

BYLAWS

Ignacio Community Library District

I. Name

The public library located in the town of Ignacio, serving the library district created in 1987, covering the same area as the Ignacio School District in La Plata County, shall be known as the Ignacio Community Library District.

II. History

In 1987, a group of residents saw the need for a community library for the small town of Ignacio and the surrounding rural area that it serves. They created the *Friends of the Ignacio Library*, and in 1990, the group received a "Yes" vote to establish a Special Taxation District to fund a small library. In 2005, the voters approved a ½ mil levy increase to finance a \$2 million bond issue to fund a new, larger building which was opened in 2007.

III. Mission and Goal Statements

The Ignacio Community Library is a center that brings people and ideas together for learning and personal growth.

The goals of the Library are:

1. To serve all residents of the library district service area.
2. To acquire and make available to all residents of the above area such books, periodicals, pamphlets, and other services as will address their needs to:
 - a. Become well-informed,
 - b. Locate answers to important questions,
 - c. Cultivate the imagination and creative expression,
 - d. Enjoy leisure means of reading and other media services, and
 - e. To encourage early literacy and lifelong learning for patrons.
3. To acquire the means to provide the most frequently requested materials locally and upon demand.
4. To maintain a program of services that locates information, guides reading, and stimulates thinking and intellectual development in individuals of all ages.
5. To strive consistently to discover new methods and improvements for better service for the library's customers.
6. To regularly review these goals of the Ignacio Community Library, and, if necessary, to revise them in the light of new developments.

IV. Board of Trustees

The Board of Trustees of the Ignacio Community Library is responsible for the governance and oversight of library services to meet the needs of the library service district. The Board shall consist of not less than 5 nor more than 7 Trustees.

The Trustees of the Ignacio Community Library shall be chosen from the residents within the library service area, and be appointed by the La Plata County Commissioners for five-year terms. Vacancies shall be filled for the remainder of the unexpired term as soon as possible in the manner trustees are regularly chosen.

A library trustee may be removed only upon the majority vote of the Board of Trustees and by a majority vote of the appointing La Plata County Commission, but only upon showing cause as defined in, but not limited to, these bylaws.

“Cause” shall mean any of the following that result in an adverse effect on the Library: 1) gross negligence or gross neglect, 2) the willful violation of any law, rule or regulation (other than a traffic violation or similar offense), 3) an intentional failure to perform stated duties, 4) a breach of fiduciary duty involving personal profit, or 5) missing three regularly scheduled meetings within any 12-month period, without prior notice.

Any Member of the Board of Trustees may withdraw from membership by a notice in writing to the Chairperson or Secretary. The resignation shall become effective upon the date specified therein or if no date is specified, upon receipt thereof. Acceptance shall not be necessary to render the resignation effective.

A Trustee shall not receive a salary or other compensation for services as a trustee, but necessary traveling and subsistence expenses actually incurred may be paid from the public library fund.

Each new member of the Board shall receive from the Director a complete orientation including a tour of the Library, a Trustee Manual, including copies of the Bylaws, Colorado Library Law, Colorado Public Library standards, pertinent Board minutes and a briefing on issues and problems presently before the Board.

V. Conflict of Interest

Any conflict of interest on the part of any Trustee shall be disclosed to the Board when the interest becomes a matter of Board action. Any Trustee having a conflict of interest shall not vote or use his personal influence on the matter, and shall not be counted in determining the quorum for the meeting for that vote. The minutes of the meeting shall reflect that a disclosure was made, the abstention from voting, and the quorum situation. Any new Trustee will be advised of this policy upon assuming the duties of office.

VI. Officers

Officers of the Board shall be a Chairperson, a Vice Chairperson, a Secretary, and a Treasurer. The officers will be elected at the February meeting by a majority vote of the quorum of the Trustees present. Each term of office shall be for a period of one year, or until a successor has been elected. If a vacancy occurs in an officer position, an election is held among the remaining Trustees to fill the vacancy.

VII. Duties of the Officers

Chairperson: The chairperson shall preside at all meetings of the Board of Trustees, appoint committees and committee chairs, act as ex officio member of all committees, establish the Board meeting agendas, and perform such other duties as are normally associated with the office or may be assigned to him or her by the Board.

Vice Chairperson: The Vice Chairperson shall, in the absence of the Chairperson, perform all the duties of that office and shall have such other duties and responsibilities as the board may determine. The Vice Chairperson is the Chairperson of the Management Committee.

