

**FORT LUPTON  
PUBLIC & SCHOOL LIBRARY**

**425 South Denver Avenue  
Fort Lupton, Colorado**

**BYLAWS**

**Proposed Draft Adopted November 18, 2019**

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## Bylaws

These are the Bylaws of the Board of Trustees (the "Board") of the Fort Lupton Public and School Library (the "Library"), established and existing by virtue of the Intergovernmental Agreement between Weld County School District RE-8 and the City of Fort Lupton ("IGA") pursuant to §§24-90-101 *et seq.* of the Colorado Revised Statutes (the "Colorado Library Law"). These bylaws are adopted pursuant to C.R.S. §24-90-109(1)(a).

### I. NAME (Approved May 16, 2019)

The name of this organization shall be the Fort Lupton Public and School Library.

### II. BOARD OF TRUSTEES (Approved May 16, 2019)

**Section 1. Appointment.** Management and control of the Library shall be vested in a Board of seven (7) trustees appointed in accordance with the Colorado Library Law.

**Section 2. Number, Geographic Area and Terms.** The Board shall consist of seven (7) members, all of whom must reside within the boundaries of the Library's legal service area. Trustees shall serve no more than two (2) consecutive terms and terms shall not exceed four (4) years which shall be staggered so that from one to three Trustees are appointed or reappointed each year.

**Section 3. Ex-Officio Members.** There shall be two non-voting *ex-officio* members who serve on the library board by virtue of holding office as follows: either the Mayor or a City Council member and one member of the Weld Re-8 Board of Education.

**Section 4. Appointment of New Trustees.** When the term of an existing Trustee will expire, and such Trustee is either ineligible for reappointment or elects not to be reappointed, or when the appointing governmental entity elects not to re-appoint an existing Trustee, a new Trustee shall be appointed in accordance with C.R.S. §24-90-108(2)(e) and the IGA.

**Section 5. Vacancies.** Vacancies shall be filled for the remainder of the unexpired term as soon as possible in the manner in which Trustees are regularly chosen. Unexpired terms completed by an appointed Trustee shall not count against that Trustee's term limit as described in Section 2.

**Section 6. No Salary.** Trustees shall not receive a salary or other compensation as a Trustee, but necessary traveling and other necessary, documented expenses actually incurred may be paid from Library funds.

**Section 7. Removal.** A Trustee may be removed by a 2/3 vote of the appointing governmental entity and only upon a showing of good cause. Good cause shall include, but not be limited to, failure to attend (in person or by remote access), without justification, three consecutive regular meetings of the Board; failing to act in the best interests of the Library; or conduct unsuitable to their position.

**Section 8. Power and Duties.** The Board shall have those duties and responsibilities set forth in the authorized powers under the Colorado Library Law, as such may be revised from time to time. In addition, the Board shall have all powers necessary or incidental to the specific powers granted by statute.

**Section 9. Authorization.** Board membership does not, under any circumstances, authorize a Trustee to represent or bind the Board or Library in any official capacity whatsoever except as such authority is granted and approved in writing by a vote of the Board taken at a regular or special meeting.

### **III. MEETINGS OF THE BOARD OF TRUSTEES (Approved March 21, 2019)**

**Section 10. Regular Meetings.** A regular meeting of the Board shall be held pursuant to a schedule determined by the Board, but at least quarterly, for the purpose of transacting the business of the Library. All business of the Board shall be conducted only during regular or special meetings hereinafter provided for, and all of such regular or special meetings shall be open to the public, subject to the right of the Board to meet in executive session.

**Section 11. Time and Place.** The time and place of all regular and special meetings will be announced as required by law.

**Section 12. Notice; Open Meetings; Executive Sessions.** Notice of all meetings of three (3) or more Trustees shall be given in the manner prescribed in C.R.S. §24-6-402(c). At a minimum, the Board shall cause notice of meetings to be posted in designated public places no less than twenty-four hours prior to the meeting. All meetings shall be open to the public, except that at any regular or special meeting, the Board may proceed into executive session upon a majority vote of two-thirds (2/3) of members present for the purpose of considering any matters permitted under C.R.S. § 24-6-402(4). The Board shall retain executive session records for ninety (90) days after the date of the executive session in compliance with C.R.S. §24-6-402(2)(d.5)(II)(E).

**Section 13. Special Meetings.** Special meetings may be called by any Trustee or the Library Director for any purpose, including for the purpose of planning and goal-setting or the study and discussion of matters to come before the Board. Minutes will be taken at all special meetings and will be part of the public record. Special meetings may be called upon 24 hours

notice to the Trustees and to the public. Notice to the public shall be given in the manner required by law. Notice to Trustees may be given in person in writing or by email.

**Section 14. Other Meetings Disallowed.** No meetings of three or more Trustees or a quorum, whichever is fewer, shall be held except pursuant to the posting of notice as a regular or special meeting.

**Section 15. Quorum.** A majority of the Trustees of the Library shall constitute a quorum necessary for the transaction of any business at a regular or special meeting of the Board. The act of the majority of Trustees constituting a quorum at a regular or special meeting shall be the act of the Board. Board members may attend meetings by real-time audio or video service or by such other electronic means that may afford full audio access to Board discussions. When these Bylaws refer to a Trustee being "present", the term "present" shall include attendance by real-time audio or video service. However, to the extent required by Colorado law, Trustees must be physically present for purposes of determining whether a quorum has been established. Trustees participating remotely must be able to hear all discussions and public comments and must have all materials and documents that have been provided to the Trustees who are physically present at the meeting.

