

OSCODA COUNTY DISTRICT LIBRARY  
BOARD OF TRUSTEES  
BY-LAWS

**Article I: Purpose**

The name of this body is the Oscoda County District Library Board of Trustees, existing by virtue of the provisions of District Library Establishment Act, 1989 PA 24, MCL 397.171 , and exercising the powers and authority, and assuming the responsibilities delegated to it under said law.

The Board shall be a body corporate and shall be authorized to contract for leasing, construction or maintenance of buildings and to do any things necessary for the conducting of the district library service to be a charge against the district library fund.

**Article II: Membership**

A. **Governing Board.** The District Library shall be governed by an appointed board (the “Library Board”) which shall consist of five (5) members to be appointed as described below:

1. **Qualifications:**

An individual appointed as a Library Board member shall be a qualified elector of the Participating Municipality that appoints such member on the date the appointment is made. A candidate for appointment to the Library Board shall also be a resident of the District Library District.

2. **Appointments; Initial Term:**

a. *Oscoda County.* Upon the Effective Date of this Agreement, the County Board of Commissioners shall appoint three (3) members of the Library Board as follows: One (1) member of the Library Board shall be appointed whose term expires on December 31, 2022 and two members (2) members of the Library Board shall be appointed whose terms expire on December 31, 2024.

b. *Comins Township.* Upon the Effective Date of this Agreement, the Township shall appoint two (2) members of the Library Board as follows: One (1) member of the Library Board shall be appointed whose term expires on December 31, 2022 and one (1) member of the Library Board shall be appointed whose terms expires on December 31, 2024.

3. Subsequent Terms. As the terms of office identified in Section A.2 above expire, and with each expiration of office thereafter, the respective Party that made the appointment of the Library Board member whose term has expired shall make an appointment to replace the board members whose terms expired to serve a four (4) year term of office beginning on January 1. Nothing herein shall prohibit a Participating Municipality from reappointing a member whose term has expired to a successive term of office.
  4. Beginning of Term. After the initial terms, all terms shall begin on January 1.
  5. Library Recommendation. At least two (2) months prior to the expiration of the term of any Library Board Member, the Library Board may provide recommendations of the candidates interested in appointment to the Library Board to the Participating Municipalities. The Participating Municipalities may accept or reject the recommendation.
- B. Authority. The Library Board shall have all the powers enumerated in Section 12 of the Act, MCL 397.182, all the powers enumerated in the District Library Financing Act, MCL 397.281, *et seq*, and any other powers granted by law, including but not limited to the following:
1. Establish, maintain, and operate a public library for the District.
  2. Appoint and remove officers from among its members.
  3. Appoint and remove a librarian and necessary assistants and fix their compensation.
  4. Purchase, sell, convey, lease, or otherwise acquire or dispose of real or personal property, including, but not limited to, land contracts and installment purchase contracts.
  5. Erect buildings.
  6. Supervise and control District Library property.
  7. Enter into a contract to receive library-related service from or give library-related service to a library or a municipality within or without the District.
  8. Adopt bylaws and regulations, not inconsistent with this Act, governing the Library Board and the District Library.
  9. Propose and levy upon approval of the electors as provided in this Act a tax for support of the District Library.
  10. Borrow money pursuant to the District Library Financing Act, 1988 PA 265, MCL 397.281 to 397.290.

11. Issue bonds pursuant to the District Library Financing Act, 1988 PA 265, MCL 397.281 to 397.290.
  12. Accept gifts and grants for the District Library.
  13. Do any other thing necessary for conducting the District Library service, the cost of which shall be charged against the District Library fund.
  14. Exercise any other power authorized by law.
- C. **Expenses and Compensation.** The District Library may reimburse Library Board members for necessary expenses that Library Board members incur in the performance of their official duties and may compensate Library Board members pursuant to Section 12(2) of the Act, MCL 397.182.
- D. **Vacancy.** The office of a Library Board Member becomes vacant when the incumbent dies, resigns, is convicted of a felony, is removed from office by the Governor pursuant to Section 10 of Article V of the State Constitution of 1963, or ceases to be a resident of the District. In addition, the office of a Library Board Member becomes vacant when the incumbent ceases to be a resident of the Participating Municipality that appointed the incumbent.
- In the event of a vacancy, the Participating Municipality that appointed the Library Board Member whose position has become vacant shall appoint a replacement therefor within two (2) months of the vacancy who shall serve until the end of the term of the Library Board Member being replaced.
- E. **Removal.** In accordance with Section 8(2) of the Act, MCL 397.178(2), the Governor of the State of Michigan shall have the power to remove a member of the Library Board for cause, pursuant to the provisions of Section 10 of Article V of the State Constitution of 1963, as amended.

### **Article III: Officers**

**Section 1.** Officers of the Library Board shall be a President, Vice President, Treasurer and Secretary.

**Section 2.** Officers shall be elected at the Annual Meeting for a term of two (2) years and take office at the close of that meeting. In the event of a vacancy, the Library Board shall elect a replacement for the Vice President, Treasurer and Secretary.

**Section 3.** The principle duties of the President shall be to preside at all meetings of the Library Board, make appointments, and execute all documents, including contracts, as authorized. The President appoints Trustees to committees and such other special duties as may occur, and may be an ex-officio voting member of all committees.

**Section 4.** The Vice President shall discharge the duties of the President in the event of the absence or disability thereof, or of a vacancy in that office, and in addition, any other duties as designated by the Library Board.

