

KITSAP REGIONAL LIBRARY BOARD OF TRUSTEES BYLAWS

Mission Statement: Inspiring our community to dream more, learn more, do more and be more.

ARTICLE I: NAME AND OBJECT

Section 1. Name. The name of the rural county library district duly established pursuant to chapter 27.12 RCW is the “Kitsap County Rural Library District,” but it shall do business as “Kitsap Regional Library” (the “Library”). The name of the governing body shall be the “Kitsap Regional Library Board of Trustees” (the “Board”). Individual members are referred to herein as “Trustees.”

Section 2. Object. The object of the Board shall be: to perform all functions and duties of the library board of trustees as authorized by chapter 27.12 RCW, as amended and all other laws as may be applicable, or may hereafter become law. The management and control of the Library is vested in the Board.

ARTICLE II: BOARD

Section 1. Board Composition. There shall be five Trustees, each of whom shall be appointed by the Kitsap County Board of Commissioners in accordance with RCW 27.12.190. Unless the County Board of Commissioners determines otherwise, of the five Trustees, two shall have connections to the Bremerton/Central Kitsap communities and one each shall have connections with the Bainbridge Island, North Kitsap and South Kitsap communities, respectively.

Section 2. Term. Trustees shall be appointed for a term of five years. No Trustee shall serve more than two consecutive terms of any length.

Section 3. Vacancies. Vacancies shall be filled for unexpired terms as soon as possible in the manner in which Trustees are regularly chosen. A Trustee appointed to fill a vacancy shall serve the remainder of the term of the Trustee replaced. The Board shall adopt a process for recommending candidates to fill vacancies.

Section 4. No Compensation; Reimbursement. Trustees shall not receive a salary or other compensation for services as Trustee, but necessary expenses actually incurred shall be paid from the Library funds.

Section 5. Removal. A Trustee may be removed for just cause by the Kitsap County Commissioners after a public hearing upon a written complaint stating the ground for removal, which complaint, with a notice of the time and place of hearing, shall have been served upon the Trustee at least fifteen (15) days before the hearing.

ARTICLE III: MEETINGS OF THE BOARD OF TRUSTEES

Section 1. Meetings. The Board may meet at regular, special and emergency meetings.

Section 2. Regular Meetings. Regular meetings of the Board shall be held monthly at a time and location to be determined by each year's Board. Changes to the schedule of regular meetings shall be effective only upon an affirmative vote of a majority the Trustees.

Section 3. Special Meetings. Special meetings of the Board may be called by the President or upon the written request of a majority of the Trustees, for the transaction of only that business stated in the Notice of Special Meeting.

Section 4. Emergency Meetings. Emergency meetings of the Board may be held as provided for in RCW 42.30.070.

Section 5. Executive Session. From time to time, the Board may discuss or act on relevant matters in accordance with chapter 42.30.110 RCW. Executive session meetings or executive sessions within regular or special meetings may be called at any time by the president, vice president, or any two (2) directors. Final action on any item of discussion held in executive session may take place when the Board reconvenes in open session, if the subject of discussion was already noted on the published agenda, otherwise final action to be taken at a future regular or special meeting that includes the item within the published agenda.

Section 6. Open Public Meetings Act. Notwithstanding anything to the contrary herein, all meetings of the Board, and notices thereof, shall comply with the Open Public Meetings Act, chapter 42.30 RCW.

Section 7. Certain Notices Regarding Meetings. Written notification of a special meeting, meeting continuation, or change of meeting place or time shall be delivered to each Trustee at least twenty-four (24) hours prior to the meeting time. A Trustee may waive the notification requirement.

Section 8. Quorum. A majority of the Trustees shall constitute a quorum for the transaction of business.

Section 9. Form of Action. The Board, by motion or resolution, determines all actions and decisions. Motions and seconds to motions shall be made orally and decided by voice vote. The President may move, second, or vote upon action before the Board. A simple majority is needed to pass a motion or adopt a resolution unless otherwise specified or required by the laws of the State of Washington. The President may call the roll on any vote when considered necessary for clarification.