Secretary: The Secretary shall monitor the record keeping of all proceedings of the board: shall have charge of correspondence as is delegated by the Chairperson of the Board of Trustees; shall monitor the notice given of all regular meetings with agenda in accordance with Colorado Open Meetings law. The Secretary and Chairperson shall sign such official papers as are necessary, including, but not limited to, contracts, grant applications, leases and resolutions. The Secretary shall monitor the official manual of Board approved bylaws and policies. The Secretary shall be responsible for distribution, collection and tabulation of forms used in the annual Library Director's evaluation, and shall have such other duties and responsibilities as the Board may determine. In the absence of the Chairperson and Vice - Chairperson, the Secretary shall serve as Chairperson.

Treasurer: The Treasurer shall serve as the Board's financial officer, and Chair of the Finance committee. The Treasurer shall cause to be received and safely kept all monies belonging to the Library in depositories approved and designated by the Board, in the name of the Library, or in such other investments as may be authorized by law, and shall disburse same only upon the authority of the Board. The Treasurer shall cause to have prepared a monthly report to the Board of all receipts, disbursements and account balances. The Treasurer shall cause to have prepared all financial reports required to be submitted to the local, state or federal governments. The Treasurer shall perform any other duties as may be assigned by the Board. The Board of Trustees may require the Treasurer be bonded at the expense of the Library.

Board officer positions may be combined at the discretion of the board.

VIII. Board of Trustees Responsibilities

The Library Board of Trustees shall:

1. Adopt such bylaws, rules and regulations for its own guidance and for the government of the library, as it deems expedient.
2. Have custody of all library property, including rooms or buildings constructed, or leased.
3. Employ a Library Director, set their compensation and benefits, and if necessary, dismiss them from the Library's employment.
4. Upon the Director's recommendation, employ other employees as may be necessary, prescribe their duties, and establish their compensation and benefits.
5. Adopt a budget and make appropriations for the ensuing fiscal year as set forth in part 1 of article I of title 29, C.R.S. (the budget law), and have exclusive control and spending authority over the disbursement of library funds as set forth in section 24-90-112(2)(a):
 - a. The Director and Library Board's Finance committee shall prepare a preliminary budget for the board for the regular October meeting at which time the board will review and revise the proposed budget if needed.
 - b. A public budget hearing will be advertised and held at the November Board of Trustee's meeting.
 - c. The finalized budget will be adopted in December. The Certification of Tax Levies and a copy of the budget will be filed with the La Plata County Commissioners before December 15th. The Budget Message, Letter of Budget

Transmittal, Resolution to Adopt the Budget, Resolutions to Appropriate Sums of Money, Resolution to Set Mill Levies, Certification of Tax Levies and a copy of the budget will be sent to the State of Colorado Division of Local Government before January 30th.

6. Accept such gifts of money or property for library purposes, as it deems expedient.
7. Hold and acquire land by gift, lease, or purchase for library purposes:
 - a. Lease, purchase or erect any appropriate building for library purposes and acquire such other property as may be needed therefore.
 - b. Sell, assign, transfer, or convey any property of the library, whether real or personal, which may not be needed in the foreseeable future for any purpose authorized by law, upon such terms and conditions as it may approve, and lease any such, pending the sale thereof, under an agreement of lease, with or without an option to purchase the same. The Board, prior to the conveyance of such property, shall make a finding that the property may not be needed in the foreseeable future for library purposes, but no such finding shall be necessary if the property is sold or conveyed to a state agency or political subdivision of this state. Alternatively, the Board may, through a resolution, delegate this authority to the Library Director.
8. Borrow funds for library purposes by means of a contractual short-term loan when moneys are not currently available but will be in the future. Such loan shall not exceed the amount of immediately anticipated revenues, and such loan shall be liquidated within six months.
9. Submit financial records for audit as required by the La Plata County Commission and/or the State of Colorado appropriate governmental unit.
 - a. The Director and Treasurer shall prepare the accounting records for the auditor as soon as possible after January 1.
 - b. The auditor will report to the Board of Trustees on or before the June meeting.
 - c. The audit will be filed with the State Auditor's Office before June 30th.

