

**BYLAWS  
OF  
FITCHBURG PUBLIC LIBRARY BOARD OF TRUSTEES**

**Article I  
Identification**

This organization is the Board of Trustees of the Fitchburg Public Library, located in Fitchburg Wisconsin, established by the Wisconsin municipality of Fitchburg, 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. The Board shall be comprised of seven members; five shall be citizen members, one shall be a school district administrator or their representative, and one shall be a Common Council member. Not more than one member of the Common Council shall be at any one time a member of the Library Board.

Section 2. All appointments shall be for three-year terms. Appointments are made by the mayor of Fitchburg and approved by the Common Council.

Section 3. When a resignation occurs a new member is appointed to fill the unexpired term. Citizen members and the Common Council member shall serve no more than two full consecutive terms, but can be reappointed after a lapse of one year. If a trustee is appointed to serve an unexpired term of office exceeding two years, it shall be considered a full term. A school district representative may serve more than two consecutive terms.

Section 4. Members shall be allowed three (3) absences from regular meetings within a calendar year. Members are expected to notify the Director when they must miss a meeting. When one member's absences exceed the stated allowance, the President of the Board shall inform the Mayor.

**Article III  
Officers**

Section 1. The officers shall be a president, a vice president, and a treasurer, elected from among the appointed members at the 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. A nominating committee shall be appointed by the president two months prior to the annual meeting and shall present a slate of officers at the annual meeting. Additional nominations may be made from the floor at that time.

Section 3. Officers shall serve a term of one year from the annual meeting at which they are elected and until their successors are duly elected.

Section 4. 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, and generally perform all duties associated with the office of president.

Section 5. 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. In the absence of the president and vice president, the treasurer shall perform the duties and functions of the president.

Section 6. The treasurer shall co-sign with the Library Director all purchase orders drawn on funds held by the library over \$5,000, and perform such duties as generally devolve upon the office. In the absence of the treasurer, the president or vice president may sign purchase orders.

Section 7. The Board by a majority vote shall delegate to the Library Director (who may delegate to library staff of his/her accord,) any duties or responsibilities assigned to these offices, or to the Board in general.

## Article IV Meetings

Section 1. Regular Meetings. The regular meetings shall be scheduled each month, the date and hour to be set by the Board at its annual meeting.

Section 2. Annual Meeting. The annual meeting, which shall be for the purpose of the election of officers, shall be held at the time of the regular meeting in May of each year.

Section 3. 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.

Section 4. 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 result of all votes taken. Current Board minutes shall be posted on the City of Fitchburg website.

Section 5. Special Meetings. Special meetings may be called at the direction of the president, and shall be called at the written request of two members, for the transaction of business as stated in the call for the meeting. Except in cases of emergency, at least 48 hours' notice shall be given. In no case may less than two hours' notice be given.

Section 6. Quorum. A quorum for the transaction of business at any meeting shall consist of four members of the Board present in person.

Section 7. Open Meetings Law Compliance. All Board meetings and all committee meetings shall be held in compliance with Wisconsin's open meetings law (Wisconsin Statutes Sections 19.81 to 19.98).

Section 8. 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: Personnel, Facilities, and Strategic Planning shall be appointed by the president promptly after the annual meeting and shall make recommendations to the Board as pertinent to Board meeting agenda items.

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

Section 4. No committee shall have other than advisory powers.

## Article VI Duties of the Board of Trustees

Section 1. Legal responsibility for the operation of the Fitchburg Public Library is vested in the Board of Trustees. Subject to state and federal law, the Board has the power and duty to determine rules and regulations governing library operations and services.

Section 2. The Board shall select, appoint, supervise, and evaluate a properly certified and competent Library Director.

Section 3. The Board shall approve the budget and make sure that adequate funds are provided to finance the approved budget.

Section 4. 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.

Section 5. The Board shall approve all expenditures of more than \$25,000.

Section 6. The Board shall regularly review various physical and building needs to see that they meet the requirements of the total library program.

Section 7. The Board shall work cooperatively with other public officials and groups and support legislation that benefits library users.

Section 8. The Board shall approve and submit the required annual report to the Division for Libraries and Technology and the Common Council of the City of Fitchburg.

Section 9. The Board shall conduct strategic planning processes for the library.

Section 10. The Library Board also shall have exclusive charge, control and custody of all lands, buildings, money or other property devised, bequeathed, given or granted to, or otherwise acquired or leased by, the municipality for library purposes.

## Article VII Library Director

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 Library Director will be held responsible for the direction and supervision of staff, for the care and maintenance of library property, an adequate selection of books and materials that maintains the efficiency of library service to the public, and for its financial operation within the limitations of the budgeted appropriation. The Library Director shall attend all Board meetings (but may be excused from closed sessions) and shall have no vote.

Article VIII  
Conflict of Interest

Section 1. Board members may not in their private capacity negotiate, bid for, or enter into a contract with the Fitchburg Public Library in which they have a direct or indirect financial interest.

Section 2. 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. A Board member may not receive anything of value that could reasonably be expected to influence their vote or other official action.

Article IX  
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. The president may vote upon and may move or second a proposal before the Board.

Section 2. 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. These bylaws may be amended at any regular meeting of the Board by two-thirds (2/3) vote of all members of the Board. Written notice of the proposed amendment shall have been provided to all members at least ten days prior to the meeting at which such action is proposed to be taken.

Approved by the Board of Trustees of the Fitchburg Public Library on the 18<sup>th</sup> day of February, 2026.