

# **Red Feather Mountain Library District Bylaws**

*Article 4, paragraph 1 revised by the Red Feather Mountain Board of Directors  
April 22, 2020.*

## **Red Feather Mountain Library District Bylaws**

### **ARTICLE I NAME**

1. The name of this organization, effective January 1, 2001, is the Board of Trustees of the Red Feather Mountain Library District, as established by the qualified voters residing within the district boundary, in the election of November 7, 2000.
2. The Red Feather Mountain Library District succeeds the Red Feather Lakes Community Library Foundation, a Colorado non-profit corporation.
3. The existing library shall continue to be named the Red Feather Lakes Community Library and shall be governed by the Board of Trustees of the Red Feather Mountain Library District.

### **ARTICLE II GOVERNANCE**

1. The property and business of the Red Feather Mountain Library District shall be under the management and control of the Board of Trustees composed of no less than five or more than seven members appointed by the Board of County Commissioners of Larimer County.
2. Pursuant to the Agreement between the Larimer County Commissioners and the Board of Trustees, the Board shall recommend to the Commissioners the appointment of all new trustees from among the residents of the District service area. Board recommendations will determine the number of trustees to serve on the board.

3. The terms of the office for the Board of Trustees shall be for the terms specified in C.R.S. 24-90-108(3)(a). All subsequent appointments will be for a three (3) year term. Initial terms will be set by the Board in order to stagger Trustee terms to avoid more than one Trustee term limiting at the same time and setting terms to begin on the first day of the month.

4. A Trustee shall serve no more than two (2) consecutive complete three (3) year terms and then may not be reappointed until after at least one intervening year.

5. Vacancies occurring on the Board of Trustees for reasons other than completion of the term shall be filled for the remainder of the unexpired term as soon as possible in the same manner in which Trustees are regularly appointed. An unexpired term which is being filled by a new trustee shall not count as part of the two (2) consecutive three (3) year terms if that Trustee chooses to serve their own term as a Board member following completion of the vacancy.

6. A Trustee may be removed for good cause only by a majority vote of the County Commissioners. The Red Feather Mountain Library District Board of Trustees considers three (3) unexcused absences within one calendar year as failure to perform the duties required of a Trustee, or taking any action detrimental to the reputation or efficient operation of the Red Feather Mountain Library District or the library to be cause for removal. The Board will discuss all proposed dismissal action during an Executive Session with the affected Board member being allowed to be heard. Recommendation for such action will be forwarded to the County Commissioners by the Board of Trustees.

7. Trustees shall serve without salary or other compensation. Approved necessary travel and subsistence expenses actually incurred may be paid from Red Feather Mountain Library District funds upon approval by the Board of Trustees.

8. Any conflict of interest on the part of any Trustee shall be disclosed to the Board when the interest becomes a matter of Board action. Any Trustee having a conflict of interest shall not vote or use their personal influence on matter, and shall not be counted in determining the quorum for the meeting for that vote. The

minutes of the meeting shall reflect that a disclosure was made, the abstention from voting, and the quorum situation. Any new Trustee will be advised of this policy upon assuming the duties of office. Trustees shall not engage in economic activity that involves the receipt, use or sale of anything of value gained in the course of official duties that could reasonably be expected to influence their vote of other official action. Failure to abide by this conflict of interest policy may also be grounds for removal from the Board.

9. The Board of Trustees shall be committed to protecting Trustees and Library employees from interference with or retaliation for having made a protected disclosure or for having refused an illegal order (Whistleblower Protection). A retaliation complaint may be filed with the Library Director or the Board President. The Library Board or its designee, which may include without limitation, outside counsel and/or an independent investigator, shall investigate all complaints. Appropriate disciplinary and/or corrective actions will be taken by the Board. If the complaint is against the Board President the order of secession for responsibility for the Officers shall be followed to determine the appropriate Board member to conduct the investigation shall be; Vice-President, Secretary and then Treasurer.

