

Mukwonago Community Library
Library Board Bylaws
Approved March 13, 2025 – Last Reviewed March 13, 2025

Article I
Identification

This organization is the Board of Trustees of the Mukwonago Community Library, a municipal public Library located in Mukwonago, Wisconsin, established by the Wisconsin county of Waukesha, according to the provisions of Chapter 43 of the Wisconsin Statutes, and exercising the powers and assuming the duties granted to it under said statute.

Article II
Membership

Section 1. Appointments and Terms of Office

The Mukwonago Community Library Board shall consist of eleven (11) members, constituted as follows as per Wisconsin Statutes Chapter 43.54(1)(a):

- A. One (1) member shall be a Village of Mukwonago Trustee liaison, appointed by the Village of Mukwonago President and approved by the Village Board.
- B. Five (5) members shall be appointed by the Village of Mukwonago President and approved by the Village Board.
- C. One (1) member shall be a Mukwonago Area School District liaison, approved by the Village Board.
- D. Four (4) members shall be appointed by the Waukesha County Executive and approved by the Waukesha County Board of Supervisors. The number of Library Board members appointed by the county is in proportion to the county's share of the annual Library budget pursuant to Wis. Stat. § 43.60(3)(a) and may change if funding percentages change.

Members shall be appointed for a three (3) year term unless otherwise designated by the appointing authority. Three-year Board appointments run through June with new terms starting on July 1.

Library Board membership and terms of office shall be posted on the Library website.

Section 2. Meeting Attendance

Board members shall attend all regular and special meetings of the Board.

- A. To request an excused absence, members must notify either the Board President or Library Director at least twenty-four (24) hours before the meeting, except in cases of emergency. Failure to notify the Board President or Library Director of an absence shall automatically result in an unexcused absence.
- B. The Board President shall determine if an absence qualifies as excused. Qualifying reasons include, but are not limited to:
 - i. Personal illness or disability
 - ii. Employment purposes or the business of the Board
 - iii. A family or other emergency
 - iv. Other circumstances deemed reasonable by the Board President
- C. Members may participate fully in a meeting via electronic means so long as they follow the Electronic Meetings Policy.
- D. A Board member who accumulates three (3) unexcused absences within any twelve-month period shall be subject to removal in accordance with these Bylaws.

Section 3. Removal of Board Members

The Board acknowledges that Library Trustees appointed by municipal or county authorities are subject to removal at the pleasure of the appointing authority as provided in Wis. Stat. § 17.13 and 17.10. The Board maintains an internal procedure through which it may formally communicate to the appointing authority when it believes a member has violated these Bylaws and recommends removal.

A Board member who violates these Bylaws shall be subject to recommendation for removal via the following procedures:

- A. Any alleged violation shall be submitted in writing to the Board President, or to the Vice President if the complaint concerns the President.
- B. The reviewing officer shall provide written notice to the accused Board member within five (5) calendar days of receiving the complaint.
- C. The accused member shall have fourteen (14) calendar days from receipt of notice to submit a written response and any supporting evidence to the reviewing officer.

- D. The reviewing officer shall prepare a written report of findings and distribute it to all Board members at the next regularly scheduled Board meeting following the response period.
- E. At that meeting, the accused member shall have the opportunity to address the Board for up to ten (10) minutes. An affirmative vote of the majority of all members of the Board present at the time, excluding the accused member, shall be required to recommend removal to the appointing authority.
 - i. Pursuant to Wis. Stat. § 17.13(1), the Village Board President may remove the Board member subject to approval by majority vote of the Village Board, with a copy of the removal order filed with the Village Clerk.
 - ii. Pursuant to Wis. Stat. § 17.10(2), the county chairperson may remove the Board member subject to approval by majority vote of two-thirds of the supervisors entitled to seats on the county Board.

Article III Officers

Section 1. Officer Positions

The officers shall be a President, Vice President, Secretary, and a Treasurer, elected from among the appointed trustees at the July annual meeting of the Board. No member shall hold more than one office at a time. Vacancies in office shall be filled by vote at the next regular meeting of the Board after the vacancy occurs.

