

BYLAWS

ARTICLE I - Establishment and Purpose of Bylaws

Section 1. Establishment. The Bad Axe Area District Library ("Library") was established in accordance with 1989 PA 24, the District Library Establishment Act, ("DLEA").

Section 2. Bylaws; Annual Review. These Bylaws are rules governing the internal affairs of the Library. The Bylaws should be reviewed annually.

ARTICLE II - Membership

Section 1. Board Members. Pursuant to the DLEA, the governing Library Board shall consist of seven (7) members ("Board Members") pursuant to the District Library Agreement. The Board Members must be residents of the Bad Axe Area District Library district. New Board Members may be recommended by the existing Library Board. Final appointment is made by the participating municipalities.

Section 2. Term. The term of Board Members shall be four (4) years. Terms shall begin on July 1 and end on June 30th or until his/her successor has been appointed and is serving.

Section 3. Removal. In accordance with Section 8(2) of the DLEA, the Governor of the State of Michigan shall have the power to remove a member pursuant to the provisions of Section 10 of Article V of the State Constitution of 1963, as amended.

Section 4. Vacancy. The office of Board Member becomes vacant when the incumbent dies, resigns, is convicted of a felony, is removed from office by the Governor, ceases to be a resident of the Library District or ceases to be a resident of the Participating Municipality that appointed the Board Member. In the event of a vacancy, the Participating Municipality that appointed the Board Member whose position has become vacant shall appoint a replacement for the remainder of the unexpired term.

Section 5. Attendance. Board Members have a fiduciary obligation to attend Library Board meetings. If a member is absent from three (3) or more Board meetings during any fiscal year, the remaining Board Members may vote to request that Board Member's resignation.

ARTICLE III - Powers of the Board

Section 1. Powers and Authority. The Library Board may exercise any and all of the powers granted to it by the DLEA, the District Library Financing Act, federal and Michigan law, and the Agreement. If permitted by law, the Library Board may delegate such powers to the officers of the Board and/or the Library Director as it deems necessary.

Section 2. Fiscal Year. The fiscal year of the Library shall be the annual period commencing July 1 and ending the following June 30.

Section 3. Budget and Audit. The Library Board shall have the exclusive control of the budget of the Library. The Library Board shall prepare and make available an annual budget and shall obtain an annual audit by an independent certified public accountant selected by the Library Board, all in accordance with Michigan law.

ARTICLE IV - Officers

Section 1. Officers. Officers of the Library Board shall be Chair, Vice-Chair, Secretary, and Treasurer.

Section 2. Terms. The officers shall be elected for a term of one (1) year at the annual meeting in July, whose terms shall begin immediately upon adjournment of the Annual Meeting. Each officer shall serve until the election of a successor.

Section 3. Vacancies. Vacancies in office shall be filled by the Library Board at the next regular meeting of the Library Board following the occurrence of a vacancy, except for the office of Chair, in which case the Vice-Chair shall assume the duties of the office for the remainder of the unexpired term. A successor Vice-Chair shall be elected to fill the vacancy so created in that office.

Section 4. Limitations. No member shall hold the same office for more than two consecutive terms. Any part of the term in excess of six months shall be considered a term in deciding eligibility for re-election.

ARTICLE V - Duties of the Officers

Section 1. Chair. The Chair of the Library Board shall preside at all meetings, appoint committees, authorize calls for any special meetings, assist with the creation of any agenda, execute any document authorized by the Library Board (unless otherwise provided by the authorization) and generally perform the duties of a presiding officer.

Section 2. Vice-Chair. In the absence of the Chair, the Vice-Chair of the Library Board shall perform the duties of the Chair. In the case of the resignation, disability or death of the Chair, the Vice-Chair shall assume the office for the remaining term.

Section 3. Secretary. The Secretary of the Library Board shall ensure that minutes of the Library Board meetings and other Library records are kept in accordance with Michigan law. In compliance with any requirements of state law regarding the holding of meetings, the Secretary shall issue notices of all regular meetings, and of all special meetings, and shall have the custody of the minutes and other records of the Library Board. With the approval of a majority of the Library Board and if permitted by law, the Secretary may delegate any of these responsibilities to the Library Director. The Secretary shall also have the authority to execute any document authorized by the Library Board (unless otherwise provided in the authorization).

