Central Skagit Rural Partial County Library District

Bylaws of the Board of Trustees

Article I: Identification

The name of the organization is the Central Skagit Rural Partial County Library District (hereinafter referred to as CSRPCLD) in the area of Skagit County serving the unincorporated area of Skagit County encompassing the boundaries of the Sedro-Woolley School District. Residents of Sedro-Woolley, Hamilton and Lyman may contract for services or annex to the District.

Article II: Purpose

The purpose of the CSRPCLD is to represent the library to people of the District as well as the governing officials, the Board of County Commissioners (hereinafter referred to as BOCC). The Board members are responsible for the overall management of the Library. By and in the corporate name, the District shall have and exercise all powers, functions, rights and privileges and hereafter guaranteed to; and shall be subject to all the duties, obligations, liabilities and limitations now 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.

Article III: Members of the Board of and Duties

Section 1. Number and qualifications. The governing body of the library board is composed of five members as appointed by the BOCC.

Section 2. Term of office. Term of office shall be five years. No board member shall serve more than two full consecutive terms.

Section 3. Vacancies. Vacancies shall be filled for unexpired terms as soon as possible in a manner that is determined by the BOCC. Member replaced shall serve out the term of the person who she/he replaces.

Section 4. Attendance. Attendance is essential for the effective functioning of the Board. All Board members must attend at least 2/3 of the regular meetings in each calendar year. Board members must provide prior notice of anticipated absences in accordance with the Board’s policy on Board member absences. A member who has not met the attendance requirement by the end of the year is deemed to have
resigned and this shall be reported to the BOCC who shall fill the vacancy in the normal manner.

Section 5. Committees. The Chairperson of the Board, with the consent of the Board, may appoint committees, either standing or temporary, to deal with the work and issues of the board. The standing committees shall remain in place until they are disbanded by the Board. Temporary committees end automatically upon the certification that their work is completed by the Chairperson.

Section 6. Insurance. The CSRPCLD shall carry errors and omissions insurance in an amount determined by the Board to protect the Board, the Library Director, and any employees or volunteers from any liability, loss, or damage suffered by any member of the Board, the Library Director, any employees or volunteers of the Library District which arises out of their duties as Board Members or employees.

Section 7. Officers. The officers of the Board shall be Chairperson and Vice Chairperson. The officers shall be elected at the regular annual meeting which shall be at the regular scheduled meeting in the month of January in each calendar year. If there are vacancies they shall be filled by a vote of the Board members at the next regular meeting.

The duties of the officers are as follows:

Chairperson shall preside at all meetings of the Board. The Chairperson shall, in consultation with the Library Director, establish meeting agendas; authorize special meetings; appoint committees; execute documents authorized by the Board and perform all duties associated with the office. Nothing in this description prevents other Board members from placing items on the agenda, authorizing special meetings if done by two members or voting on committee appointments. The Chairperson shall give timely notice of all board meetings as required by law and perform all other duties as required by the Board.

Vice-Chairperson shall preside, and may act, in the absence of the Chairperson.

Section 8. The Board of the District shall provide the policy and legislative direction for the District and the Library Director. The Board shall carry out all of the duties enumerated in the Revised Code of Washington 27.12.210. Further, the Board shall do all other acts necessary for the orderly and efficient management and control of the District.
Article IV: Meetings

Section 1. Meetings of the Board of Trustees are subject to Washington State's Open Public Meetings Act (RCW 42.30). Meetings will be conducted according to the provisions of this Act. Regular meetings shall be held at a time to be determined by resolution on an annual basis. The meeting location will be set by the Chairperson with consent of the Board. Special meetings may be called by the Chairperson or two members. The purpose for the special meeting will be stated when notice and time are given to the members and to the public as required by law.

Section 2. A quorum (simple majority of Board members) shall be required to conduct business. If there is no quorum, the meeting will be adjourned and the Chairperson shall set another meeting as soon as practical. Proxy votes will not be accepted to form a quorum.

Section 3. The order of business shall be determined and set by the Chairperson prior to the meeting and given to the Board prior to the meeting. Robert's Rules of Order, latest revised edition, shall govern the parliamentary procedure of the meeting.

Section 4. Members of the public are encourage to speak at a time set aside during the meeting about issues relating to the library.

Section 5. In rare circumstances, and with pre-approval by the Chairperson, a Board member may participate in a meeting by telephone or other means of telecommunication or electronic communication. Members appearing remotely shall be counted towards the quorum required to transact business and may fully participate. A person appearing remotely shall state on the record that no other individuals are able to hear closed Executive Session discussions.

Section 6. The Director shall keep an accurate record of all proceedings and district meeting minutes to all Board members for their review prior to the next Board meeting.

Article V: Library Director

Section 1. The Board shall appoint a qualified Library Director who shall serve at the pleasure of the Board. There shall be a written position description for the Library Director.

Section 2. The Library Director shall be considered an executive officer of the Board and shall administer all district operations on behalf of the board under its review and direction, including employment and direction of all staff. The Library Director shall attend all board meetings and committee meetings as directed by the Board to report and answer questions of the Board members except where his/her performance or salary is being discussed.
Article VI. Severability

If any provision of these Bylaws, or its application to any person or circumstances is held invalid, the remainder of these Bylaws or the application of the provisions to other persons or circumstances, is not affected.

Article VII. Amendments

These bylaws may be revised or amended at any regular or special meeting of the Board with a quorum present upon approval of a majority of members present. Any proposed amendments must be presented one meeting prior to Board action.