

## NORTHWEST REGIONAL LIBRARY

### **BY-LAWS**

#### **Article I**

##### Identification

The name of the organization is the Northwest Regional Library, with the headquarters in Thief River Falls and branches located throughout the member counties. The governing body of the organization shall be called the “Board of Trustees of the Northwest Regional Library (NWRL)” existing by virtue of the provisions of 134.20 of the Laws of Minnesota and exercising the powers and authority and assuming the responsibilities delegated to it under said statute and agreement.

#### **Article II**

##### Purpose

The purpose of the Board of Trustees is to represent the Northwest Regional Library both to the people and the governing officials of the cities and counties that are part of the region. It is the trustee’s obligation to see that adequate funds are obtained for good library service; to promote the best possible use of library resources; to improve existing libraries; and extend library service to those not previously served.

#### **Article III**

##### Board of Directors

##### Section 1. Number and Qualifications

The governing body of the NWRL is composed of one member representing and appointed by each city that is the site of a library and one county commissioner or designee representing the county plus one more for each additional 6000 persons to a maximum of four (4) per county.

Section 2. The term of office of trustees shall be for three (3) years. No appointee may serve more than three (3) consecutive full terms. A former board member can be appointed after a lapse of one year. The NWRL Director shall notify the appointing entity of the terms which will expire at the end of the calendar year in September of that year. New appointments shall be made by the December. By direction of the NWRL Board, the Director shall suggest three (3) to five (5) names to the appointing entity of persons who may qualify to fill the position.

### Section 3. Disqualifications, Vacancies

A member of the NWRL Board who moves out of the political subdivision they represent shall be responsible for notifying the Secretary of the NWRL Board. Upon receipt of such notification, the position shall be declared vacant. It shall be the duty of the Director to notify the appointing entity of the vacancy and, by direction of the NWRL Board, to suggest three (3) to five (5) names to the appointing entity of persons who may qualify to fill the position. When any trustee fails to attend three (3) consecutive meeting of the NWRL Board without notification, it shall be the duty of the Director to notify the appointing entity.

### Section 4. Officers

Offices of the NWRL Board shall be Chair, Vice-chair, Secretary and Treasurer. The officers shall be named the Executive Committee. The committee shall also include on member-at-large. Each member will be a representative of one of the five (5) counties making up the Northwest Regional Library system.

The Executive Committee shall serve with each officer serving in each position for one (1) year. If a vacancy occurs on the Executive Committee, the Chair shall appoint a successor at the next regular meeting.

The Chair shall preside at all meetings of the NWRL Board, appoint committees, authorize calls for any special meetings, and other duties as custom and law devolve upon the Chair.

The Vice-chair shall preside in the absence of the Chair.

The Secretary shall oversee that an accurate record of all proceedings of the NWRL Board meetings be kept. Minutes will be recorded by a member of the NWRL staff.

The Treasurer shall recommend the payment of bills and shall perform such duties as generally devolve upon the office. The Treasurer shall be bonded.

## **Article IV**

### **Meetings**

#### **Section 1. Meeting**

The NWRL Board or the Executive Committee shall meet on the second Tuesday of each month at 4:30pm, or another date as voted upon by a majority vote of the full Board. The January meeting will be the annual meeting and the December meeting will be the final budget meeting. Both shall be held at the headquarters office in Thief River Falls.

#### **Section 2. Special Meetings**

Special meetings shall be called by the Chair or upon written request of three (3) members of the Board for the transaction of business stated in the call for the meeting.

#### **Section 3. Quorum**

A quorum for the transaction of business shall consist of a simple majority of appointed members. Any vacancies do not count toward a quorum.

#### **Section 4. Order of business at regular meetings shall be:**

1. Call to Order

2. Public Comments
3. Librarian Reports
4. Approval/Amendments to the Agenda
5. Approval of Minutes.
6. Financial Report
7. Approval of Bills
8. Director's Report
9. Committee Reports
10. Old Business
11. New Business
12. Adjournment

#### Section 5. Parliamentary Authority

Robert's Rules of Order, latest revised edition, shall govern the parliamentary procedure of the meetings.

### **Article V**

#### **Committees**

##### Section 1. Executive Committee

The Executive Committee shall have and may exercise in the intervals between full board meetings all powers of the NWRL Board which are delegated to the committee by resolution of the Board.

##### Section 2. Ad Hoc Committee

Ad Hoc committees will be appointed and restructured by the Chair, to serve until the final report of the work for which they were appointed has been filed.

### **Article VI**

### Duties of the Board of Trustees

- Determine the policies of the NWRL.
- Select and appoint a competent Director of the NWRL.
- Advise in the preparation of the budget, approve it, and make sure that adequate funds are provided to finance the approved budget.
- Through the Director, regularly review various physical building needs such as ADA to that they meet the requirements of the total library program.
- Study and support legislation which will bring about the greatest good to the greatest
- number of libraries.
- Cooperate with other public officials and boards and maintain vital public relations.
- No member of the Board may pursue legal advice from NWRL's lawyer, except the Chair, without the express permission of the Chair or full Board.

### **Article VII**

#### Director

The Director shall be considered the executive officer of the NWRL and shall have sole administration of the NWRL under the direction and review of the board.

The Director shall be held responsible for the care of the headquarters building and equipment.

The Director is responsible for the direction of the staff and for the efficiency of the library's service to the public and for operating under financial conditions set forth in the annual budget.

The Director shall attend all board meetings except those at which their appointment or salary is to be discussed or decided.

## **Article VIII**

### **Mileage and Expenses**

NWRL Board members will be reimbursed for mileage according to the Federal rate.

## **Article IX**

### **Amendments**

These by-laws may be amended at any regular meeting of the board with a quorum present by majority vote of the members present, providing the amendment(s) was (were) stated in the agenda for the meeting.

These by-laws will be in force upon adoption of the Northwest Regional Library Board of Trustees on the 19<sup>th</sup> day of November, 2025. Revised October 2023. Revised March 2003. Revised October 2014.