

Board of Trustees

Bylaws

Article I - Name

This organization shall be called "The Board of Trustees of the Cedar Rapids Public Library" existing by virtue of Section 6.02 of Chapter 6 of the Municipal Code, City of Cedar Rapids, Iowa, and exercising the powers and authority and assuming the responsibilities delegated to it under the said statute.

Article II - Officers

Section 1. The officers shall be a president and a vice president, elected from among the appointed Trustees at the July meeting of the board. The Library Director is an ex officio member of the board without the right to vote.

Section 2. Officers shall serve a term of one year from the meeting at which they are elected or until their successors are duly elected. Officers may succeed themselves in office, provided that none serves more than three terms in the same office.

Section 3. The president shall preside at all meetings of the board, authorize calls for any special meetings, appoint all committees, execute all documents authorized by the board, be the public spokesperson for the full board, serve as an ex officio voting member of any committees established by the board, and generally perform all duties associated with that office.

Section 4. The vice president, in the event of the absence or disability of the president, or of a vacancy in that office, shall assume and perform the duties and functions of the president, until the president resumes those duties or in the case of vacancy in the office until an election at the July meeting.

Section 5. If neither the president nor the vice president is available to preside at a regularly scheduled meeting of the Board of Trustees, a chairperson of one of the board committees may preside.

Section 6. The president, vice president, and one other trustee appointed by the president shall serve on the Foundation Board until the term of their library board office expires or the president appoints another trustee.

Section 7. The library administrative assistant shall keep a true and accurate record of all meetings of the board, shall issue notice of all regular and special meetings, and shall perform such other duties as are generally associated with that position. In the absence or inability of the library administrative assistant, all secretarial duties shall be performed by a designated staff member.

Section 8. The auditor for the City of Cedar Rapids shall be the disbursing agent of the board. All expenditures shall be approved according to the purchasing policies set by the Board of Trustees. The Library Director shall sign all bills before payment is issued by the auditor.

Article III - Meetings

Section 1. Regular meetings shall be held monthly, date and hour to be determined by the board.

Section 2. The order of business for regular meetings shall include, but not be limited to, the following items:

- Call to Order
- Consent agenda including disposition of minutes of previous regular meeting and any intervening special meeting(s)
- Communications and public comment
- Friends and Foundation reports
- Committee reports
- Director's report
- Old business
- New business
- Adjournment

Section 3. Each regular meeting of the board shall include an opportunity for public comment. The time for public comment is not a time for discussion between the public and the board but as an opportunity for the public to offer comments for board's consideration at the appropriate time.

Anyone wishing to speak shall sign up to do so before the meeting starts by writing their name on the sign-up sheet provided as well as writing a brief description of the matter upon which they wish to speak. Upon review of the sign-up sheet, the chairperson shall announce the total time during which public comments will be taken, which in any event shall not typically exceed 30 minutes. The chairperson shall also announce the time to be given to each speaker, which shall not exceed 5 minutes per speaker. In order to run an efficient meeting the chairperson may group related comments and may change the portion of the meeting during which public comment shall be received.

Public comments must be germane to the operation of the Library. The chairperson shall rule on the germaneness of public comments. Behavior that is abusive, personal, impertinent, irrelevant, slanderous or profane remarks shall not be allowed. Loud, threatening, personal or abusive language shall not be allowed.

The Cedar Rapids Library Board of Trustees will not allow or entertain public comment or discussion of personal matters or other matters under consideration by the Civil Service Commission or subject to the Iowa Public Employees Relation Act.

Section 4. Special meetings may be called by the Library Director at the direction of the president, or at the request of three members, for the transaction of business as stated in the call for the meeting.

Section 5. A quorum at any meeting shall consist of a majority of the members of the board. If it is impracticable for a board member to participate in a meeting in person, he or she may participate electronically by any real-time means of communication.

Section 6. Proceedings of all meetings shall be governed by the latest edition of *Robert's Rules of Order*.

