, workshops, and educational undertakings.
- 4.7 Regularly visit the branch(es) in his/her region and maintain strong lines of communication with municipal officials and residents in that region to assure that the Library is meeting the needs and interests of its local communities.
- 4.8 Regularly visit the branch(es) in his/her region and maintain appropriate lines of communication with library staff.
- 4.9 Serve as an advocate for the Library helping to build a positive image of the Library through formal and informal communication opportunities with the public, businesses, civic groups, and other organizations.
- 4.10 Actively support the Library's philanthropy efforts and, when possible, make a personal financial contribution to the Library.
- 4.11 Serve on ad hoc committees and advisory boards when possible, and maintain a willingness to undertake special assignments when requested by the Board and/or Chairperson.
- 4.12 Strive to build a strong working relationship with other Trustees by actively participating in Board meetings, retreats, and other professional and social opportunities for interaction and engagement.
- 4.13 Abide by and publicly support all majority decisions reached by the Board of Trustees.

Article V – Officers of the Kent District Library Board of Trustees

Officers of the Kent District Library Board of Trustees shall be the Chairperson, Vice Chairperson, Secretary, and Treasurer.

5.1 Duties

5.1.1 The Chairperson shall:

- a. Prepare meeting agendas in coordination with the Library Director and/or the Library Director's assistant;
- b. Preside at all Library Board meetings ensuring adherence to the agenda and that the Library Board moves toward action on the issues;
- c. Ensure that all Library Board members have the opportunity for fair participation in Library Board meetings and that all sides of an issue are fully considered;
- d. Promote teamwork among Library Board members;
- e. Speak, deliberate, vote, or abstain from voting on any matter that comes before the Library Board;
- f. Call special or emergency meetings of the Library Board;
- g. Encourage the Library Board's role in strategic planning;
- h. Appoint all Library Board committees, charge them with a specific purpose, hold them accountable to this purpose, and participate as an ex-officio member as desired;
- i. Sign contracts and other documents as required;
- j. Present the Kent District Library annual report with the Library Director to the Kent County Board of Commissioners;
- k. Communicate the Library Board's needs and concerns with the Library Director, and the Library Director's needs and concerns with the Library Board;
- l. Present the Library Board's annual evaluation of the Library Director's performance to the Library Director;
- m. Negotiate with the Library Director on behalf of the Library Board on all matters concerning the Library Director's salary and benefits;
- n. Represent the Library Board at all official functions and serve as the Library Board's chief spokesperson; and
- o. Perform other duties as prescribed by Michigan law or by action of the Library Board.

5.1.2 The Vice Chairperson shall:

- a. Work closely with the Chairperson and accept responsibilities as delegated by the Chairperson;
- b. Preside at Library Board meetings in the absence of the Chairperson;
- c. Perform all duties of the Chairperson in the absence of the Chairperson, except to modify or eliminate rules or regulations made by the Chairperson; and
- d. Automatically become Chairperson upon resignation or death of the Chairperson, and work with the Library Board to ensure a smooth transition of leadership.

5.1.3 The Secretary shall:

- a. Maintain a record of all Library Board proceedings including, but not limited to, the drafting and retention of Library Board minutes;
- b. Sign all approved open session Library Board minutes and make all such minutes available for public inspection as required by law;
- c. Draft minutes for all closed sessions of the Library Board and disseminate those minutes to the Library Board for approval;
- d. Sign all approved closed session Library Board minutes, and seal and retain those minutes in accordance with Michigan's Open Meetings Act (Public Act 267 of 1976);
- e. Collect and shred all confidential Library Board materials;
- f. Sign contracts and other documents as required;
- g. Produce certified copies of the Library Board resolution and tax rate request to levy taxes on all taxable property within the Library District on an annual basis, and file these copies with all necessary officials within the Library District pursuant to Michigan Public Act 24 of 1989;
- h. Post public notices of all regular and special meetings of the Library Board in accordance with Michigan's Open Meetings Act;
- i. Call the roll for the Library Board as necessary;
- j. Work with the Chairperson to facilitate the annual performance evaluation of the Library Director;
- k. Preside over Library Board meetings in the absence of the Chairperson and Vice Chairperson;
- l. Be assisted in the above duties, as desired, by members of the Library staff as designated by the Library Director; and
- m. Perform other duties as prescribed by Michigan law or by action of the Library Board.