Section 4. Treasurer. The Treasurer of the Library Board shall have charge of the funds of the Library, providing for their safe custody and investment as directed by the Library Board, subject to limitations for investment of public funds as provided by law. The Treasurer shall control expenditures from the Library Fund through a system of vouchers presented by authorized personnel. A record of all moneys received or deposited to the Library Fund, and all disbursements, sales and transfers from the Library Fund shall be kept by the Treasurer, and reported monthly to the Library Board at its regular meeting. In addition, the Treasurer shall perform such other duties as may be prescribed for him or her by state or federal law and these Bylaws. With the approval of a majority of the Library Board and if permitted by law, the Treasurer may delegate any of these responsibilities to the Library Director.

ARTICLE VI - Meetings

Section 1. Regular Meetings. The regular meeting of the Library Board shall be held each month, the dates, times, and places to be set by the Library Board at its annual meeting. Within ten (10) days following the annual meeting, a notice shall be posted in a public place at the Library setting forth the dates, times, and places of all regular meetings scheduled for the ensuing year. If there is a change in the schedule of regular meetings of a public body, there shall be posted within three (3) days after the meeting at which the change is made, a public notice stating the new dates, times, and places of its regular meetings.

Section 2. Annual Meeting. The Annual Meeting of the Library Board shall be held in July, and shall be for such organizational matters as may be required.

Section 3. Special Meetings. Special meetings may be called by the Chair or upon written request of two (2) Board Members, provided eighteen (18) hours of notice, in the format and manner as provided by the Michigan Open Meetings Act, is given of the date, time, place and purpose for which such meeting is called. Board Members not present at the time of announcement of such special meeting shall be notified by the Secretary.

Section 4. Agenda. The proposed agenda shall be distributed by the Secretary to all Board Members at least three (3) days before the meeting.

Section 5. Order of Agenda. The following items will constitute the agenda for regular meetings:

- Call to order and attendance
- Approval of agenda
- Approval of minutes
- Public comment
- Financial report, including approval of bills
- Director's report
- Old business
- New business
- Adjournment

Section 6. Quorum. A quorum for the transaction of business shall consist of the majority of Library Board Members appointed and serving.

Section 7. Board Action. Any Library Board action must be approved at a Library Board meeting by a majority of the quorum of the Library Board, unless otherwise provided by law.

ARTICLE VII - Committees

Section 1. Appointment. All committees of the Library shall be appointed by the Library Board Chair. The Chair may decide to appoint himself or herself an ex-officio member of any committee. As directed by the Library Board, the Library Director may serve as resource person to any committee.

Section 2. Committees. The Library may have committees as follows:

Ad Hoc Committees. Ad hoc committees of the Library shall exist until their specified purpose is completed or unless otherwise disbanded by

the Chair. The Chair shall provide specific purposes and duties of the ad hoc committee. Ad hoc committees may include any nomination committees the Library deems necessary.

ARTICLE VIII - Library Director

Section 1. Appointment. The Library Director shall be appointed by the Library Board and shall be considered the executive officer of the Library.

Section 2. Duties. The Library Director shall be in charge of the administration of the Library under the direction and review of the Library Board. The Library Director shall be responsible for:

- A. Overseeing the care of the building and equipment;
- B. The employment, development, and direction of the staff;
- C. The Library's service to the community;
- D. The annual preparation of a budget proposal in conjunction with the Budget and Finance Committee;
- E. The operation of the Library under the financial conditions set forth in the budget approved by the Library Board;
- F. The submission of the proposed budget to the Library Board by its regular May meeting;
- G. The written annual report of the Library, including the financial statements, when they are made available; and
- H. Any other duty delegated by the Library Board.

Section 3. Attendance at Board Meetings. The Library Director or the Library Director's representative shall be expected to attend all meetings of the Library Board unless otherwise directed by the Library Board Chair.

ARTICLE IX - Amendments

These Bylaws may be amended at any regular meeting of the Library Board by a majority vote of all Board Members qualified and serving, provided the amendment was presented in writing at the previous regular meeting.