Section 2. Nominations

The Library Board shall serve as a Committee of the Whole for the purpose of nominating a slate of officers. The Nominating Committee of the Whole shall meet prior to the July annual meeting-and shall present a slate of officers at the July annual meeting. Additional nominations may be made from the floor at that time.

Section 3. Officer Term

Officers shall serve a term of two (2) years from the July annual meeting at which they are elected and until their successors are duly elected.

Section 4. Duties of the President

The President shall preside at meetings of the Board, authorize calls for special meetings, appoint all committees, execute all documents authorized by the Board, serve as an ex-officio voting member of all committees except the nominating committee, co-sign all checks drawn on funds held in custody of the Library, and generally perform all duties associated with the office of the President.

Section 5. Duties of the Vice President

The Vice President will assume the role and duties of the President in the event of the absence or disability of the President, or a vacancy in that office.

Section 6. Duties of the Secretary

The Secretary shall keep true and accurate minutes of all meetings of the Board and shall perform such other duties as are generally associated with the office of Secretary. If no Board member accepts election/appointment to the Secretary position, the Library Director may appoint, with the approval of the Board, a Library staff member to take minutes of Board meetings until a Board member assumes the position of Secretary.

Section 7. Duties of the Treasurer

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 be bonded in an amount as may be required by a resolution of the Board, and not less than the value of any property held by him or her.

Article IV

Meetings

Section 1. Regular Meetings

The regular meetings shall be held on the second Thursday of each month at 6:00 p.m. at the Library. An annual meeting at which Board officers shall be elected shall be held in July.

Section 2. Agendas and Notices

Meeting agendas and notices shall indicate the time, date, and place of the meeting and indicate all subject matters intended for consideration at the meeting.

- A. Meeting agendas and notices shall be posted at the main entrance of the Library, fully visible from the entrance exterior. Meeting agendas and notices shall also be sent to the Village for public posting consistent with the posting of other public notices, to the Library website, and to any other locations and media as required by law and the Board.

- B. A consent agenda may be used. Items of business that are expected to be so routine as to not require discussion may be placed on this agenda by the chairperson of a committee, the Board President, or the Library director. Items may be removed from the consent agenda by the request of any Board member. The Board will vote on the consent agenda in its entirety without discussion.

Section 3. Minutes

Minutes of all meetings shall, at a minimum, indicate Board members present, all items of business, all motions (except those that were withdrawn), and the results of all votes taken. Current draft Board minutes shall be distributed to all Board members upon completion and submission by the Board Secretary. All approved Board minutes shall be posted on a bulletin Board in the Library, to the Library website, and to any other locations and media as required by law.

- A. The Library Director shall be the designated custodian of the approved Library Board minutes and shall retain a complete file of the minutes in perpetuity.
- B. Library Board meetings may be recorded and the recordings retained for up to six (6) months or a period designated by the Library Board.

Section 4. Special Meetings

Special meetings may be called at the direction of the President or at the written request of five (5) members, for the transaction of business as stated in the call for the meeting. In accordance with Wis. Stat. § 19.84(3), notice must be given at least twenty-four (24) hours before the commencement of the meeting. If there is good cause why a 24-hour notice is impossible or impractical, a shorter notice may be given. However, in no case may notice be provided less than two (2) hours before the meeting.

Section 5. Quorum

- A. A quorum for the transaction of business at any meeting shall consist of 51% of the members of the Board present in person or via electronic means. Members attending a meeting using electronic means must comply with the Electronic Meetings Policy in order to be counted towards the quorum. If the member cannot comply with the audio/visual and security requirements, that member is not considered part of the quorum.
- B. In the event that a quorum is not present as specified in item (A.), in accordance with Wis. Stat. § 43.54(e), three (3) members of the Board shall constitute a quorum for the sole purpose of approving bills.

Section 6. Open Meetings Law Compliance

All Board meetings and all Committee meetings shall be held in compliance with Wisconsin's Open Meetings Law (Wis. Stat. § 19.81 through 19.98).

Section 7. Parliamentary Authority.

The rules contained in Robert's Rules of Order, latest revised edition, shall govern the parliamentary procedure of the meetings, in all cases in which they are not inconsistent with these bylaws and any statutes applicable to this Board.