**Section 16. Public Participation.** Citizens shall be invited to participate in all regular meetings of the Board during a portion of the agenda set aside for this purpose. The president shall determine a time limit for comments based upon the number of persons wishing to speak.

**Section 17. Annual Meeting.** The regular meeting of the Board for the month of January each year shall be designated as the annual meeting. At the annual meeting the officers shall be elected to serve for the ensuing year.

**Section 18. Roll Call Votes.** A Trustee may call for a roll call vote at any time.

#### **IV. OFFICERS (Approved May 16, 2019)**

**Section 19. Designation of Officers.** Board officers shall consist of a president, a vice president, and a secretary and such other officers as the Board deems necessary.

**Section 20. Date of Election.** All officers of the Board shall be elected by the Board at the annual meeting.

**Section 21. Term of Office.** Officers shall serve for one (1)-year terms and shall begin their terms of office at the next meeting immediately following the election.

**Section 22. Number of Terms of Office.** A Trustee serving as a Board officer shall not be eligible to serve more than two consecutive terms in the same office, except by affirmative vote of two-thirds (2/3) of the Library Trustees.

**Section 23. Vacancies.** Any vacancy occurring during the regular term of any office, for any reason, shall be filled by a Trustee elected by a vote at a regular or special meeting of the Board for the remaining portion of the term of such office.

**Section 24. Removal.** Any officer may be removed by an affirmative vote of two thirds of the Library Trustees taken at a regular or special Board meeting when in such Trustees' reasonable judgment, the best interest of the Library will be served thereby.

## **DUTIES OF OFFICERS**

**Section 25. President.** The president shall, subject to the direction and supervision of the Board, be the principal executive officer of the Library. The president shall perform all duties incident to the office of president and such other duties as may be prescribed by the Board from time to time, including, but not limited to, the following:

- The president shall preside at all meetings of the Board
  
- The president is the authorized spokesperson for the Board, unless delegated to another Trustee.
  
- The president, along with the secretary or one other designated Trustee, shall sign all checks or warrants either by manual or facsimile signature. The president may designate another Trustee or the Library Director to sign in the president's absence, but in any event at least two (2) authorized persons shall sign all Library checks or warrants. The City of Fort Lupton is the fiscal agent for the Fort Lupton Public & School Library. As the fiscal agent the city's Mayor will sign all checks for payroll and accounts payable. Checks from the Library Board's CD funds held at the Bank of Colorado are signed by at least two of the board's designated signers. Check's from the board's CD funds held at ColoTrust will be authorized by the library board and signed by the city's designee.

**Section 26. Vice President.** The vice president shall assist the president and shall perform such duties as may be assigned by the president or the Board. In the absence of the president, the vice president shall have the powers and perform the duties of the president.

**Section 27. Secretary.** The secretary shall oversee the keeping of the minutes of Board meetings and shall perform all other duties delegated by the Board or that may be incidental to the

office of secretary, such as publishing legal notices and executing legal documents as such may be required. The duties for taking the minutes and keeping them on file, publishing legal notices and executing legal documents have been delegated to the library director or their designee. The board secretary is responsible for auditing the paper copies of library board minutes which are kept on file at the library.

#### **V. COMMITTEES (Approved May 16, 2019)**

**Section 28. Appointment and Membership.** The Board may create a committee or committees for any specific purpose, with its members appointed by the Board, or the president if such authority is delegated to the president by the Board. Committees shall be dissolved when their stated purposes have been fulfilled. A Board committee may consist of Trustees only, a mixture of Trustees and non-Trustees or wholly non-Trustees. Committees shall report to the Board and shall have no power to act for the Board.

#### **VI. LIBRARY DIRECTOR AND STAFF (Approved May 16, 2019)**

**Section 29. Employment of Library Director.** A Library Director may be engaged or employed by the city upon recommendation of the Board to serve as the chief administrative officer of the Library.

**Section 30. Duties of Library Director.** The Library Director, under the supervision and direction of the Board, shall perform all duties incident to the position of Library Director including those contained in the Library Director's contract and such other duties as may be prescribed from time to time by the Board.

**Section 31. Staff.** All other Library staff shall be employed by the city upon the recommendation of the Library Director.

#### **VII. POLICIES AND ADMINISTRATION (Approved May 16, 2019)**

**Section 32. Policy-Based Governance.** The Board shall adopt and revise administrative policies by which the Library Director and other staff shall conduct the affairs of the Library. These policies shall be available to the public.

#### **VIII. FISCAL YEAR (Approved May 16, 2019)**

**Section 33.** The Library's fiscal year shall begin on the first day of January of each year and shall end on December 31st of each year.

**IX. AMENDMENTS TO BYLAWS AND POLICIES (Approved March 21, 2019)**

**Section 34. Amendment by Vote.** Bylaws and administrative policies may be altered, amended or repealed on first reading if all Trustees are present and the vote is unanimous. If all Trustees are not present or the vote is not unanimous, the bylaw or policy change will be presented at the next regular Board meeting, when it can be added, altered, amended or repealed by a simple majority of the Board present and voting.

**Section 35. Notice of Proposed Amendment.** Notice of proposed bylaw or policy changes must be in written form (including email) and received by all Trustees at least five (5) days prior to the first reading.

**Section 36. Automatic Amendment.** These bylaws shall at all times conform to the Colorado Library Law and other Colorado laws as such laws may be amended from time to time. Such amendments as may be necessary to affect such conformation shall be automatic and these bylaws shall be updated from time to time by the Board to reflect such statutorily-mandated automatic amendments.

Adopted by the Board of Trustees as of \_\_\_\_\_, \_\_\_\_\_.

\_\_\_\_\_  
President

\_\_\_\_\_  
Secretary