



Bismarck  
Veterans Memorial  
Public Library

## **Board of Directors Bylaws**

### **ARTICLE I Identification**

The name of this organization is the Board of Directors (Board) of the Bismarck Veterans Memorial Public Library, located in Bismarck, North Dakota, and established by the City of Bismarck according to the provisions of the North Dakota Century Code Chapter 40-38, and exercising the powers and assuming the duties granted to it under said statutes.

### **ARTICLE II Membership**

Section 1. Appointments and Terms of Office. Appointments and terms of office are as provided by NDCC 40-38-03.

Section 2. Meeting Attendance. Members shall be expected to attend all meetings except as they are prevented by a valid reason. Failure to attend four consecutive board meetings shall be cause for recommending dismissal to the Bismarck City Commission. Illness will be accepted as cause for absence for up to one year, at which time, dismissal will be recommended.

### **ARTICLE III Officers**

Section 1. The officers shall be a president and a vice-president elected from among the appointed directors at the annual meeting of the Board. No member shall hold more than one office at a time. No member shall be eligible to serve more than two consecutive terms in the same office. Unexpected vacancies in office shall be filled by vote as soon as practicable. Vacancies in office shall be filled by vote during the June annual Board meeting. Candidate(s) will be presented to the City Commission for approval. The Administrative Office Manager serves as the secretary and shall keep a true and accurate record of all meetings of the Board and shall issue notice of all regular and special meetings.

Section 2. Officers shall serve a term of one-year effective July 1 through June 30.

Section 3. The president shall preside at meetings of the Board, serve as the designated representative per NDCC 40-38-03(1), 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, sign the monthly vouchers for all expenditures of library funds approved by the Board, and generally perform all duties associated with the office of president. Section 4. The vice president, in the event of the absence or disability of the president, or of a vacancy in that office, shall assume and perform the duties and functions of the president.

## **ARTICLE IV**

### **Meetings**

Section 1. Regular Meetings. The regular meetings shall be held on the fourth Thursday of each month, at Noon at the library unless the Board announces a different meeting time, date, or place.

Section 2. Annual Meeting. The annual meeting, which shall be for the purpose of the election of officers, shall be held at the time of the regular meeting in June of each year.

Section 3. Agendas and Notices. Meeting agendas and notices shall indicate the time, date, and place of the meeting and indicate subject matters intended for consideration at the meeting and shall be sent in advance. Area media will be duly notified prior to all Board meetings.

Section 4. Special Meetings. Special meetings may be called at the direction of the president, or at the written request of two Board members, for the transaction of business as stated in the call for the meeting. Except in cases of emergency, at least 48 hour's notice shall be given.

Section 5. Quorum. A quorum for the transaction of business at any meeting shall consist of a majority of the Board.

Section 6. Open Meetings Law Compliance. All Board meetings and all committee meetings shall be held in compliance with North Dakota's open meetings laws.

Section 7. 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 state statutes.

## **ARTICLE V**

### **Committees**

Section 1. Standing Committees. Standing committees may be appointed by the president and shall make recommendations to the Board as pertinent to Board meeting agenda items.

Section 2. Ad Hoc Committees. Ad hoc committees for the study of special problems 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. These committees may also include staff and public representatives, as well as outside experts.

Section 3. No committee shall have other than advisory powers.

## **ARTICLE VI**

### **Duties of the Board of Directors**

Section 1. Legal responsibility for the operation of the Bismarck Veterans Memorial Public Library is vested in the Board. Subject to state and federal law, the Board has the power and duty to determine bylaws, rules, and regulations for the management of the library.

Section 2. The Board recruits, hires, and annually evaluates the library director. The Board approves the salary plan, classification plan, pay rates, reclassifications, and promotions for library employees.

Section 3. The Board reviews and approves the budgets, as presented by the library director, to ensure adequate funds are provided to finance library operations. The Board presents the budgets to the city and county budget committees and commissions with the library director.

Section 4. The Board shall control, exclusively, of the expenditure of all moneys collected for or contributed to the library fund.

Section 5. The Board shall have the supervision, care, and custody of the library property, and of the rooms or buildings constructed, leased, or set apart for use of library purposes.

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

Section 7. The Board shall cooperate with other public officials and boards and maintain positive public relations and advocate for the library.

## **ARTICLE VII**

### **Library Director**

The library director shall be selected and appointed by the Board and shall be responsible to the Board. The director shall attend all Board meetings, act as technical advisor, and shall be considered the executive officer of the library under the direction and review of the Board and subject to their established policies. The library director shall have no vote.

## **ARTICLE VIII**

### **Conflict of Interest**

Section 1. No Board member shall be directly or indirectly interested in any contract, work, or business of the Bismarck Veterans Memorial Public Library unless in accordance with NDCC 40-13-05 and NDCC 40-13-05.1 and library policy.

Section 2. A Board member shall withdraw from Board discussion, deliberation, and vote on any matter in which the Board member or spouse or an organization with which the Board member is associated has a substantial financial interest.

Section 3. A Board member may not receive anything of value that could reasonably be expected to influence his or her vote or other financial action.

Section 4. A person related by blood or marriage to any member of the Board may not be appointed to any position at the library.

## **ARTICLE IX**

### **General**

Section 1. An affirmative vote of the majority of all members of the Board present at the time 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. These bylaws may be amended at any regular meeting of the Board by majority vote of all members of the Board, provided written notice of the proposed amendment shall have been mailed to all members at least ten days prior to the meeting at which such action is proposed to be taken.