10. Authorize the purchase of capital equipment on the recommendation of the Director.
11. Hold title to property given to or for the use or benefit of the library, to be used according to the terms of the gift.
12. Have the authority to enter contracts.
13. Under such rules and regulations as it may deem necessary and upon such terms and conditions as may be agreed upon may allow nonresidents of the Library District to use the Library's materials and equipment.
14. Make exchanges of books and other materials with any other library, either permanently or temporarily as is deemed appropriate.
15. Request of La Plata County Commissioners that an election be held to alter the maximum tax levied to support the public library district; pursuant to Section 24-90-112 of the CRS as determined appropriate by the Board.
16. Do all other acts necessary for the orderly, efficient management and control of the library.
17. The Ignacio Community Library District encourages each library Trustee to take advantage of training opportunities for trustees offered by the public library system or statewide agencies and organizations. Likewise, the Library encourages Trustees to be active in the state library organization and its efforts to inform the governor and legislature of the benefits and needs of public libraries.

IX. Meetings

There shall be an Organizational Meeting held each February to elect officers and for any other business as may be deemed necessary by the Board.

Regular board meetings shall be held monthly February through December as determined necessary by the board. Board meeting notice and agenda will be posted 5 days prior to the meeting at the Ignacio Post Office, Ignacio Community Library and on the Library's website. The Friends of the Library shall be invited to keep the Trustees informed of their activities and to provide input.

Special meetings shall be held at the call of the Chairperson, or on the written request of two members of the board. To call a special meeting, the director must give three working days' notice to all board members in writing or electronically. If the special meeting is of an emergency nature, 24 hours' notice, either orally or electronically, must be given.

A quorum necessary to conduct business shall be a simple majority of the members of the Board of Trustees. Robert's Rules of Order will serve as the governing structure for the board except as provided by these bylaws.

Trustees unable to be physically present at a public meeting may participate in the meeting via communication devices. The limited circumstances which allow a Trustee to participate via communication devices are personal illness or disability, employment purposes, family emergency or another emergency. A Trustee wishing to attend via communication devices must give advance notice to the Board Chairperson, Library Director or Board Secretary of the desire to attend via communication device.

Communication devices include, without limitation, audio and/or video equipment which allows all Trustees and other meeting participants to interact on all motions, discussions and votes. The circumstances supporting use of communication devices shall be announced at the start of a meeting and such circumstances shall be noted in the minutes of the meeting. A majority of the quorum must vote in favor of a Trustee attending via communication devices. Only Trustees attending in person shall be counted toward establishing a quorum.

The Chairperson of the Board, in collaboration with the Library Director, shall cause to be prepared an agenda for each meeting. The Director, in conjunction with the Secretary, shall also be responsible for ensuring that minutes are taken at each meeting and present them to the board members at least five days before the next meeting.

The order of business for each regular meeting shall be:

1. Call to Order (if a quorum is present)
2. Roll Call
3. Approval of agenda
4. Approval of Minutes of previous meeting(s)
5. Public Comment/Questions
6. Unfinished Business
7. New Business
8. Director's Report
9. Treasurer's Financial Report
10. Open Discussion
11. Adjournment

The Chairperson may vary the order of business.

The Chairperson may set time limits for public comments or questions.

It is the intent of the Library Board to conduct its business in open sessions in accordance with the Colorado Open Meetings Law whenever possible. However, executive sessions may be called in those circumstances where the Board is discussing: strategy with respect to litigation, implementation of security systems, purchase or encumbrance of property or other assets, interviews with prospective employees, and discussion of personnel matters as outlined in Section 24-6-402 (2016) of the Open Meetings Law.

X. Board Committees

1. Standing Committees

Meetings of three or more Trustees may be held after posting of notice in accordance with the Colorado Open Meetings Act.

- a.** The Finance Committee shall determine the financial aspects of the Library and work with the Library Director in the preparation and presentation of the annual budget. The Finance Committee shall be chaired by the Treasurer.
- b.** The Management Committee shall formulate policies regarding the management of the Library including managerial and operational matters. This Committee shall review, revise, and submit for approval as necessary new policies. The Bylaws and Board adopted policies shall be reviewed, revised, and submitted for approval as necessary in even-numbered years. The Management Committee shall be chaired by the Vice-President.
- c.** The Development and Strategic Plan Committee shall enhance the Library's ability to conduct its mission, as defined in the District Bylaws and the Strategic Plan. The committee shall evaluate the strategic plan during the third quarter of each year and present a review at the next scheduled meeting. The committee shall be composed of Trustees and the Library Director. The Development and Strategic Plan Committee shall be chaired by the Library Director. The Chairperson shall appoint members to committees as deemed appropriate.

2. Special Committees

Meetings of three or more Trustees may be held after posting of notice in accordance with the Colorado Open Meetings Act.

