TE3: Bylaws—Organizing the Board for Effective Action

Bylaw Basics

Library board bylaws are the rules established by the library board that govern the board's own activities. Well-crafted bylaws help provide for the smooth and effective functioning of a library board.

Library board bylaws must comply with all relevant statutes. The sample bylaws attached to this Trustee Essential note the state laws that are relevant to library board operation. Wisconsin Statutes Chapter 43 includes rules for board appointments, board terms, election of board officers, board quorum, etc. (See Trustee Essential 18: Library Board Appointments and Composition.) In addition, all board meetings and board committee meetings must comply with Wisconsin's Open Meetings Law (see Trustee Essential 14: The Library Board and the Open Meetings Law). State and federal laws supersede any local library bylaw provisions.

At a minimum, library board bylaws should spell out:

1. The library board officers to be elected, how they are elected, and the powers and responsibilities of each officer.
2. When meetings are held, and how meetings are conducted.
3. What committees are appointed, how they are appointed, and what they do.
4. How the bylaws are amended.

Specific Legal Requirements

As mentioned above, state and federal laws supersede any local library bylaw provisions. Below are some of the provisions of Chapter 43 you should be aware of as you review your board bylaws.

Generally, no compensation may be paid to the members of a library board for their services. However, board members may be reimbursed for their actual and necessary expenses incurred in performing duties outside the municipality if so authorized by the library board. In addition, members may receive per diem, mileage, and other necessary expenses incurred in performing their duties within the municipality if so authorized by the library board and the municipal governing body (county board for a consolidated county public library board).

Normally, a majority of the membership of a library board constitutes a quorum, but the library board may, in your bylaws, legally provide that three or more members constitutes a quorum. For library boards in First Class Cities, seven members constitute a quorum.

Annually, within 60 days after the date of the beginning of local library board terms, your library board must hold an organizational meeting and elect one of your members as board president and also elect any other officers provided for in your bylaws.

Crafting Your Library Board's Bylaws

Because bylaws are so fundamental to effective (and legal) library board operations, great care must be taken when developing new bylaws or amending existing bylaws. Bylaw language must be clear and unambiguous. Imprecise language can result in confusion and disorder.

For example, confusion can result if it is unclear who has the authority to make decisions for the library. Library board bylaws should make clear that actions by board committees are advisory only. A library board committee cannot act on behalf of the full board—only actions by the full board have legal authority. Likewise, individual board members and board officers can perform official actions on behalf of the board only with specific authorization from the full board. If your board wants to develop new bylaws or amend existing bylaws, it is recommended that a special committee be appointed to develop drafts for full board review. To change your bylaws, you must follow any procedures required by your current bylaws. Library system staff may be available to review drafts of new or amended bylaws.

Discussion Questions

1. Can our board bylaws provide for library board membership to individuals who are not appointed according to the relevant provisions of Chapter 43?
2. Can our board bylaws provide for term limits for library board members? What are the pros and cons of library board member turnover?
3. How can your board encourage good meeting attendance?
4. What could you do if a board member regularly misses board meetings?

Sources of Additional Information

- Appendix A: Sample Wisconsin Public Library Bylaws
- Robert's Rules of Order (chapter on the development and amendment of bylaws) or The Standard Code of Parliamentary Procedure by Alice F. Sturgis