10. The Board of Trustees shall oversee the completion of the Annual Report prepared by the Library Director at the close of each calendar year as required by Colorado Library Law, with the inclusion of library statistics and program information as deemed necessary. In addition, the Board of Trustees may prepare a statement of the condition of its trust during the year.

11. In compliance with Colorado Law, the Board of Trustees shall contract for an annual audit of its financial records or an exemption from audit by a Certified Public Accountant to be completed no later than ninety (90) days after the close of the fiscal year. According to State schedules, a copy of the audit report or the exemption from audit report shall be submitted to the State of Colorado's Office of the Auditor, to the Larimer County Finance Director, to the State Library, and other agencies and/or entities as deemed necessary.

12. As required by Colorado Law, the Board of Trustees shall submit an annual budget and shall certify to the Larimer County Board of County Commissioners

the sums necessary to maintain and operate the library during the next budget year. Such budget shall be approved by the Board of Trustees no later than December 15<sup>th</sup>, to coincide with the due date. A copy of the annual budget shall be sent to Larimer County and to the Colorado Division of Local Government in compliance with Local Government Services Budgeting Calendar and other agencies and/or entities as deemed necessary.

13. The Board of Trustees shall maintain Liability insurance for all persons entrusted with the Red Feather Mountain Library District funds.

14. The Board of Trustees shall employ a Library Director and adopt a written description of the duties and responsibilities of the position. The Library Director shall be considered an Ex-Officio member of the Board. Upon the recommendation of the Library Director, the Board of Trustees may employ such other employees as necessary and review, amend and approve a job description submitted by the Library Director. The Board of Trustees shall set the compensation for all employees.

15. The Board of Trustees shall offer a benefit package to qualifying employees as detailed in the Employee Benefits Policy. The Employee Benefit Policy shall be reviewed annually to determine the best benefits for employees during the upcoming year. The Board shall pay a percentage of covered employ's health insurance premium.

16. The Board of Trustees shall set policies, review rules and regulations, and at the request of the Library Director, approve rules and regulations for the use of the Red Feather Lakes Community Library.

### **ARTICLE III OFFICERS AND DUTIES**

1. The officers of the Board of Trustees shall be a President, Vice President, Secretary and Treasurer. The Board of Trustees may, in its discretion, elect an Assistant Secretary and/or Assistant Treasurer. Except for the President, a Board Member may be elected to a double office. (i.e. VP/Treasure, VP/ Secretary,

Secretary/Treasurer). The order of secession for responsibility for the Officers shall be; President, Vice-President, Secretary and then Treasurer.

2. The officers are elected annually at the end of the final meeting of the calendar year and take office immediately upon election. Officers completing their terms will assist in completion of year-end reports. The term of office is one (1) year. An officer may be re-elected to the same position; however, no one may serve more than three (3) consecutive terms in one position.
3. The President shall preside at meetings of the Board of Trustees, appoint members of committees, and perform such other duties as are customarily associated with the office.
4. The Vice President shall act in the absence of the President, performing the duties of the President. Further, the succession of responsibility for the Officers shall be: President, Vice President, Secretary, and Treasurer in cases where one or more of the Officers are not in attendance.
5. The Secretary shall be responsible for keeping the minutes of all Board of Trustees meetings, recording all motions and votes taken, and perform such other duties customarily required of the office.
6. The Treasurer shall have primary responsibility for financial records and transactions of the Red Feather Mountain Library District, ensuring accurate accounting for all receipts and disbursements, submitting such reports as may be required, and perform such other duties customarily required by the office.