Other committees may be designated by a resolution adopted by a majority of the Board present at a meeting at which a quorum is present. The Chairperson shall appoint members to special and ad hoc committees as deemed appropriate. Any committee member may be removed by the chairperson if the best interests of the Library shall be served by such removal.

XI. Record Keeping

1. Maintenance of District Records

The Library District shall keep at its principal Library location, which shall be open to inspection by the public during the Library Director's normal working hours:

- a.** Minutes of all meetings of Trustees, and/or committees – indicating the time and place of such meetings, whether regular or special, how called, the notice given and the names of those present and the proceedings thereof:
- b.** Adequate and correct books and records of account, including accounts of its properties and business transactions and accounts of its assets, liabilities, revenues and expenditures.

2. Annual Report/Independent Financial Audit

The Board shall cause an Independent Financial Audit to be furnished not later than May 30th to all Trustees. The report shall contain the following information in appropriate detail:

- a.** The assets and liabilities of the District as of the end of the calendar year,
- b.** The principal changes in assets and liabilities during the calendar year,
- c.** The revenue of the District, both unrestricted and restricted, during the calendar year,
- d.** The expenditures of the District, for both general and restricted purposes, during the calendar year,
- e.** Any information required by law.

XII. Limits on Liability of Trustees, Officers, Agents and Employees

The liability of the trustees, officers, agents and employees of the District for the debts, liabilities or other obligations of the District arising out of the performance of their duties and within the scope of their duties shall be

limited to the greatest extent under the provisions of the Colorado Government Immunity Act, C.R.S. 24-10-101, et seq.

XIII. Indemnification by District of Trustees, Officers, Employees and Other Agents

The District shall provide the broadest and most comprehensive indemnity for its trustees, officers, agents, and employees against any costs, damages, attorney's fees, court costs, judgments, or settlements or other liability for claims asserted against them arising out of the performance of their duties under the terms provided in the Colorado Governmental Immunity Act. The Library District shall indemnify and hold harmless each member of the Board of Trustees and officers now, heretofore, and their heirs, executors, administrators, and personal representative of each Trustee and officers, from and against all costs and expenses which may be imposed upon or incurred by them in connection with or resulting from any claim, demand, action, suit, prosecution, administration or Court proceeding, in which they or any of them may be involved by reason of any such Trustee or officer having been a Trustee or officer of the Library District, whether or not he continues to be Trustee or officer at the time such costs and expenses are imposed or incurred. As used herein the term "costs and expenses" shall include but are not limited to counsel fees, costs of investigation and preparation, amounts of judgments, decrees, fines or penalties against the amounts paid in settlement by any such Trustee or officer, provided, however, that no such Trustee or officer shall be indemnified: a) With respect to any manner as to which such Trustee or officer shall, in any action, suit, or proceeding, be finally adjudged guilty of negligence or willful misconduct in the performance of his duties as a Trustee or officer, or b) In the event of settlement of any such claim, demand, or action, suit, or proceeding unless: c) Such settlement shall with the knowledge of the indemnification provided for hereby, by an approved Court having jurisdiction of such action, suit or proceeding or by any other Court of proper jurisdiction in an appropriate action, or d) Such settlement shall have been determined by the Board of Trustees to be for the best interests of the Library District and shall have been made upon the written opinion of legal counsel selected by or in a manner determined by the Board of Trustees to the effect that there is no reasonable ground of liability or negligence or willful misconduct on the part of such Trustee or officer and that the entire cost of such settlement will not substantially exceed the estimated cost of defending such claim, action, suit or proceeding to a final conclusion.

The foregoing right of indemnification shall not be deemed exclusive of any other right to which such Trustee may otherwise be entitled and shall inure to the benefit of his heirs, executors, administrators and personal representative. The Library District shall have the right to intervene in, defend, hire counsel or incur reasonable expense in the defense of all such actions, suits, proceedings or claims brought or asserted against any such Trustee of the Library District arising out of his acting or having acted as such Trustee of office.

XIV. Insurance for Library District Agents

The Board may authorize the purchase and maintenance of insurance on behalf of any agent of the District (including a trustee, officer, employee) against any liability other than for violating provisions of the law.

XV. Amendments to Bylaws

Proposed changes or additions submitted by a Trustee are to be presented at a regular board meeting. Changes or additions are to be voted upon at the next regular board meeting. Majority vote for approval by the attending quorum is needed to amend bylaws. To keep the bylaws current, the board will examine and review annually.

The Board of Trustees of the Ignacio Community Library District revised and approved these bylaws at the regular meeting held on July 17, 2017.

John Jarrett
Secretary, ICL Board of Trustees