Section 10. Board Acting as a Body. The Board shall act as a body in making its decisions and announcing them. No Trustee shall speak or act for the Board without prior authorization of the Board, except as otherwise provided for in these Bylaws.

Section 11. Records of Board Meetings. The proceedings of Board meetings shall be recorded in minutes, maintained in the Administrative Offices of the Library and posted on the Library's website. The minutes shall consist primarily of a record of the action taken, including members' votes. Minutes of each meeting shall be provided to all Trustees prior to the next regular meeting for their reference and correction. At the next regular meeting, the Board shall consider the minutes for approval or necessary corrections.

Section 12. Attendance at Board Meetings.

(a) A Trustee shall strive to attend all meetings and perform all duties obligatory to fulfilling his/her responsibilities as designated in the Trustee Job Description attached as Exhibit A hereto.

(b) A Trustee will be excused from attending meetings only for reasons of illness, death in the immediate family or prearranged absences. An excuse can be arranged by contacting the President or Vice-President of the Board prior to the meeting to be missed.

(c) Trustees may participate by teleconference or videoconference in any meeting of the Board subject to reasonable technical availability at the meeting location. Such participation shall be permitted for all purposes provided by law, including for the purpose of constituting a quorum and for the purpose of voting on any motion or resolution at said meeting.

ARTICLE IV: OFFICERS

Section 1. Officers. The officers of the Board shall be a President, Vice-President and Secretary. Officers shall be elected in December or at the first regular meeting of the calendar year, to begin their term of service in January.

Section 2. President. The President shall preside at all meetings of the Board. S/he shall also see that rules are observed and perform such other duties in accordance with law and these Bylaws. The President may appoint committees as required or deemed appropriate, and perform the other duties pertaining to the office of presiding officer.

Section 3. Vice-President. The Vice-President shall preside at meetings of the Board in the absence of the President and perform such duties as pertain to that office.

Section 4. Election; Vacancies. The President and the Vice President shall each serve for a one (1) year term or until their successors are elected. Such an officer may succeed himself/herself. Vacancies in either such office shall be filled by vote of the Board at the next regular meeting of the Board after the vacancy occurs.

Section 5. Secretary. The Library Director or her/his designate shall serve as Secretary of the Board. The Secretary shall ensure that a true and accurate record is maintained of all meetings of the Board. The Library Director serves as a non-voting, ex-officio member of the Board.

ARTICLE V: DIRECTOR

Section 1. Appointment and Removal. The Board shall select and appoint a competent and qualified Library Director who shall serve at its pleasure.

Section 2. Duties. The Director shall be considered the executive officer of the Library and shall administer all Library operations on behalf of the Board under its review and direction, including employment and supervision of all staff. As provided for in Article IV, the Director shall also serve as Secretary of the Board and shall attend all Board and committee meetings, except those at which performance and salary are discussed. The Board shall specify the Director's responsibilities in a written position description.

Section 3. Performance Evaluation. The Board shall evaluate the Director's job performance annually and concur in the setting of yearly goals for the Director.

Section 4. Acting Director. During a short-term absence, the Director may appoint a qualified staff member to carry out the duties of that position. During a period when the position is vacant or during a long-term absence, the Board shall appoint an Acting Director.

ARTICLE VI: COMMITTEES

Section 1. Policy Committee. The Board as a whole shall serve as the Policy Committee. The purpose of the Policy Committee shall be to investigate specific areas in which policy changes or development of policy may be needed or otherwise deemed appropriate, make necessary modifications of policy and review approved policies at stated intervals. One Trustee shall serve as the Board's designated policy liaison to work in partnership with the Library's leadership in the review and/or preparation of new policies to be brought to the full Board for consideration and approval.

Section 2. Standing Committees. Standing Committees of the Board shall include the Long-Range Strategic Planning Committee and Finance Committee.

Section 3. Other Committees. The President may approve and appoint such other committees as s/he deems necessary or desirable.