Article IV - Library Director

Section 1. The board shall appoint a qualified Library Director who shall be the executive and

administrative officer of the library on behalf of the board and under its review and direction.

Section 2. In accordance with policies as adopted by the board, the director's duties and responsibilities shall be:

- To provide effective, professional leadership, positioning the library to meet the community's current and future informational needs.
- To develop a planning process and annual objectives to fulfil the library's mission.
- To suggest proposed policies and policy changes for the board's consideration.
- To secure resources for the support of normal and enhanced library operations.
- To ensure all library facilities and equipment are maintained and improved as necessary to complete the library's mission.
- To direct the hiring, placement, development, supervision, and evaluation of qualified staff.
- To formulate a balanced annual budget and administer it in a fiscally responsible, cost-effective manner.
- To inform the board about the finances, public services, physical plant, personnel, collection, and other developments, changes, and problems of the library.

Section 3. The Library Director or, in cases of emergency, a designee shall be in attendance at all meetings of the board.

Article V - Committees

Section 1. The president shall appoint a nominating committee and all other committees, each for such purposes as the business of the board may require.

Section 2. No committee will have other than advisory powers unless it is granted specific power to act by suitable action of the board.

Article VI - General

Section 1. An affirmative vote of the majority of all members of the board present at the time shall be necessary to approve any action before the board. In some circumstances, a larger affirmative vote may be necessary in accordance with the laws of the state of Iowa and/or City of Cedar Rapids. The president, unless required by law, may not vote on a proposal before the board except in those cases where the president's vote is necessary to break a tie vote by other members. In such cases of a tie vote, the president must cast the deciding vote.

Section 2. The bylaws may be amended by the majority vote of all members of the board provided a written notice of the proposed amendment shall have been mailed or emailed to all members at least five days prior to the meeting at which such action is proposed to be taken.

Section 3. Any rule or resolution of the board, whether contained in these bylaws or otherwise, may be suspended temporarily in connection with business at hand, but such suspension to be valid may be taken only at a meeting at which two-thirds of the members of the board shall be present and two-thirds of those present shall approve.

Section 4. Any member of the board may resign at any time by giving written notice to the chairperson, the Library Director, or the full board, and the notice will be forwarded to the City Council. Such resignation will take effect at the time specified or, if no time is specified, at the time the resignation is received.

Section 5. The position of any trustee shall be vacant if he/she moves permanently from the city; or if he/she is absent from 6 consecutive regular meetings of the board, except in the case of sickness or temporary absence from the city. Vacancies in the board shall be filled by appointment of the Mayor, with the approval of the Council, and the new trustee shall fill out the unexpired term for which the appointment is made.

Article VII - Indemnification

The Cedar Rapids Public Library shall defend, indemnify and save harmless its Board of Trustees and officers from and against all costs and expenses imposed upon or incurred by any such person in connection with or resulting from any claim, demand, action, suit, prosecution, investigation and/or proceeding in which any such person may be involved by reason of current or former service as a member of the Board of Trustees of the Cedar Rapids Public Library. Such indemnification shall be provided (i) even if such person is no longer serving in such capacity and (ii) to the estate, executor, administrator, and personal representatives of any such person who is deceased. "Costs and expenses" shall include, but not be limited to, attorney fees and expenses, costs of investigation and preparation, settlements, judgments, awards, decrees, fines and/or penalties. Advances for such costs and expenses may be made by the Board of Trustees upon approval by resolution of the board. The indemnification provided hereunder shall be provided to the fullest extent allowed by law.

The Cedar Rapids Public Library shall indemnify and save harmless its employees to the extent provided in any applicable (i) bargaining unit contract, (ii) employee handbook or policy or (iii) as otherwise determined by the Board of Trustees.

(See Section 670.8, Iowa Code (2006))

Adopted: 02/22/90

Revised: 01/27/94, 05/02/96, 01/06/00, 08/04/05, 11/02/06, 04/05/07, 02/07/08, 08/26/13, 10/1/15, 11/2/17, 12/05/2021, 10/6/2022

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