Article V Committees

Section 1. Standing Committees

The following Committees or persons shall be appointed by the President promptly after the July meeting and shall make recommendations to the Board as pertinent to Board meeting agenda items:

- A. **Personnel Committee** – Shall handle all issues, grievances, policies, and compensation as related to staffing the Library. The Committee shall annually review the Library Director and provide a recommendation on compensation to the Board. Neither the Committee nor the Board reviews the Library staff (per Wis. Stat. § 43.58(4)), but the Committee shall recommend wage ranges, job descriptions, and organizational structure for the Board to approve and for the Library Director to use in managing the staff. The Board may direct the Committee to explore staff-related issues such as, but not limited to, wage studies, succession planning, and Personnel Policy changes.
- B. **Buildings and Grounds Committee** – Shall address and investigate improvements, problems, or needs in the Library building or on the Library grounds. The Committee shall provide recommendations to the Board on vendors and contractors for routine and non-routine projects and maintenance and may be directed by the Board to explore facility issues in order to bring information and recommendations back to the Board.
- C. **Policy Committee** - Shall facilitate the creation of any new policies felt necessary by the Library Director and/or Library Board. The Committee shall examine all existing policies on a regular basis for relevance and currency and to reflect any changes required by legislation or proposed by Board or staff. The Committee shall, after review, route any requests to examine, revise, or update the policies to the appropriate Board Committee or to the Library Director for action. Changes to policy shall be first considered by the Committee who will provide a recommendation to the Board for adoption.
- D. **Finance Committee** – Shall prepare the initial budget annually for the Board to approve. The Board may direct the Committee to investigate and report back on any issues that impact the revenues and expenditures of the Library.
- E. **Grutzmacher Collection Committee** – Shall oversee the care, custody, and control of the Grutzmacher Collection as well as compliance with the federal Native American Graves Protection and Repatriation Act (NAGPRA). The Committee shall approve all repatriation requests before recommending them to the Board. The Board may instruct the Committee to explore issues related to controlling the Collection including, but not limited to, housing and display, insurance, and policy. See “Grutzmacher Collection Policy.”

Section 2. Nominating Committee

See Article III, Section 2

Section 3. Ad Hoc Committees

Ad hoc committees for the study of special problems shall be appointed by the President, with the approval of the Board, to serve until the final report of the work for which they were

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appointed has been filed. These Committees may also include staff and public representatives as well as outside experts.

Section 4. Limits of Powers

No Committee shall have other than advisory powers.

Article VI **Duties of the Board of Trustees**

Section 1. Power and Duty

Legal responsibility for the operation of the Mukwonago Community Library is vested in the Board of Trustees through Wis. Stat. § 43.58. Subject to state and federal law, the Board has the power and duty to determine rules and regulations governing operations and services.

Section 2. Duty to Hire Library Director

The Board shall select, appoint, and supervise a properly certified and competent Library Director, who shall be evaluated on an annual basis. The Library Director shall determine the duties and compensation of all Library employees for the Board to approve.

Section 3. Budget

The Board shall approve the budget and make sure that adequate funds are provided to finance the approved budget.

Section 4. Exclusive Control of Money

The Board shall have exclusive control of the expenditure of all moneys collected, donated, or appropriated for the Library fund and shall audit and approve all Library expenditures. See “Finance Policy.”

Section 5. Facility and Maintenance

The Board shall supervise and oversee buildings and grounds, as well as regularly review various physical and building needs to see that they meet the requirements of the total Library program.

Section 6. Advocacy

The Board shall study and support legislation that will bring about the greatest good to the greatest number of Library users.

Section 7. Public Relations

The Board shall cooperate with other public officials and Boards and maintain vital public relations.

Article VII **Library Director**

Section 1. Appointment

The Library Director shall be appointed by the Board of Trustees and shall be responsible to the Board. The Library Director shall be considered the executive officer of the Library under the direction and review of the Board and subject to the policies established by the Board. The Director shall act as technical advisor to the Board. The Director shall be invited to attend all Board meetings (but may be excused from closed sessions) and shall not have a vote.

Section 2. Duty to Publish Meeting Notice

The Library Director shall issue notice of all regular and special meetings.

Section 3. Duty to Report

The Library Director shall make 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.