5.1.4 The Treasurer shall:

- a. Assure the receipt, investment, disbursement, and audit of all funds which the Library Board is legally entitled to receive and expend;
- b. Monitor Kent District Library's budget and request regular financial reports on behalf of the Library Board;
- c. Ensure the development and the Library Board's review of financial policies and procedures for Kent District Library;
- d. Sign contracts and other documents as required in the absence of the Chairperson and Secretary;
- e. Be assisted in the above duties, as desired, by members of the Library staff as designated by the Library Director; and
- f. Perform other duties as prescribed by Michigan law or by action of the Library Board.

5.2 Terms of Office

- 5.2.1 Officers shall be elected for a one (1) year term annually at the regular December meeting of the Library Board. The officers-elect shall take office on January 1st of the new year.

- 5.2.2 Upon the resignation of an officer or inability to fulfill the duties of an officer, the Library Board shall elect an officer to fill the unexpired term of that Board officer.

Article VI – Ad Hoc Committees and Advisory Boards of the Kent District Library Board of Trustees

- 6.1 The Library Board Chairperson may serve as ex-officio member of all Library Board committees. The Library Director shall serve as a resource person to all Library Board committees.
- 6.2 Ad hoc committees of the Library Board may be appointed from time-to-time by the Board Chairperson and shall exist until their specified purposes are completed.
 - 6.2.1 Ad hoc committees of the Board shall consist of no more than three Board members. Except as otherwise provided herein, an ad hoc committee shall convene on the call of its Chairperson. A majority of the members of the committee present shall constitute a quorum for transaction of business at any meeting of the committee. The vote of a majority of the members of a committee present at a meeting at which a quorum is present shall constitute the action of the committee.
- 6.3 Advisory boards may be established by the Library Board to provide guidance and support for specified purposes.
 - 6.3.1 An advisory board statement of purpose may be approved by the Library Board to govern, without limitation, advisory board membership, responsibilities, meetings, and procedures.
 - 6.3.2 An advisory board may be comprised of Library Board members, Library staff, and/or members of the public residing within the Library District.
 - 6.3.3 Advisory boards may be standing or limited in duration as determined by the Library Board.

Article VII – Meetings of the Kent District Library Board of Trustees

- 7.1 A regular meeting of the Library Board shall be held monthly. A committee of the whole meeting may also be held as determined by the Library Board.
 - 7.1.1 An agenda and accompanying information for a meeting shall be established by the Library Board Chairperson and the Library Director and shall be sent physically and/or electronically to all Board members at least five days before the meeting. Public notice of regular meetings and committee of the whole meetings shall be given as required by law.
 - 7.1.2 An item may be placed on the meeting agenda, either prior to or during a meeting, by the request of at least two Board members.

- 7.1.3 Public comments will be limited to 3 minutes per person and 15 minutes per subject at the designated times as noted on the meeting agenda.
- 7.2 Special meetings of the Library Board, including work sessions of the Library Board, may be called by the Chairperson, or by two or more members. Public notice of special meetings of the Library Board shall be given as required by law.
- 7.3 Each Board member must notify the Library Director or Board Chairperson when he/she is unable to attend a meeting.
- 7.4 A Board member, after notifying the Library Director or Board Chairperson of a planned absence, may request in advance to attend the meeting electronically. Board members who participate in a meeting electronically will be marked present on the Board's attendance chart.
- 7.5 Upon notification that a quorum of Board members will not be present at a meeting, the Chairperson may elect to cancel or reschedule the meeting. Public notice of cancelled or rescheduled meetings shall be given as required by law.

