

**AMENDED BYLAWS
OF THE
TRAVERSE AREA DISTRICT LIBRARY**

(amended March 14, 2002)
(amended May 13, 2010)
(amended June 21, 2012)
(board review June 13, 2013)

**ARTICLE I
Authority and Establishment of District**

1.1 Authority. The Traverse Area District Library (TADL) is a Michigan district library established in compliance with 1989 P.A. 24 (MCL 397.171 et seq.).

1.2 District Boundaries. The TADL shall serve the City of Traverse City, and the County of Grand Traverse, Michigan.

1.3 Principal Office. The principal office of TADL shall be 610 Woodmere Avenue, Traverse City, Michigan 49686. TADL may have such other offices and operate such other facilities within its district boundary as it may designate or as the business of TADL may require from time to time.

**ARTICLE II
Trustees**

2.1 Board of Trustees. The Traverse Area District Library shall be governed by a Board of Trustees.

2.2 Composition. The Board of Trustees of the Traverse Area District Library shall consist of seven (7) trustees, composed as follows: three (3) members appointed by the City Commission for the City of Traverse City, and four (4) members appointed by the County Board of Commissioners for Grand Traverse County. All Trustees shall be chosen for their fitness of office, and in accordance with the provisions of 1989 P.A. 24 §9 (MCL 397.179).

2.3 Term of Office. Each member shall be appointed for a four (4) year term and shall be eligible for reappointment. A Trustee shall serve until the appointment and qualification

of a successor. A vacancy shall be filled for the unexpired term by the participating municipality that appointed the member whose position is vacant.

ARTICLE III Meetings

3.1 Regular Meetings. Regular meetings shall be held each month at a date, hour, and location to be set by the Board at its annual meeting. Public notice of the Board's regular meetings will be posted in the main branch of the Library located at 610 Woodmere, Traverse City, Michigan, at all TADL branch and member libraries, on the Library web site and distributed to the Traverse City Governmental Center, 400 Boardman Avenue, Traverse City, Michigan,. If there is a change in the schedule of regular meetings, a public notice shall be posted within three (3) days after the meeting at which the change is made, announcing the new dates, times, and places of its regular meeting.

3.2 Annual Meeting. The annual meeting shall be conducted in January at a time and location specified by the President, and may include a regular business meeting of the Board. The purpose of the Annual Meeting shall be for the election of officers; to establish the schedule of Regular Board meetings, February through January; to establish regular Library hours and days the Library will be closed during the coming year, February through January. .

3.3 Special Meetings. Special meetings may be called by the President, or at the request of three (3) trustees, for the transaction of business as stated in the call for the meeting. Notice of special meetings will be communicated as provided in Michigan's Open Meetings Act (MCL 15.261 et. seq.).

3.4 Quorum. A quorum for the transaction of business at any meeting shall consist of a simple majority of the members of the Board of Trustees. In the event that a quorum is not present at the call to order of any Board meeting, a majority of the trustees present shall adjourn

the meeting until a quorum can be obtained. The Secretary shall advise the trustees absent of any such adjournment.

3.5 Meetings Open to Public. All meetings of the Board of Trustees are open to the public except those meetings which are exempted and entitled to confidentiality in accordance with the Michigan Open Meetings Act as set forth in MCL 15.261 et. seq.

3.6 Attendance. Each trustee is expected to attend all meetings. Any trustee missing three (3) consecutive regular meetings is deemed to have resigned, unless excused for compelling circumstances.

3.7 Order of Business. The order of business for regular meetings shall be:

- a. Call to order and roll call.
- b. Agenda Approval
- c. Public Comment
- d. Reading corrections and adoption of the preceding meeting's minutes.
 - i. d Reports and communications.
 - ii. Director's report.
 - iii. Reports of standing committees.
 - iv. Reports of ad hoc committees.
 - v. Member library communications.
 - vi. Other reports and communications.
- e. Old business.
- f. New business.
- g. Public comment.
- h. Adjournment.

3.8 Voting. All votes will be taken by voice, except that a roll call is to be taken in the following instances:

- a. at the request of any trustee present; or
- b. if provided by Michigan law.

All votes shall be decided by simple majority, unless stated otherwise in these Bylaws or under Michigan law. A majority vote is determined by the vote of a simple majority of Board members constituting a quorum and present at a meeting.

3.9 Agenda. A written agenda will be prepared by the Library Director and delivered to each Board member not less than two (2) days prior to the day of the regular meeting. Copies of the agenda will also be posted at the locations described in section 3.1 above. Items for the agenda must be submitted to the Library Director not less than seven (7) days prior to the day of the regularly scheduled meeting, unless waived at such meeting by a majority of trustees present. Agenda items for special meetings will be contained in the public notice of the special meeting.

No action will be taken on items other than those on the agenda unless, by a majority vote of those trustees present, the agenda is amended to reflect that decision. The minutes shall reflect the Board's reason(s) for such an amendment.

3.10 Minutes. The trustees shall keep minutes of each meeting showing the date, time, place, trustees present (including time of arrival and departure, if distinct from the open and close of the meeting), trustees absent, any decisions made, and the purpose or purposes for which a closed session is held. The minutes shall include all roll call votes taken at the meeting. Minutes shall be public records open to public inspection, and shall be available at the Traverse Area District Library's administrative office. Copies of the minutes shall be available to the public at the reasonable estimated cost for printing and copying. Proposed minutes shall be

available for public inspection not more than eight (8) business days after the meeting to which the minutes refer. Approved minutes shall be available for public inspection not later than five (5) business days after the meeting at which the minutes are approved by the Board of Trustees.

