

Ames Public Library Policy	Board of Trustees
Section: Administration	Approved: 3/97
Subject: Bylaws, Board of Trustees	Reviewed:
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	3/13, 8/14, 6/16

Following are the bylaws of the Ames Public Library Board of Trustees:

Article I: Composition of the Board

In accordance with [Chapter 15](#) of the *Municipal Code of the City of Ames*, the Ames Public Library Board of Trustees will have nine (9) members who are residents of the City of Ames and over the age of eighteen (18). The members are appointed by the Mayor, with the approval of the City Council, and the term of office for each trustee shall be a three-year term commencing on April 1. Trustees are eligible to be reappointed to a second consecutive full term.

Article II: Powers and Duties

1. The Ames Public Library Board of Trustees shall have the powers and duties specified in [Chapter 15](#) of the *Municipal Code of the City of Ames* and [Chapter 392](#), Section 5 of the *Iowa Code*.
2. The Board will exercise its powers and duties as follows:
 - a. Employ a competent and qualified librarian to serve as Director.
 - b. Evaluate the performance and effectiveness of the Director in fulfilling his/her duties and responsibilities as prescribed in the Director Performance Evaluation Policy.
 - c. Determine and adopt written policies to govern all operations and programs of the library, in consultation with the Director as necessary.
 - d. Report to and cooperate with other public officials, boards, and the Ames community in support of a good public relations program within the community.
 - e. Approve the annual budget and seek adequate support for library operations and special projects.
 - f. Participate in the development of long-range goals for the Library and work toward the achievement of these goals.
 - g. Accept gifts and approve all library expenditures.
 - h. Authorize the use of the library by nonresidents of the city.
3. No member of the Board of Trustees shall be financially interested, directly or indirectly, in any contract, sale, or transaction that comes before the Board of Trustees for approval or other official action that pertains to the Library, unless an exception listed in *Iowa Code* [Section 362.5](#) applies.
4. Trustees shall receive no compensation, but will be reimbursed for necessary expenses related to their service as trustees.

Article III: Officers

1. Positions: The officers of the Board will be President, Vice President, and Secretary. Together they will serve as the Executive Committee.
2. Election and Term of Office: At the March meeting of the Board, officers will be elected from a slate of candidates presented by the Nominating Committee (see Article V, Section 2, subsection b) in February or other nominations offered from the floor. They will be installed at the end of the March meeting for a term that expires at the end of the next March meeting... Officers may

succeed themselves in office, but may serve no more than a total of three terms in the same office. An officer must be a Trustee during his/her term in office.

3. Officers' Duties:

a. The President shall:

- i. preside at all meetings of the Board
- ii. appoint all standing and ad hoc committees
- iii. approve the agenda for Board meetings
- iv. serve as Chair of the Executive Committee
- v. sign monthly library claims lists and resolutions, following approval by the Board
- vi. execute all documents authorized by the Board

b. The Vice President shall:

- i. perform all the functions of the President in his/her absence or incapacity
- ii. serve as a member of the Executive Committee

c. The Secretary shall:

- i. sign monthly library claims lists, resolutions, and minutes, following approval by the Board
- ii. serve as a member of the Executive Committee
- iii. record proceedings and prepare minutes of any closed session, as needed
- iv. perform all the functions of the President in the simultaneous absence or incapacity of the President and Vice President

4. Vacancies: In the event of the death or resignation of any officer, the Board shall choose a successor at the first meeting following the vacancy and that person shall hold office until the next regular election of officers.

Article IV: Meetings

1. Regular meetings. Regular meetings of the Board will be held on the third Thursday of each month at 7:00 PM Central Time at the Library, unless otherwise changed by a vote of the Board or Executive Committee.
2. Special Meetings. Special meetings may be held at any time, at the call of either the President or any three (3) members of the Board; however, at least twenty-four (24) hours advance notice of the special meeting must be given to all Trustees. The provisions of *Iowa Code* [Chapter 21.4](#) also apply.
3. Quorum. A quorum at any regular or special meeting will consist of five (5) or more Trustees. In the event that all members of the Executive Committee are incapacitated, the remaining Trustees shall select a President pro tem.
4. Public Notice. Notice of the time, date, and place of each regular or special meeting and its tentative agenda shall be given to the news media who have requested such notice and posted on a bulletin board in places reasonably accessible to the public at least twenty-four (24) hours prior to the commencement of the meeting, under the terms of the [Iowa Open Meetings Law](#) (*Iowa Code*, § 21.4). A good-faith effort will be made to notify the press and advise the public in the event of a cancellation.
5. Agenda. An agenda for each regular Board meeting will be made available to the Trustees prior to the meeting, together with necessary discussion materials.
6. Order of Business. The order of business for regular meetings may include but is not limited to the following items:

- a. Call to Order
- b. Consent Agenda
 - i. Donations
 - ii. Approval of Minutes
 - iii. Library Claims
- c. Public Forum
- d. Financial Reports
- e. Ames Public Library Friends Foundation Report
- f. Administrative Staff Reports
- g. Policy Review
- h. Unfinished Business
- i. New Business
- j. Trustee Comments
- k. Adjournment

At the President's discretion, routine matters that are expected to be non-controversial and on which there are likely to be no questions may be listed on a consent agenda. Financial Reports shall be reviewed and approved by the Board apart from the consent agenda at least quarterly. Hearings must be held when required by state law.