Article VIII – Quorum and Resolution Adoption of the Kent District Library Board of Trustees

- 8.1 A quorum for the transaction of Kent District Library business shall consist of five members of the Library Board. A Board member attending a meeting electronically shall not be counted for the quorum.
- 8.2 Adoption of all resolutions and business shall require a simple majority vote of a quorum of five or more members of the Library Board in attendance. A Board member attending a meeting electronically may participate in discussions regarding all items on the agenda, but shall be unable to vote.
- 8.3 If a quorum is not reached, no official Library business can be conducted. The Board members present may still receive information, hold discussions, and hear public comments about any agenda item.

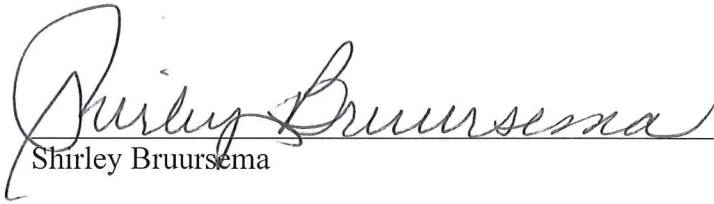
Article IX – Parliamentary Authority of the Kent District Library Board of Trustees

- 9.1 The proceedings of the Library Board shall be governed by Michigan's Open Meetings Act (Public Act 267 of 1976). All other situations that arise during the proceedings will be resolved by generally accepted parliamentary procedures assuming such procedures are not inconsistent with these bylaws or Michigan State Statutes.

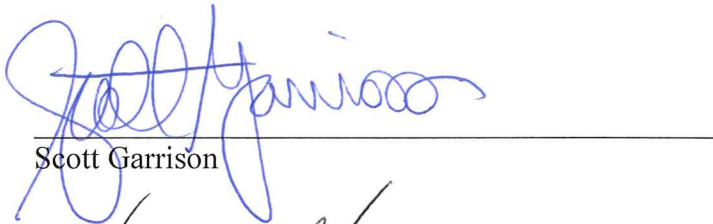
Article X – Amendments of the Bylaws of the Kent District Library Board of Trustees

- 10.1 These bylaws may be amended at any meeting of the Library Board provided that the amendment was distributed at the preceding meeting or sent to each Board member in the informational packet containing the meeting's agenda, and that the amendment was a listed action item in the posted agenda for the meeting.

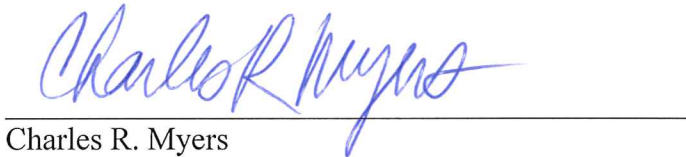
10.2 All amendments to these bylaws must be approved by a simple majority vote of a quorum of five or more members of the Library Board as set forth in these bylaws.


Shirley Bruursema


Scott Ellison


Scott Garrison


Vickie Hoekstra


Charles R. Myers


Carol Simpson


Penny Weller


Craig Wilson

October 24, 2013
Date

Exhibit A

Kent County	Region 1	Trustee Initial Term Expires Dec. 31, 1994
	Nelson Township Oakfield Township Spencer Township Tyrone Township	
	Region 2	Trustee Initial Term Expires Dec. 31, 1995
	Algoma Township Cannon Township Courtland Township Grattan Township City of Rockford	
	Region 3	Trustee Initial Term Expires Dec. 31, 1996
	Alpine Township Plainfield Township City of Walker	
	Region 4	Trustee Initial Term Expires Dec. 31, 1997
	Bowne Township (except for Thornapple-Kellogg School District) Lowell Township City of Lowell Vergennes Township	
	Region 5	Trustee Initial Term Expires Dec. 31, 1994
	Ada Township Cascade Township City of East Grand Rapids Grand Rapids Township	
Region 6	Trustee Initial Term Expires Dec. 31, 1995	
Caledonia Township (except for Thornapple-Kellogg School District) Gaines Township City of Kentwood		
Region 7	Trustee Initial Term Expires Dec. 31, 1996	
Byron Township City of Grandville		
Region 8	Trustee Initial Term Expires Dec. 31, 1997	
City of Wyoming		