

Bylaws of the Louisville Public Library Board of Trustees

Revised and re-adopted by the Louisville Public Library Board of Trustees, March 8, 2018.

ARTICLE I: The Board of Trustees

Section 1. Status and Name. The Louisville Public Library Board of Trustees (“Board”) was established and authorized by virtue of the Louisville Municipal Code, Chapter 2.64, and given all of the powers and duties that are granted by C.R.S. § 24-90-109, as amended.

Section 2. Office. The office of the Board shall be considered the Louisville City Hall, 749 Main Street, Louisville, CO 80027, or such other place in the City of Louisville, Colorado as the Board members may designate from time to time.

Section 3. Number of Members. The Board shall consist of seven (7) members whom the Mayor with consent of City Council shall appoint. Six (6) members shall be residents of the City of Louisville at the time of their appointment and at all times while serving on the Board. One member shall be a resident of the Town of Superior at the time of their appointment and during such time as the IGA is in place between the two municipalities.

Section 4. Term of Members. Each member shall be appointed for a four-year term.

ARTICLE II: Officers and Personnel

Section 1. Officers. The officers of the Louisville Public Library Board of Trustees shall be a President, a Vice-President, and a Secretary who shall be elected by the Board from its membership.

Section 2. President. The President shall preside at all meetings of the Board.

Section 3. Vice President. The Vice-President shall perform the duties of the President in the President’s absence or inability to act. In the event of the absence or inability to act of both the President and Vice-President, the remaining members shall select some other member of the Board to temporarily perform the duties of the President.

Section 4. Secretary. The Secretary shall attest to all documents authorized to be executed by the Board. In the event of the absence of the Secretary, the President shall

designate, in writing or verbally at a meeting of the Board, some other member of the Board to perform duties of the Secretary.

Section 5. Additional Duties. The officers of the Board shall perform such duties and functions as may from time to time be required or authorized by the Board or these Bylaws.

Section 6. Election of Officers. The President, Vice-President and Secretary of the Board shall be elected annually by the Board at its first meeting of each year and shall assume their duties upon election. Officers shall hold their office for one year, or until their successors are selected and qualified.

Section 7. Vacancies. If the office of the President, Vice-President or Secretary is vacant, the Board shall select a successor from its membership to serve for the unexpired term of said office.

Section 8. Absences of Members. Absence of a Board member from two or more regular meetings in any calendar year shall constitute good cause for removal from office and, upon such absence, such Board member may be removed by a majority vote of the City Council as provided by C.R.S. § 24-90-108(5).

ARTICLE III: Meetings

Section 1. Regular Meetings. A regular meeting of the Board shall be held on the second Thursday of each odd-numbered month at 6:30 PM at the Louisville Public Library, 951 Spruce Street, Louisville, Colorado or at such time and place as designated by the Board. In the event any regular meeting falls on a legal holiday, it shall be held on the following Thursday unless the Board designates otherwise. Notice and the agenda for each regular meeting shall be posted, and published on the City's website, at least seventy-two hours in advance of the meeting.

Section 2. Special Meetings and Business at Special Meetings.

A. Except for an emergency special meeting governed by Subsection B, each special meeting of the Board shall be called by an officer on the request of any three members of the Board, and shall be held on at least forty-eight hours written notice.

B. An emergency special meeting shall be called by the Secretary on the request of the President or any three members of the Board, and shall be held on at least twenty-four

hours written notice to each member of the Board. An emergency special meeting shall not be called unless:

- (i.) Each member requesting the meeting has determined that the meeting is urgently necessary in order to take action on an unforeseen matter requiring immediate action; and
- (ii.) The basis for the determination described in Paragraph (i) is stated in the notice of the meeting.

C. All reasonable efforts shall be made to notify Board members. The notice need not be served if the member has waived the notice in writing.

D. The Board shall not take action on any item of business at any special meeting unless:

- (i.) The item to be acted on has been stated in the notice of the meeting; or
- (ii.) The item to be acted on is reasonably related to the item which was stated in the notice of the meeting.

Section 3. Quorum. The powers of the Board shall be vested in the members thereof in office from time to time. Four members shall constitute a quorum, but a smaller number may adjourn from time to time until a quorum is established. When a quorum is in attendance, action may be taken by the Board upon an affirmative vote of a majority of the Board members present.

Section 4. Order of Business and Manner of Conducting Business. At the regular meetings of the Board the following shall be, by way of illustration and not limitation, the order of business:

- Call to Order
- Roll Call
- Approval of Agenda
- Approval of Meeting Minutes
- Public Comments
- Informational Comments on Pertinent Items Not on the Agenda
- Ongoing Business
- New Business
- Director's Report
- Agenda Items for Next Meeting
- Adjournment

Section 5. Manner of Voting. Each member's vote on a matter put to a vote shall be entered upon the minutes, except in the case of officer elections when the vote may be by ballot.

Section 6. Open Meetings. In addition to the requirements of these Bylaws, the Board shall comply with all applicable provisions of the open meetings laws of the State of Colorado and the Louisville Home Rule Charter.

Section 7. Notice, Discussions, and Meeting Locations.