Section 4. Duty to Submit Annual Report

The Library Director, with Board approval, shall submit the required annual report to the Division for Libraries, Technology and Community Learning, and the village board.

Article VIII **Conflict of Interest**

Section 1. Financial Gain

Board members may not in their private capacity negotiate, bid for, or enter into a contract with the Mukwonago Community Library in which they have a direct or indirect financial interest.

Section 2. Duty to Recuse

A Board member shall withdraw from Board discussion, deliberation, and vote on any matter in which the Board member, an immediate family member, or an organization with which the Board member is associated has a substantial financial interest.

Section 3. Compensation

Per Wis. Stat. § 43.54(d), a Board member may not be compensated for their service on the Board or receive anything of value that could reasonably be expected to influence his or her vote or other official action.

Section 4. Abuse of Authority

Per Wis. Stat. § 19.59, Board members shall not use their position or authority for personal benefit or gain beyond what is available to the general public. This includes using Library resources, seeking preferential treatment, or influencing Library staff regarding personal matters, village or county government relations, political activities, or private business

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interests. Board members shall not use Library staff time, facilities, supplies, or equipment to influence appointing authorities or for personal benefit.

Article IX **Trustee Code of Conduct**

Section 1. Compliance with Policies and Ordinances

Board members shall comply with all Library policies, Village of Mukwonago ordinances, and other applicable laws and regulations in the same manner as required of the general public. Board membership does not confer any special privileges or exemptions from these requirements. All Library policies apply equally to Board members whether on or off Library premises.

Section 2. Civility and Decorum

Board members shall maintain proper decorum in accordance with the latest revised editions of Robert's Rules of Order and the Wisconsin Department of Public Instruction's Trustee Essentials. Basic rules of decorum include, but are not limited to:

- A. Address fellow Board members, staff, and the public with respect and courtesy, using formal titles (e.g., "Trustee," "Director," "Chair") during Board meetings.
- B. Refrain from interrupting others who have been recognized to speak.
- C. Focus comments on issues rather than personalities.
- D. Prohibited behaviors include, but are not limited to:
 - i. Use of defamatory, hostile, or degrading remarks
 - ii. Personal attacks against fellow Board members, staff, or members of the public
 - iii. Disruptive actions that interfere with the conduct of Board business
 - iv. Discriminatory statements or conduct
 - v. Disclosing information protected under law including closed session discussions

Section 3. Chain of Command

Per Wis. Stat. § 43.58(4), the Library Board appoints a Library Director who is directly responsible for Library staff. To maintain proper organizational structure:

- A. The Library Board shall:
 - i. Establish policies and approve budgets that govern Library operations
 - ii. Delegate to the Library Director day-to-day operations and administration of the Library including:
 - a. Staff supervision and assignment of duties
 - b. Implementation of Board-approved policies

- c. Selection of Library materials
- d. Maintenance of Library property
- e. Delivery of Library services

B. The Library Board and individual Board members shall not:

- i. Direct the work of Library staff
- ii. Issue orders to any Library employee
- iii. Interfere with the Library Director's supervision of staff

C. Board members may engage in casual conversation with staff. However, to maintain proper organizational structure:

- i. All Board recommendations or requests regarding Library operations, including but not limited to programs, collection development, or staffing shall be communicated through the Library Director
- ii. When staff input is needed on Library matters, the Board shall make such requests through the Library Director
- iii. If a staff member brings complaints to a Board member, the Board member shall direct them to:
 - a. First address the concern with their supervisor
 - b. Follow the grievance process in the Personnel Policy
 - c. Only in extreme situations should complaints come directly to the Board
- iv. In emergency situations requiring immediate Board-staff interaction, Board members shall notify the Library Director as soon as possible

Section 4. Public and Media Communications

Official statements regarding Board positions, decisions, or policies shall only be made by the Board as a whole through its designated spokesperson, who shall be either the Library Director or Board President. Individual Board members shall not represent themselves as speaking for the Board or Library in any communications with the public, media, other organizations, Boards, or agencies. When speaking about Library matters, individual Board members must explicitly clarify that they are expressing personal opinions and not Board positions. All formal deliberations and official communications involving Board matters shall occur in properly noticed open meetings in accordance with Wisconsin's Open Meetings Law, except where closed sessions are authorized by law.

