

# Yale Valley Library District

## BOARD OF TRUSTEES BY-LAWS

(Amended June 10, 2021)

### ARTICLE I POWERS, PURPOSE, AND RESPONSIBILITIES:

Section 1.1 Name: The name of the municipal corporation duly established pursuant to Chapter 27.12 of the Revised Code of the State of Washington shall be **Yale Valley Library District**, hereinafter referred to as the District.

Section 1.2 Legal Basis: By and in the corporate name, the District shall have and exercise all powers, functions, rights and privileges now and hereafter given or granted to, and hereafter imposed upon municipal corporations of the same class, by the Constitution and laws of the State of Washington, and shall have and exercise all other powers, functions, rights and privileges usually exercised by, or which are incidental to, or inherent in, municipal corporations of like character and degree.

Section 1.3 Purpose: The Board exercises the authority and assumes the responsibility delegated to it by Chapter 27.12 RCW for the provision of free public library service to the residents of Yale Precinct in Cowlitz County.

### ARTICLE II GOVERNING BOARD, BOARD COMPOSITION:

Section 2.1 Board Composition: The governing body of **Yale Valley Library District** shall be a Board of Trustees, hereinafter referred to as the Board, which shall consist of five members, appointed by the Board of Commissioners of Cowlitz County Washington. Trustees must be residents of the District at the time of appointment.

Section 2.2 Term: One Trustee shall be appointed annually to serve a five year term. No Trustee may serve more than two consecutive terms.

Section 2.3 Vacancies: Vacancies shall be filled for unexpired terms by the Board of Cowlitz County Commissioners. A Trustee appointed to fill a vacancy shall serve the remainder of the term of the Trustee replaced.

Section 2.4 Compensation: A Trustee shall not receive a salary or other compensation for services as a Trustee, but necessary expenses actually incurred shall be paid from District funds.

Section 2.5 Removal: A Trustee may be removed for just cause by the Cowlitz County Commissioners after a public hearing upon a written complaint stating the grounds for removal, which complaint, with a notice of the time and place of the hearing, shall have been served upon the Trustee at least fifteen days before the hearing.

ARTICLE III OFFICERS:

Section 3.1 Election: The Board shall elect from its members a Chair, Vice-Chair, Secretary, and Treasurer, who shall be voting members at its regular June meeting. These officers shall serve a one-year term, July through June following their election. Officers may serve for more than one consecutive term.

Section 3.2 Duties:

A. The Chair shall preside at all meetings of the Board; authorize special meetings; appoint committees; execute authorized documents; and perform all other duties associated with that office. The Chair shall act as spokesperson for the Board and act as its representative with other organizations and activities unless another representative shall otherwise be authorized by the Board; provided however the Chair may delegate to any Trustee these duties and such person shall make no statements that will obligate or commit the District except pursuant to prior authorization of the Board.

B. The Vice-Chair, in the event of the Chair's absence or inability to act, shall assume the Chair's duties.

C. The Secretary shall insure that a true and accurate record is maintained of all meetings of the Board, and in the absence of the Chair and Vice-Chair, shall preside at a meeting of the Board.

D. The Treasurer shall review monthly invoices and operating expenses, and shall advise the Board on payment of these invoices.

Section 3.3 Vacancies: Vacancies in any office shall be filled at the next regular meeting of the Board. Any officer elected shall fill the entire unexpired term.

ARTICLE IV MEETINGS:

Section 4.1 Regular Meetings: Monthly meetings shall be held on a day and time established by the Board. Meetings shall be held at a location specified by the Chair. A meeting schedule for the new year will be presented by the Chair at the last regular meeting of the preceding year.

- Section 4.2 Regular Meeting Changes: The regular meeting date and/or time may be changed to another specified date and/or time by the Chair due to anticipated or actual absence of a quorum of the Board. Meetings held on the changed date shall constitute a regular meeting of the Board and all regular business may be transacted at the meeting
- Section 4.3 Special Meetings: Special meetings may be called at any time by the Chair or by a majority of the whole Board, for the transaction of only that business stated in the Notice of Special Meeting.
- Section 4.4 Emergency Meetings: Emergency meetings may be called as provided for in Chapter 42.30.070 RCW.
- Section 4.5 Quorum & Voting: A majority of all members of the Board shall constitute a quorum for the transaction of business. A majority of those present is necessary to take action on any item coming before the Board.
- Section 4.6 Public Participation at Meetings: Members of the public may make presentations or comments to the Board at the time specified on the published agenda. Discussion or comment by the public at any other point in the meeting shall be permitted at the discretion of the Chair.
- Section 4.7 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 By-laws.
- Section 4.8 Records of Board Meetings: The proceedings of Board meetings shall be recorded in minutes, maintained in the Administrative Office of the District, and a physical copy kept in the YVLD notebooks. The minutes shall consist primarily of a record of the action taken. Minutes of each meeting shall be forwarded 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 adoption or necessary corrections.
- Section 4.9 Absences: It is the intention of the Board to maintain full representation of the District in all deliberations. Therefore, regular attendance of Trustees at meetings is encouraged. If unable to attend a meeting, each Trustee is responsible for notifying the Chair in advance of the pending absence.

Section 4.10 Open Public Meetings Act: All Board meetings are governed by the provisions of the Open Public Meetings Act, Chapter 42.30 RCW.

ARTICLE V GENERAL:

Section 5.1 Amendments: These By-laws may be revised or amended at any regular or special meeting of the Board upon approval of three-fifths of its total membership, provided that Trustees receive copies of the proposed change(s) at least one week prior to that meeting.

Section 5.2 Legal: Should any article or section of these By-laws be in conflict with the laws of the State of Washington, the balance of these By-laws shall remain in effect. The article or section held invalid shall be amended as required by law in accordance with Article V, Section 5.1 of these By-laws.

Approved and adopted:

<u><i>Eric Reese</i></u> Eric Reese (Jun 4, 2021 06:34 PDT)	Jun 4, 2021
Eric Reese	Date
<u><i>Christina Conroy</i></u> Christina Conroy (Jun 2, 2021 12:14 PDT)	
Chris Conroy	
<u><i>Kathi Wheeler</i></u> Kathi Wheeler (Jun 3, 2021 13:08 PDT)	
Kathi Wheeler	
<u><i>Tina Moir</i></u> Tina Moir (Jun 7, 2021 16:20 PDT)	
Tina Moir	
<u><i>Robert D. Appling</i></u> Robert D. Appling (Jun 2, 2021 10:50 PDT)	
Bob Appling	