3.11 Appearances by Members of the Public. Any interested person may address the Board on any agenda item when recognized by the presiding officer, or upon the request of any trustee. Any person may also address the Board during the agenda period of “public comment.” Any person addressing the Board must comply with the following policies:

- a. Identify him or herself by name and address of residence;
- b. Limit him or herself to not more than five (5) minutes; and
- c. Not become disruptive, unduly repetitive, or impede the orderly progress of the meeting.

ARTICLE IV Officers

4.1 General. The officers of the Board of Trustees shall be a President, Vice President, Treasurer and Secretary elected by the Board of Trustees at the Annual Meeting each year. The President, Vice President and Treasurer shall serve as the Executive Committee of the Board.

4.2 Term. Officers shall serve a term of one (1) year from the meeting at which they are elected and until their successors are duly elected.

4.3 Powers and Duties of President. The President shall perform the following duties:

- a. Open all Board of Trustee meetings by taking the chair and calling the meeting to order;
- b. Announce the business before the Board in the order in which it is to be acted upon;
- c. Preside over the meeting following Robert’s Rules of Order as amended;

- d. Enforce on all occasions the observance of order and decorum among the trustees, deciding all questions of order (subject to an appeal to the Board);
- e. Inform the Board, when necessary, or when referred to for the purpose, on a point of order or practice pertinent to pending business;
- f. Authenticate, by signature, when necessary, all acts, orders, and proceedings of the Board declaring its will and obeying its command and shall sign all legal papers requiring the official signature of the Board;
- g. Appoint all committees not provided by statute and supervise absences of trustees.

4.4 Powers and Duties of Vice President. The Vice President shall perform the following duties:

- a. Act for the President in the latter's absence; and
- b. Assume such other responsibilities as may be delegated to the Vice President by the authority of the Board of Trustees.

4.5 Powers and Duties of Secretary. The Secretary shall perform the following duties:

- a. Be responsible for the records of the Board of Trustees, the minutes of all meetings, and the minutes and reports of the standing or ad hoc committees;
- b. Consult with the Library Director to make all the necessary arrangements for the order of business of the meetings and prepare such information as may be required by the Board of Trustees or its committees; and
- c. Authenticate by signature, when necessary, all the acts, orders, and proceedings as may be directed by the Board or required by law, including attestation of any legal instrument.

4.6 Powers and Duties of Treasurer. The Treasurer shall perform the following duties:

- a. Chair the Finance Committee;
- b. Review all financial records of the Board of Trustees;
- c. Be responsible for preparation of the annual budget;

- d. Report quarterly to the Finance Committee on the status of the budget;
- e. Attend Finance Committee meetings.

4.7 Library Director. The Board shall appoint a Library Director with appropriate professional and personal qualifications who shall be the administrative officer of the Board. The Library Director shall be responsible to the Board for carrying out its policies; for specifying duties of other employees and enforcing personnel policies of the Board; for supervision of staff; for care and maintenance of Library equipment and property; for selection, acquisition, and organization of books and other library materials; for the public relations of the Library or the trustees; for preparing a preliminary draft of budget and annual report for Board approval; and for assisting the Board in its decisions on policies, budget and other such matters, and other matters as assigned by the Board.

ARTICLE V Committees

5.1 General. In most matters, the Board shall act as a committee of the whole. However, standing or ad hoc committees may be appointed from the trustees at the discretion of the President, subject to confirmation by the Board. Ad hoc committees will be discharged upon completion of their assignment and final report to the Board.

5.2 Standing Committees. The following shall be standing committees of the Traverse Area District Library Board of Trustees:

- a. Executive Committee;
- b. Finance Committee;
- c. Personnel Committee;
- d. Policy Committee; and
- e. Facilities and Services Committee.

ARTICLE VI
Contracts, Legal Documents,
and Financial Transactions

6.1 Contracts and Legal Documents. Except as provided below, all contracts agreements, and legal documents of or for the Traverse Area District Library Board of Trustees shall be signed by the President, and when required by law or ordinance, by the Secretary. The Library Director may sign contracts for services to Traverse Area District Library or related to purchases required for operation of the library and that are within budget and policy including specifically, without limitation, Policy 2.1 Budget Adjustment and Disbursement.

6.2 Financial Transactions. All checks and/or transfers of funds shall be signed by the Director or Acting Director or the Assistant Director for Finance.

ARTICLE VII
Amendments

7.1 Amendments. These Bylaws of the Board of Trustees may be amended at any regular meeting. Notice of the proposed amendment, modification, or addition shall be given in writing at least ten (10) days prior to the meeting at which the proposed amendment, modification, or addition is to be considered.

I hereby certify that these amended Bylaws were adopted by the Traverse Area District Library Board of Trustees at a regular meeting and by a vote of a majority of the Trustees present on June 13, 2013. These Bylaws rescind all prior Bylaws of the Board, and shall be the Bylaws of the Traverse Area District Library in their entirety as of the date of approval.


Jason Gillman, Secretary

Signed on: 06/13, 2013