Section 5. Digital Communications

All digital communications by Board members regarding Library business are subject to Wisconsin Public Records Law. Board members shall maintain professional decorum in all digital communications and social media activities relating to the Library, clearly indicating when posts reflect personal opinions rather than Board positions. Board members shall not engage in digital communications that could constitute a walking quorum or compromise Library operations and/or security. All digital communications regarding Library business must be retained in accordance with the "Records Retention Policy".

Article X

General

Section 1. Majority Vote

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 the event of a tie vote due to an even number of Trustees present, the President's vote shall be the deciding vote. The President may vote upon and may move or second a proposal before the Board.

Section 2. Temporary Suspension of Rules

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 are present and two-thirds of those present so approve.

Section 3. Amendment of Bylaws

These bylaws may be amended at any regular meeting of the Board by majority vote of all members of the Board, provided that Board members receive a draft of the proposed amendments with the publication of the meeting agenda.

Adopted by the Board of Trustees of the Mukwonago Community Library on March 13, 2025

Revision History

August 12, 2016	Removed Section C to reflect changes in Bridges policy.
July 21, 2016	<p>Revised Article I to show Library type as specified by Statute</p> <p>Revised Article II, Section 1 to delineate Board appointments and terms of office</p> <p>Revised Article III, Section 6 to permit Director to appoint a staff member to take minutes in absence of Secretary</p> <p>Revised Article IV, Section 1 to list meeting Board schedule and to list purpose of Annual Meeting</p> <p>Revised Article IV, Section 2 to clarify and expand agenda posting requirements</p> <p>Revised Article IV, Section 3 to clarify and expand minutes posting requirements</p> <p>Added Article V, Section 3 to delineate responsibilities of Policy Committee</p> <p>Revised and Expanded Article VII by moving references to Library Director responsibilities from previous locations in Article III, Section 6, Article III, Section 7, and Article VI, Section 8.</p>

Added Section markers to Article VII.
Revised adoption date and signatory Board officers

September 15, 2016 Revised Article II, Section 1 to specify approval of Board Village and School appointments by Village Board.

January 19, 2017 Revised Article IV, Section 1 to change Board meeting time from 7 p.m. to 6 p.m.

May 18, 2017 Revised Article IV, Section 3 to clarify draft and approved minutes distribution, specify that the Library Director is custodian of records, and that Board meetings may be recorded and retention of those recordings.

August 17, 2017 Revised Article II, Membership. Added Section 3 - Removal of Board Members.
Revised Article III, Officers. Modified Section 2 to have eliminate the use of a nominating committee and have the Board meet as a Committee of the Whole to nominate Board officers.

January 18, 2018 Revised Article IV, Meetings, Section 5 adding Paragraph b to provide for a 3 person quorum to permit only for the paying of bills in the event of a lack of full meeting quorum.

March 15, 2018: Revised Article II, Membership. Modified Section 3. Added paragraph on removal of Board Member for cause.
Revised Article IV. Meetings, Section 5 to add that a quorum may consist of Board Members attending via videoconference or teleconference.

June 21, 2018 Revised Article IV. Meetings, Section 2 to include usage of a consent agenda.

June 20, 2019 Revised Article II, Section 1 to include “Three-year Board appointments run through June with new terms starting on July 1st”
Revised Article IV, Section 1 to revise the section indicated that Board meetings have now moved to the second Thursday of each month

December 9, 2021 Article II, Section 1 and Article IV, Section 5 updated to reflect adoption of Electronic Meetings Policy.

December 8, 2022 Created consistent section headings and state statute references throughout.
Revised Article IV, Section 4 for clarity.
Revised Article V, Section 1 with scope of responsibilities for standing committees. Struck Article V, Section 3 as it was added into Section 1.
Added Grutzmacher Collection Committee to standing committees.

March 13, 2025 Clarified and expanded II.2 specifying meeting attendance
Clarified and expanded II.3 specifying removal of Library Trustees
Created Article IX “Code of Conduct”
Clarified X.1 with exactly how a tie vote can be broken
Changed X.3 to read “that Board members receive a draft of the proposed amendments with the publication of the meeting agenda”
Reviewed by Village legal counsel