Section 4. Committee Member(s) Terms. Committee members shall be appointed in December or at the first regular meeting of the calendar year, to begin their term of service in January.

ARTICLE VII: AMENDMENTS

These Bylaws may be amended at any regular meeting of the Board by a majority of Trustees, provided the amendment or amendments as proposed have been presented at a previous regular meeting, or the Trustees waive such prior meeting requirement.

ARTICLE VIII: ORDER OF BUSINESS

The order of business shall be:

1. Call meeting to order/welcome and introductions
2. Approval of the agenda
3. Consent agenda
 - a. Reading of the minutes of the previous meeting
 - b. Approval and signing of bills
 - c. Surplus library materials
 - d. Other routine matters
4. Public comment
5. Correspondence
6. Presentations, Reports and Briefings
7. Old business
8. New business
9. Housekeeping
10. Adjournment

ARTICLE IX: POLICIES

Section 1. Definition. Library policies are those statements duly adopted by the Board to direct the activities of the Library.

Section 2. Adoption of Policies. Each Library policy shall be adopted by the Board by a majority vote of the Trustees in office or by a unanimous vote of a quorum, provided the proposed policy has been presented at a previous meeting. Notwithstanding the foregoing, a policy may be presented, discussed and adopted at a single meeting of the Board if those Trustees in attendance waive such prior meeting requirement. All Library policies shall be posted on the Library's website.

Section 3. Amendment of Policies. Each Library policy may be amended by the Board by a majority vote of the Trustees in office or by a unanimous vote of a quorum, provided the proposed policy amendment has been presented at a previous meeting. Notwithstanding the foregoing, an amendment to any policy may be presented, discussed and adopted at a single meeting of the Board if those Trustees in attendance waive such prior meeting requirement.

ARTICLE X: INDEMNIFICATION

The Library shall be responsible for all acts and omissions of individual Trustees in the good faith performance of their duties as Trustees.

ARTICLE XI: PARLIAMENTARY AUTHORITY

ROBERT'S RULES OF ORDER (Revised) shall be the final authority on all questions of procedure not covered by these Bylaws or any applicable law.

DATES OF REVISIONS TO THE CONSTITUTION AND/OR BYLAWS

Approved Board Action 1/12/56.

Approved Board Action – Revisions:

Date	Revision(s) To:
10/71:	Constitution - Article III
10/71:	Bylaws - Article I, Section 4.
4/72:	Bylaws - Article I, Section 1.
2/79:	Constitution - Article III
2/79:	Bylaws - Article I, Section 2.
8/82:	Bylaws - Article II, Section 3.
1/84:	General Revision
11/84:	Bylaws - Article VI
11/84:	Bylaws - Article VIII
5/87:	General Revision
5/89:	Bylaws - Article II, Section 3, and Article III, Sections 2 and 3.
5/93:	Constitution - Article III, Membership.
7/07:	Constitution eliminated; By-laws -- General Revision
10/12:	General Revision
3/13:	Bylaws - Article IV, Section 4 and Article VI, Section 3
5/18:	Bylaws – Article II, Section 1
2/23	General Revisions

EXHIBIT A**TRUSTEE JOB DESCRIPTION**

Library Trustees are called upon to make decisions and recommendations affecting library services for all residents of Kitsap County. Trustees serve without compensation. Library Trustees shall:

- Attend and prepare for monthly Library Board of Trustee Meetings and other special meetings.
- Actively participate in at least one Standing Committee of the Board, and other special committees as requested.
- Participate in strategic and long-range planning.
- Evaluate, approve and monitor budget that supports the mission, goals and priorities.
- Adopt and regularly review library policies such as: personnel, fiscal, collection development, continuing education, customer services, intellectual freedom, public information, equipment use and facilities.
- Employ, supervise, support and review performance of Library Director.
- Work with Director and other Trustees as a team.
- Participate in professional organizations and continuing education.
- Maintain connections with elected officials, appointing authorities and the residents of Kitsap County.
- Advocate for the library in the community, building community support.