A. It is the specific intent of the Board to provide the public with notice of all meetings. For this purpose a variety of communication media of the community may be utilized, including posting and the City's website. For purposes of these Bylaws, "posting" or "posted" means placing, in areas accessible by the public, at the Louisville City Hall, the Louisville Public Library, the Louisville Recreation Center, and one additional location that is open to the public during hours different from the regular business hours of the Louisville City Hall.

B. Notice of regular and special meetings of the Board shall be provided to the public in accordance with the requirements of these Bylaws and other applicable provisions of the open meetings laws of the State of Colorado and the Louisville Home Rule Charter. The agenda for any non-emergency meeting of the Board shall contain an itemized list of all subjects on which substantive discussions are reasonably expected or which may be the subject of formal action.

C. The Board shall not engage in substantive discussions relating to, or take formal action on, any subject at a non-emergency meeting when that subject was not listed in the agenda for that meeting and is not substantially related to any subject listed in the agenda, provided, however, that the Board may engage in substantive discussions and take formal action on a matter of public business not on the agenda, upon a finding by the presiding officer that such discussions or action will promote the general welfare, it is important that the matter be acted upon before the next formal Board meeting, and it would be injurious to await action on the matter until the next formal Board meeting.

D. For purposes of Subsection C of this Section, a subject is not substantially related to a subject listed in the agenda when a person reading the agenda before the meeting would not have reasonably expected that the subject would be substantively discussed or formally acted upon at the meeting.

E. For purposes of this Section, “substantive discussions” means debate, deliberation or other discussion about the merits, benefits, advantages or disadvantages of any proposed or possible resolution of any issue that will be or may be the subject of formal action by the Board.

F. All meetings of the Board shall occur in public buildings and public facilities accessible to all members of the public.

Section 8. Agenda, Materials and Communications File.

A. To the extent possible, a preliminary agenda for all Board meetings shall be provided to each member at least seven days in advance of such meeting. To the extent possible, and excluding emergency meetings, the agenda and all documents and materials requiring action by the Board at any meeting shall be provided each member seventy-two hours in advance of such meeting.

B. The agenda for any non-emergency meeting of the Board shall contain an itemized list of all subjects on which substantive discussions are reasonably expected or which may be the subject of formal action. The notice of each emergency meeting shall be posted at least twenty-four hours in advance of the meeting and shall include specific agenda information to the extent such information is available.

C. The Board shall make available to the public, at least on the City of Louisville website and at the Louisville Public Library, agenda-related materials for the Board. If agenda-related materials are unavailable in electronic format, each such item shall be described on the website; further, the Board shall adopt (by reference to a City of Louisville plan or otherwise) a plan for making available on the web all agenda-related material. For purposes of this Section, “agenda-related materials” means the agenda, all reports, correspondence and any other documents forwarded to the Board that provide background information or recommendations concerning the subject matter of any agenda item, excluding any documents or records which may or must be withheld from disclosure pursuant to state or federal statutes or constitutional provisions, or common law. If agenda-related materials are unavailable in electronic format, each such item shall be described on the website.

D. Any document that is not agenda-related material or contained in the Board’s communications file and that is submitted to the Board during a meeting shall be immediately made available to the public either by making copies available to the public at the meeting or by displaying the document at the meeting so that the public can view the document. No discussion or consideration of such a document by the Board shall occur unless the document

has been made available to the public as provided in this subsection D. The foregoing shall not be construed to require the dissemination, display or disclosure of any document or record which otherwise may or must be withheld from disclosure pursuant to state or federal statutes or constitutional provisions, or common law.

ARTICLE IV: Amendments to Bylaws

Section 1. Amendment to Bylaws. The Bylaws of the Board may be amended only upon the affirmative vote of at least four Board members.

ARTICLE V: Open Government and Public Records

Section 1. Open Government. Each member of the Board shall participate in at least one City-sponsored open government-related seminar, workshop or other program at least once every two years. Such program shall conform to the requirements of Section 4-16(a) of the Louisville Home Rule Charter.

Section 2. Public Records. Public records of the Board shall be open for inspection in accordance with the provisions of the Colorado Library Law, the Colorado Open Records Act, and Section 5-5 of the Louisville Home Rule Charter. The Board shall strictly construe exceptions provided under the State statutes authorizing certain public records to be exempt from disclosure to the public. In the event of conflict among the various provisions of such laws, whichever law provides greater access to Board records and less expense to the person requesting the records shall control disclosure by the Board.

ARTICLE VI: General

Section 1. Committee. The President may appoint members of the Board to such committees as deemed necessary to perform any functions for the purpose of advising the Board.

Section 2. Conflict of Interest; Code of Ethics. The members and officers of the Board shall comply with all applicable federal and state laws regarding conflicts of interest. The members, officers and employees of the Board shall also comply with the Code of Ethics set forth as Sections 5-6 through 5-17 of the City of Louisville Home Rule Charter (“Code of

Ethics"). For purposes of application of such Code of Ethics only, the Board shall be considered a "public body" and a member of the Board shall be considered a "public body member."

Section 3. Membership. Upon the vacancy of membership of the Board, the Board may give notice of such vacancy. The City Council may invite applications therefor, interview persons regarding such membership, and submit recommendations for the appointment to the Board to the Mayor of the City of Louisville. The Mayor with the consent of City Council shall appoint a person to fill the vacancy for the balance of the term.

President

ATTEST:

Secretary