7. Participation. All meetings of the Board are open to anyone who may wish to observe the proceedings in accordance with the Iowa Open Meetings Law, *Iowa Code Chapter 21*, and the Ames Public Library Policy on Public Participation. Anyone who is not a member of the Board who wishes to address the Board will be given the opportunity to do so during the Public Forum.
8. Procedural Rules. The latest edition of *The Standard Code of Parliamentary Procedure* by Alice Sturgis will govern the parliamentary procedures of the Board.
9. Voting. A vote will be decided by a simple majority of the Trustees voting, except in the case where other criteria are required by ordinance or statute. The presiding officer customarily exercises the right to vote only when the vote is by ballot or when one more vote could alter the outcome. Votes may be received via electronic means or telephone when the Trustee has been involved in deliberation or conversation leading up to the vote. Trustees may not vote by proxy.
10. Telephone and Electronic Meetings. A regular meeting, a special meeting, or a continued meeting may be held by telephone or electronic means only in circumstances where such a meeting in person is impossible or impractical, and must be conducted in accordance with *Iowa Code Chapter 21.8*. Minor variations in meeting procedures shall be employed, as follows:
 - a. Any electronic connection must permit simultaneous participation by all Trustees involved.
 - b. A quorum must be established through a roll call.
 - c. Members must state their names before speaking.
 - d. At the chair's discretion, discussion will take place on a rotating basis.
 - e. Votes will be taken by roll call or general consent.
 - f. Trustees must be present telephonically, electronically, or in person in order to participate in any vote or decision-making procedure.
11. Minutes. Minutes of all regular and special meetings of the Board of Trustees must include the requirements of *Iowa Code Chapter 21.3* and be distributed to all Trustees.

Article V: Committees/Board Liaison Appointments

Each committee shall act in an advisory capacity only, unless granted specific power to act by the Board, and shall report its progress or recommendations to the full board.

1. Executive Committee. The Executive Committee will consist of the President, Vice President, and Secretary. The full Executive Committee may act on emergency matters prior to a regularly scheduled meeting or when an assembly of the full Board is impractical. Any action taken by the Executive Committee must be approved by a majority vote and shall be reported to the full Board at its next regularly scheduled meeting. The Executive Committee may serve as liaison to the library staff.
2. Standing Committees.
 - a. Art Committee: At the May meeting of the Board, the President shall appoint an Art Committee to review gifts of art donated for the Library's art collection; make recommendations on purchase, selection, or deacquisition of artwork; and advise Library staff on placement and duration of displays of artwork from the Library collection. Appointees shall include at least two (2) Trustees and may include additional members selected from the community or Library staff.
 - b. Budget and Finance Committee (BFC): At the May meeting of the Board, the President shall appoint a committee of at least two (2) Trustees to the BFC. With the assistance of the Director, the BFC shall prepare annual budget requests for Board approval in November, monitor revenues and expenditures throughout the year, recommend any necessary spring budget amendments, and review capital improvement plan projects.
 - c. Director Evaluation Committee (DEC): No later than the June meeting of the Board, the President shall appoint a three-person committee to conduct the director's annual performance evaluation, in accordance with the process described in the Director Performance Evaluation Policy. Appointees shall include at least one member of the Executive Committee, at least one non-member of the Executive Committee, and at least one individual who has previously participated in a DEC. (The qualifications of one trustee may satisfy two of the conditions.)
 - d. Nominating Committee: At the January meeting of the Board, the President will appoint a Nominating Committee consisting of two (2) Trustees to prepare a slate of candidates for office. The slate, chosen from the Board members, will be presented to the Board at the February meeting.
 - e. Additional standing committees may be established or dissolved by a vote of the Board.
3. Ad Hoc Committees. The President may appoint ad hoc committees as needed.
4. Board Representatives.
 - a. In April of each year, the President shall appoint two (2) Trustees to serve as representatives to the Ames Public Library Friends Foundation Board of Directors.
 - b. If liaisons are requested by City boards, commissions, or other entities, the President may make appointments or solicit volunteers.

Article VI: The Director

The Director's duties and responsibilities are detailed in the Director's General Job Duties Policy in the Ames Public Library Policy Manual.

Article VII: Amendments to Bylaws

Amendments to these Bylaws may be adopted by a majority vote at any regular meeting of the Board, provided that notice of the proposed amendments has been made available to the Trustees at least seven (7) days prior to the meeting.

References

This policy has been developed in concert with the [Iowa Library Trustee's Handbook 2014](#), published by the State Library of Iowa, and *The Standard Code of Parliamentary Procedure, 4th Edition*, by Alice Sturgis.

Iowa Code, especially:

[Chapter 21](#), Open Meetings Law

[Chapter 362](#), Definitions and Miscellaneous Provisions

- Definitions, §362.2
- Publication of Notices, §362.3
- Interest in Public Contract Prohibited – Exceptions, §362.5
- Conflict of Interest, §362.6

[Chapter 392](#), City Administrative Agencies

- Library Board, §392.5

Municipal Code of the City of Ames:

[Chapter 2](#), Administration

- Appointments to Administrative Agencies, Boards, and Commissions, §2.10

[Chapter 15](#), Libraries