**Section 5.** The Treasurer shall co-sign all checks drawn on funds held by the Library, sign all vouchers for disbursements from the library fund, and perform such duties as generally devolve upon the office. The Treasurer shall review all monthly reports to the Board showing in detail the amount and investment of, and income and disbursements from, the funds in his or her charge, as prepared by the Library Director prior to Library Board meeting.

**Section 6.** The Secretary shall maintain a true and accurate record of all meetings of the Library Board, execute all documents, including contracts, as authorized, and perform other duties as generally associated with the office. The Secretary will present a draft of the minutes to the Library Director no later than eight (8) business days after each Library Board meeting. In the absence of the Secretary at any meeting, the President may appoint another Trustee to act as temporary Secretary.

#### **Article IV: Meetings**

**Section 1.** Regular meetings shall be held each month, that date and hour to be set by the Library Board at its Annual Meeting and posted according to the Open Meetings Act. Meeting times and dates may be changed as need arises by a concurring vote of three (3) of the five members of the Library Board. All changes must be posted as required.

**Section 2.** The Annual Meeting, which shall be for the purpose of election of officers and the adoption of an annual report, shall be held at the time of the regular meeting in July of each year.

**Section 3.** A committee will be established at the annual meeting, for the purpose of paying bills in the place of any regularly scheduled monthly meeting.

**Section 4.** Special meetings may be called for transaction of business as stated, in accordance with the Open Meetings Act, at least 18 hours in advance of the special meeting.

**Section 5.** A quorum for transaction of business at any meeting shall consist of a simple majority of Trustees.

**Section 6.** One or more Trustees may participate in any annual, regular, or special meeting of the Library Board by means of a conference telephone call or similar communications equipment by which all persons participating in the meeting are able to hear each other at the same time. Such participation shall constitute presence in person at such meeting.

**Section 7.** The agenda for all Board meetings shall include, but is not limited to, the following:

- Call to Order
- Roll Call (Secretary may simply record attendance)
- Approval of Minutes as read or Corrected
- Financial Report
- Approval of Bills
- Librarian's Report
- Correspondence
- Old Business
- New Business
- Reports from Committees, Liaison, etc.
- Public Comment (Citizens Who Wish To Speak)
- Adjournment

*\*\*Adopt a Consent Agenda procedure where applicable.\*\**

**Section 8.** Robert's Rules of Order shall govern parliamentary procedure at all meetings of the Library Board.

**Section 9.** The Library Board of Trustees shall conform to the Open Meetings Act (MCL 15.261-275).

**Section 10.** The Library Board of Trustees is subject to the requirement of the Freedom of Information Act being Act 422 of 1976 as amended (MCL 15.231 et seq.).

#### **Article V: Committees**

In most matters, the Library Board shall act as a committee of the whole, but standing or special committees may be appointed at the discretion of the Library Board President. The committee shall be considered discharged upon completion of its assignment and a final report to the Library Board.

#### **Article VII: Duties of the Library Director**

**Section 1.** The Library Director shall be appointed by the Library Board and shall be considered the executive officer of the Library. The Director shall be directly responsible and accountable to the Library Board for proper fulfilment of powers, assignments, and duties.

**Section 2.** The Library Director or the Library Director's representative shall be expected to attend all meetings of the Library Board. Exception for attendance may be those meetings in which his/her appointment, salary or performance is being discussed or acted upon.

#### **Section 3. Specific duties and responsibilities of the Director**

1. Acts as technical advisor to the Library Board and recommends employment of all personnel and supervises and evaluates the work of employees and volunteers.
2. Carries out the policies of the Library as adopted by the Library Board and recommends needed policies for Library Board action.

3. Suggests and carries out plans for extending services of the Library.
4. Maintains accurate records of daily operation of the Library.
5. Prepares and presents regular reports detailing current progress and future needs of the Library.
6. Prepares an annual budget for the Library in consultation.
7. Selects and orders all books and other Library materials according to Library Board policy.
8. Affiliates with state professional organizations and attends professional meetings and workshops as approved by the Library Board.
9. Makes use of the services and consultants of the Library of Michigan and/or Northland Library Cooperative.
10. Monitors conditions and repairs of physical plant, assuring that minor repairs under \$500.00 will be taken care of in an expeditious manner.
11. Performs other duties as requested by the Library Board.

#### **Article VIII: Amendments**

No one serving on the Library board shall be personally liable to the Library for monetary damages for, or arising out of, a breach of fiduciary duty as a Trustee notwithstanding any provision of law imposing such liability; provided, however, that the foregoing shall not eliminate or limit the liability of a Trustee to the extent that such liability is imposed by applicable law (1) for a breach of the Trustee's duty of loyalty to the Library, (2) for acts or omissions not in good faith, or which involve intentional misconduct or a knowing violation of the law, or (3) for any transaction from which the Trustee derived an improper benefit.

#### **Article X: Indemnification**

For other than willful misconduct, the Trustees and Officers of the Library shall be indemnified as of right to the fullest extent now and hereafter permitted by law in connection with any actual or threatened civil, criminal, administrative or investigative action, suit or proceeding (whether

brought by the Library or otherwise) arising out of their services to the Library or to another organization at the Library's request, and persons who are not Trustees or Officers of the Library may be similarly indemnified in respect of such service to the extent authorized at any time by the Library Board.

#### **Article XI: Policy Revision**

The Oscoda County District Library Board By-laws shall be reviewed and revised every three (3) years or as needed.

Restated and amended on the 2nd of May 2022.

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Deb Shumaker  
Oscoda County District Library Board