#### **ARTICLE IV MEETINGS**

1. Regular meetings of the Board of Trustees shall be held at least once a month on a specified day and time, and the schedule posted on the library bulletin board. On occasions where scheduling conflicts or Holidays fall on or near the scheduled meeting times the President, in conjunction with the Board, shall have the discretion to re-schedule the meetings which may also allow for the combining of two (2) monthly meetings as appropriate. The President with

assistance from the Library Director shall be responsible for preparing the agenda which shall be posted in three locations. The President with assistance from the Library Director shall be responsible for notifying Board of Trustees members at least five days in advance if a change of day or time is necessary due to a scheduling conflict, holiday, lack of quorum, or other reason. The change shall be posted on the library bulletin board. Meetings may be held either in person or through electronic software provided there is opportunity for the public to attend and appropriately participate. The Board may delegate these tasks to the Library Director as appropriate.

2. The Board of Trustees shall abide by all requirements of Colorado and Federal statutes regarding open meetings applicable to a library district. Meetings shall be open to the public. The agenda will include an item for public input.
3. Special meetings may be called by the President or at the request of three (3) Board of Trustee members to consider any special issues that cannot wait for the next regular meeting. All Board of Trustee members must be notified at least forty-eight (48) hours in advance by email or phone of a special meeting and its agenda. Only items on the announced agenda shall be considered by the Board of Trustees.
4. A quorum of the Board of Trustees consists of a majority of the board membership. The act of a majority of the Board of Trustees present at a regular or special meeting at which a quorum is present shall be the lawful act of the Board of Trustees unless other action is authorized by the Bylaws or announced in advance by the Board of Trustees.
5. Executive sessions will be conducted as necessary and in accordance with Colorado statute. Sessions will be advertised in conjunction with other library meetings with the purpose immediately announced prior to beginning an Executive Session and a general summary of discussion immediately following. Sessions will be recorded and the recording held for no more than 90 days unless extended by a majority vote of the Board of Trustees.

## **ARTICLE V COMMITTEES**

1. There shall be Finance and Budget Committee chaired by the Treasurer and composed of the Board President, the Library Director, the financial librarian and a minimum of one (1) other trustee appointed by the President. At the discretion of the committee chair and Board President, a legal and/or accountant specialist may be appointed to the committee as a member at large to consult in their areas of expertise. The committee shall monitor the financial condition of the Red Feather Mountain Library District, ensure that all actions of the committee coincide with current Library Financial Policies, make appropriate recommendations to the Board of Trustees, and assist the Library Director to prepare a draft annual budget for discussion and final adoption by the Board of Trustees. The committee will recommend the selection of an auditor to the Board of Trustees.
2. There shall be a Policy and Documents Committee chaired by a Board member with input from the Library Director and comprised of a minimum of two Trustees and designated library staff members. The committee shall review, develop, recommend and modify all appropriate bylaws, policies and have access to all documents for the library. All library policies and Bylaws will be reviewed at least once every three years to ensure they are still valid, needed and current.
3. The Board of Trustees may establish such other standing committees as it deems necessary.
4. Special committees may be authorized by the Board of Trustees, and appointed by the President for special limited purposes, and shall serve only until completion of the assignment.

## **ARTICLE VI AMENDMENTS**

1. Amendments to these Bylaws may be adopted by a two-thirds (2/3) vote of the membership of the Board of Trustees at a regularly scheduled meeting where there

is prior notification of the proposed change on the agenda, and where there has been a reading of the change at a previous meeting of the Board of Trustees.

## **ARTICLE VII FISCAL YEAR**

1. The fiscal year for the district shall begin on the first day of January and end on the last day of December in each year.

*Revision history:*

*Reviewed and revised by the Red Feather Mountain Board of Directors March 27, 2019.*

*Reviewed and revised by the Red Feather Mountain Board of Directors March 27, 2019 clarifying the hiring of new employees and responsibilities in Section II, paragraph 14.*

*Revised by the Red Feather Mountain Board of Directors October 24, 2018 adding the handling of executive sessions.*

*Minor wording change (Administrative Assistant to financial librarian) Jan. 27, 2016.*

*Third revision was approved on September 23, 2015.*

*Second revision was approval on May 23, 2012.*

*Bylaws revised and approved by the Red Feather Mountain Library District Board of Trustees on January 24, 2007.*